



A2D FUNDING II PLC

4.50% Bonds due 2026



Joint Lead Managers:
Canaccord Genuity Limited
Lloyds Bank plc

Authorised Offerors:
Barclays Stockbrokers
Interactive Investor Trading Limited
Redmayne-Bentley LLP
Selftrade

The information contained herein may only be released or distributed in the UK, Jersey, Guernsey and the Isle of Man in accordance with applicable regulatory requirements.

This is an advertisement and not a prospectus.

Any decision to purchase or sell the Bonds should be made solely on the basis of a careful review of the Prospectus, which is available to you from www.a2dominion.co.uk/investors and from Authorised Officers. You should be aware that you could get back less than you invest

IMPORTANT INFORMATION

This Information Booklet is an advertisement for the purposes of Prospectus Rule 3.3 and Article 34 of Commission Regulation (EC) No 809/2004 (as amended) and is not a prospectus for the purposes of EU Directive 2003/71/EC (as amended) (the "Directive") and/or Part VI of the Financial Services and Markets Act 2000 (the "FSMA").

This Information Booklet is not an offer for the subscription or sale of the Bonds (defined below).

This Information Booklet relates to the A2D Funding II plc 4.50% Sterling fixed rate Bonds due 2026 (referred to in this Information Booklet as the "Bonds"). A prospectus dated 8 September 2014 (the "Prospectus") has been prepared and made available to the public in accordance with the Directive. Copies of the Prospectus are available from the website of A2Dominion Group (www.a2dominion.co.uk/investors), the website of the London Stock Exchange plc (www.londonstockexchange.com/newissues) or in hard copy at the registered office of A2Dominion Group at The Point, 37 North Wharf Road, W2 1BD, United Kingdom. Your Authorised Offeror will provide you with a copy of the Prospectus.

This Information Booklet is a financial promotion made by A2D Funding II and A2Dominion Group (each defined below) and approved by Canaccord Genuity Limited and Lloyds Bank plc solely for the purposes of section 21(2)(b) of the FSMA. Canaccord Genuity Limited ("Canaccord Genuity") (incorporated in England No. 1774003) whose registered office is 88 Wood Street, London, EC2V 7QR is authorised and regulated by the Financial Conduct Authority and Lloyds Bank plc ("Lloyds Bank") (incorporated in England No. 2065), whose registered office is 25 Gresham Street, London, EC2V 7HN) is authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority.

This Information Booklet should not be relied on for making any investment decision in relation to the purchase of Bonds. Any investment decision should be made solely on the basis of a careful review of the Prospectus. Please therefore read the Prospectus carefully before you invest. You should ensure that you understand and accept the risks relating to an investment in the Bonds before making such an investment. You should seek your own professional investment, legal and tax advice as to whether an investment in the Bonds is suitable for you.

A2D Funding II plc ("A2D Funding II") is the legal entity that will issue the Bonds (the meaning of that term is explained below) and A2Dominion Housing Group Limited ("Guarantor") is the legal entity that will guarantee payments under the Bonds in accordance with their terms. References to "A2D Funding II" or the "Issuer" in this document are references to A2D Funding II plc, references to "the Guarantor" are references to A2Dominion Housing Group Limited and references to "A2Dominion Group" are to the Guarantor and its subsidiaries taken as a whole. A2D Funding II is neither directly nor indirectly owned or controlled by any member of the A2Dominion Group. It is owned and managed by an independent trustee.

The Bonds may only be sold in Jersey in compliance with the provisions of the Control of Borrowing (Jersey) Order 1958. The Bonds may only be sold in Guernsey in compliance with the provisions of the Protection of Investors (Bailiwick of Guernsey) Law, 1987. The Bonds may only be sold in the Isle of Man in compliance with the provisions of the Isle of Man Financial Services Act 2008 and the Regulated Activities Order 2011.

This Information Booklet is not for distribution in the United States of America or to U.S. persons. The Bonds have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act") and the Bonds, which are in bearer form, are subject to certain U.S. tax law requirements. The Bonds may not be offered, sold or delivered within the United States of America or to U.S. persons. For additional information, see the "Subscription and Sale" section in the Prospectus.

