

## **DIMENSIONAL FUNDS PLC**

(An umbrella fund with segregated liability between sub-funds constituted as an investment company with variable capital under the laws of Ireland and authorised by the Central Bank of Ireland pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended)

### **Second Addendum to the Prospectus for Dimensional Funds plc (the Company)**

**This Second Addendum is supplemental to, and forms part of the prospectus dated 8 June 2018 (the Prospectus) as amended by the First Addendum to the Prospectus dated 5 November 2018 and should be read in the context of and together with the Prospectus.**

The Directors of the Company, whose names appear under **DIRECTORY** on page 133 of the Prospectus, accept responsibility for the information contained in the Prospectus, the First Addendum and this Second Addendum. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this Second Addendum is in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

Date: **25 March 2019**

Words and expressions defined in the Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Second Addendum. For the purposes of interpretation, in the event of any conflict between this Second Addendum and the Prospectus, any such conflict shall be resolved in favour of this Second Addendum.

**IMPORTANT: If you are in doubt about the contents of this Second Addendum, you should consult your stockbroker, bank manager, solicitor, accountant or other financial adviser.**

Neither the delivery of this Second Addendum nor the offer, issue or sale of Shares, under any circumstances, constitutes a representation that the information contained in this Second Addendum is correct as of any time subsequent to the date of this Second Addendum.

The purpose of this Second Addendum is to:

1. Amendment to include an investment guideline that the Investment Manager would seek to exclude securities of companies that are involved in the production of controversial weapons and to include an associated risk factor;
2. Amend the "Investment Policies" section of the Global Sustainability Core Equity Fund to provide that no more than 10% of the Fund's net assets will be invested in collective investment schemes;
3. Remove the SEK Distributing Share Class from the Emerging Markets Value Fund as the share class has now closed;
4. Remove ability to subscribe and redeem for Shares in the Company by cheque;
5. Amend the section headed "Fees and Expenses – Investment Management Fees" to reduce the investment manager fee for the following Funds:
  - 5.1. World Allocation 60/40 Fund;
  - 5.2. World Allocation 80/20 Fund;
  - 5.3. World Equity Fund; and
  - 5.4. Global Value Fund (all classes except the EUR P Accumulation class)
6. Amend the Collateral Policy section of the Prospectus to include that the United Kingdom is a signatory to the Basle Capital Convergence Agreement of July 1988; and
7. Amend the list of Recognised Markets to reflect that the United Kingdom is no longer an EU Member State.

## **AMENDMENTS TO THE PROSPECTUS**

This Second Addendum sets out the following changes to the Prospectus:

### **1. INVESTMENT OBJECTIVE AND POLICIES- INVESTMENT OBJECTIVES AND POLICIES**

The following paragraph is included as a final paragraph of the section headed "**INVESTMENT OBJECTIVES AND POLICIES**" on page 12 of the Prospectus:

#### ***"Investment Guideline Applicable to All Funds***

When making investment decisions for a Fund, the Investment Manager seeks to exclude securities of companies that are involved in the production of controversial weapons, which, as of the date of this Prospectus, includes cluster munitions, anti-personnel mines, chemical and biological weapons, nuclear weapons, and depleted uranium ammunition and armour, among others. Additional types of controversial weapons may be added to the screen by the Investment Manager and this Prospectus will be updated as soon as practicable thereafter. Additional details relating to how the screen is applied are available upon request from the Investment Manager."

### **2. GLOBAL SUSTAINABILITY CORE EQUITY FUND – INVESTMENT POLICIES**

The fifth paragraph under the heading "Investment Policies" of the section headed "Global Sustainability Core Equity Fund" on page 38 of the Prospectus is hereby deleted and replaced with the

following:

"In addition, investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund and give exposure to the types of securities referred to above. No more than 10% of the Fund's net assets will be invested in collective investment schemes."

3. **EMERGING MARKETS VALUE FUND – INVESTMENT POLICIES**

The reference to "SEK Distributing Shares" under the heading "Investment Policies" of the section headed "Emerging Markets Value Fund" in the first paragraph on page 51 of the Prospectus is hereby deleted.

