

**Title Firstname Surname**

Address line 1  
Address line 2  
Address line 3  
Postcode

Dear [investor]

**We're launching a new share offer for Octopus Apollo VCT plc**

I'm writing with some important news about Octopus Apollo VCT. With your approval, the Board of Directors for Octopus Apollo VCT intends to raise up to £20 million through a new share offer. We're also announcing proposals to merge Octopus Apollo VCT with Octopus Eclipse VCT. If the merger is approved it will combine the assets and liabilities of both VCTs into Octopus Apollo VCT. You'll find more information in the enclosed Shareholder Circular.

**New share offer details**

If approved, the new share offer will be open until **3 November 2017**, although it may close earlier. To thank you for your continued support, we are offering a **1% loyalty discount** on the initial fee if you choose to make an investment. If you have any questions about this new share offer or the discount, we recommend you talk to your financial adviser in the first instance. Please remember that by investing in Octopus Apollo VCT you place your capital at risk and you may not get back the full amount you invest.

**Why merge with Octopus Eclipse VCT?**

When launched, it made sense to have several separate VCTs investing alongside one another due to the VCT rules in force at the time. Today, the rationale for having multiple small VCTs has disappeared and a number of VCTs have merged to create larger, more efficient VCTs, as when Octopus Apollo 1, 2, 3 & 4 merged in 2012.

The type of investments the two VCTs are looking to make have become increasingly similar and Octopus Eclipse VCT has previously invested in some of the same companies as Octopus Apollo VCT. There are several reasons why we believe this merger will directly benefit you, as an existing Octopus Apollo VCT shareholder:

- Owning a larger, more diverse portfolio of investments
- Greater cost and administration efficiencies
- Better access to high-quality new investments and increased ability to raise funds
- More flexibility in management of the VCT
- Enhancing the ability of the merged VCT to pay dividends and support share buy-backs

**Your vote counts**

We would encourage you to read the enclosed Shareholder Circular, which includes details of a Shareholder General Meeting to be held at 2:30pm on **12 December 2016** at the Octopus head office at 33 Holborn, London, EC1N 2HT. If you're not able to attend, you can appoint someone else to vote on your behalf by completing and returning the enclosed proxy form. To register your vote, please return your completed proxy form by 2.30pm on **8 December 2016**.

**What should you expect if the merger goes ahead?**

The merger proposals need approval from both Octopus Apollo VCT and Octopus Eclipse VCT shareholders before the merger can go ahead. If shareholders approve the merger, then the assets of the two VCTs will be combined to create one of the largest VCTs in the UK. This would happen on 19 December 2016.

## **Important Information**

Please remember that investing in smaller companies is considered a high-risk investment. They can fall or rise in value much more sharply than shares in larger, more established companies. VCT shares can also be harder to sell. This advertisement is not a prospectus. Investors should only subscribe for shares based on information in the prospectus available at [octopusinvestments.com/apollo](https://octopusinvestments.com/apollo).

## **We're here to help**

We don't offer financial or tax advice, which is why we always recommend talking to a qualified financial adviser before making any investment decisions. However, if you have any other questions about Octopus Apollo VCT, or if you'd like to talk to one of the fund managers looking after your investment, please call us on **0800 316 2295**.

Yours sincerely



Simon Rogerson  
Chief Executive