Osiers Gate, Wandsworth



Cereston, Billingshurst



Hogarth Court, Croydon



A2D FUNDING II PLC **4.50% BONDS DUE 2026**

OVERVIEW

The A2D Funding II 4.50% sterling fixed rate Bonds due 2026 pay interest of 4.50% per annum on the face value of £100 per Bond.

The Bonds will be issued by A2D Funding II and will be guaranteed by the Guarantor (but please see **"The Guarantee"** section below).

Interest will be paid in two equal instalments a year on 30 March and 30 September every year (starting from 30 March 2015) up to and including 30 September 2026 (the "Maturity Date"), unless the Bonds have previously been redeemed or purchased and cancelled. On the Maturity Date (i.e. 30 September 2026) A2D Funding II is required to repay an amount equal to the face value of the Bonds (i.e. £100 for each Bond) unless the Bonds have previously been redeemed or purchased and cancelled.

If A2D Funding II and the Guarantor go out of business or become insolvent before the Maturity Date, you may lose some or all of your investment.

The only way to purchase these Bonds is through a stockbroker or other financial intermediary which has been granted consent by the Issuer and the Guarantor to distribute the Prospectus (an **"Authorised Offeror"**).

Contact your stockbroker or other financial intermediary today, or any of those listed in the **"Authorised Offerors"** section of this document on page 13. The minimum initial amount of Bonds you may buy is £2,000, thereafter the Bonds can be bought and sold in multiples of £100.

Your Authorised Offeror will provide you with a copy of the Prospectus. You should read the **"Important Information"** section of this document.

WHAT IS A BOND?

A fixed rate bond is a form of borrowing by a company seeking to raise funds from investors. The Bonds have a fixed life. The company promises to pay a fixed rate of interest to the investor until the Maturity Date when it also promises to repay the amount borrowed.

A bond is a tradable instrument; you do not have to keep the Bonds until the date when they mature. The market price of a bond will vary between the start of a bond's life and the date when it matures. **There is a risk that a bondholder could get back less than their initial investment or lose all their initial investment, including if they sell their bonds at a price which is lower than the price which they paid for them.**

Please see the **"Key Risks of Investing in the Bonds"** and **"How to trade the Bonds"** sections of this document.

INTEREST ON THE BONDS

The level of interest payable on the Bonds is fixed when the Bonds are issued. The rate of interest on the Bonds is 4.50% per annum.

For every £2,000 face value of Bonds held, A2D Funding II will pay interest of £45.00 twice a year until the Maturity Date starting on 30 March 2015.

PAYMENT ON THE FACE VALUE OF THE BONDS

Assuming A2D Funding II does not go out of business or become insolvent, and assuming the Bonds have not been redeemed or purchased and cancelled early, the Bonds will be redeemed at 100% of their face value (i.e. £100) on the Maturity Date (i.e. 30 September 2026).

OPTIONAL EARLY REDEMPTION BY A2D FUNDING II

A2D Funding II will have the option to redeem the Bonds early (in whole or in part), at any time, at 100% of their face value or an amount calculated using the prevailing yield (i.e. overall return) of the 5% United Kingdom Government Treasury due 2025 plus an additional 0.50%, together with any accrued interest (i.e. interest which has been earned but not yet been paid) if this amount is higher than 100% of the face value of the Bonds.

In the event of any actual or proposed change in tax law that would result in A2D Funding II being required to pay an additional amount in respect of the Bonds, the Bonds may be redeemed early in certain circumstances (in whole but not in part) at A2D Funding II's option at their face value plus accrued interest.

The Bonds may also be redeemed early at the option of the Issuer.

Please refer to **"Terms and Conditions of the Bonds"**, Appendix 2 in the Prospectus.

THE GUARANTEE

A2Dominion Housing Group Limited (i.e. the **Guarantor**), the group holding company, will guarantee the Bonds from their issue date. This means if A2D Funding II does not pay any amounts due under the Bonds in accordance with their terms, the Guarantor must pay them on its behalf.

