

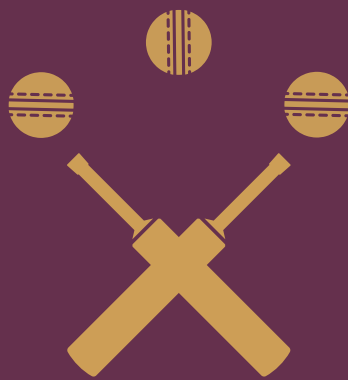


BEAUFORT

PROPERTY INVEST

Information Memorandum

Beaufort Property Invest Ltd
Asset-Backed
End of term returns



Dukes Gardens

Chiddingstone CAUSEWAY



Table of Contents

Important Information Relating To This Document	1
Executive Summary	2
Opportunity Summary	3
Beauforts Funding Summary	
Beauforts Development Strategy	
Proposed Terms Of The Offer	7
The Offer	
Conditions Of The Offer	
The Market And The Company	11
Background	
Strategy	
Use of Proceeds	
Marketing & Professional Fees	
Company Structure	
Security	
Security Trustee	
Risk Factors	13
Risks Relating to the Company	
Other Risks and Considerations	
Tax	16
How to Apply	17
General Information	
Statutory Information	
Directors & Company Advisors	
Articles of Association	
Interests of Directors & People With Significant Control	
Other Information	

This document is exempt from the general restriction in section 21 of the Financial Services and Markets Act 2000 on the communication of invitations or inducements to engage in investment activity on the ground that it is made to 'investment professionals' within the meaning of Article 19 of the Financial Services and Markets Act (Financial Promotion) Order 2005 (FinProm); persons believed on reasonable grounds to be 'certified high net worth individuals' within the meaning of Article 48 FinProm; persons who are 'certified sophisticated investors' within the meaning of Article 50 FinProm; and persons who are 'self-certified sophisticated investors' within the meaning of Article 50A FinProm.

Investing in the Company is speculative and invested capital is at risk of partial or total loss. The attention of prospective Investors is drawn to the "RISK FACTORS" section of this document on pages 27 to 29.

If you are in any doubt about the contents of this document, you are strongly recommended to consult a person authorised under the Financial Services and Markets Act 2000 ("FSMA") to give advice in relation to investment in equity and debt securities issued by unquoted single companies. An investment in PGI Limited ("PGI", "Company", the "Issuer") will not be suitable for all recipients of this Information Memorandum ("IM")

The purpose of this IM is to provide information to named individuals who have expressed an interest in the possibility of subscribing for Fixed Rate Loan Notes ("Loan Notes") issued by the Company and, as such, provides details of a private offer to those individuals.

An application form to subscribe for Loan Notes will only be provided to persons:

whom the directors of the Company believe to be either

- (i) certified as a 'high-net-worth investor',
- (ii) certified as a 'sophisticated investor',
- (iii) self-certified as a 'sophisticated investor', in each case in accordance with the relevant sections of FinProm. who are pension fund trustees investing pension money where the beneficiary of the pension would otherwise be entitled to invest in accordance with the terms of this invitation, (referred to herein as "Potentially Eligible Investors").

Any investment to which this document relates is available only to such persons and other classes of person noted above and any other person and other class of person should not rely on this document.

Potentially Eligible Investors should consider carefully whether an investment in Loan Notes is suitable for them in light of their personal circumstances and the risk factors noted on pages 27 to 29. The Loan Notes are secured debt of the Issuer and they may not be a suitable investment for all recipients of this IM. Loan Notes are not transferable or negotiable on the capital markets and no application is to be made for Loan Notes to be admitted to listing or trading on any market. Investment in an unquoted security of this nature, being an illiquid investment, is speculative, involving a high degree of risk.

It will not be possible to sell or realise Loan Notes before they mature or to obtain reliable information about the risks to which they are exposed. There is no certainty or guarantee that the Issuer will be able to repay the Loan Notes

This document is confidential and is being supplied solely for the information of the intended recipient and may not be used, disclosed, copied, reproduced, published, or further distributed to any other person in whole or in part, for any purpose.

Nothing in this document shall be construed as the giving of investment advice by the Company or any other person. If you are in any doubt as to whether to invest in the Loan Notes described herein, you should consult an independent financial adviser ("IFA") who is qualified to advise on investments of this nature.

