



No Sun, no Life...

## INVESTOR FAQs

RA-ESG.COM  
RA-ESG PLC  
London, England

## (FREQUENTLY ASKED QUESTIONS).



Thank you for taking the time to peruse our documentation and for your trust in RA-ESG PLC. We sincerely look forward to a long and profitable relationship.

Many people are understandably frustrated by the meagre 2.00%–3.50% interest offered by banks. While lower interest rates may benefit those with substantial mortgages or debt, they often disadvantage diligent savers—especially those who depend on their savings for income. It's no surprise, then, that many turn to the Bond and Equity markets in search of better returns. However, navigating new investment options can feel overwhelming. That's why we've created this concise FAQ guide—to address the most frequently asked questions and help you make informed decisions with confidence.

In the event that you cannot find the answer to your question hereunder, please don't hesitate to click [HERE](#), and we will normally reply within 24 Hours.

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### Who are RA-ESG PLC and what do they do?

RA-ESG PLC is a UK-based Public Limited Company dedicated to advancing global sustainable energy initiatives. Our portfolio includes funding and collaboration on public and private sector projects such as solar farms, wind turbine installations, and cutting-edge research into infrastructure, commercial grid applications, and battery technologies. Notably, over 90% of our partnerships and contractual engagements are with government entities worldwide.

At RA-ESG, we employ a dual investment strategy that allocates approximately 95% of our capital to large-scale national infrastructure energy generation projects. The remaining 5% is strategically directed toward research and development, supporting innovation in emerging technologies and sustainable solutions.

We raise funds by issuing Bonds and Preference Shares, and we invest those funds by:

- Entering into joint-venture partnerships with Sovereign Nations, Governments, Municipalities, Charities and Public and Private sector entities to generate sustainable clean energy.
- Aiding Governments and National Utilities in funding large-scale ( $\geq 100\text{MW}$ ) Solar Projects by providing more efficient securitisation and finance processes.
- Acquiring, designing, developing and supplying Battery Energy Storage Solutions to alleviate peak-time energy usage.

- Funding research and development into transportable emergency relief energy solutions.
- Initiating and trading in energy-tethered blockchain/crypto/ token-based energy trading solutions.

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## What are the three main categories of Investment?

Investments fall into three main categories: Debt Instruments, Equities and Funds/Hybrids.

### 1. Debt Instruments such as Bonds and Loan Notes:

RA-ESG PLC issues listed Bonds. A Bond is a debt instrument that represents a pledge and legal contract between the Issuer of the Bond and a Bondholder. To qualify as a Bond (and not a “Fund” or “Collective Investment Scheme”), a Bond requires five basic components:

- A Face Value or Par Value (this is the original capital amount of the investment itself).
- An agreed interest rate (normally expressed as a percentage per annum).
- A compounding and payment schedule (is the interest paid monthly, quarterly, annually or at the end of the term?).
- A Maturity Date or Redemption Date (the date when the original amount of the investment is repaid).
- The percentage of Bond Liquidity, held in readily realisable assets, to enable early redemption.

RA-ESG PLC offers Growth and Income Bond in 3 and 5-year Terms, and in three currencies:

- 3-Year Growth Bond compounding at 15% AER interest per annum and paying capital and interest upon Maturity.
- 5-Year Growth Bond compounding at 15% AER interest per annum and paying capital and interest upon Maturity.
- 3-Year Income Bond paying out 1% interest per month and repaying capital upon Maturity, this equates to 12.66% AER interest per annum.
- 5-Year Income Bond paying out 1% interest per month and repaying capital upon Maturity, this equates to 12.66% AER interest per annum.

- All Bond subscriptions are available in US Dollar, British Pound and Euro.
- All Bondholders participate in the RA-ESG Profit-Share Fund and therefore receive an additional share of 10% of RA-ESG PLC's net post-tax profits. \*To see a calculation of what this could mean to your returns, see "Profit-Share Fund" further down.

2. Equities such as stocks and shares: A share in a company represents ownership, and shares come in many different forms, including Ordinary, Preference, Redeemable Preference, Convertible Preference and Treasury Shares.

RA-ESG PLC issues Preference Shares. A Preference Share is a share in a company that holds priority in the payment of dividends before other shareholders receive profits. Even in liquidation, a Preference shareholder is paid out before Directors and other shareholders.

The RA-ESG PLC Preferred Shares offer the shareholders fixed dividend payments at regular intervals and in priority over other shareholders (such as the directors and shareholders of RA-ESG PLC).

RA-ESG PLC Preference Shares do not have voting rights and provide a more secure investment option than other Shares, appealing to risk-averse investors.