4. **CONTROVERSIAL WEAPONS RISK – SPECIAL CONSIDERATIONS AND RISK FACTORS**

The following language is included as a new risk factor under the paragraph headed "**COLLATERAL RISK**" under the section headed "**SPECIAL CONSIDERATIONS AND RISK FACTORS**" on page 62 of the Prospectus:

"To the extent the Investment Manager considers the environmental and social impact of controversial weapons in making investment decisions for a Fund, such considerations may limit the number of investment opportunities available, and as a result, at times, the Fund may produce different returns or more modest gains than funds that do not take such factors into consideration as part of their investment process. For example, a Fund may decline to purchase a security because of an issuer's involvement in the manufacture of controversial weapons when other investment considerations suggest that an investment in such security could be advantageous, or the Fund may sell a security when it otherwise could be disadvantageous to do so. Controversial weapons considerations may cause a Fund's industry allocation to deviate from that of funds that do not consider involvement in controversial weapons as part of their investment process and that of conventional benchmarks. "

5. **SUBSCRIPTION FOR SHARES – INVESTING IN SHARES**

The second sentence in the third paragraph under the heading "Subscription for Shares" of the section headed "Investing in Shares" on page 81 of the Prospectus is hereby deleted and replaced with the following:

"Shares will not be allotted where subscription monies are paid by cheque."

6. **PAYMENT OF REDEMPTION PROCEEDS – INVESTING IN SHARES**

The first sentence under the heading "Payment of Redemption Proceeds" of the section headed "Investing in Shares" on page 83 of the Prospectus is hereby deleted and replaced with the following:

"Redemption proceeds will be paid in the currency of the relevant Class within ten Business Days of the Dealing Day on which redemptions are effected by electronic transfer to the account designated by the Shareholder and in the Shareholder's name on the application form or by a distribution in specie (further details set out below). Redemption proceeds will not be paid by cheque."

7. **FEES AND EXPENSES – INVESTMENT MANAGEMENT FEES**

The investment management fee for the World Allocation 60/40 Fund on page 90 of the Prospectus is hereby deleted and replaced with the following:

"World Allocation 60/40 Fund 0.33%"

The investment management fee for the World Allocation 80/20 Fund on page 90 of the Prospectus is hereby deleted and replaced with the following:

"World Allocation 80/20 Fund 0.36%"

The investment management fee for the World Equity Fund on page 90 of the Prospectus is hereby deleted and replaced with the following:

"World Equity Fund

0.38%"

The investment management fee for the Global Value Fund on page 90 of the Prospectus is hereby deleted and replaced with the following:

"Global Value Fund

All Classes save for the EUR P Accumulation Shares

0.33%"

8. **Cash collateral - USE OF REPURCHASE/REVERSE REPURCHASE AGREEMENTS AND LENDING OF PORTFOLIO SECURITIES**

Sub-section (a) under the heading "Cash Collateral" of the section headed "**USE OF REPURCHASE/REVERSE REPURCHASE AGREEMENTS AND LENDING OF PORTFOLIO SECURITIES**" on page 139 of the Prospectus is hereby deleted and replaced with the following:

"deposits with a credit institution authorised in the EEA, a credit institution authorised within a signatory state, other than a Member State of the EEA, to the Basle Capital Convergence Agreement of July 1988 (Switzerland, Canada, Japan, United Kingdom, United States) or a credit institution authorised in Jersey, Guernsey, the Isle of Man, Australia or New Zealand (the Relevant Institutions);"

9. **RECOGNISED MARKETS – APPENDIX I**

The second paragraph in sub-section (i) in the section headed "Recognised Markets" in "Appendix I" on page 134 of the Prospectus is hereby deleted and replaced with the following:

"Australia, Canada, Hong Kong, Japan, New Zealand, Norway, Switzerland, United Kingdom and the United States of America."

## **DIMENSIONAL FUNDS PLC**

(An umbrella fund with segregated liability between sub-funds constituted as an investment company with variable capital under the laws of Ireland and authorised by the Central Bank of Ireland pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended)

### **First Addendum to the Prospectus for Dimensional Funds plc (the Company)**

**This First Addendum is supplemental to, and forms part of the prospectus dated 8 June 2018 (the Prospectus) and should be read in the context of and together with the Prospectus.**

The Directors of the Company, whose names appear under **DIRECTORY** on page 133 of the Prospectus, accept responsibility for the information contained in the Prospectus and this First Addendum. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this First Addendum is in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

Date: **5 November 2018**

Words and expressions defined in the Prospectus shall, unless the context otherwise requires, have the same meaning when used in this First Addendum. For the purposes of interpretation, in the event of any conflict between this First Addendum and the Prospectus, any such conflict shall be resolved in favour of this First Addendum.

**IMPORTANT: If you are in doubt about the contents of this First Addendum, you should consult your stockbroker, bank manager, solicitor, accountant or other financial adviser.**

Neither the delivery of this First Addendum nor the offer, issue or sale of Shares, under any circumstances, constitutes a representation that the information contained in this First Addendum is correct as of any time subsequent to the date of this First Addendum.