This IM does not constitute an offer for subscription, either public or private, but does describe private offers to subscribe for debt securities that the Issuer will only be extended to those potential investors who meet certain eligibility criteria on a named basis. This IM does not constitute a prospectus made pursuant to the Prospectus Regulation (EU 2017/1129). Therefore, this IM has not been approved by the Financial Conduct Authority or any other regulatory body. You should ensure that you have read and understood all of this IM before taking steps to apply for Loan Notes.

This IM does not purport to be all-inclusive or necessarily contain all the information that a prospective Investor may desire in investigating the Company. The IM may be subject to updating, revision or amendment. Interested parties should carry out their own investigations and analysis of the IM and of the data referred to in the IM and should consult their own advisers before proceeding with any investment in the Company.

All statements of opinion and/or belief in this IM and all views expressed regarding the Company's projections, forecasts and statements relating to expectations of future events are those of the Company and its Directors. No representation or warranty is made, or assurance given that such statements, views, projections or forecasts are correct or that the Company's objectives will be achieved

The distribution of this IM in certain jurisdictions may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any such restrictions. Any such distribution could result in a violation of the law of such jurisdictions.

This document is confidential and is being supplied solely for the information of the intended recipient and may not be used, disclosed, copied, reproduced, published, or further distributed to any other person in whole or in part, for any purpose. This IM is dated 01 April 2024.

Executive Summary

Beaufort brings together some of the most experienced land, planning, and construction professionals in Greater London and the South East. Evolving our designs and approaches on an individual basis, ensuring each of our unique developments of family homes meets the expectations of modern life, enjoying a sense of uniqueness and sitting sensitively within its surrounding area.

This information memorandum provides you with a detailed explanation of the investment opportunity presented through the funding arm of Beaufort. Beaufort Property Invest Limited. Beaufort has deployed a “mezzanine finance” model to acquire the site in Chiddingstone Causeway. The former Dukes Cricket Ball factory. The Gross Development Value of the Scheme valued in April 2024 is £12,000,000.00.

The purchase of the site is through a Special Purchase Vehicle – Beaufort (Causeway) Ltd A Company which is jointly owned by Beaufort Property Invest and Beaufort Construction Ltd.

Using A Mezzanine Finance model a maximum of 25% of the sites total Gross Development Value will be raised through investors with Beaufort Equity and Bank Lending making up the balance of funding to deliver the scheme. This approach will maximise the profits, improve cashflow of the project and maximise returns available to investors. Part 1 involves the site acquisition, with completion of the acquisition process taking place on Friday 2nd August 2024. Part 2 and phase 1 of the build schedule involves the demolition of the existing buildings, clearing and establishing the site for development. Beaufort Property Invest will continue with the issue of Loan Notes on the following terms completing the remaining Mezzanine element of funding.

Beaufort Property Invest will receive a 33% of the profits in order to repay investor returns. A security trustee has been appointed as an independent entity that sits between investors and the investment note. Most debt investments require an entity to act as the security trustee. The trustee must act impartially while representing the interests of the bond holders. The trustee takes a charge over the security assets, typically for the benefit of the investors and in conjunction with the debenture. This is filed at Companies House and prevents other parties getting security against the assets in question. Beaufort Construction Ltd also provides a corporate guarantee and investors will have a legal charge over the site of the development upon completion of the round.

Product Term & Return per annum

12 Month or 24 Month Term.	7.5% p.a. Paid Quarterly
12 Month Term	9% p.a. Paid Annually
12 Month or 24 Month Term	10% p.a Paid End of Term

Once a product has been selected please complete an application form to apply for your subscription. If your application is accepted by the company. The signed and completed application form alongside the subscription agreement will form your investment paperwork. Our investor services team will liaise with you to oversee the onboarding process.

OPPORTUNITY SUMMARY

A unique opportunity to deliver a fully consented development in the up and coming village of Chiddingstone Causeway, in the heart of Kent. This village is being developed with a number of planning applications submitted to develop land to deliver residential properties.

The site to be developed is the former Dukes Cricket Ball factory with demolition of the existing buildings and the erection of 18 residential 2/3/4/ bedroom units fully approved by SevenOaks District Council.

A highly desirable location within a few minutes walk to Penshurst train station. Just 45 minute to London Bridge, and 5 miles from Tonbridge.

The company began trading as Beaufort Property Invest in June 2024 after acquisition and is wholly operated as the funding arm of Beaufort Construction Limited.