RA-ESG offers 3 and 5-year Fixed-Dividend Redeemable/Convertible Preference Shares ("RCPS").

- The Fixed Dividend is 12.00% per annum, paid annually (or in some cases, monthly).
- RA-ESG retains the right to redeem Preference Shares at their Par Value (plus any outstanding Dividends owed) at any time.
- An Investor has the right to convert their Preference Shares (assuming they have not been redeemed) into Ordinary Shares at the rate of 100 Preference Shares to 1 Ordinary Share upon the end of the Term.
- Fixed-Dividend Redeemable/Convertible Preference shareholders also participate in the RA-ESG Profit-Share Fund and therefore receive an additional share of 10% share of RA-ESG PLC's net post-tax profits. \*To see a calculation of what this could mean to your returns, see "Profit-Share Fund" further down.

3. Funds or Collective Investment Schemes ("CIS"): a collective investment scheme is any arrangement permitting investors to participate in or receive profits or income arising from the acquisition, holding, management or disposal of property or profits. Money is pooled, profits are shared, and the investors do not have any day-to-day control over the management of their funds.



Essentially, there is no individual company ownership or debt agreement, no contracted dividends or interest rates, no interest payment schedule, and no guaranteed sum on redemption or maturity.

RA-ESG PLC does not currently offer or participate in Funds or Collective Investment Schemes.

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### **What are the three different categories of Project investment?**

RA-ESG compartmentalises its incoming funds into three distinct categories:

- Seed Capital – Highest investor return – and offered via the above-mentioned Bonds and Preference Shares.
- Mezzanine Finance – Market-related investor return, normally entered into between smaller financial institutions, family offices and RA-ESG PLC via individually drafted instruments.
- Main Round Finance – Market-related bank interest rate ( $\pm 2.50\%$  -  $8.00\%$ ) normally contracted between RA-ESG PLC, large financial institutions, banks and state-owned entities, featuring debt and equity hybrid arrangements.

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### **Where are the Bonds listed?**

The Bonds are listed on:

The Vienna Stock Exchange MTF (Multi-Trading-Facility): <https://www.wienerborse.at/en/>

Euroclear: <https://www.euroclear.com/en.html>

Clearstream: <https://www.clearstream.com/clearstream-en/>

Bloomberg: <https://www.bloomberg.com>

C-Bonds: <https://cbonds.com>

The Custodian of the digital Bonds is Six-Sis AG (Zurich): <https://www.six-group.com/en/home.html>

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## What are ISINs and Valor numbers?

An ISIN number is an International Securities Identification Number, and a Valor Number is simply the Swiss Version of this.

The ISIN Numbers for RA-ESG are:

- Growth Bond GBP: CH1323593280 – Valor 132359328
- Growth Bond EUR: CH1323593298 – Valor 132359329
- Growth Bond USD: CH1323593306 – Valor 132359330
- Income Bond GBP: CH1295282219 – Valor 129528221
- Income Bond EUR: CH1295282227 – Valor 129528222
- Income Bond USD: CH1295282235 – Valor 129526223

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## What's the difference between a Growth Bond and an Income Bond?

A Growth Bond is acquired at par value (the original capital investment) and accrues interest annually. At the end of the term (the Maturity Date), the par value is returned to the investor along with all accrued interest earned.

An Income Bond is acquired at par value (the original capital investment), and interest is paid monthly to the investor. At the end of the term (the Maturity Date), the par value is returned to the investor.

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## What is AER, and how does it differ from Gross Interest Rate and APR?

AER means the “Annual Effective Rate” (or some people refer to it, the “Annual Equivalent Rate”); this differs from the Gross Interest Rate in that it reflects the benefits of receiving interest payment more than once a year (as they could potentially be reinvested and compounded).

While AER is used to calculate interest earned when you save money, APR gives you an indication of what you'll pay when you borrow money. Both can be used to compare similar accounts. APR stands for Annual Percentage Rate.

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## Can an investor cash in their Bonds early (before the Maturity Date)?

Yes, RA-ESG maintains an Early Redemption Fund in readily realisable assets, especially for Bondholders' emergencies (when they need to access cash quickly). There is no penalty for early redemption.

To protect the company, Bondholders and Shareholders as a whole, the maximum amount of Bonds and Preference Shares that can be redeemed before their Maturity Date or Call (as the case may be) in any one calendar year is equivalent to 15% of the total par value of Bonds and Shares subscribed to in that year. We believe that this should more than cover individual emergency cases where investors need to get to their cash urgently.

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## Who are the Security Trustees and what do they do?