The purpose of this First Addendum is to:

10. Incorporate a new Fund of the Company, the Global Core Fixed Income Fund.
11. Add a new SGD Accumulation Class to the following Funds:
  - 11.1. European Value Fund;
  - 11.2. Pacific Basin Small Companies Fund; and
  - 11.3. World Allocation 60/40 Fund.
12. Amend the section headed "Determination of Net Asset Value" to clarify the method of valuing assets of the Company.
13. Include language in the Prospectus to reflect that Arthur Barlow has resigned as a director of the Company.

#### **AMENDMENTS TO THE PROSPECTUS**

This First Addendum sets out the following changes to the Prospectus:

#### **14. COVER PAGE**

The list of sub-funds of the Company on the cover page of the Prospectus is hereby deleted in its entirety and replaced with the following:

**"GLOBAL SHORT FIXED INCOME FUND  
GLOBAL SHORT FIXED INCOME II FUND  
GLOBAL SHORT-TERM INVESTMENT GRADE FIXED INCOME FUND  
GLOBAL ULTRA SHORT FIXED INCOME FUND  
GLOBAL CORE FIXED INCOME FUND**

**EURO INFLATION LINKED INTERMEDIATE DURATION FIXED INCOME FUND**

**STERLING INFLATION LINKED INTERMEDIATE DURATION FIXED INCOME FUND**

**WORLD ALLOCATION 20/80 FUND  
WORLD ALLOCATION 40/60 FUND  
WORLD ALLOCATION 60/40 FUND  
WORLD ALLOCATION 80/20 FUND  
WORLD EQUITY FUND**

**GLOBAL CORE EQUITY FUND  
GLOBAL CORE EQUITY II FUND  
GLOBAL VALUE FUND  
GLOBAL SMALL COMPANIES FUND  
GLOBAL SUSTAINABILITY CORE EQUITY FUND  
GLOBAL TARGETED VALUE FUND**

**EUROPEAN CORE EQUITY FUND  
EUROPEAN VALUE FUND**

**EUROPEAN SMALL COMPANIES FUND**

**JAPAN CORE EQUITY FUND**

**PACIFIC BASIN SMALL COMPANIES FUND**

**U.S. VALUE FUND**

**U.S. SMALL COMPANIES FUND**

**U.S. SMALL COMPANIES II FUND**

**U.S. CORE EQUITY FUND**

**EMERGING MARKETS VALUE FUND**

**EMERGING MARKETS VALUE II FUND**

**EMERGING MARKETS LARGE CAP CORE EQUITY FUND**

**(Each a portfolio of Dimensional Funds plc)"**

**15. IMPORTANT INFORMATION – THIS PROSPECTUS**

The list of sub-funds of the Company in the sub-section headed "**THIS PROSPECTUS**" in the section headed "**IMPORTANT INFORMATION**" on page 3 of the Prospectus is hereby deleted in its entirety and replaced with the following:

Global Short Fixed Income Fund  
Global Short Fixed Income II Fund  
Global Short-Term Investment Grade Fixed Income Fund  
Global Ultra Short Fixed Income Fund  
Global Core Fixed Income Fund

Euro Inflation Linked Intermediate Duration Fixed Income Fund

Sterling Inflation Linked Intermediate Duration Fixed Income Fund

World Allocation 20/80 Fund  
World Allocation 40/60 Fund  
World Allocation 60/40 Fund  
World Allocation 80/20 Fund  
World Equity Fund

Global Core Equity Fund  
Global Core Equity II Fund  
Global Value Fund  
Global Small Companies Fund  
Global Sustainability Core Equity Fund  
Global Targeted Value Fund

European Core Equity Fund  
European Value Fund  
European Small Companies Fund

Japan Core Equity Fund  
Pacific Basin Small Companies Fund

U.S. Value Fund  
U.S. Small Companies Fund  
U.S. Small Companies II Fund  
U.S. Core Equity Fund

Emerging Markets Value Fund  
Emerging Markets Value II Fund  
Emerging Markets Large Cap Core Equity Fund"

16. **SUMMARY – THE FUNDS**

The list of sub-funds of the Company in the sub-section headed "**THE FUNDS**" in the section headed "**SUMMARY**" on page 10 of the Prospectus is hereby deleted and replaced with the following:

"Global Short Fixed Income Fund  
Global Short Fixed Income II Fund  
Global Short-Term Investment Grade Fixed Income Fund  
Global Ultra Short Fixed Income Fund  
Global Core Fixed Income Fund

Euro Inflation Linked Intermediate Duration Fixed Income Fund

Sterling Inflation Linked Intermediate Duration Fixed Income Fund

World Allocation 20/80 Fund  
World Allocation 40/60 Fund  
World Allocation 60/40 Fund  
World Allocation 80/20 Fund  
World Equity Fund