The Company, Beaufort Property Invest Limited and a number of limited companies make up the operating brand ("Beaufort").

Beaufort Construction Limited, a Beaufort company, will be providing a corporate guarantee ("the Corporate Guarantee") relating to the capital Invested on this project. The constitutional documents of Beaufort Construction Limited together with the financial statement for the year ending 30 January 2024 are attached at Appendix 1 to this Information Memorandum.

Beaufort brings together some of the most experienced land, planning, and construction professionals in Greater London and the South East. Evolving our designs and approaches on an individual basis, ensuring each development meets the expectations of modern life, enjoying a sense of uniqueness and sitting sensitively within its surroundings.

The Beaufort difference is our pledge to never compromise when it comes to style and standards. Our team is devoted to creating 'legacy' homes – outstanding houses that are designed with precision, built with care and destined to be loved from day one.

Our team of skilled trades and construction professionals are comfortable working on projects of up to 50 dwellings. Beaufort keeps all design and build elements in-house for ultimate quality control and are happy to work in a joint venture or project management capacity. By year end 2024. Beaufort will have delivered c. 250,000 square feet in family homes across Surrey, Kent and Sussex.



The content of this promotion has not been approved by an authorised person within the meaning of the Financial Services and Markets Act 2000 ("FSMA"). Reliance on this promotion for the purpose of engaging in any investment activity may expose an individual to significant risk of losing all of the property or other assets invested.

THIS IS A SPECULATIVE ILLIQUID SECURITY. YOUR CAPITAL IS AT RISK.

This is a high-risk investment and is much riskier than a savings account

Beauforts Funding Strategy

A typical example of funding

The funding requirements of each site are unique, but let’s take as an example, a project costing £10m in total. Once complete, the expected Gross Development Value (“GDV”) is £12m which would provide a £2m profit or 20% of GDV (an industry standard).

Standard bank funding:

In this example, the bank provides a loan, secured by a first charge on the property, for 65% of the GDV (£7,800,000) and is first to get its money back.

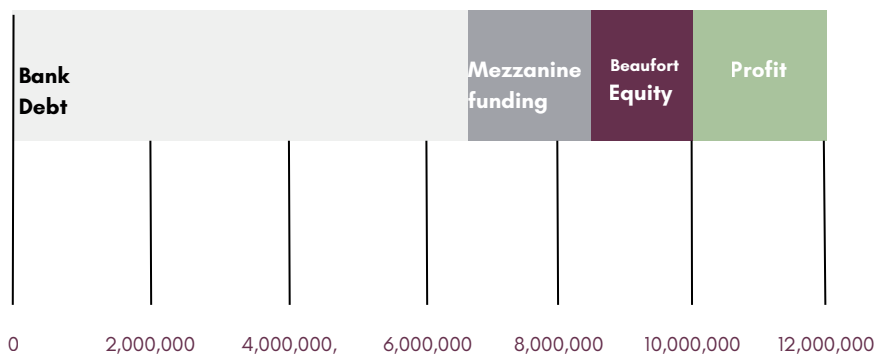
The bank receives a lower rate of return than the mezzanine funder, as it has a charge over the land and gets repaid first.

Mezzanine funding:

The gap between the funds lent by the bank and Beauforts’s investment (£1,200,000) is filled by mezzanine funding. Mezzanine funding is repaid after the bank loan.

The Developer’s equity:

The Developer, Beaufort, would invest the balance of any cash required (in this example £1,000,000) and would be last to be repaid. Their investment therefore carries the most risk.



Beauforts Development Strategy

At Beaufort Homes, we're not just building houses; we're creating communities where families can thrive, where sustainable living is a reality, and where the future is brighter for everyone.

Beaufort is currently developing a broad range of residential, sites in Surrey, Sussex and Kent in both urban and rural locations, featuring a range new-build designs that incorporating the latest in sustainable housing technology and “zero grid ” energy dependencies.

Beaufort looks at each scheme on its individual merits, starting from scratch each time, on every element of design. When Beaufort purchases a site it balances a stringent risk analysis with the creative process to identify only profitable and deliverable schemes. Acorn sees the South East as the most positive region for investment, with excellent housing opportunities. These are driven by the demands fore new houses, lifestyle changes, a growing population, improved transport links, excellent employment opportunities, good schools and beautiful landscapes.