Amicorp (UK) Ltd. is the Security Trustee that sits between RA-ESG PLC (as the Issuer of the Bonds) and the Bondholders (as the Investors).

See Amicorp website here: <https://www.amicorp.com/>

Under the Security Trust Deed, RA-ESG is obliged to pledge 100% of its shareholding and all its cash-at-bank, assets, intellectual property, rights, titles and benefits in third-party companies, projects and Fund Recipients (referred to as Default Security Assets) to Amicorp as Bondholder Security.

Amicorp holds the Default Security Assets for and on behalf of the Bondholder in the event of Bond payment default by RA-ESG PLC.

In the event that RA-ESG did not fulfil its payment obligations to the Bondholders, the Security Trustee is empowered to seize all shareholdings and assets, liquidate and pay out the Bondholders and Preference Shareholders as senior-secured creditors.

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## What is the Minimum Investment?

The Minimum Income or Growth Bond Investment taken by RA-ESG PLC directly is 10,000 GBP / EUR / USD.

The Minimum Income or Growth Bond Investment taken via the Swiss Paying Agent in respect of and via Euroclear.

Clearstream listed Bonds is 100,000 GBP / EUR / USD.

The Minimum Preference Share Investment taken by RA-ESG PLC is 1,000 GBP / EUR / USD.

All investments must be accompanied by an Investor Application Form.

In the event that an investment of over 100,000 is made via a bank, stockbroker, pension or investment platform, it should be directed to RA-ESG PLC's paying agent: Bond Capital House (Zurich): [settlement@bondcapitalhouse.com](mailto:settlement@bondcapitalhouse.com)

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## What is the Maximum Investment?

Each category of investment has different Maximum permitted amounts.

- Seed Capital Bond – Minimum 10,000 to Maximum 1,000,000
- Preference Shares - Minimum 1,000 to Maximum 1,000,000
- Mezzanine Finance – Minimum 1,000,000 to Maximum 5,000,000
- Main Round Finance – Minimum 25,000,000 – No Maximum.

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## Why are there Maximum Investment limits?

RA-ESG initiates between 5 – 10 new projects each year. Each project ranges from 25MW to 1GW.

RA-ESG only pays high rates of investor return on an extremely small percentage of its total fundraising. Seed Capital only represents 01.00% to 05.00% of the total expenditure on any one project. Therefore, RA-ESG must limit the investment opportunities to the Seed Capital and Mezzanine Finance components of the projects. If the Seed Capital portion of a project becomes too high, it affects the project's total cost and eventual profitability.

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## How can RA-ESG pay such high investor interest?

As alluded to above, RA-ESG only pays high rates of investor return on an extremely small percentage of its total fundraising. Seed Capital normally only represents 1.00% - 2.00% (one to two percent) of the total expenditure on any one project.

Therefore, the high rate of return ONLY applies to 1% of the total value of the project (or more importantly, 1% of its total borrowing).

- Assuming a 100MW solar farm costs \$100m (that's not far off), the project's Seed Capital raise only presents 1% of that (USD 1m in the case of a 100MW project).

- The residual 99% of the project cost is at normal inter-bank borrowing rates (2.50% - 6.00% p.a.) (and even then, are sometimes subsidised by Green Energy subsidies too).
- RA-ESG's latest (11.08.2025) Project Term sheet (in respect of a 200MW solar farm) features a \$220m facility from a major global state-owned bank. The effective interest rate is 3.20% per annum (for 99.00% of the borrowing).

Therefore, the high rates of return paid out on the Seed Capital (only 1.00% of the project) hardly affect the entire Project interest rate as a whole, especially interest rate, especially when calculated against the entire project's profitability.

Here is an example calculation:

- 1.00% of a \$100m Project = \$1m.
- RA-ESG PLC pays Seed Capital investors 12.00% interest per annum.
- 12.00% interest per annum on \$1m = \$120,000 per annum.
- The remaining 99.00% of the project's cost comes in at 3.20% interest per annum:  $\$99m \times 3.2\% = \$3,168,000$
- The total annual interest of BOTH Seed and Main Project funding is therefore:  $\$3,168,000 + \$120,000 = \$3,288,000$  or 3.288% on the \$100m, as opposed to 3.20%.
- In effect, RA-ESG pays a premium of 00.088% (less than one-tenth of one percent) to have immediate access to funds to study and initiate new projects; and in such a fast-moving market sector, funding and speed of execution are everything. In effect, \$120,000 extra interest on a 100MW project that produces \$20m per annum in energy is irrelevant.

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### How is investors' money protected?