Global Core Equity Fund  
Global Core Equity II Fund  
Global Value Fund  
Global Small Companies Fund  
Global Sustainability Core Equity Fund  
Global Targeted Value Fund

European Core Equity Fund  
European Value Fund  
European Small Companies Fund

Japan Core Equity Fund  
Pacific Basin Small Companies Fund

U.S. Value Fund  
U.S. Small Companies Fund  
U.S. Small Companies II Fund  
U.S. Core Equity Fund

Emerging Markets Value Fund  
Emerging Markets Value II Fund  
Emerging Markets Large Cap Core Equity Fund"

17. **GLOBAL DEVELOPED BOND FUNDS—COUNTRIES**

The paragraph under the heading "**GLOBAL DEVELOPED BOND FUNDS—COUNTRIES**" on page 21 of the Prospectus is hereby deleted in its entirety and replaced with the following:

"As of the date of this Prospectus, for the purposes of the Global Short Fixed Income Fund, Global Short Fixed Income II Fund, the Global Short-Term Investment Grade Fixed Income Fund, Global Ultra Short Fixed Income Fund, the Global Core Fixed Income Fund, the Euro Inflation Linked Intermediate Duration Fixed Income Fund, the Sterling Inflation Linked Intermediate Duration Fixed Income Fund, the World Allocation 20/80 Fund, the World Allocation 40/60 Fund, the World Allocation 60/40 Fund and the World Allocation 80/20 Fund developed countries include Austria, Australia, Belgium, Canada, Denmark, Finland, France, Germany, Hong Kong, Ireland, Italy, Japan, Luxembourg, Netherlands, New Zealand, Norway, Portugal, Singapore, Spain, Sweden, Switzerland, the United Kingdom and the United States of America. This is notwithstanding that the principal exchanges of some of these countries are listed in **APPENDIX I**. The Investment Manager reserves the right to amend this list of countries at any time. Any amendment to this list will be notified in the periodic reports of the Funds. The Investment Manager will determine in its discretion when and whether to invest in countries depending on a number of factors such as asset growth of the Fund and characteristics of each country's market."



## 18. INVESTMENT OBJECTIVES AND POLICIES – WORLD ALLOCATION 60/40 FUND

The third paragraph under the heading "**INVESTMENT POLICIES**" of the sub-section headed "**WORLD ALLOCATION 60/40 FUND**" in the section entitled "**INVESTMENT POLICIES**" on page 28 of the Prospectus is hereby deleted in its entirety and replaced with the following:

"The Directors have established six Classes in this Fund, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, SGD Accumulation Shares are denominated in Singapore Dollars and USD Accumulation Shares are denominated in U.S. Dollars."

The third sentence in the fifth paragraph under the heading "**INVESTMENT POLICIES**" of the sub-section headed "**WORLD ALLOCATION 60/40 FUND**" in the section entitled "**INVESTMENT POLICIES**" on page 28 of the Prospectus is hereby deleted in its entirety and replaced with the following:

"These may be used to hedge the currency exposure of instruments that are denominated in currencies other than the Base Currency, and also to hedge the currency exposure of non-Base Currency Classes, currently the EUR Accumulation Shares, EUR Distributing Shares, USD Accumulation Shares and SGD Accumulation Shares."

## 19. INVESTMENT OBJECTIVES AND POLICIES – GLOBAL CORE FIXED INCOME FUND

The following sub-section headed "**GLOBAL CORE FIXED INCOME FUND**" is inserted immediately after the sub-section headed "**GLOBAL CORE EQUITY II FUND**" in the section entitled "**INVESTMENT OBJECTIVES AND POLICIES**" on page 35 of the Prospectus:

### ***"Investment Objective***

The investment objective of the Global Core Fixed Income Fund is to seek to maximise total returns from the universe of debt obligations in which the Fund invests.

### ***Investment Policies***

The investment policy of this Fund will be to purchase fixed or floating rate fixed income instruments including bonds and other debt instruments issued or guaranteed by governmental, quasi-governmental, governmental agency and instrumentality, supranational agency and corporate issuers predominately in developed countries, to include: commercial paper, bank obligations, repurchase agreements, government debt obligations and corporate debt obligations. The Fund will be managed with a view to capturing expected credit premiums and expected term premiums. The term "expected credit premium" means the expected incremental return on investment for holding obligations considered to have greater credit risk than direct obligations of high quality government issuers, and "expected term premium" means the expected relative return on investment for holding securities having longer-term maturities as compared to shorter-term maturities. In managing the Fund, the Investment Manager will increase or decrease investment exposure to intermediate-term securities depending on the expected term premium and also increase or decrease investment exposure to lower rated debt securities depending on the expected credit premium. Intermediate-term securities are securities with a maturity of between 2 and 10 years.

