**THIS LETTER IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.** If you are in any doubt about the action to take, you should consult your stockbroker or other independent professional adviser authorised under the Financial Services and Markets Act 2000.

If you have sold or transferred all of your Ordinary shares of 0.1p each in the capital of the Company please send this letter to the purchaser or transferee or person through whom the sale or transfer was effected for transmission to the purchaser or transferee.

# JUPITER GREEN INVESTMENT TRUST PLC

An investment company within the meaning of Section 833 of the Companies Act, 2006 Registered in England and Wales No. 05780006

Directors:
Michael Naylor (Chairman)
Jaz Bains
Simon Baker
Baroness Bryony Worthington

Registered Office:
The Zig Zag Building
70 Victoria Street
London SW1E 6SQ

1 March 2024

Dear Shareholder

# INFORMATION NOTICE

# **Reminder of Subscription Rights**

We are writing to remind you of your right to subscribe for one new Ordinary share of Jupiter Green Investment Trust PLC (the 'Company') in respect of every ten Ordinary shares held by you on 28 March 2024.

Each registered holder of an Ordinary share has the right to subscribe in cash for new Ordinary shares on the basis of one new Ordinary share for every ten existing Ordinary shares registered in the name of such holder on such date at a price equal to the audited undiluted net asset value of an Ordinary share on the preceding 31 March – 258.58p as at 31 March 2023 (being the last business day in March). **Your attention is drawn to the table on page 2 detailing the mid-market quotations for the Ordinary shares.** In considering whether or not to subscribe, it may be helpful for Shareholders to bear in mind that shares otherwise acquired through the market on the London Stock Exchange would attract UK stamp duty, at 0.5%, and brokerage commissions, neither of which costs are applicable to the exercise of these rights.

This year's exercise price is, at present, above the current share price. Shareholders are therefore advised to consider carefully their options concerning whether to exercise their subscription rights or not and to seek financial advice if unsure of their position.

The company's website **www.Jupiteram.com/JGC** shows the company's closing share price the day before. This should be compared to the exercise price of 258.58p enabling you to monitor the difference between the up to date market price and the exercise price, as prices can change between the date of this letter and the date of exercise.

Regardless of whether or not you exercise your subscription rights on 28 March 2024 you will have the right to subscribe in subsequent years, again at a price equal to the audited undiluted net asset value of an Ordinary share on the preceding 31 March.

THIS LETTER IS ISSUED BY WAY OF A REMINDER ONLY IN ORDER TO COMPLY WITH THE CONDITIONS OF THE SUBSCRIPTION RIGHTS SET OUT IN THE COMPANY'S ARTICLES OF ASSOCIATION AND SHAREHOLDERS SHOULD NOT REGARD THIS LETTER AS A RECOMMENDATION TO EXERCISE THEIR SUBSCRIPTION RIGHT.

The diluted net asset value per Ordinary share (including income and expenses) and the closing middle market prices of the Company's Ordinary shares, taken from the Daily Official List of the London Stock Exchange on the last dealing day in each of the five months prior to the date of this letter and the latest practicable date prior to the dispatch of this letter, were as follows:

	Ordinary NAV Value (p)	Ordinary share Middle Market
	(including income	Price
Date	and expenses)	(p)
30 September 2023	232.84	198.50
31 October 2023	212.87	182.50
30 November 2023	228.73	183.50
31 December 2023	250.24	201.00
31 January 2024	241.53	198.00

#### **Tax Considerations**

The following information is based on the law and practice currently in force in the UK and applies only to shareholders who are resident or ordinarily resident in the UK for taxation purposes and who hold the shares beneficially as an investment. The information is not exhaustive and does not constitute legal or tax advice. If shareholders are in any doubt as to their taxation position, they should consult their own professional adviser. Investors should note that tax law and interpretation can change and that, in particular, the levels and bases of, and reliefs from, taxation may change and that changes may alter the benefits of investment in the Company.

# **Capital Gains**

A shareholder who subscribes will not make a disposal for the purposes of the taxation of chargeable gains and no chargeable gains should arise at that time. Instead, in computing the chargeable gain when Ordinary shares (including Ordinary shares acquired on subscription) are later disposed of, the available base cost will be the aggregate of the shareholders current base cost in their current holding and the amount paid for the Ordinary shares acquired on subscription divided on a per share basis. A liability to Capital Gains Tax or Capital Transfer Tax may arise if you dispose of, or nominate some other person to receive, the Ordinary shares arising from the subscription.