If, however, A2D Funding II and the Guarantor are both unable to fulfil these obligations, you may lose some or all of your investment.

Investors should note that, as a holding company, the Guarantor has limited assets (i.e. shares in other entities within the A2Dominion Group and loan facilities to A2Dominion South Limited) and its income is dependent on other members of the A2Dominion Group.

Investors in the Bonds should note that, as a result, if A2D Funding II goes out of business or becomes insolvent, it is likely that the Guarantor will also be facing financial difficulties and/or insolvency and so may not be able to make payments due under the Bonds, and you may lose some or all of your investment.

The Guarantor is providing a financial covenant. Please see the “**Key Features of the Bonds**” and “**Key Risks of investing in the Bonds**” section of this document for more information.

Ascalon Street, Wandsworth



KEY FEATURES OF THE BONDS

ISSUER: A2D Funding II.

INTEREST RATE: 4.50% per annum. Your actual return will depend on the price at which you purchase the Bonds and, if you do not hold the Bonds until maturity, the price at which you sell your Bonds.

INTEREST PAYMENTS: Interest will be paid in two equal instalments a year on 30 March and 30 September in each year, starting on 30 March 2015 up to and including the Maturity Date (30 September 2026).

OFFER PERIOD: The Bonds are available for purchase in the period from 9 September 2014 until noon on 23 September 2014 (London time) or such earlier time and date as agreed by A2D Funding II, the Guarantor and the Joint Lead Managers and announced via a Regulatory Information Service (which is expected to be the London Stock Exchange) (the “**End of Offer Date**”).

AUTHORISED OFFERORS: A number of Authorised Offerors (listed on page 13 of this Information Booklet) have been approved by A2D Funding II, the Guarantor and the Joint Lead Managers to provide this document and the Prospectus to potential investors in the Bonds until the End of Offer Date (i.e. 23 September 2014). A2D Funding II has also granted its consent for other Authorised Offerors to use the Prospectus for the purposes of making offers of the Bonds to potential investors in the United Kingdom, Jersey, Guernsey and the Isle of Man. The conditions attached to this consent are set out in Section 11 of the Prospectus (**Important Legal Information – Consent**).

Any offer to sell the Bonds made or received from any other party, or by any party after the End of Offer Date, may not have been approved by A2D Funding II and you should check with such party whether or not such party is so approved.

DATE ON WHICH THE BONDS ARE ISSUED AND ON WHICH INTEREST BEGINS TO ACCRUE: 30 September 2014.

TERM OF THE BONDS: 12 years.

MATURITY DATE (i.e. when the Bonds mature and are repayable): 30 September 2026.

FACE VALUE OF EACH BOND: £100. Although the face value of each Bond is £100, it is not possible to purchase less than £2,000 during the Offer Period. In the secondary market, it should be possible to purchase and sell the Bonds in multiples of £100.

ISSUE PRICE: 100 per cent. of the face value of each Bond (i.e. £100).

REDEMPTION AT MATURITY DATE: Assuming A2D Funding II does not go out of business or become insolvent, and assuming the Bonds have not been redeemed or purchased and cancelled early, the Bonds will be redeemed at 100 per cent. of their face value on the Maturity Date (i.e. 30 September 2026).

GUARANTOR:

A2Dominion Housing Group Limited

GUARANTEE: All payments due from A2D Funding II under the Bonds (in accordance with their terms) will be guaranteed by the Guarantor. This means that if A2D Funding II does not pay such amounts under the Bonds when they are due, the Guarantor will (assuming that it is solvent and able to) pay them on its behalf – Please refer to “**Guarantee**” in “Terms and Conditions of the Bonds”, Appendix 2 in the Prospectus. **If however A2D Funding II and the Guarantor are both unable to fulfil these obligations, you may lose some or all of your investment.**





KEY FEATURES OF THE BONDS

As a holding company, the Guarantor has limited assets (i.e. shares in other entities within the A2Dominion Group and loan facilities to A2Dominion South Limited) and its income is dependent on other members of the A2Dominion Group. Investors in the Bonds should note that, as a result, if A2D Funding II goes out of business or becomes insolvent, it is likely that the Guarantor will also be facing financial difficulties and/or insolvency. This means that the Guarantee may be of limited value in terms of continuing to receive interest under the Bonds or recovering the money you have invested.