At the present time, the Investment Manager expects that most of the Fund's investments will be made in the obligations of issuers that are in developed countries. However, in the future, the Investment Manager anticipates investing in issuers located in other countries as well.

The Fund may invest up to 100% in global developed countries. For a current list of global developed countries the Investment Manager has approved as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED BOND FUND — COUNTRIES** above.

The Fund may invest in fixed income securities considered investment grade at the time of purchase (e.g., rated BBB- or above by Standard & Poor's Rating Group ("S&P") or Fitch Ratings Ltd. ("Fitch") or Baa3 or above by Moody's Investor's Service, Inc. ("Moody's")). The Fund may invest with an emphasis on fixed income securities rated in the lower half of the investment grade spectrum (e.g., rated BBB- to A+ by S&P or Fitch or Baa3 to A1 by Moody's). In addition, the Fund may invest in fixed income securities rated below investment grade. The Fund may increase its allocation to lower credit quality securities when the Investment Manager believes the expected credit risk premium warrants such investments. However, the Fund may decrease its allocation to lower credit quality securities when the Investment Manager believes the expected premium is not sufficient, in its opinion, to warrant the greater risk in such investment.

The Fund will primarily invest in securities that mature within 15 years from the date of settlement of purchase and normally maintains an average portfolio duration of more than three (3) years and less than ten (10) years.

In addition to investment in instruments issued by governmental, quasi-governmental, governmental agency and instrumentality, supranational agency and corporate issuers, investments held by the Fund may include collective investment schemes. No more than 5% of the Fund's net assets may be invested in collective investment schemes, which will give exposure to the type of instruments mentioned above and for the short-term investment of un-invested cash; however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund.

The Directors have established ten Classes in this Fund, EUR Accumulation Share and EUR Distributing Shares are denominated in Euro, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling, JPY Accumulation Shares and JPY Distributing Shares are denominated in Japanese Yen, SGD Accumulation Shares and SGD Distributing Shares are denominated in Singapore Dollar and USD Accumulation Shares and USD Distributing Shares are denominated in US Dollar.

The Investment Manager intends to hedge substantially all of the foreign currency exposure of EUR Accumulation Shares and EUR Distributing Shares into Euros, hedge substantially all of the foreign currency exposure of JPY Distributing Shares and JPY Accumulation Shares into Japanese Yen, hedge substantially all of the foreign currency exposure of SGD Distributing Shares and SGD Accumulation Shares into Singapore Dollars, and hedge substantially all the foreign currency exposure of USD Distributing Shares and USD Accumulation Shares into U.S. Dollars.

The Fund may acquire financial derivative instruments for efficient portfolio management purposes. The Fund may enter into forward foreign currency contracts so as to hedge against fluctuations in currency exchange rates. These may be used to hedge exposure to instruments that are denominated in currencies other than the Base Currency into the Base Currency of the Fund. In addition, in respect of a non-Base Currency Class, the Investment Manager may use forward foreign currency contracts to hedge against fluctuations in the exchange rate between the Base Currency of the Fund and the currency of the non-Base Currency Class. To the extent there are any gains or losses from such transactions, they will be assigned solely to the relevant non-Base Currency Class. The use of such forward foreign currency contracts may therefore alter the currency characteristics of the Fund's investments.

The Fund may also acquire forward foreign currency contracts and futures to settle trades. The Fund will not be leveraged through the use of forward foreign currency contracts. To the extent that the Fund utilises futures for efficient portfolio management purposes, the Fund may be leveraged but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. Please see **APPENDIX II** for further details in relation to the use of derivative instruments for efficient portfolio management purposes. The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of derivative instruments. As the Fund will not be leveraged through the use of forward foreign currency contracts, it is not expected that there will be any increase in the Fund's risk profile.

The Fund may use repurchase agreements for efficient portfolio management purposes.

The Fund may lend its portfolio securities to generate additional income.

In attempting to respond to adverse market, economic, political, or other conditions, the Fund may, from time to time, invest its assets in a temporary defensive manner that is inconsistent with the Fund's principal investment strategies by holding all or a substantial portion of its assets in cash or cash equivalents. When investing in this manner, the Fund may be unable to achieve its investment objective.

### ***Investor Profile***

The Fund is suitable for investors seeking to maintain long-term total return."