# Shares held in Nominees, ISAs or Savings Schemes

Shareholders wishing to exercise their subscription rights who hold their shares via a Nominee, in ISAs or savings schemes with third parties (e.g. with Hargreaves Lansdown or AJ Bell), should send written instructions to their product providers as soon as possible.

# How to Exercise your Right to Subscribe for shares held by Certificated Shareholders

In order to exercise your subscription rights in whole or in part, you should complete the enclosed application form to subscribe for Ordinary Shares. The completed and signed application form must be lodged with the Company's Registrars by using the enclosed reply-paid envelope to, Equiniti, Receiving Agent, Corporate Actions, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA at any time after receipt of this letter but not later than 11.00 a.m. on Thursday, 28 March 2024, accompanied by a remittance equal to 258.58p in aggregate for each Ordinary share for which you are subscribing (rounded up to the nearest penny) on the basis of one new Ordinary share for every ten Ordinary shares held on 28 March 2024. Cheques should be made payable to Equiniti Limited re Jupiter Green Investment Trust Offer for Subscription' and crossed 'A/C payee only'. Cheques and banker's drafts must be drawn on an account at a branch of a bank or building society in the United Kingdom and must bear the appropriate sort code in the top right hand corner. You should tick the relevant payment method box under Settlement Details in the application form. Third party cheques may not be accepted with the exception of banker's drafts or building society cheques where the bank or building society has endorsed the back of the cheque or draft by adding the Shareholder's details and the branch stamp. Such cheques or banker's drafts must bear the appropriate sort code in the top right-hand corner and must be for the full amount payable on application.

Payments by Electronic Transfer.

For applicants who wish to pay by electronic transfer, payments must be made by CHAPS or bank transfer in Sterling. Payments must be made for value by 10.00 a.m. on 27 March 2024 (1 business day before the close of the receiving period) (one business day before the close of the receiving period). Prior to sending in the form to Equiniti please contact the Registrars by email at offer@equiniti.com quoting 'JGIT – Offer for Subscription' in the subject line confirming the amount of cash in Sterling you are intending to remit and to request full bank details and to be advised of any additional Know Your Client (KYC) documentation that may be required to be provided and instructions on how to complete the application. The Registrar will then provide the applicant with a unique reference number which must be quoted by the applicant's bank when sending payment. The reference number must also be inserted in Section 1b Box 3 on page 1 of the Application Form. By clearly writing the reference number on the Application Form, this will enable the Registrars to link the payments. For any payments made by electronic transfer, a copy of the bank statement showing the transaction will be required by the Registrars in order to establish the source of the funds. Bank statements must show the same name as the applicant and Offer Shares will not be credited until such documentation is received.

# How to Exercise your Right to Subscribe for Shares held by Uncertificated Shareholders

If you are a Qualifying CREST Shareholder, Offer for Subscription Entitlements are expected to be credited to CREST accounts on 1 March 2024. Please note that unlike previous Entitlements subscriptions no application forms will be posted to uncertificated shareholders.

# Unmatched Stock Event (USE Instructions)

Qualifying CREST Shareholders who are CREST members and who want to apply for Offer for Subscription Shares in CREST must send (or, if they are CREST sponsored members, procure that their CREST sponsor sends) an USE Instruction to Euroclear which, on its settlement, will have the following effect:

(a) the crediting of a stock account of the Registrar under the participant ID and member account ID specified below, with a number of Offer for Subscription Entitlements.

Offer for Subscription Shares applied for; and

(b) the creation of a CREST payment, in accordance with the CREST payment arrangements in favour of the payment bank of the Receiving Agent in respect of the amount specified, rounding up to the nearest whole penny where applicable in the USE Instruction which must be the full amount payable on application for the number of Offer for Subscription Shares referred to in paragraph (a).

# 3.2.4 Content of Unmatched Stock Event ("USE") Instruction in respect of Offer for Subscription Entitlements

The USE Instruction must be properly authenticated in accordance with Euroclear's specifications and must contain, in addition to the other information that is required for settlement in CREST, the following details:

- (a) the number of Offer for Subscription Shares for which application is being made (and hence the number of the Offer for Subscription Entitlement(s) being delivered to the Registrar);
- (b) the ISIN of the Offer for Subscription Entitlement. This is GB00BQXJYF82;
- (c) the CREST participant ID of the accepting CREST member;
- (d) the CREST member account ID of the accepting CREST member from which the Offer for Subscription Entitlements are to be debited;
- (e) the participant ID of the Registrar in its capacity as a CREST receiving agent. This is 6RA59;
- (f) the member account ID of the Registrar in its capacity as a CREST receiving agent. This is RAJGIT01
- (g) the amount payable by means of a CREST payment on settlement of the USE Instruction. This must be the full amount payable on application for the number of Offer for Subscription Shares referred to in (i) above;

- (h) the intended settlement date. This must be on or before 11.00 a.m. on 28 March 2024; and
- (i) the Corporate Action Number for the Offer for Subscription. This will be available by viewing the relevant corporate action details in CREST.