OPTIONAL EARLY REDEMPTION: A2D Funding II will have the option to redeem the Bonds early (in whole or in part), at any time, at 100% of their face value or an amount calculated using the prevailing yield (i.e. overall return) of the 5% United Kingdom Government Treasury Gilt 2025 plus an additional 0.50%, together with any accrued interest (i.e. interest which has been earned but not yet been paid) if this amount is higher than 100% of the face value of the Bonds.

In the event of any actual or proposed change in tax law that would result in A2D Funding II being required to pay an additional amount in respect of the Bonds, the Bonds may be redeemed early in certain circumstances (in whole but not in part) at the A2D Funding II's option at their face value plus accrued interest.

TRADING: Investors will, subject to market conditions, be able to buy Bonds or sell their Bonds during the term of the Bonds. See the “**Key Risks of Investing in the Bonds**” and “**Further Information – How to trade the Bonds**” sections of this document for more details.

EXPECTED BOND CREDIT RATING: AA- (Outlook Negative) by Fitch Ratings Limited (“Fitch”). Please see the “**Key Risks of Investing in the Bonds**” section of this document in relation to the use of credit ratings.

ISA AND SIPP ELIGIBILITY: At the time of issue, the Bonds should be eligible for investing in a Stocks & Shares ISA or SIPP.

BOND ISIN: XS1103286305

AMOUNT OF BONDS TO BE ISSUED: The total amount of the Bonds to be issued will depend on the number of applications to purchase the Bonds received before the End of Offer Date. There is no minimum total amount of Bonds that may be issued.

JOINT LEAD MANAGERS: Canaccord Genuity and Lloyds Bank.

FINANCIAL COVENANT:

The Guarantor has agreed that, for so long as any Bonds remain outstanding it shall ensure that there are sufficient unsecured property assets to cover the total unsecured debt relevant member of the A2Dominion Group (as more fully set out in the “**Terms and Conditions of the Bonds**” section of the Prospectus). Each relevant member of the A2Dominion Group which borrows directly or indirectly from the Issuer must ensure that it has unsecured property assets with a value of not less than its total unsecured debt. If this is not the case then the A2Dominion Group as a whole must ensure that it has unsecured property assets with a value of not less than 130% of the unsecured debt of the A2Dominion Group.

For example, in order for a relevant member of the A2Dominion Group to borrow £100m of unsecured debt from the Issuer, it must either have at least £100m of unsecured property assets or, if this cannot be met, the A2Dominion Group as a whole must have at least £130m of unsecured property assets.

The covenant is intended to limit the unsecured obligations of the A2Dominion Group. **However, investors should be aware that this covenant does not mean that there will be funds available to pay amounts due under the bonds. The unsecured property of the A2Dominion Group referred to in the covenant would be available to meet any claim related to the Bonds and to other unsecured creditors of the Issuer or the A2Dominion Group.**

This is set out in more detail in “**Financial Covenant of the Guarantor**” on page 99 of the Prospectus”

OTHER COVENANTS:

The terms and conditions of the Bonds contain a number of covenants (in summary, agreements to do something or refrain from doing something), limiting the activities that can be undertaken by the Issuer. Further details in relation to the covenants and any exceptions to them, can be found in the “**Covenants**” section in the “**Terms and Conditions of the Bonds**” on page 98 of the Prospectus.

Please refer to “**What will Bondholders receive in a winding up of the Issuer and the Guarantor?**” in “**Information about the Bonds**”, section 3 in the Prospectus.

You should refer to “Information about the Bonds”, section 3 in the Prospectus, “How to apply for the Bonds”, section 4 of the Prospectus and “Terms and Conditions of the Bonds”, Appendix 2 in the Prospectus for full information on the Bonds and how to apply for them.