In terms of the 'Proceeds of Funds' obligations entered into by RA-ESG, the Issuer is required to apply the funds emanating from subscriptions to the Bonds consistent with the Investment Memorandum, and in doing so, shall generate substantial assets owned by RA-ESG. All assets of RA-ESG generated by such funding, including but not limited to;

- The intellectual property and regulatory licences,
- The contracted supply of energy (kWhs) sold under a PPA (Power Purchase Agreement),

- All land and acquired real estate,
- All hardware, software, patents, Intellectual property, plant and equipment,
- The right, title and benefit to all and any brand names and logotypes,
- The right, title and benefit to all and any third-party equity or debt agreements (to include all Promissory Notes),
- All revenue collected in respect of the sale of energy,

Are ceded and pledged to the Security Trustee to hold as collateral for and on behalf of the Bondholders.

Additional Bondholder Security in Respect of The Issuer.

- All goodwill and client data, debtors' books, client accounts and Power Purchase Agreements.
- A pledge of 100% (one hundred percent) of RA-ESG's issued share capital.
- And all and any other assets owned by RA-ESG shall form a portfolio of assets (referred to as 'Default Security Assets').

The Default Security Assets shall form a full and unrestricted cession in security in respect of all Outstanding Bonds that are secured pursuant to the Security Trust Deed, held by the Security Trustee for the benefit of the Bondholders. This ensures that in the event of an unremedied Event of Default, Bondholders hold a senior secured debt position and first charge over all of the assets of the company and are preferred over shareholders or other creditors.

In short, if RA-ESG defaults, its company, its bank accounts, its projects, and all of its assets are seized and liquidated to pay off Bondholder capital.

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### **Is it correct to say that my investment is government-guaranteed?**

No, it is not correct. The actual Bonds and Preference Shares are issued by RA-ESG PLC and therefore the actual securities themselves are not government-guaranteed, and, for the sake of transparency, do not fall under the Financial Services Compensation Scheme ("FSCS") either (see below).

The correct terminology would be:

The assets of RA-ESG PLC (that are pledged to the investors in security) include Power Purchase Agreements and government undertakings that are government-guaranteed and backed, and RA-ESG can rely on those guarantees in order to secure and pay its investors.

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### **What and who is the Bond Custodian?**

The Bond Custodian is Six-Sis AG (Zurich), one of the foremost CSDs (Central Securities Depositories) in Europe.

Six Sis AG is the national Central Securities Depository (CSD) of the Swiss financial market and an International Central Securities Depository (ICSD), providing complete services for the settlement and custody of national and international securities. It operates one of the world's few online real-time settlement systems (SECOM), allowing market participants to settle their transactions via a single technical interface.

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### **Is RA-ESG PLC registered with the Financial Conduct Authority ("FCA")?**

No, RA-ESG is not a financial services company; it is a Sustainable and Renewable Energy company. As such, we fall under completely different but no less stringent legislation. Firstly, it is important to understand why someone might ask this; it is often through the misguided belief that FCA registration in itself provides some protection that a business model will be successful, and an investor's funds will be protected. This is not necessarily the case.

Some of the main reasons that financial companies are required to register and gain permissions from the FCA are:

- The giving of financial advice to clients: this entails obtaining a deep understanding of a potential client's assets, earnings, savings, tax position and attitude to risk, and then giving advice and helping them plan their finances in accordance with their wishes and aspirations. RA-ESG does not give financial advice.
- The communication of a financial promotion to retail clients: RA-ESG does not promote its financial instruments to retail clients. It only transacts with Financial Institutions (that are themselves regulated), High Net Worth Individuals, Sophisticated and Experienced Investors, all of whom have the relevant experience, knowledge and understanding to evaluate the financial instruments offered by RA-ESG. RA-ESG does not promote or transact with retail clients.

- The offering of a fund or collective investment scheme, or any other financial product that involves the management and/or custodianship of clients' funds: The difference between a Bond and a Fund (or collective investment scheme) is that when investing...
  - In a Bond, an investor loans money to the issuer of the Bond under a set of terms and conditions of how that money will be used; he passes ownership of that money to the issuer of the Bonds until a pre-determined repayment date, and on strict conditions of when and how much interest he/she is paid.
  - But in a Fund, the investor permits the Fund owner to manage his/her funds under a custodian agreement; the ownership of the money does not change; it is a management agreement based upon trust.

RA-ESG does not promote or offer any financial instrument other than a Bond or Preference Share, and neither constitutes a "CIS" collective investment scheme or FCA registration.