Although Beauforts provides homes to all sectors of the community, Our market is dominated by families, down sizers, and retirement buyers who are the most financially-able and sustainable economic group of purchasers. Beaufort has is delivering over 500,000 square feet of properties in the existing development pipeline over the next 3-5 years.

Summary

The following is a summary of the key points pertaining to the opportunity to invest in the Loan Notes of Beaufort Property Invest Limited ("The Company", "Beaufort Property Invest", "BPI") and should be read in conjunction with the full text of this IM. The company is seeking to raise £3,000,000.00 by issuing Beaufort Property Invest Limited Loan Notes to fund all costs associated with construction of 18 2,3, and 4 bedroom residential properties. Beaufort Property Invest owns 33% shareholding alongside Beaufort Construction Ltd in the Special Purposes Vehicle Beaufort (Causeway) Limited used to acquire the site and will develop the land constructing the properties over a period of 18-24 months.

Issuer: Beaufort Property Invest Limited

Instrument

Series A BPI Fixed Income Loan Note paid Bi Annually: 1 or 2 year term

Monthly Interest

7.5% Paid Bi Annual

Minimum Investment

£10,000.00

Maximum Investment

£3,000,000.00

Instrument

Series B BPI Fixed Income Loan Note paid Annually: 1 year term

Bi Annual Interest

9% interest payable Annually

Minimum Investment

£10,000.00

Maximum Investment

£3,000,000.00

Instrument

Series C BPI Fixed Income Loan Note paid: End of Term: 2 year term

Annual Interest

10% interest payable as lump sum paid End of Term

Minimum Investment

£10,000.00

Maximum Investment

£3,000,000.00

£3,000,000.00 for series A to C in aggregate



Security

Debenture over the company and its assets, a corporate guarantee and legal and an independent charge trustee manager.

Ranking

All Loan Notes should rank pari passu, equally and rateably without discrimination or preference alongside all secured creditors of the Company.

Term

24 Months

Launch Date

12th Aug 2024

Closing Date

28th Feb 2027

Security Trustee

www.ctkservices.co.uk

Transferable

Ownership of the Loan Notes cannot be transferred to another party

Early Redemption by Investors

Investors cannot redeem the loan notes before maturity

Early Redemption by the Company

The company can repay the Loan Notes before their maturity, interest payable to date of early repayment

Quarterly, Annually or End of Term

The company uses 364 days as the maximum period for a yearly note maturity.

Proposed Terms of the Offer

The Offer

The Company is offering eight (3) (12) twelve-month and (24) twenty four month fixed term loan Notes to Investors, detailed below. The aggregate total for the Series A to C Loan Notes is £3,000,000.00

Series A: 7.5 % 12 or 24 Quarterly - Fixed Income Loan Note

Coupon: 7.5% per annum
Coupon Payment: Quarterly
Term: 12 months or 24 months

The Loan Note will be a twelve month or twenty four month term and interest will be paid 3 months in arrears. Before the maturity dates of the Loan Notes which they hold, Loan Note holders will be given the opportunity to reinvest their capital in new Loan Notes, if available at that time.

This option is available to all subscriptions over £1,000.00

The company reserves the right to issue Loan Notes at a discount and/or to pay an enhanced interest rate and / or to redeem Loan Notes at more than their nominal value upon maturity.

Example

The example below illustrates the interest and capital payments on maturity of the Fixed Rate 12 Month Loan Note: Example assumes 1 year term.

Investment (£)	Return (£) (7.5% Per annum paid quarterly)
£100,000.00	£107,000 - £1,750 - Quarterly

Series B: 9% 12 - Annual Fixed Income Loan Note

Coupon: 9% per annum
Coupon Payment: Annually
Term: 12 months

The Loan Note will be a twelve month term and interest will be paid annually in arrears. Before the maturity dates of the Loan Notes which they hold, Loan Note holders will be given the opportunity to reinvest their capital in new Loan Notes, if available at that time.

This option is available to all subscriptions over £1,000.00

The company reserves the right to issue Loan Notes at a discount and/or to pay an enhanced interest rate and / or to redeem Loan Notes at more than their nominal value upon maturity.

Example

The example below illustrates the interest and capital payments on maturity of the Fixed Rate 12 Month Loan Note: Example assumes 1 year term.