In order for an application under the Offer for Subscription to be valid, the USE Instruction must comply with the requirements as to authentication and contents set out above and must settle on or before 11.00 a.m. on 28 March 2024.

In order to assist prompt settlement of the USE Instruction, CREST members (or their sponsors, where applicable) may consider adding the following non-mandatory fields to the USE Instruction:

- (i) a contact name and telephone number (in the free format shared note field); and
- (ii a priority of at least 80.

CREST members and, in the case of CREST sponsored members, their CREST sponsors, should note that the last time at which a USE Instruction may settle on 28 March 2024 in order to be valid is 11.00 a.m. on that day.

(a) To ensure compliance with the Regulations, the Registrars may require, at its absolute discretion, verification of the identity of the person by whom or on whose behalf an Application Form is lodged with payment (which requirements are referred to below as the "verification of identity requirements").

The Registrars may therefore undertake electronic searches for the purposes of verifying identity. To do so, the Registrars may verify the details against the Applicant's identity, but also may request further proof of identity. The Registrars reserve the right to withhold any entitlement (including any refund cheque) until such verification of identity is completed to the Registrars' satisfaction.

If the Registrars determine that the verification of identity requirements apply to any application, the relevant Offer Shares (notwithstanding any other term of the Offer) will not be issued to the relevant Applicant unless and until the verification of identity requirements have been satisfied in respect of that Applicant or application. The Registrars are entitled, in its absolute discretion, to determine whether the verification of identity requirements apply to any application and whether such requirements have been satisfied, and neither the Registrars nor the Company will be liable to any person for any loss or damage suffered or incurred (or alleged), directly or indirectly, as a result of the exercise of such discretion.

If the verification of identity requirements apply, failure to provide the necessary evidence of identity within a reasonable time may result in delays in the despatch of share certificates. If, within a reasonable time following a request for verification of identity, the Registrars have not received evidence satisfactory to it as aforesaid, the Company may, in its absolute discretion, treat the relevant application as invalid, in which event the monies payable on acceptance of the Offer will be returned (at the Applicant's risk) without interest to the account of the bank or building society on which the relevant cheque or banker's draft was drawn.

The verification of identity requirements will not usually apply:

- if the Applicant is an organisation required to comply with Regulations and/or the EU Money Laundering Directive(s) including without limitation the European Union Fourth Anti-Money Laundering Directive on, inter alia, the prevention of the use of the financial system for the purpose of money laundering and terrorist financing; and
- if the Applicant (not being an Applicant who delivers his application in person) makes payment by way of a cheque drawn on an account in the Applicant's name; or
- if the aggregate subscription price for the Offer Shares is less than €15,000 (currently approximately £12,800).

In other cases the verification of identity requirements may apply. Satisfaction of these requirements may be facilitated in the following ways:

