## Legal information

# **Regulatory Disclosures – United Kingdom and the United States of America**

Arrowgrass Capital Partners LLP ("Arrowgrass") is authorised and regulated by the U.K. Financial Conduct Authority ("FCA"). Additionally, in accordance with the requirements of the U.S. Investment Advisers Act of 1940 ("Advisers Act Arrowgrass is registered as an exempt reporting adviser with the United States Securities and Exchange Commission ("SEC"). Arrowgrass will comply with the Advisers Act with respect to U.S. clients only.

The information within this website is issued by Arrowgrass to sophisticated investors who are professional clients or eligible counterparties under the Rules of the FCA and "Accredited Investors" as defined in Regulation D promulgated under the U.S Securities Act 1933, as amended (the "Securities Act") and "Qualified Purchasers" as defined under the U.S. Investment Company Act 1940, as amended (the "Company Act"). Access to this website from certain countries may be restricted by law and you are required to determine that you are permitted to access it.

Most if not all of the protections provided by the United Kingdom regulatory system will not apply to investments in the products detailed within this website.

The information within this website is unsuitable for any other party and any such other party should exit this website immediately. If you are unsure as to whether or not you qualify, please contact Arrowgrass.

The information below further explains the legal and regulatory restrictions in relation to the Arrowgrass

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There are significant risks associated with investment in the products outlined on this website. Investment is intended for sophisticated investors who can accept the risks associated with such an investment including a substantial or complete loss of their investment and who have no need for immediate liquidity in their investment. Investments will be subject to strict limitations on transferability and withdrawal. There will be no secondary or public market. The value of investments and any income derived from them can go down as well as up and the value of an investor's investment may be subject to sudden and substantial falls. The loss on realisation may be very high and could result in a substantial or complete loss of investment.

Most if not all of the protections provided by the U.K. regulatory structure will not apply to investments. Investors should be fully aware of the restrictions on transfer of investments. Some investment positions may be illiquid and investment may be made in non-publicly traded securities. The foregoing list of risk factors is not complete and reference should be made to the relevant Offering Memorandum. An investment may only be made after receiving and reviewing the Offering Memorandum and the risk factors contained therein. You should rely only on the Offering Memorandum in making any decision to invest.

## Solicitation

This website does not constitute and should not be used for the purpose of an offer or solicitation in any jurisdiction or in any circumstances in which such offer or solicitation is unlawful or not authorised. Persons resident in territories other than the United Kingdom should consult their professional financial advisers as to whether they require any governmental or other consents or need to observe any formalities to enable them to invest in any product described in this website.

The provision of the information in this website does not constitute an offer to purchase or the solicitation of an offer to sell any securities to any person in the United States or to any U.S. Person as such term is defined under the U.S. Securities Act of 1933, as amended. The information contained in this website about Arrowgrass is not directed to any person in the United States.

## Confidentiality

You acknowledge that, in viewing this website, you will have access to information concerning the business and affairs of Arrowgrass, its affiliates or any of the fund entities managed or advised by Arrowgrass (together the "Connected Entities") that Arrowgrass, reasonably believes to be in the nature of trade secrets or other information, the disclosure of which Arrowgrass believes is not in the best interests of Arrowgrass and the Connected Entities, or could damage Arrowgrass and the Connected Entities, or which Arrowgrass or any of the Connected Entities are required by law or agreement with a third party to keep confidential, including, without limitation, any information relating to the investment strategy of any of the fund entities managed or advised by Arrowgrass (e.g. portfolio positions, trades and contemplated trades); all notices, letters and other communications whether written or oral between Arrowgrass or the Connected Entities and you; the names and addresses of any of the investors in any of the fund entities managed or advised by Arrowgrass in any of the fund entities managed or advised by Arrowgrass in any of the fund entities managed or advised by Arrowgrass or the Connected Entities and you; the names and addresses of any of the investors in any of the fund entities managed or advised by Arrowgrass in any of the fund entities managed or advised by Arrowgrass and any details regarding any of their investments (collectively, "Confidential Information").

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## Advice

No information contained within this website should be construed as investment advice.

## Taxation

Taxation will depend on individual financial circumstances and the country of residence.

## **Unregulated Schemes**

The product described on this website is an unregulated collective investment scheme. Its promotion or offering in the United Kingdom is restricted to institutions or individuals falling within COBS 4.12, Chapter 4 of the FCA Handbook, and the Financial Services and Markets Act 2000 (Promotion of Collective Investment Schemes (Exemptions) Order 2001).

When viewing any area of this website related to this unregulated fund, you confirm that you are authorised to carry out investment business under FSMA or are a person falling within the eligible categories of permitted

investors under Rule 4.12, COBS Chapter 4 of the FCA Handbook, and the Financial Services and Markets Act 2000 (Promotion of Collective Investment Schemes (Exemptions) Order 2001).

By proceeding you confirm that you are not a private or retail investor or subject to any jurisdictional restrictions permitting access to information on unregulated collective investment schemes and that you fall within one of the permissible categories under Rule 4.12, COBS Chapter 4 of the FCA Handbook, and the Financial Services and Markets Act 2000 (Promotion of Collective Investment Schemes (Exemptions) Order 2001).

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## **Stewardship Code**

Please click here if you wish to view the Firm's Statement of Compliance with the UK Stewardship Code.

#### **Modern Slavery Act**

Please <u>click here</u> if you wish to view the Firm's <u>Transparency Statement</u> under the Modern Slavery Act 2015.

## **Privacy and Data Protection**

Please <u>click here</u> to view the Firm's <u>Privacy Notice</u> pursuant to the General Data Protection Regulation (GDPR). For information relating to data protection in connection with recruitment and careers at Arrowgrass, please <u>click</u> <u>here</u>.

#### **EU Shareholder Rights Directive**

Arrowgrass does not comply with the requirements of the EU Shareholder Rights Directive, as it considers that it has an investment strategy that is not commensurate with the outcomes sought thereunder.