

DISCLAIMER: Oakley Capital Investments Limited (“OCI”) is required to produce and publish this document by Regulation (EU) 1286/2014 of the European Parliament and the Council on key information documents for packaged retail and insurance-based investment products and, where applicable, the retained version of the EU PRIIPs as implemented into the laws of the United Kingdom under the European Union (Withdrawal) Act 2018 (the “Regulation”). OCI is required to follow the Regulation’s prescribed methodology in preparing this document, including the determination of the Summary Risk Indicator and the calculation of the Performance Scenarios. OCI believes that the methodology prescribed by the Regulation for the preparation of the information in this document and, in particular, the Performance Scenarios, is principally geared towards packaged retail investment products rather than shares in a listed company such as OCI. As such, in OCI’s view, application of this prescribed methodology produces results which could be misleading. Shares in OCI are suitable only for investors that are capable of evaluating the benefits and risks of such an investment, who understand the potential risk of capital loss and the importance of a diversified investment portfolio, who fully understand and are willing to assume the risks involved in investing in OCI, who understand the limitations of the scenarios set out in the Summary Risk Indicator and Performance Scenarios and who have sufficient resources to be able to bear losses (which may equal the whole amount invested) that could result from such an investment in OCI’s shares. Past performance is not a guide to future performance.

PURPOSE: This document provides you with key information about Oakley Capital Investments Limited (“OCI”). It is not marketing material. The information is required by law to help you understand the nature, risks, costs, potential gains and losses of OCI and to help you compare it with other products.

Note: We are issuing this updated KID under Article 15 of Regulation (EU) 2017/653.

Product

Name of Product	Ordinary shares of £0.01 nominal value in Oakley Capital Investments Limited (the “Company”)
Name of PRIIP manufacturer	Oakley Capital Investments Limited
ISIN	BMG670131058
Website for PRIIP manufacturer	www.oakleycapitalinvestments.com
Call telephone number for more information	+1 441 542 6330
Competent Authority of the PRIIP Manufacturer in relation to the KID	Financial Conduct Authority
Date of production of the KID	03 August 2021

You are about to purchase a product that is not simple and may be difficult to understand.

What is this product?

Type	Ordinary shares in a public limited company incorporated in Bermuda. Save for payments of dividends or other returns (e.g. on a winding up), the Company is not expecting to pay you. You are expected to generate returns through selling your shares through a bank or stockbroker. Shares of the Company are bought and sold via markets. Typically, at any given time on any given day, the price you pay for a share will be higher than the price at which you could sell it. The price at which you can sell your shares will vary depending on market conditions and will not necessarily reflect the net asset value of the Company.
Objectives	The Company seeks to provide investors with long-term capital appreciation through its investments in the funds of Oakley Capital Private Equity (“Oakley Funds”) and through co-investment opportunities alongside the Oakley Funds.
Intended retail investor	The ordinary shares are traded on the Specialist Fund Segment of the main market of the London Stock Exchange and are intended for institutional, professional, professionally advised and knowledgeable investors primarily seeking exposure to private mid-market UK and Western European businesses through investment in the Oakley Funds (or successor funds) and: (a) who understand and are willing to assume the potential risks of capital loss associated with investments in such companies, (b) who understand the illiquid nature of private equity compared to other asset classes, (c) for whom an investment in the Company’s securities would be of a long-term nature constituting part of a diversified portfolio, and (d) who understand, or who have been advised of, the potential risk from investing in companies admitted to the Specialist Fund Segment.

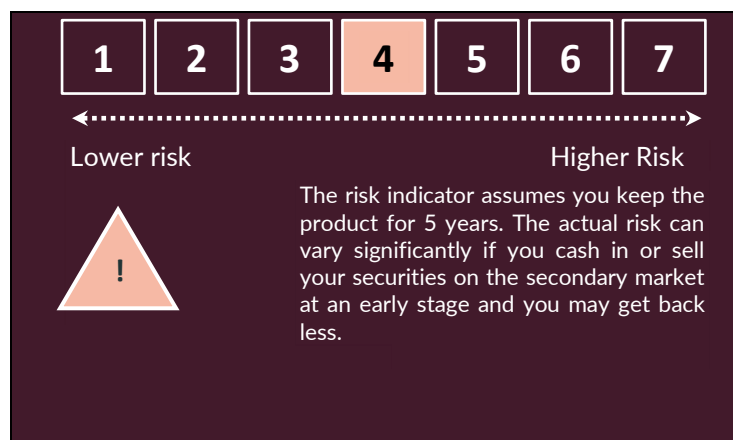
What are the risks and what could I get in return?

Risk indicator

The summary risk indicator is a guide to the level of risk of this product compared to other products. It shows how likely it is that the product will lose money because of movements in the markets or because we are not able to pay you.

We have classified this product as 4 out of 7, which is a medium risk class.

This rates the potential losses from future performance at a moderate level, and poor market conditions are likely to impact your returns. The price at which shares in the Company are sold in the market has not historically tracked the Company's net asset value per share.