A copy of the Prospectus should be provided to you by your stockbroker or financial adviser.

KEY RISKS OF INVESTING IN THE BONDS

A number of particularly important risks relating to an investment in the Bonds are set out below. The risks set out below are not intended to be a comprehensive list of all the risks that may apply to an investment in the Bonds.

You should seek your own professional investment, legal and tax advice as to whether an investment in the Bonds is suitable for you. You should be aware that you could get back less than you invest or lose your entire investment.

Full risk factors relating to A2D Funding II, the Guarantor and the Bonds are set out in “Risk Factors”, section 2 in the Prospectus. Please read them carefully.

- A2D Funding II is a special purpose finance entity with no business operations other than the issuance of the Bonds and the on-lending of the proceeds thereof to members of the A2Dominion Group. A2D Funding II's only source of income will be monies received from members of the A2Dominion Group to whom it has lent the issue proceeds of the Bonds.

As such, A2D Funding II is entirely dependent upon receipt of funds from such members of the A2Dominion Group in order to fulfil its obligations under the Bonds.

- As a holding company, the Guarantor has limited assets (i.e. shares in other entities within the A2Dominion Group and loan facilities to A2Dominion South Limited) and its income is dependent on other members of the A2Dominion Group. Investors in the Bonds should note that, as a result, if A2D Funding II goes out of business or becomes insolvent, it is likely that the Guarantor will also be facing financial difficulties and/or insolvency.

This means that the Guarantee may be of limited value in terms of continuing to receive interest under the Bonds or recovering the money you have invested and you may lose your entire investment.





KEY RISKS OF INVESTING IN THE BONDS

- All obligations arising out of or in connection with the Bonds will be the sole responsibility of A2D Funding II and the Guarantor (in the event that A2D Funding II is unable to make payments).
- Unlike a bank deposit, **the Bonds are not covered by the Financial Services Compensation Scheme ("FSCS")**. As a result, the FSCS will not pay compensation to an investor in the Bonds in the event of the failure of A2D Funding II or the Guarantor.
- If you choose to sell your Bonds at any time prior to their maturity, the price you receive from a purchaser could be less than your original investment. Factors that will influence the market price of the Bonds include, but are not limited to, market appetite, inflation, the time of redemption, interest rates and the financial position of A2D Funding II and the Guarantor. In particular, you should note that:
 - if interest rates start to rise, then the income to be paid by the Bonds might become less attractive on a relative basis and the price you get if you sell could fall. However, the market price of the Bonds has no effect on the income you receive or what you get back on expiry of the Bonds if you hold on to the Bonds until they mature; and
 - inflation will reduce the real value of the Bonds. This may affect what you could buy with the return on your investment in the future and may make the fixed interest rate on the Bonds less attractive in the future.
- If you invest at a price other than the face value of the Bonds, the overall return or 'yield' on the investment will be different from the headline yield on the Bonds. The headline indication of yield applies only to investments made at (rather than above or below) the face value of the Bonds.
- There is no guarantee of what the market price for selling or buying the Bonds will be at any time. If prevailing market conditions reduce market demand for the Bonds, the availability of a market price may be impaired. Although Canaccord Genuity Limited and Lloyds Bank will act as market makers (See **"How to trade the Bonds"** in the **"Further Information"** section of this document) for the Bonds, if trading activity levels are low, this may severely and adversely impact the price that an investor would receive if he/she wishes to sell his/her Bonds.
- A credit rating is intended to give an independent view, provided by a credit rating agency, of a company's ability to pay its debts, including in relation to a specific debt obligation (for example, under a bond). The ratings may not reflect the potential impact of all risks related to the Bonds and other factors that may affect the value of the Bonds. A credit rating is not a recommendation to buy, sell or hold the Bonds and may be revised or withdrawn by the rating agency at any time.

Cereston, Billingshurst



High Street Hounslow



Gunmakers Wharf, Tower Hamlets



THE ISSUER AND THE GUARANTOR

THE ISSUER

A2D Funding II is a special purpose vehicle established for the purpose of issuing the Bonds (including any further bonds issued) and lending the proceeds from the sale of the Bonds to the Guarantor or one of more of its subsidiaries.