## **20. INVESTMENT OBJECTIVES AND POLICIES – EUROPEAN VALUE FUND**

The second paragraph under the heading "**INVESTMENT POLICIES**" of the sub-section headed "**EUROPEAN VALUE FUND**" in the section entitled "**INVESTMENT POLICIES**" on page 42 of the Prospectus is hereby deleted in its entirety and replaced with the following:

"The Directors have established seven Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars. EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro. GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling. SGD Accumulation Shares are denominated in Singapore Dollars."

## **21. INVESTMENT OBJECTIVES AND POLICIES – PACIFIC BASIN SMALL COMPANIES FUND**

The fourth paragraph under the heading "**INVESTMENT POLICIES**" of the sub-section headed "**PACIFIC BASIN SMALL COMPANIES FUND**" in the section entitled "**INVESTMENT POLICIES**" on page 45 of the Prospectus is hereby deleted in its entirety and replaced with the following:

"The Directors have established seven Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling and SGD Accumulation Shares are denominated in Singapore Dollar."

## **22. INVESTING IN SHARES – HOW TO BUY SHARES – Initial Offer Period**

The following paragraphs are inserted as new paragraphs under the heading "**Initial Offer Period**" in the sub-section "**HOW TO BUY SHARES**" in the section entitled "**INVESTING IN SHARES**" on page 75 of the Prospectus:

"SGD Accumulation Shares in the European Value Fund, the Pacific Basin Small Companies Fund and the World Allocation 60/40 Fund will be available for subscription at the initial offer price of SGD 20 per SGD Accumulation Share, plus applicable sales charges. The initial offer period for these Shares shall run from 9.00am (Irish time) on 6 November 2018 until 5.30pm (Irish time) on 3 May 2019, or such other dates as the Directors may determine and notify to the Central Bank. Thereafter those shares will be issued at their Net Asset Value per Share on each Dealing Day.

EUR Accumulation Shares, EUR Distributing Shares, GBP Accumulation Shares, GBP Distributing Shares, SGD Accumulation Shares, SGD Distributing Shares, USD Accumulation Shares, USD Distributing Shares, JPY Accumulation Shares and JPY Distributing Shares in the Global Core Fixed Income Fund will be available for subscription at the initial offer price of SGD 20 per SGD Accumulation Share and SGD Distributing Share, EUR 10 per EUR Distributing Share and EUR Accumulation Share, GBP 10 per GBP Accumulation Share and GBP Distributing Share, JPY 1,000 per JPY Accumulation Share and JPY Distributing Share and USD 10 per USD Accumulation Share and USD Distributing Share plus applicable sales charges. The initial offer period for these Shares shall run from 9.00am (Irish time) on 6 November 2018 until 5.30pm (Irish time) on 3 May 2019 or such other dates as the Directors may determine and notify to the Central Bank. Thereafter those shares will be issued at their Net Asset Value per Share on each Dealing Day."

23. **INVESTING IN SHARES – HOW TO BUY SHARES – Initial Offer Prices**

The sub-section entitled "**Initial Offer Prices**" in the sub-section under the heading "**HOW TO BUY SHARES**" in the section entitled "**INVESTING IN SHARES**" page 75 of the Prospectus is hereby deleted and replaced with the following:

"Save as set out in the preceding sub-section, the initial offer prices for Shares are:

USD 10 per USD Accumulation Share, USD Distributing Share, USD Z Institutional Distributing Share or USD Z Institutional Accumulation Share

EUR 10 per EUR Accumulation Share, EUR Hedged Accumulation Share, EUR Distributing Share or EUR P Accumulation Share

GBP 10 per GBP Accumulation Share, GBP Distributing Share, T GBP Accumulation Share or T GBP Distributing Share

CHF 10 per CHF Accumulation Share or CHF Distributing Share

SEK 10 per SEK Accumulation Share or SEK Distributing Share

NOK 10 per NOK Accumulation Share or NOK Distributing Share

JPY 1000 per JPY Accumulation Share or JPY Distributing Share

SGD 20 per SGD Accumulation Share, SGD Distributing Share and per SGD Accumulation (Hedged) Share