- i. if payment is made by cheque or banker's draft in pounds sterling drawn on a branch in the United Kingdom of a bank or building society which bears a UK bank sort code number in the top right hand corner the following applies. Cheques should be made payable to "Equiniti Limited re Jupiter Green Investment Trust Offer for Subscription" in respect of an application by a Qualifying Participant and crossed "A/C Payee Only". Third party cheques may not be accepted with the exception of building society cheques or banker's drafts where the building society or bank has confirmed the name of the account holder by stamping or endorsing the cheque/banker's draft to such effect. However, third party cheques will be subject to the Regulations which would delay Applicants receiving their Offer Shares. The account name should be the same as that shown on the Application Form; or
- ii. if the Application Form(s) is/are in respect of Offer Shares with an aggregate subscription price of €15,000 or more and is/are lodged by hand by the Applicant in person, or if the Application Form(s) in respect of Offer Shares is/are lodged by hand by the Applicant and the accompanying payment is a banker's draft or building society cheque, he or she should ensure that he or she has with him or her evidence of identity bearing his or her photograph (for example, his or her passport) and separate evidence of identity of his or her address. If, within a reasonable period of time following a request for verification of identity, and in any case, the Registrars have not received evidence satisfactory to it as aforesaid, the Registrars may, at their absolute discretion, as agent of the Company, reject the relevant application, in which event the monies submitted in respect of that application will be returned without interest to the account at the drawee bank from which such monies were originally debited (without prejudice to the rights of the Company to undertake proceedings to recover monies in respect of the loss suffered by it as a result of the failure to produce satisfactory evidence as aforesaid); or
- iii. if the Application Form(s) is/are in respect of Offer Shares with an aggregate subscription price of £50,000 or more the Registrars require certified copy verification of identity comprising photographic ID such as passport or driving licence and certified copy proof of address such as a utility bill or bank statement (not less than three months old). Certification can be by a bank, a solicitor or other professional person; and
- iv. if none of the above documents show the Applicant's date and place of birth, the Applicant should provide a note of such information.
- (b) No person receiving a copy of this document and/or any Application Form in any territory other than the United Kingdom may treat the same as constituting an invitation or offer to him, nor should he in any event use such Application Form unless, in the relevant territory, such an invitation or offer could lawfully be made to him or such Application Form could lawfully be used without contravention of any registration or other legal requirements. It is the responsibility of any person outside the United Kingdom wishing to make an application hereunder to satisfy himself as to full observance of the laws of any relevant territory in connection therewith, including (without limitation) obtaining any requisite governmental or other consents, observing any other formalities requiring to be observed in such territory and paying any issue, transfer or other taxes required to be paid in such territory.
- (c) The right is also reserved to reject in whole or in part any application or any part thereof for any reason whatsoever, including (without limitation) a breach of any of the terms, conditions, representations and/or warranties set out in this document and/or the Application Form and to treat as valid any application not in all respects completed in accordance with the instructions relating to the Application Form.
- (d) Save where the context otherwise requires, words and expressions defined in this document have the same meaning when used in the Application Form and any explanatory notes in relation thereto.

In the event that CREST Shareholders make any additional purchases in the market after the 24 February and wish to receive more Offer for Subscription entitlement shares please contact Equiniti by email at <a href="mailto:offer@equiniti.com">offer@equiniti.com</a>. Qualifying CREST Shareholders when requesting an increased credit should ensure that they leave sufficient time for the additional Offer for Subscription Entitlement to be credited to their account and for an application to be made in respect of those entitlements before the last day to accept, being 11.00 am on 28 March 2024.

It should be noted that any refunds due to oversubscriptions will be returned to shareholders as soon as reasonably practicable either by cheque, via Crest assured message or direct to your bank account without interest.

No fraction of a new Ordinary share will be issued on the exercise of any subscription rights and no refund will be made to a shareholder in respect of any part of the subscription price paid by that shareholder which represents such a fraction (if any). No compensation will be paid to any shareholders who do not exercise their right to subscribe as their entitlement will not be placed in the market.

If you hold your shares in certificated form your new Ordinary shares will be allotted with effect from 15 April 2024 and not later than 14 days after allotment share certificates for the Ordinary shares will be dispatched to you by first class post at your risk. After allotment, and pending the issue of Ordinary share certificates for the new Ordinary shares, an instrument of transfer will be certified by the Company's Registrars against the register.

If you hold your shares in uncertificated form your new Ordinary shares will be allotted with effect from 15 April 2024 and the Ordinary shares arising on subscription will be issued to you in uncertificated form. Following allotment the Registrar will instruct Euroclear UK & International to credit your appropriate stock account (being a stock account under the participant ID and member account ID specified in your Subscription Notice) with the Ordinary shares to which you are entitled.

You should note that it is not possible to nominate any other person as the allottee of all or any of the Ordinary shares to which you are entitled.

The Ordinary shares allotted pursuant to the exercise of subscription rights will not rank for any dividends or other distributions declared, paid or made on the Ordinary shares by reference to the record date which is 2 April 2024 (Also being the Subscription Date). Subject thereto, the Ordinary shares allotted will rank pari passu in all respects with the existing Ordinary shares.

Should you have any questions about the right to subscribe described in this letter, please call Equiniti on Corporate Actions Helpline +44 371-384-2050. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. The helpline is open between 8:30 a.m. – 5:30 p.m., Monday to Friday excluding public holidays in England and Wales. Please note that Equiniti cannot provide any financial, legal or tax advice and calls may be recorded and monitored for security and training purposes. Alternatively email Jupiter investmentcompanies@jupiteram.com. Please note that Jupiter is not permitted to offer investment advice as to whether you should exercise your right to subscribe.

This letter is sent in accordance with the terms of the Company's Articles of Association. It is not to be taken as a recommendation to shareholders to exercise their subscription rights or otherwise. In this respect, if you require advice, you should contact an independent financial adviser authorised pursuant to the Financial Services and Markets Act 2000.

Yours faithfully

Jupiter Asset Management Limited Secretaries, acting for and on behalf of

**Jupiter Green Investment Trust PLC** 