A2D Funding II is neither directly nor indirectly owned or controlled by any member of the A2Dominion Group. It is owned and managed by an independent trustee.

THE GUARANTOR

The Bonds are guaranteed by the Guarantor. The Guarantor is the parent holding company of the A2Dominion Group and is responsible for the A2Dominion Group's overall strategy and performance. Please refer to "**Guarantee**" in "**Terms and Conditions of the Bonds**"; Appendix 2 in the Prospectus.

OVERVIEW

The Guarantor is the parent entity of the A2Dominion Group, one of the largest housing providers operating across London and south east England, managing around 34,500 homes and developing approximately a further 4,600 homes. The Guarantor provides the strategic direction, and central and development services, for the A2Dominion Group. The Guarantor is dependent on other group members as its income derives from the fees paid to it by its subsidiaries for the provision of services to them.

The Guarantor is registered in England as a registered society within the meaning of the Co-operative and Community Benefit Societies Act 2014 (with registered number 28985R). It is also a registered as a Registered Provider of Social Housing with the Homes and Communities Agency (with registered number L4240) and is an exempt charity.

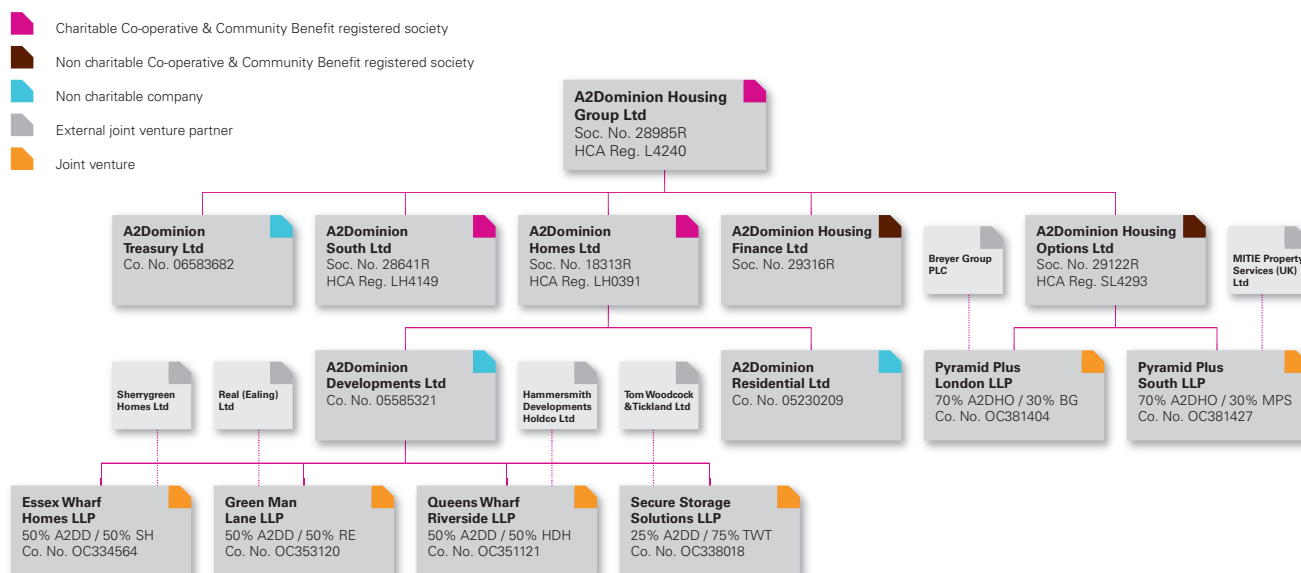
HISTORY

The A2Dominion Group's history goes back over 60 years. It was originally established as the British Airways Staff Housing Society in 1947 for the development of properties for British Airways staff workers. In 1987, the British Airways Staff Housing Society formed Airways Housing Society (in 2001 expanding to become Airways Housing Group Limited) to diversify its activities into the social housing sector.

