

Key Investor Information Document

Peregrine Capital High Growth Offshore Segregated Portfolio

IMPORTANT INFORMATION

- 1.1 The South Africa Alpha SPC ("the Scheme") is approved by the FSCA under Section 65 of the Collective Investment Scheme Control Act 2002 ("CISCA") and has been categorised as a Collective Investment Scheme in Qualified Investor Hedge Fund for public sale in South Africa.
- 1.2 This document provides the investor with key information about the Peregrine Capital High Growth Offshore Segregated Portfolio (the "Portfolio"). It does not serve as marketing material. The publishing of this information is required by law (i.e., CISCA, Board Notice 52, Section 27), to help you understand the nature of the Portfolio, as well as the risks associated with investing in the Portfolio. All existing and potential investors are advised to read and familiarise themselves with the contents of this document in order to arrive at an informed investment decision.

1. Representative Office Information

Management Company	FundRock Management Company (RF) (Pty) Ltd, with company registration number 2013/096377/07, is authorised in terms of CISCA to administer Collective Investment Schemes ("CIS").
Directors	JF Louw*, IMA Burke*, R Jobing* and L Stinton (Managing Director). (*Non-executive Director)

2. Investment Manager information

Investment Managers	Peregrine Capital International IC Limited ("Peregrine Capital International") an entity which is regulated by the Guernsey Financial Services Commission (GFSC Ref. No. 2681962) Physical address: Third Floor, La Plaiderie Chambers, La Plaiderie, St. Peter Port, Guernsey GY1 1WG Email: ops@peregrinecapital.gg. South Africa Alpha Capital Management Limited ("SAACM") an entity which is regulated by the Bermuda Monetary Authority Physical address: 4th Floor, 12 Church Street Hamilton, HM11 Bermuda info@sa-alpha.com.
Sub-Investment Manager	Peregrine Capital (Pty) Ltd ("Peregrine Capital" or the "Sub-Investment Manager"), with company registration number 1998/004238/07. Peregrine Capital is an authorised Financial Services Provider (FSP 607) under the Financial Advisory and Intermediary Services Act, No. 37 of 2002. Peregrine Capital has been appointed to act in the capacity of discretionary hedge fund manager of the Portfolio.

3. General Portfolio Information

Legal structure of the Portfolio	Segregated Portfolio Company
Financial year end	31 March
Launch date	1 May 2015
Distribution dates	Not applicable, the Portfolio is accumulating.
Minimum investment amount	\$100 000
Portfolio dealing frequency – subscriptions	Monthly. Purchases of shares will be effective on the first day of each calendar month. Application for the purchase of shares should be received before 5PM South African time at least two full business days prior to the last business days of the previous month.

Portfolio dealing frequency – redemptions	One calendar months' notice.
Valuation and pricing methodology	The Portfolio valuation and asset pricing policy of South Africa Alpha SPC. This policy shall be consistently applied.
Liquidity risk management	Liquidity risk is the risk that the Portfolio will not have sufficient cash available to meet its repurchase, settlement and other obligations. Adequate liquidity is dependent upon the Sub-Investment Managers' ability to efficiently manage both expected and unexpected cash flows and collateral requirements, without adversely affecting the positioning of the Portfolio. The Sub-Investment Manager monitors and manages the liquidity risk at both a position level and a Portfolio level on a daily basis, to ensure that there is sufficient free cash available to increase position levels within the Portfolio, meet margin calls and facilitate investor withdrawal requests. Investors are required to give one calendar month's written notice for any redemption of shares. Investors repurchase rights in exceptional circumstances are detailed in the South Africa Alpha SPC Private Placement Memorandum.
Gating, side pocketing and suspensions of withdrawals	In exceptional circumstances, and when it is in the interests of Investors, the Directors of South Africa Alpha SPC are permitted to restrict or suspend redemptions. If your investment is affected by any of these mechanisms, South Africa Alpha SPC will contact you to discuss the applicable process.
Special Repurchase Arrangements or Rights of Some Investors	None
Change in investment strategy	The Manager and/or Sub-Investment Manager will discuss a potential change in investment strategy with existing investors, following which approval will be granted by the Portfolio directors and the Explanatory Appendix and marketing documents will be amended to reflect the new investment strategy.
The Manner of Managing Conflicts of Interest	The parties agree that, for the duration of this agreement, they shall endeavour to avoid any conflict of interest between them. In order to protect the investors, the parties shall exercise due care and skill and note to any affected party the nature and extent of the potential conflict of interest as well as the steps undertaken to minimise the effect on any affected party by such conflict.
Fair Treatment of Customers	The Investment Manager/s and/or Sub-Investment Manager observe a policy of Treating Customers Fairly ("TCF") and this permeates throughout the business and informs all business dealings of the Investment Manager/s and/or Sub-Investment Manager. The Investment Manager/s and/or Sub-Investment Manager strives to design, distribute and provide products that meet the objectives of the TCF code and all investors investing in our products - simple and complex - are encouraged to seek qualified financial advice in order to select and invest in a product that not only meets their requirements, but is to their level of understanding and sophistication.
Preferential treatment	The directors and employees of the Investment Manager/s and the Sub-Investment Manager may hold shares in the Portfolio. These shares may be at zero fee at the discretion of the Investment Manager/s.
Side letters	Shareholders may be admitted to the Portfolio upon such terms and conditions as are permitted by the Directors, in accordance with the constitutional documents of the Portfolio, which terms and conditions may differ from those applicable to other shareholders on matters relating to, without limitation, lock up/commitment periods, notice periods, management/performance fees and information rights.
Investor reporting	Shareholders will receive the following documents: ▪ Monthly statements; and ▪ Contract notes. The following documents are made available to the investor: ▪ Fund fact sheets, referred to as Minimum Disclosure Documents ("MDD"); ▪ Private Placement Memorandum for South Africa Alpha SPC;