Investment (£)	Return (£) (9% Per Annum Payable Annually)
£100,000.00	£109,000.00 - £9000.00 -Annually

Series C: 10 % End of Term Annual Loan Note

Coupon: 10% per annum
Coupon Payment: End of term
Term: 24 Months

The Loan Note will be a twelve month or twenty four month term and interest will be paid annually in arrears. Before the maturity dates of the Loan Notes which they hold, Loan Note holders will be given the opportunity to reinvest their capital in new Loan Notes, if available at that time. This options is available to all subscriptions over £1,000.00
The company reserves the right to issue Loan Notes at a discount and/or to pay an enhanced interest rate and / or to redeem Loan Notes at more than their nominal value upon maturity.

Example

The example below illustrates the interest and capital payments on maturity of the Fixed Rate 12 Month Loan Note:

Example assume 1 year term

Investment (£)	Return (£) (10% Per Annum Payable End of Term)
£100,000.00	£120,000.00, £20,000.00 on maturity



Important Information

Please note that such financial forecasts are not a reliable indicator of future results.

Conditions of The Offer

The Offer will subject to the following condition being satisfied on or before the closing Date.

- The minimum subscription of £100,000.00.

If the minimum subscription amount has not been satisfied by the closing date the Offer will lapse, and applicants will be refunded their subscription monies in full, without any interest.

The company may repay the Loan Notes at any time by repaying to investors their capital and the interest which they have earnt to the date of repayment.

The Market and The Company

Background

The company was incorporated in 2019 to develop CRM database technology and in 2024 the platform was customised and further developed by the directors for funding. The companies technology was further developed to lead the fund raising for real estate specialists delivering residential development opportunities across the South East of England.

Beaufort Construction Ltd acquired PGPI in May 2024 and rebranded to Beaufort Property Invest thus becoming the finance arm of "Beaufort". The company was established to leverage its technology and and marketing infrastructure with the sole aim of funding the growth of Beaufort Property Group delivering sustainably built family homes throughout the South East of England. The companies track record includes of 30 schemes developed. 250,000 SQFT of habitable space built and £35million. lending repaid.

Strategy

The company has formed a special purpose vehicle "Beaufort (Causeway) Limited". Stage 1 involved using a mezzanine finance model where the company raised £600,000 from investors alongside Beaufort Equity and Bank Funding to acquire the site.

Stage 2 involved the demolition of the existing buildings, clearing the site and groundworks completed for construction of the 18 unit scheme in two phases. The company intends to raise a further £2.4m at maximum of 25% of the projects GDV. This model reduces the senior bank lending, improves cashflow and increases profit margins across the scheme.

Beaufort has an extensive track record with over 250,000 square feet of living space developed across our developments. The brands continues to compound a track record of delivering sustainably built luxury family homes in Surrey, Sussex and Kent.



Beaufort Construction brings together some of the most experienced land, planning, and construction professionals in Greater London and the South East. Evolving our designs and approaches on an individual basis, Beaufort ensures each development meets the expectations of modern life, enjoying a sense of uniqueness and sitting sensitively within its surroundings.

The Beaufort difference is our pledge to never compromise when it comes to style and standards. The team is devoted to creating 'legacy' homes – outstanding houses and apartments that are designed with precision, built with care and destined to be loved from day one. Our team of skilled trades and construction professionals are comfortable working on projects of up to 50 dwellings. We keep all design and build elements in-house for ultimate quality control and are happy to work in a joint venture or project management capacity.

Our mission is to provide homes that not only meet buyers needs but also contribute to a greener, more sustainable future for all.

Use of Proceeds

Proceeds raised from the issue of Loan Notes will be used to fund the costs associated with the development of the residential properties.

Marketing & Professional Fees

The company will engage professional advisory firms along with marketing, wealth management and IFA companies to undertake the marketing and advertising of the Loan Notes. Commissions for these services are variable and will be payable from the proceeds raised from the issue of Loan notes. A maximum of 10% of the proceeds raised from the Loan Note issued will be used for marketing purposes.

Company Structure

The issued share capital of Beaufort Property Invest Ltd is 100 Ordinary Shares of £1 each, of which is fully paid up to the sum of £100.00. The company reserves includes assets of 33% ownership of the SPVs Beaufort Causeway Ltd. Beaufort (Printworks) Ltd and Hilltop Gardens Ltd. The issued shares are held by Beaufort Property Invest Ltd the ultimate beneficial owners are: Mr. Christopher Baldrey-Chourio & Adrian Elshaw.