The A2Dominion Group in its present form was created in October 2008 as a result of the merger between A2 Housing Group and Dominion Housing Group.



GROUP ORGANISATIONAL STRUCTURE



BUSINESS OVERVIEW

The principal activities of the A2Dominion Group are the provision of social housing, housing management and development. A2Dominion Homes Limited and A2Dominion South Limited are Registered Providers of Social Housing registered with the Homes and Communities Agency (with registered numbers LH0391 and LH4149 respectively) with charitable status providing:

17,789 LONG-TERM RENTED HOMES

for people who are unable to afford to rent or buy on the open market;

2,441 UNITS OF SHELTERED AND SUPPORTED HOUSING

and care for those who need additional support;

424 UNITS OF TEMPORARY HOUSING

for those who would otherwise be homeless;

4,027 LOW-COST HOME OWNERSHIP HOMES, particularly shared ownership; and

4,593 STUDENT ACCOMMODATION, key worker accommodation and market rental homes.

The A2Dominion Group also provides management services for 4,253 homes and owns an additional 1,304 non-housing properties.

Active in 80 local authority areas, the A2Dominion Group works in partnership with a wide range of statutory and voluntary organisations to deliver a locally responsive service, backed by the expertise and financial strength of the A2Dominion Group. This is demonstrated by the broad scope of the A2Dominion Group's activities which include:

- the management of quality, affordable housing for families, couples, single people and key workers and accommodation for students;
- investment in the development of high quality, environmentally sustainable new homes and large scale regeneration projects; and
- low cost home ownership initiatives.

The A2Dominion Group currently manages around 34,500 homes backed by a grant allocation of £1.16 billion, and is developing approximately another 4,600. The A2Dominion Group has an annual turnover of £272 million and over £2.85 billion in assets.*

You should refer to "Description of the Issuer", section 7 in the Prospectus, "Description of the Guarantor and the A2Dominion Group", section 8 in the Prospectus and "Selected Financial Information", section 9 in the Prospectus for full information on the Group.

*Source: 2014 A2Dominion Housing Group Limited Annual Accounts. Please note past performance is not a reliable indicator of future results.

FURTHER INFORMATION

CREDIT RATINGS

Credit ratings can be a useful way to compare the credit risk associated with different companies and their securities/ other investments. Credit ratings are assigned by independent companies known as ratings agencies, such as Fitch.

The Bonds are expected to be rated AA- (Outlook Negative) by Fitch Ratings Ltd ("Fitch"). Debt obligations such as bonds may be rated by Fitch on a scale from AAA (most secure/best rating) to D (most risky/worst rating).

Information currently available on the Fitch website describes the general meaning of a AA credit rating as follows:

AA: Very high credit quality. 'AA' ratings denote expectations of very low default risk. They indicate very strong capacity for payment of financial commitments. This capacity is not significantly vulnerable to foreseeable events.

The information also explains that:

"The modifiers "+" or "-" may be appended to a rating to denote relative status within major rating categories."

It is important to note that credit rating may not reflect the potential impact of all risks related to structure, market, additional factors set out in "Risk Factors", section 2 of the Prospectus and other factors that may affect the value of the Bonds. A credit rating is not a recommendation to buy, sell or hold the Bonds and may be subject to suspension, reduction or withdrawal at any time by the assigning agency.

HOLDING THE BONDS

The Bonds will be held in custody for you by your Authorised Offeror, or as may be arranged by your stockbroker or financial adviser.

HOW TO TRADE THE BONDS

The Bonds are expected to be listed on the Official List of the UK Listing Authority and admitted to trading on the regulated market of the London Stock Exchange plc.

The Bonds are also expected to be eligible for the London Stock Exchange's electronic Order Book for Retail Bonds (the "ORB").

The ORB was launched in response to private investor demand for easier access to trading bonds with the aim of providing a transparent and efficient mechanism for UK retail investors to access the bond markets. The Bonds are tradable instruments and prices will be quoted in the market during trading hours.