1. **Global Short Fixed Income II Fund**
  - 1.1. JPY Accumulation Shares
  - 1.2. JPY Distributing Shares
2. **Global Short-Term Investment Grade Fixed Income Fund**
  - 2.1. CHF Accumulation Shares
  - 2.2. NOK Accumulation Shares
  - 2.3. NOK Distributing Shares
  - 2.4. SEK Distributing Shares
  - 2.5. JPY Accumulation Shares
3. **Global Ultra Short Fixed Income Fund**
  - 3.1. USD Accumulation Shares
  - 3.2. USD Distributing Shares
  - 3.3. CHF Accumulation Shares
  - 3.4. CHF Distributing Shares
  - 3.5. SEK Distributing Shares
  - 3.6. NOK Accumulation Shares
  - 3.7. NOK Distributing Shares
  - 3.8. T GBP Accumulation Shares
  - 3.9. T GBP Distributing Shares
4. **Global Core Fixed Income Fund**
  - 4.1. USD Accumulation Shares
  - 4.2. USD Distributing Shares
  - 4.3. GBP Accumulation Shares
  - 4.4. GBP Distributing Shares
  - 4.5. EUR Accumulation Shares
  - 4.6. EUR Distributing Shares
  - 4.7. JPY Accumulation Shares
  - 4.8. JPY Distributing Shares
  - 4.9. SGD Accumulation Shares
  - 4.10. SGD Distributing Shares
5. **World Allocation 20/80 Fund**
  - 5.1. EUR Distributing Shares
  - 5.2. USD Accumulation Shares
  - 5.3. USD Distributing Shares
  - 5.4. JPY Accumulation Shares
  - 5.5. JPY Distributing Shares
6. **World Allocation 40/60 Fund**
  - 6.1. USD Accumulation Shares
  - 6.2. EUR Distributing Shares
7. **World Allocation 60/40 Fund**
  - 7.1. SGD Accumulation Shares

- 7.2. USD Accumulation Shares
- 7.3. EUR Distributing Shares
- 8. **World Allocation 80/20 Fund**
  - 8.1. EUR Distributing Shares
  - 8.2. USD Accumulation Shares
  - 8.3. USD Distributing Shares
- 9. **World Equity Fund**
  - 9.1. USD Accumulation Shares
  - 9.2. SEK Distributing Shares
- 10. **Global Core Equity Fund**
  - 10.1. SEK Distributing Shares
- 11. **Global Core Equity II Fund**
  - 11.1. JPY Accumulation Shares
  - 11.2. JPY Distributing Shares
- 12. **Global Value Fund**
  - 12.1. USD Accumulation Shares
  - 12.2. USD Distributing Shares
  - 12.3. EUR Distributing Shares
- 13. **Global Small Companies Fund**
  - 13.1. JPY Accumulation Shares
- 14. **Global Targeted Value Fund**
  - 14.1. SEK Distributing Shares
  - 14.2. JPY Accumulation Shares
- 15. **European Core Equity Fund**
  - 15.1. USD Accumulation Shares
  - 15.2. USD Distributing Shares
  - 15.3. GBP Accumulation Shares
  - 15.4. GBP Distributing Shares
  - 15.5. EUR Accumulation Shares
  - 15.6. EUR Distributing Shares
- 16. **European Value Fund**
  - 16.1. SGD Accumulation Shares
- 17. **Japan Core Equity Fund**
  - 17.1. JPY Accumulation Shares
  - 17.2. JPY Distributing Shares
  - 17.3. EUR Hedged Accumulation Shares
- 18. **Pacific Basin Small Companies Fund**
  - 18.1. SGD Accumulation Shares
- 19. **U.S. Value Fund**
  - 19.1. USD Accumulation Shares
  - 19.2. USD Distributing Shares
  - 19.3. GBP Accumulation Shares
  - 19.4. GBP Distributing Shares
  - 19.5. EUR Accumulation Shares
  - 19.6. EUR Distributing Shares
- 20. **U.S. Small Companies Fund**
  - 20.1. EUR Distributing Shares
  - 20.2. JPY Accumulation Shares
  - 20.3. JPY Distributing Shares
- 21. **U.S. Small Companies II Fund**
  - 21.1. JPY Accumulation Shares
  - 21.2. JPY Distributing Shares
- 22. **Emerging Markets Value II Fund**
  - 22.1. JPY Accumulation Shares
  - 22.2. JPY Distributing Shares
- 23. **Emerging Markets Large Cap Core Equity Fund**
  - 23.1. USD Distributing Shares
  - 23.2. GBP Distributing Shares
  - 23.3. USD Z Institutional Distributing Shares

The following Classes are currently issued at their Net Asset Value per Share on each Dealing Day.

