

Key Information Document

Menhaden

This document provides you with key information about this investment product. It is not marketing material. The information is required by law to help you understand the nature, risks, costs, potential gains and losses of the Company and to help you compare it with other products.

Menhaden PLC (formerly Menhaden Capital PLC)

GB00BZ0XWD04

Frostrow Capital LLP ('Frostrow') is the alternative investment fund manager of the Company. Frostrow's website is www.frostrow.com and phone number is 0203 0084910. Portfolio Management has been delegated to Menhaden Capital Management LLP ('Portfolio Manager'). Frostrow and the Portfolio Manager are authorised and regulated by the FCA.

Date of Production 19/09/2019

What is this Product?

Menhaden PLC (the 'Company') is a public limited company whose shares are premium listed on the London Stock Exchange ('LSE') and is registered with HMRC as an investment trust.

The Company aims to generate long-term shareholder returns, predominantly in the form of capital growth, by investing in businesses and opportunities delivering or benefiting from the efficient use of energy and resources irrespective of their size, location or stage of development. The Company seeks to achieve its investment objective through the construction of a conviction-driven portfolio consisting primarily of direct listed and unlisted holdings across asset classes and geographies.

The Company does not have a fixed life although shareholders consider and vote on the continuation of the Company every five years. The next such vote will be held in 2020. The intended retail investors are those with a long-term (at least five years) investment horizon, the ability to bear capital losses and at least basic market knowledge and experience.

The Company currently deploys leverage using currency forwards. These are designed to partially protect the Company from unfavourable movements in foreign exchange rates by reducing exposure to foreign currencies. The Company may also, but does not currently, borrow to purchase investments; this could potentially magnify any gains or losses made by the Company.

Shares in the Company are bought and sold on the LSE. The price you pay or receive, like other listed shares, is determined by supply and demand and may be at a discount or premium to the underlying net asset value of the Company. Usually the price you pay for a share will be higher than the price you could sell it.

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

The summary risk indicator (SRI) is a guide to the level of risk of the Company compared to other products. It shows how likely it is that the Company will lose money because of movements in the markets.



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

The SRI assumes you hold your shares in the Company for at least five years. It rates the potential losses from future performance at a medium level, and poor market conditions will impact the amount you could get back. Any return you receive depends on future market performance; the Company does not seek any protection from future market performance so you could lose some or all of your investment.

The SRI only reflects the historic share price volatility of the Company's shares. It excludes other risks inherent in the Company and therefore understates the risk to investors. Please refer to the Company's Annual Report at www.menhaden.com which should be read to ensure a full understanding of the risks involved in investing in the Company. An investor should not make a decision to invest in the Company solely on the basis of this Key Information Document ('KID').

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

This table shows the money you could get back over the next 5 years, under different scenarios, assuming that you invest £10,000. The scenarios shown illustrate how your investment could perform. You can compare them with the scenarios of other products. The scenarios presented are an estimate of future performance based on evidence from the past on how the value of this investment has performed and are not an exact indicator. What you get will vary depending on how the market performs and how long you keep the investment. The stress scenario shows what you might get back in extreme market circumstances, and it does not take into account the situation where the Company is not able to pay out.

Investment £10,000				
Scenarios		1 year	3 years	5 years (Recommended holding period)
Stress scenario	What you might get back after costs	£3,387	£4,658	£3,606
	Average return each year	-66.1%	-22.5%	-18.5%
Unfavourable scenario	What you might get back after costs	£7,889	£6,105	£4,922
	Average return each year	-21.1%	-15.2%	-13.2%
Moderate scenario	What you might get back after costs	£9,379	£8,272	£7,296
	Average return each year	-6.2%	-6.1%	-6.1%
Favourable scenario	What you might get back after costs	£11,199	£11,257	£10,860
	Average return each year	12.0%	4.0%	1.7%

Market developments in the future cannot be accurately predicted. The scenarios shown are only an indication of some of the possible outcomes based on recent returns. Actual returns could be lower.