FURTHER INFORMATION

The Bonds are expected to be supported in a market-making capacity by Canaccord Genuity and Lloyds Bank. Market-making means that a person will maintain prices for buying and selling the Bonds. Each of Canaccord Genuity and Lloyds Bank will be appointed as a registered market maker through the ORB (www.londonstockexchange.com/exchange/prices-and-markets/retail-bonds/retail-bonds-search.html) when the Bonds are issued.

Investors should, in most normal circumstances, be able to sell their Bonds at any time, subject to market conditions, by contacting their stockbroker. **There is a risk that an investor could get back less than his/her initial investment or lose his/her initial investment in its entirety.**

Pricing information for sales and purchases of the Bonds in the market will be available throughout trading hours (8.00am to 4.30pm London time) on the ORB.

As noted above, notwithstanding that Canaccord Genuity and Lloyds Bank will act as market makers (as explained above), if trading activity levels are low, this may severely and adversely impact the price that an investor would receive if he/she wishes to sell his/her Bonds.

FEES

A2D Funding II will pay certain fees and commissions in connection with the offer of the Bonds. The Joint Lead Managers will receive a fee of 0.425% of the total face value of the Bonds. Distribution fees available to Authorised Offerors are as follows:

- (i) each initial Authorised Offeror will be entitled to receive a fee of 0.25% of the total face value of the Bonds issued and allotted to such initial Authorised Offeror; and
- (ii) each additional Authorised Offeror may be entitled to receive a fee of 0.25% of the total face value of the Bonds issued and allotted to such additional Authorised Offerors.

Authorised Offerors may charge expenses to you in respect of any Bonds purchased and/or held. These expenses are beyond the control of the Issuer and are not set by the Issuer. A2D Funding II estimates that, in connection with the sale of Bonds, the expenses charged to you by one of the Authorised Offerors known to it as of the date of the Prospectus will be between 0% and 7% of the total face value of the Bonds purchased and/or held. Neither A2D Funding II, the Guarantor nor

(unless acting as an Authorised Offeror) either Joint Lead Manager is responsible for the level or payment of any of these expenses.

TAXATION OF THE BONDS

The tax treatment of an investor will depend on its individual circumstances and taxation law and practice at the relevant time (and so may be subject to change in the future). Prospective investors should consult their own professional tax advisers to obtain advice about their particular tax treatment in relation to the Bonds.

If you make an investment in the Bonds, the tax treatment which will apply to you will depend on your individual circumstances and taxation law and practice at the relevant time (and so may be subject to change in the future).

Please also refer to the section of the Prospectus entitled “Taxation” (section 5) for information regarding certain aspects of United Kingdom taxation of payments of interest on the Bonds.

All amounts, yields and returns described herein are shown before any tax impact.

It is the responsibility of every investor to comply with the tax obligations operative in their country of residence.

ISA AND SIPP ELIGIBILITY OF THE BONDS

For Bondholders who are individuals, at the time of issue the Bonds should be qualifying investments for the stocks and shares component of an account (an “ISA”) under the Individual Savings Account Regulations 1998 (the “ISA Regulations”). The opportunity to invest in Bonds through an ISA is restricted to individuals. Individuals wishing to purchase the Bonds through an ISA should contact their professional advisers regarding their eligibility.

The Bonds will be eligible for inclusion within a SIPP (a self-invested personal pension) that is a registered pension scheme under the Finance Act 2004.

You should refer to “Additional Information”, section 10 of the Prospectus, “Taxation”, section 5 of the Prospectus, “Important Legal Information”, section 11 of the Prospectus and “Subscription and Sale”, section 8 of the Prospectus for full additional information.

Heath Barn Farm, Horsham



FURTHER INFORMATION

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Queen's Wharf, Hammersmith & Fulham
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DISCLAIMER

This document should not be solely relied on for making any investment decision in relation to the purchase of Bonds. **Any decision to purchase or sell the Bonds should be made by you solely on the basis of a careful review of the Prospectus. Please therefore read the Prospectus carefully before you invest.** Before buying or selling a Bond you should ensure that you fully understand and accept the risks relating to an investment in the Bonds, otherwise you should seek professional independent advice.

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