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### **Does the FCA, or any other international Financial Services Regulator fulfil any role in RA-ESG's investment offering?**

RA-ESG is an energy company, and as such is not regulated or authorised by the FCA (Financial Conduct Authority of the UK). It does need to be, as it doesn't provide a financial service or supply a regulated financial product. However, almost without exception, every entity in the Bond transaction chain is highly regulated and registered with either the FCA or their own jurisdiction's regulator, for example:

- Vienna Stock Exchange – FMA (The Austrian Financial Market Authority)
- Euroclear – NBB – (The National Bank of Belgium)
- Clearstream – BaFin – (The German Federal Financial Supervisory Authority)
- Six-Sis AG – FINMA – (The Swiss Financial Market Supervisory Authority)
- Amicorp (UK) Ltd. – FCA (The UK Financial Conduct Authority).
- Bond Capital House GmbH - FINMA – (The Swiss Financial Market Supervisory Authority)
- Equals Money – FCA (The UK Financial Services Authority).



That's not to say that RA-ESG must not abide by the financial regulations as set out by the FCA; it is simply not required to register.

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### **Does RA-ESG fall under, or is it protected by, the Financial Services Compensation Scheme?**

No. RA-ESG is not a bank, insurance company or financial body covered by the Financial Services Compensation Scheme ('FSCS'). An investor's only recourse to the FSCS would be if an FCA-regulated Financial Advisor gave an Investor financial advice to invest in RA-ESG, and that advice turned out to be erroneous, reckless or fraudulent.

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### **Is there a Risk Differential between RA-ESG's different categories of investment?**

No, all RA-ESG Bonds are issued pari passu and are secured as senior secured debt equally amongst themselves. However, some Preference Shares may contain different terms and conditions from others. All categories of investment are wholly asset-backed.

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### **Can an investor swap/change between Growth and Income Bonds, or Bonds and Shares?**

RA-ESG carefully projects and manages its financial obligations and revenue streams over 5-year periods. Therefore:

- Swapping from an Income Bond to a Growth Bond alleviates and frees up cashflow (as RA-ESG do not need to pay interest every month, but rather at the end of the Bond Term on the Maturity Date). This swap is always permitted.
- Swapping from a Growth Bond to an Income Bond incurs a sudden increase in monthly interest payments and, as such, negatively affects RA-ESG's cashflow. As such, this swap is at the discretion of RA-ESG at the time.
- Swapping from Bonds to Shares is permitted at all times.
- Swapping from Shares to Bonds is at the discretion of RA-ESG at the time.

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## When do Investors get paid their interest?

- Growth Bonds: Investors are paid their accumulated interest within 10 (ten) Business Days of the Maturity Date of their Bond (or the Redemption Date if subject to an Early Redemption by the investor).
- Income Bonds: Investors receive monthly interest payments, typically on the 5th day of each month, based on the previous month's Outstanding Bond holdings. The initial payment is calculated on a pro rata basis, covering the period from the date of acquisition to the second scheduled interest payment date.
- Preference Shares are paid out upon redemption, maturity, or annually, or monthly, depending upon the Share category.

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## What if an Investor does not have a Stockbroker or Investment Platform?

RA-ESG maintains three options to circumvent the requirement for a stockbroker or Investment Platform.

- Non-UK investors may pay RA-ESG directly to RA-ESG bank accounts (or via their bank, stockbroker or investment platform).
- UK investors must either:
  - Open a Family Trust and/or Brokerage account (processed normally within 5 days). The Family Trust will be in the Investor's name and have its own bank account. All payments of par value, interest and redemption will be made to and from that account. It can also be highly tax-efficient, especially in high-tax areas.
  - Open a Bank Brokerage account (normally within 2 days). The Bank Account will be in the Investor's name. All payments of par value, interest and redemption will be made to and from that account.
  - In both scenarios, RA-ESG manages all administration and opening procedures. We would recommend that due to the impending aggressive tax raids by the UK Government, most UK Investors (physical individuals) should open a tax-efficient Trust.

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## What is a Brokerage Account?

Some investors, particularly those domiciled in high-tax jurisdictions or seeking enhanced privacy, may choose to execute part or all of their investment strategy outside their country of tax residence. Global tax regimes vary—some apply taxation only to domestic income under remittance-based systems, while others impose tax on worldwide earnings.

RA-ESG PLC collaborates with international tax advisors and corporate structuring specialists to facilitate the establishment of tax-efficient investment vehicles. Through strategic incorporation and offshore banking arrangements, it is often possible to significantly reduce—or in many cases, eliminate—tax liabilities on interest and profits. These structures can typically be implemented within 5 to 10 days.

It is important to note that investors remain liable for any applicable taxes when funds are repatriated to their home jurisdiction.



### Registered Office

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