Security

1. The investment is secured by ownership of 33% Shares in Beaufort (Causeway) Ltd.
2. When the raise is completed a legal charge will be registered with the land asset owned by the SPV Beaufort (Causeway) Ltd.
3. An independent security trustee manager with a registered Debenture over the Company assets of Beaufort Property Invest Ltd.
4. Corporate Guarantee.

In addition, the directors are of the opinion that, having made due and careful consideration the working capital available to the company will be sufficient for its requirements that is for at least the next 12 months from the date of this Information Memorandum.

Security Trustee

The Security Trustee shall not be responsible, nor shall face any liability, for any loss incurred by the Loan Note holders relating to a failure of the Company to make payments (whether of interest or of the principal amount) to the Loan Note holders when due. The Security Trustee cannot guarantee return of any monies in the event of default. Note also that the Security Trustee has no role in the day to day management of the Company.

The Security Trustee shall not accept any responsibility for, or be liable for, the adequacy, accuracy or completeness of any information (whether relating to the financial condition or tax status of the Company or otherwise) supplied by the Company and contained in this document. The Security Trustee shall have no obligation to, and does not undertake to, make any investigations into the financial condition of the Company at any time at which any of the Loan Notes are outstanding.

The Security Trustee shall have no duty to advise any Loan Note holder of any information (whether financial or otherwise) relating to the Company which may come to its attention at any time at which any of the Loan Notes are outstanding.

The Security Trustee is reliant upon the Company for providing it with information in respect of the Holders and the Register of Holders as per the terms of the Security Trustee Agreement. Should the Company fail to correctly advise the Security Trustee of the Holders' details, including updated details, then the Security Trustee may not have the correct Register of Holders. The Security Trustee will not enter into correspondence with individual Loan Note holders at any time.

Risk Factors

The risks described below are those risks that the Directors of the Company consider at the date of this document to be material to a decision as to whether to make an investment in the Loan Notes but are not the only risks relating to the Company or the Loan Notes.

If any of the following risks, as well as other risks and uncertainties that are not herein identified or that the Company does not consider to be material at the date of this document, were to occur, then these could have a material adverse effect on the Company's ability to fulfil their obligations to pay interest, principal or other amounts in connection with the Loan Notes.

Potential Investors are strongly advised to consult their stockbroker, bank, solicitor, accountant or other financial adviser who is authorised under FSMA to advise on investments of this sort if they are in any doubt.

Risk To Capital

Invested capital is at risk and you may not get back what you invest.

The Company, like all businesses, is vulnerable to financial difficulties and investing in unlisted Loan Notes involves significant risk of default and loss of capital.

Investment in Loan Notes of this nature is speculative and involves a higher degree of risk than other types of investment. Investments of this type are not suitable for all investors and therefore are only open to self-certified or sophisticated investors.

Non-Transferable and Illiquid Investment

The Loan Notes are not transferable or negotiable on the capital markets and no application will be made for the Loan Notes to be admitted for listing or trading on any market. It will not be possible to sell or realise the Loan Notes until they are repaid by the Issuer so please ensure you are fully aware of the risks involved and that you will not be able to cash in or sell your Loan Notes before their maturity date.

Prospective Investors should not submit an Application Form unless they are prepared to hold the Loan Notes for their full term. In the event of the death of a Loan Note holder or in other exceptional personal circumstances, individual Loan Note holders may be repaid early. However, any such early repayment is at the Companies discretion and subject to there being sufficient cash available at that time.

Financial Services Compensation Scheme and Regulation

Notwithstanding the involvement of one or more FCA authorised person in this offer, please note that this is an unregulated product.

The compensation entitlements under the Financial Services Compensation Scheme (FSCS) do not apply to this investment. In the event of the Company being unable to pay either the capital or interest payments, the protections afforded by the Financial Services and Markets Act 2000 including recourse to the Financial Ombudsman Service and access to the FSCS will not apply.