The whole amount of your invested capital in the Company is at risk and there can be no guarantee that you will get back any or all of the amount invested on a sale of shares in the Company. A high proportion of the company's assets are invested in Euro dominated Oakley Funds and consequently, are subject to exchange rate movements between Sterling and Euro. The price at which shares in the Company are sold in the market has not historically tracked the Company's net asset value per share. **REFERENCES TO THE COMPANY PAYING YOU MONEY ARE REQUIRED BUT ARE MISLEADING. YOU WILL LIKELY RECEIVE SOME DIVIDENDS FROM THE COMPANY DURING YOUR INVESTMENT, BUT THE MAJORITY OF YOUR RETURN ARISES WHEN YOU SELL YOUR SHARES IN THE MARKET.**

Performance Scenarios

This table shows the money you could get back over the next 5 years under different scenarios, assuming that you invest £10,000. The scenarios illustrate how your investment could perform. You can compare them with the scenarios of other products. The scenarios presented are an estimate of future performance based on evidence from the past on how the value of this investment varies and are not an exact indicator. What you will get will vary depending on how the market performs and how long you keep the investment/product.

The stress scenario shows what you might get back in extreme market circumstances and it does not take into account the situation where we are not able to pay you.

The figures shown include all the costs of the product itself, where applicable. The figures do not take into account your personal tax situation, which may also affect how much you get back.

Investment Scenarios		1 year	3 years	5 years (Recommended holding period)
Stress scenario	What you might get back after costs	£717.36	£4,942.65	£3,931.11
	Average return each year	(92.83)%	(20.93)%	(17.03)%
Unfavourable scenario	What you might get back after costs	£9,668.07	£12,402.73	£16,845.18
	Average return each year	(3.32)%	7.44%	10.99%
Moderate scenario	What you might get back after costs	£12,485.65	£19,247.53	£29,646.85
	Average return each year	24.86%	24.39%	24.28%
Favourable scenario	What you might get back after costs	£15,830.86	£29,326.11	£51,227.52
	Average return each year	58.31%	43.14%	38.64%

What happens if Oakley Capital Investments Limited is unable to pay out?

As a shareholder of Oakley Capital Investments Limited, you would not be able to make a claim to the Financial Services Compensation Scheme or any other compensation body about the Company in the event that the Company were unable to pay any dividends or other returns it may elect to pay from time to time, or if it were unable to pay any amounts due to you on a winding up at the end of its life. If you sell your shares on the London Stock Exchange, your bank or stockbroker will receive cash on delivery of your shares and should pass that to you.

What are the costs?

Presentation of Costs

The Reduction in Yield (RIY) shows what impact the total costs you pay will have on the investment return you might get. The total costs take into account one-off, ongoing and incidental costs.

The amounts shown here are the cumulative costs of the product itself, for three different holding periods. They include potential early exit penalties. The figures assume you invest £10,000. The figures are estimates and may change in the future.

The Company is required to include the information above and below without any changes. The law was drafted for investments which pay returns directly to investors, not those for which a return is expected to be delivered by the investor selling shares on a market. The Performance Scenarios above are shown based on share price returns together with returns for dividends or

other distributions. They are entirely independent of the costs shown below, all of which are borne by the Company either directly or, with respect to its investment in the Oakley Funds on a look-through basis, and have no direct impact on investment performance of the Company's shares.

If you sell your shares, you would pay your bank's or stockbroker's dealing charges and be selling at the then available market offer price. That is likely to be lower than the bid price at which others could buy shares at that time. Share prices in the media are typically the mid-price, being half-way between the offer price and the bid price.

Costs over Time

The person selling you or advising you about this product may charge you other costs. If so, this person will provide you with information about these costs and show you the impact that all costs will have on your investment over time. The costs for the Company include look-through costs attributed to the company in relation to its investments in the Oakley Funds. The impact of costs on returns per year has been assessed on the basis of net asset values per share, and not share price.

Investment Scenarios £10,000	If you cash in after 1 year	If you cash in after 3 years	If you cash in at the end of the recommended holding period
Total costs	£662	£1,986	£3,310
Impact on return (RIY) per year	6.62%	6.62%	6.62%

Composition of Costs

The table below shows:

- the impact each year of the different types of costs on the investment return you might get at the end of the recommended holding period;
- the meaning of the different cost categories.

This table shows the impact on return per year			
One-off costs	Entry costs	0.00%	The impact of the costs you pay when entering your investment.
	Exit costs	0.00%	The impact of the costs of exiting your investment when it matures.
Ongoing costs	Portfolio transaction costs	0.00%	The impact of the costs of the Oakley Funds buying and selling underlying investments for the product attributed to the company on a look-through basis.
	Other ongoing costs	2.63%	The impact of the costs that we take each year for managing your investments including costs of the Oakley Funds attributed to the company on a look-through basis.
Incidental costs	Performance fees	0.47%	The impact of the performance fee. We take these from your investment if the product outperforms its benchmark of 8%.
	Carried interests	3.52%	Carried interests are costs of the Oakley Funds, shown on a look-through basis and are paid at the rate of 20% of the gain arising on the sale of an investment, above a hurdle rate of 8%. Costs include a provision for carried interest arising on unrealised gains.

How long should I hold it and can I take money out early?

Recommended holding period: 5 years

Listed private equity funds are designed to be long term investments and the returns from them can be volatile during their life. With limited exceptions, a five-year investment horizon is the minimum period recommended by LPEQ, the trade body for listed private equity funds. As the Company's shares are listed on the London Stock Exchange, you can expect to sell them at any time through your bank or stockbroker.

How can I complain?

If you have any complaints about the Company, you may lodge your complaint:

- via our website www.oakleycapitalinvestments.com
- in writing to 3rd Floor, Mintflower Place, 8 Par-la-Ville Road, Hamilton HM08, Bermuda

Other relevant information

We are required to provide you with further documentation, such as the Company's latest prospectus, annual and semi-annual reports. These documents and other information relating to the Company are available online at www.oakleycapitalinvestments.com. **The past performance of the Company is not a guide to future performance. The price of the Company's shares can go down as well as up.**