	- Explanatory Appendix for the Portfolio; and - Subscription Agreement.
Annual abridged report	Annual financial statements are available on request.
Permitted Securities	- Equity securities: including but not limited to long or short equities, Exchange Traded Funds ("ETFs"), Actively Managed Exchange Traded Funds ("AMETFs") and Exchange Traded Notes ("ETNs"). - Derivatives: including but not limited to Swaps/CFDs (Stock Index total return swaps and CFDs), over-the-counter ("OTC") futures and options on indexes / equities / ETFs / ETNs / AMETFs / bonds / currencies. - Fixed income and interest rate instruments include all securities and derivatives whose primary risk drivers are interest rates or credit spreads, including but not limited to, government bonds, corporate bonds, money market instruments, interest rate swaps, bond futures, credit default swaps, FRAs, Swaptions, Caps and Floors, and related structured products. - Cash or cash equivalents. - Unlisted securities - Investment Funds, including hedge funds. - Alternative assets, including but not limited to any type of investment product. - A security for which the value is based on a commodity may be traded provided that: - the security is listed on an exchange; - specific disclosure is made to investors of the nature and extent of the exposure to physical delivery; - the liquidity of the instrument does not compromise the liquidity terms of the Portfolio; and - the position is closed out before physical delivery is required.
Collateral and Asset re-use Arrangements	The cash and long positions held in the Portfolio are available for use as collateral for the short positions held.
Counterparty exposure – calculation methodology	Counterparty exposure shall be calculated equal to any initial and variation margin posted to and held by a counterparty, and any net exposure generated through a scrip lending agreement.
Associated Risks	Market Risk: Market risk can be defined as the risk that positions can lose their value due to changing market conditions including prices, volatility and market liquidity. The Investment Managers monitor and adjust the overall gross and net exposures of the Portfolio to manage the market risk. Leverage Risk: The Portfolio borrows additional funds, trades on margin or performs short sale trades to amplify investment decisions. This means that the volatility of a hedge fund Portfolio can be many times that of the underlying investments due to leverage on a fund. Derivative Risk: Derivative positions are financial instruments that derive their value from an underlying asset. Derivatives are exposed to implicit leverage which could result in magnified gains and/or losses on the Portfolio. Counterparty Credit Risk: Counterparty risk is a type of credit risk and is the risk of default by the counterparty associated with trading derivative contracts. An example of counterparty credit risk is margin or collateral held with a prime broker. Short-selling Risk: Short-selling refers to the practice of borrowing an asset to sell today in exchange for cash, with the expectation that its price falls during the investment period before repurchasing the asset and returning it to the owner. Short-selling can be undertaken for various reasons, including to hedge specific sector risks or to manage a Portfolio's total market exposure. Short sales create leverage or gearing for the underlying Portfolio, thereby amplifying investment performance. The Portfolio may be exposed to risk if the price of a short position increases in value more than a long position, or if there is a scrip recall during unfavourable times. Correlation Risk: A measure that determines how assets move in relation to each other. Correlation risk arises when the correlation between asset-classes change. Correlation risk also arises when the correlation within an asset-class changes.