Security No Guarantee of Repayment

Beaufort Construction factors in the cost of investor money into the cost analysis of every build. The interest payments offered are at the maximum level available to maintain and achieve the target profit margins in each project. Even though the Loan Notes are secured by way of a debenture over the companies assets, meaning Loan Note holders rank ahead of unsecured creditors in a default situation. The presence of this security does not guarantee that investors in the Loan Notes will be repaid at maturity or receive their interest payments in full. However the subscription agreement is a legally binding contract to pay interest and return the initial capital invested and the level agreed within the subscription agreement. The Notes rank below employees, administrators but ahead of unsecured creditors. The Company also has the right to enter other debt arrangements, issue further Loan Notes and to grant other security over its assets provided it ranks equal to or behind the security in favour of Loan Note holders. This means that in the event of insolvency the companies available assets may be spread around a larger group of secured creditors in a default or insolvency situation resulting in less being available to satisfy the claims of Note holders.

Fixed Interest Rate and Inflation

The Loan Note attract a fixed rate of interest and as such will not benefit from any subsequent increases in market interest rates. Accordingly, you should note that a rise in interest rates may adversely affect the relative returns that the Loan Notes offer. Further, inflation may reduce the real value of the returns over time.

No Right to Participate in Management or Profits Beyond Fixed Return

Loan Notes are a very different kind of investment to equity shares and Investors do not own a stake or have any right to participate in management of the company. As such Loan Note holders will not be in a position to object to particular strategies or decisions of the company's directors.

Security Trustee Registrar

Whilst the security in favour of Loan Note holders is held on their behalf by a Security Trustee, the Security Trustee shall not be responsible, nor shall face any liability, for any loss incurred by the Loan Note holders relating to a failure of the company to make payments (whether of interest or of the principal amount) to the Loan Note holders when due. The Security Trustee will not have any ability or responsibility to protect any monies in the accounts of the company which may have been set aside for payment of interest or the principal amount in respect of the Loan Notes. The Security Trustee has no role in the day to day management of the company and its personnel are not experts in the company's business. Accordingly, in the event that the security is enforced, there can be no guarantee that it will be possible to realise the assets for the same value as stated in the IM (or realise them at all in some cases).

Cancellation Rights

Investors will have seven (7) working days from the date they sign the application form to cancel an application to subscribe for Loan Notes. Investors should review the term and conditions of application carefully and seek professional advice from financial intermediaries authorised under FSMA to advise on investments of this type.



Risks Relating to the Company

Investments in this type of company carry particular risks over and above the general risk of unquoted debt investment described above. Investors are reminded that there is no guarantee that the company's strategy or trading activities will be successful and that their investment is consequently at risk.

Performance Risk

The company may not perform as well as expected and may even fail completely. Investors are reminded that any financial forecasts included in this document are hypothetical projections only. Projected results have many inherent limitations and there are frequently sharp differences between such projections and the actual results subsequently achieved. The company cannot make any representation or warranty as to what the actual results will be and has provided its projections by way of illustration only.

Personnel

The company's performance is dependent on the continued services and performance of members of its board, management team, operational employees and professional advisers. If the Company does not succeed in retaining skilled personnel, fails to maintain the skills of its personnel or is unable to continue to attract and retain all personnel necessary for the development and operation of its business, it may not be able to grow its business as anticipated or meet its financial objectives including the servicing, and ultimately the redemption, of the Loan Notes.

Regulatory Risk

Changes to existing laws or regulations or the creation of new laws or regulations may have an adverse effect on the company's business and could result in the company failing to generate sufficient returns to service the Loan Notes or redeem them in full (or at all).

Operational Risk

Operational factors may disrupt the Company's activities and result in increased internal costs, project delays, aborted projects and/or project cost increases. These risks may be related to and not limited to:

- The capacity of the staff and systems to develop sites and subsequently sell them.
- The ability to source land acquisition opportunities and generate value.
- The ability to retain key members of the Management Team (see 'Personnel' below).
- Failure to satisfy contract conditions, budget cost overruns and losses.

If one or more of these risks were to occur, the Company may not generate sufficient returns to service the Loan Notes or redeem them in full (or at all).

Property Market Risks

Fluctuations in the property market could affect the value of property purchased through bridging finance and joint venture agreements. Any negative fluctuations in the property market could affect the performance of the Company and its ability to repay Loan Note holders.

Other Risks and Considerations

Diversified Portfolio

Investors are reminded to maintain a balanced portfolio. Diversification by spreading your money across different types of investments should reduce your overall risk. Investors should only invest a small proportion of their available investment funds via this Offer (and others like it) due to the high risks involved.