The figures shown include all the costs of the Company itself, but does not include the costs that you pay to your advisor or distributor. The figures do not take into account your personal tax situation, which may also affect how much you get back.

What happens if the Company is unable to pay out?

The Company is not required to make any payment to you in respect of your investment. If the Company was liquidated, you would be entitled to receive a distribution equal to your share of the Company's assets, after payment of all of its creditors.

As a shareholder you would not be able to make a claim to the Financial Services Compensation Scheme, or other compensation or guarantee scheme, in the event that the Company is unable to pay out. If you invest in the Company, you should be prepared to assume the risk that you could lose some or all of your investment.

What are the costs?

Costs over Time

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

The amounts shown here are the cumulative costs of the Company itself, for three different holding periods. The figures assume you invest £10,000. The figures are estimates and may change in the future.

The person selling you or advising you about the Company may charge you other costs. If so, this person will provide you with information about these costs, and show you the impact that all costs will have on your investment over time.

Investment £10,000			
Scenarios	If you cash in after 1 year	If you cash in after 3 years	If you cash in at 5 years
Total costs	£213	£589	£906
Impact on return (RIY) per year	2.3%	2.3%	2.3%

What are the costs? (continued)

Composition of costs

The table below shows the impact each year of the different types of costs on the investment return you might get at the end of the recommended holding period and the meaning of the different cost categories.

This table shows the impact on return per year

One-off costs	Entry costs	N/A	There are no direct entry costs associated with the Company.
	Exit costs	N/A	There are no direct exit costs associated with the Company.
Ongoing costs	Portfolio transaction costs	0.2%	The impact of the costs of us buying and selling underlying investments for the Company.
	Other ongoing costs	2.1%	The impact of the costs that are incurred each year for managing your investments and running the Company.
Incidental costs	Performance fees	N/A	<p>The impact of the performance fee of 10% of outperformance. The Portfolio Manager receives this from the Company if in respect of a given three year performance period, the Company's adjusted NAV at the end of that performance period exceeds the higher of ('a') a compounding hurdle on the gross proceeds of the IPO of 5% per annum; and ('b') a high watermark. The performance fee is subject to a cap in each performance period of an amount equal to the aggregate of 1.5% of the weighted average NAV in each year ('or part year, as applicable') of that performance period.</p> <p>The high watermark is the highest net asset value that the Company has reached. Its initial level was set at 100p on the launch of the Company.</p>
	Carried interests	N/A	The Company does not pay carried interests.

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

Recommended holding period: 5 years

The Company's shares have no required minimum holding period but are designed for long-term investment; you should be prepared to stay invested for at least 5 years. This period is deemed appropriate due to the long-term investment horizon taken by the Portfolio Manager. Investors can sell their shares at any time when the LSE is open, either directly or via their advisor or distributor.

How can I complain?

As a shareholder you do not have the right to complain to the Financial Ombudsman Service ('FOS') about the management of the Company. Complaints about the Company or the Key Information Document can be made via the Contact section of the Company's website, www.menhaden.com, by emailing info@frostrow.com or in writing to the Company at 25 Southampton Buildings, London, WC2A 1AL.

Other relevant information

The cost, performance and risk calculations included in this KID follow the methodology prescribed by EU rules. This KID should be considered only in conjunction with the Annual Report, the Half Year Report and the Investor Disclosure Document which are available on the Company's website, www.menhaden.com, along with other information about the Company, including further details of the Company's principal risks.

The costs shown in the 'What are the costs?' section may differ from the Ongoing Charges Figure declared in the Company's Annual Report, factsheet and website as the methodology for calculation of costs mandated under PRIIPs also includes the costs of the Company's borrowings and the transaction costs of buying and selling investments in the portfolio.

Depending on how you buy these shares you may incur other costs, including broker commission, platform fees and Stamp Duty. The person selling you or advising you about the Company will provide you with additional information about these.