	Examples of correlation within asset classes include equity pairs trading, fixed income curve trading and commodities pairs trading. 7. Equity Risk: Applies to investment in shares or derivatives based on shares. The market price of shares varies depending on supply and demand of the shares. Equity risk is the risk of loss due to the drop in the market price of shares. Equity risk can either be systematic risk which is risk to the entire market based on political and economic indicators or unsystematic risk which is company specific and includes risk relating to company profits, future prospects and general consensus on the company or sector. 8. Liquidity risk: Liquidity risk consists of trading liquidity risk and funding liquidity risk. Trading liquidity risk is the risk that you cannot sell an asset within a reasonable amount of time at a fair price. Funding liquidity risk refers to the inability to service redemption requests according to the redemption terms of the Portfolio. 9. Currency/Exchange Rate Risk: Assets of a fund may be denominated in a currency other than the Base Currency of the fund and changes in the exchange rate between the Base Currency and the currency of the asset may lead to a depreciation of the value of the fund's assets as expressed in the Base Currency.
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4. Delegated Functions and Portfolio Service Providers

Investment Managers	Peregrine Capital International IC Limited ("Peregrine Capital International") an entity which is regulated by the Guernsey Financial Services Commission (GFSC Ref. No. 2681962) Physical address: Third Floor, La Plaiderie Chambers, La Plaiderie, St. Peter Port, Guernsey GY1 1WG Email: ops@peregrinecapital.gg. South Africa Alpha Capital Management Limited ("SAACM") an entity which is regulated by the Bermuda Monetary Authority Physical address: 4th Floor, 12 Church Street Hamilton, HM11 Bermuda info@sa-alpha.com.
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Prime Broker (including depository and custodian)	Morgan Stanley & Co. International plc. Peresec Prime Brokers Proprietary Limited. The prime brokers are responsible for a wide range of services, which typically include global custody such as clearing, custody, asset servicing and securities lending and financing. A Prime Broker may offer custodian services/act as a custodian depending on the agreement.
Administrator	IQEQ Fund Services (Guernsey) Limited. The Administrator is responsible for investor onboarding and independent valuation of the Portfolio.
Auditor	Deloitte & Touche LLP.

5. Investment Restrictions

Gross exposure	5 times NAV
Net exposure	200% long/50% short
Equity exposure	150% long/50% short
Number of positions	There will be no minimum or maximum number of positions to be held by the Portfolio.

6. Investment Management Fees, Charges and Expenses

Management Fee	A management fee is charged to the Portfolio at 1.5% per annum.
Performance Fee	A performance fee is charged to the Portfolio. Performance fees are payable on positive performance using a participation rate of 20%. A high water mark (“HWM”) is applied, which ensures that performance fees will only be charged on new performance. There is no cap on the USD amount of performance fees.
Classes	The Portfolio may offer multiple classes of shares for different types of investors and shareholders. The various classes in the Portfolio may each have different fee structures for the different types of investors. All investments will be allocated to specific classes at the discretion of the Investment Manager/s. All classes of shares in the Portfolio will invest in the same investment Portfolio of securities and share the same investment objective and policy.
Other expenses	These charges make up the running costs of the Portfolio and shall include: ■ Administration fee and accounting fee; ■ Trading charges e.g. brokerage, securities transfer tax, VAT, and other levies; ■ Audit, legal, CRS and secretarial fees; ■ Bank charges; and ■ Directors Fees.

Mandatory Disclosures:

Collective Investment Schemes are generally medium- to long-term investments. The value of shares (units) may go down as well as up. Past performance is not necessarily a guide to future performance. Collective investments are traded at ruling prices and can engage in scrip lending and borrowing. A schedule of fees, charges, minimum fees, and maximum commissions, as well as a detailed description of how performance fees are calculated and applied, is available on request from FundRock Management Company (RF) (Pty) Ltd (“the Manager”). The Manager does not provide any guarantee in respect to the capital or the return of the Portfolio. Excessive withdrawals from the Portfolio may place the Portfolio under liquidity pressure and in such circumstances, a process of ring-fencing of withdrawal instructions and managed pay-outs over time may be followed. Commission and incentives may be paid, and if so, are included in the overall costs. The Manager may close the Portfolio to new investors in order to manage it in accordance with its mandate. Prices are published monthly on our website. Additional information, including key investor information documents, minimum disclosure documents, as well as other information relating to the basis on which the Manager undertakes to repurchase participatory interests offered to it, and the basis on which selling and repurchase prices will be calculated, is available, free of charge, on request from the Manager. The value of an investment is dependent on numerous factors which may include, but not limited to, share price fluctuations, interest and exchange rates and other economic factors. Where the Portfolio invests in offshore assets, performance is further affected by uncertainties such as changes in government policy, taxation and other legal or regulatory developments. The Manager ensures fair treatment of investors by not offering preferential fee or liquidity terms to any investor within the same strategy. The Manager is registered and approved Financial Sector Conduct Authority (“the Authority”) under CISCA. The Manager retains full legal responsibility for the Portfolio.