Taxation Risks

The statements in this document regarding taxation only represent the Company's understanding of the current law and practice as regards the taxation of the Loan Notes. Nothing in this document should be considered tax or legal advice and prospective Investors are recommended to seek their own independent advice before investing. The tax legislation referred to herein may change in the future and such changes may have retrospective effect. Investors are reminded that any future legislation regarding taxation could also have an adverse effect on the Company's profitability.

Individual tax circumstances may differ from Investor to Investor and persons wanting to invest are advised to seek specific tax advice based on their personal circumstances.

Forward Looking Statements

Certain information contained in this document constitutes "forward-looking statements," which can be identified by the use of forward-looking terminology such as "assumed", "example", "illustrative", "may", "will", "should", "expect", "intend", "anticipate", "project", "estimate", "plan", "seek", "continue", "target", or "believe", or the negatives thereof or other variations thereof or comparable terminology, and include projected or targeted minimum returns to be made by the Company. Such forward looking statements are inherently subject to material, economic, market and other risks and uncertainties, including the risk factors set out in the 'Summary' and 'Risk Factors' sections of this document and, accordingly, actual events or results or the actual performance of the Company may differ materially from those reflected or contemplated in such forward-looking statements.

In addition, Investors should not place undue reliance on "forward-looking statements", which speak only as of the date of this Information Memorandum.

Tax

Investors are advised to take their own tax advice on the tax consequences of acquiring, holding and disposing of the Loan Notes.

It is possible that legislation may change in the future or may be introduced with retrospective effect.

Individual tax circumstances may differ from Investor to Investor and persons wanting to invest are advised to seek specific tax advice based on their personal circumstances.

How to Apply

You may apply to invest in BPI Limited Loan Notes from 1st August 2024. The process for investing in the Loan Note is as follows:

1. Read the full text of this Information Memorandum.
 2. If you are in any doubt about the action you should take, or the contents of this document then consult a professional adviser authorised under FSMA, who specialises in advising in Loan Notes and other securities.
 3. Once you have decided to proceed, you should request an Application Form.
 4. Make yourself familiar with the Terms and Conditions.
 5. Submit your Application and AML (Anti-Money Laundering and KYC (Know Your Customer) documentation.
Submit payment by BACS to Beaufort Construction Limited as per the instructions you will receive from Beaufort Property Invest Ltd
-
1. Once an application is accepted, an Investor will receive an email confirmation and the investment will be recorded with the Registrar. Investors will receive a countersigned subscription agreement and a certificate registering their ownership of the Loan Note to be dispatched no later than 10 business days following subscription. This will also be noted on the certificate register. All documentation will be accessible via the account holders accounts accessible via www.beaufortpropertyinvest.com

General Information

Statutory Information

The Company was incorporated as a limited company on 22 August 2019 with the name Beaufort Property Invest Limited and with registered number 12169000. The principal legislation under which the Company operates is the Companies Act 2006. The liability of members of the Company is limited.

Registered Address: Devonshire House, 1 Mayfair Place, First Floor, London, W1J 8AJ

Directors & Company Advisers

Directors: Chris Baldrey-Chourio

Security Trustee Service: CTKServices

Articles of Association

The current Articles are the standard articles adopted on incorporation, a copy of which can be viewed online at the Companies House website or will be provided on request.

Interests of Directors & People with Significant Control

The interests of each Director and those of any person connected with them within the meaning of section 252 of the Companies Act 2006 ("Connected Person"), all of which are beneficial (except as noted below), in the share capital of the parent company and the existence of which is known or could with reasonable diligence be ascertained by the Directors at the date of this document.

Beaufort Property Invest Ltd – Companies with significant control

Name	Share Count	Share Type	Nominal Value	% of Total Share
Adrian Elshaw	51	A ordinary	1	51
Chris Baldrey-Chourio	49	A ordinary	1	49

Beaufort (Causeway) Ltd – People with Significant control

Name	Share Count	Share Type	Nominal Value	% of Total Share
Adrian Elshaw	77	A ordinary	1	77
Beaufort Property Invest	33	A ordinary	1	33

Other Information

The Company's accounts will be prepared under the historical cost convention and in accordance with applicable accounting standards in the United Kingdom. The accounts will be drawn up on a going concern basis. The accounting reference date of the Company is 31 August, unless amended by the Issuer at a future date. Financial statements have been filed with the Registrar of Companies and are available to view through the register.



BEAUFORT

PROPERTY INVEST

Devonshire House
1 Mayfair Place
London
W1J 8AJ