- 1. **Global Short Fixed Income Fund**

- 1.1. USD Accumulation Shares
- 1.2. USD Distributing Shares
- 1.3. GBP Accumulation Shares
- 1.4. GBP Distributing Shares
- 1.5. EUR Accumulation Shares
- 1.6. EUR Distributing Shares
- 1.7. CHF Distributing Shares
- 1.8. NOK Distributing Shares
- 1.9. SEK Accumulation Shares
- 1.10. SEK Distributing Shares
- 1.11. JPY Accumulation Shares
- 1.12. JPY Distributing Shares
- 1.13. NOK Accumulation Shares
- 1.14. SGD Accumulation (Hedged) Shares
- 2. **Global Short-Term Investment Grade Fixed Income Fund**
  - 2.1. CHF Distributing Shares
  - 2.2. USD Accumulation Shares
  - 2.3. USD Distributing Shares
  - 2.4. EUR Accumulation Shares
  - 2.5. EUR Distributing Shares
  - 2.6. GBP Accumulation Shares
  - 2.7. GBP Distributing Shares
  - 2.8. SEK Accumulation Shares
  - 2.9. JPY Distributing Shares
  - 2.10. SGD Accumulation (Hedged) Shares
- 3. **Euro Inflation Linked Intermediate Duration Fixed Income Fund**
  - 3.1. EUR Accumulation Shares
  - 3.2. EUR Distributing Shares
- 4. **Global Ultra Short Fixed Income Fund**
  - 4.1. GBP Accumulation Shares
  - 4.2. GBP Distributing Shares
  - 4.3. EUR Accumulation Shares
  - 4.4. EUR Distributing Shares
  - 4.5. SEK Accumulation Shares
- 5. **Sterling Inflation Linked Intermediate Duration Fixed Income Fund**
  - 5.1. GBP Accumulation Shares
  - 5.2. GBP Distributing Shares
- 6. **World Allocation 20/80 Fund**
  - 6.1. GBP Accumulation Shares
  - 6.2. GBP Distributing Shares
  - 6.3. EUR Accumulation Shares
- 7. **World Allocation 40/60 Fund**
  - 7.1. GBP Accumulation Shares
  - 7.2. GBP Distributing Shares
  - 7.3. EUR Accumulation Shares
- 8. **World Allocation 60/40 Fund**
  - 8.1. GBP Accumulation Shares
  - 8.2. GBP Distributing Shares
  - 8.3. EUR Accumulation Shares
- 9. **World Allocation 80/20 Fund**
  - 11.1. GBP Accumulation Shares
  - 11.2. GBP Distributing Shares
  - 11.3. EUR Accumulation Shares
- 10. **World Equity Fund**
  - 10.1. USD Distributing Shares
  - 10.2. GBP Accumulation Shares
  - 10.3. GBP Distributing Shares
  - 10.4. EUR Accumulation Shares
  - 10.5. EUR Distributing Shares
  - 10.6. SEK Accumulation Shares
  - 10.7. SGD Accumulation Shares
- 11. **Global Core Equity Fund**
  - 11.1. USD Accumulation Shares

- 11.2. USD Distributing Shares
- 11.3. GBP Accumulation Shares
- 11.4. GBP Distributing Shares
- 11.5. EUR Accumulation Shares
- 11.6. EUR Distributing Shares
- 11.7. SEK Accumulation Shares
- 11.8. JPY Distributing Shares
- 11.9. EUR Hedged Accumulation Shares
- 11.10. JPY Accumulation Shares
- 11.11. SGD Accumulation Shares
- 12. **Global Small Companies Fund**
  - 12.1. USD Accumulation Shares
  - 12.2. USD Distributing Shares
  - 12.3. GBP Accumulation Shares
  - 12.4. GBP Distributing Shares
  - 12.5. EUR Accumulation Shares
  - 12.6. EUR Distributing Shares
- 13. Global Sustainability Core Equity Fund
  - 13.1. USD Accumulation Shares
  - 13.2. USD Distributing Shares
  - 13.3. GBP Accumulation Shares
  - 13.4. GBP Distributing Shares
  - 13.5. EUR Accumulation Shares
  - 13.6. EUR Distributing Shares
- 14. **Global Targeted Value Fund**
  - 14.1. USD Accumulation Shares
  - 14.2. USD Distributing Shares
  - 14.3. GBP Accumulation Shares
  - 14.4. GBP Distributing Shares
  - 14.5. EUR Accumulation Shares
  - 14.6. EUR Distributing Shares
  - 14.7. SEK Accumulation Shares
  - 14.8. SGD Accumulation Shares
- 15. **European Value Fund**
  - 15.1. USD Accumulation Shares
  - 15.2. USD Distributing Shares
  - 15.3. GBP Accumulation Shares
  - 15.4. GBP Distributing Shares
  - 15.5. EUR Accumulation Shares
  - 15.6. EUR Distributing Shares
- 16. European Small Companies Fund
  - 16.1. USD Accumulation Shares
  - 16.2. USD Distributing Shares
  - 16.3. GBP Accumulation Shares
  - 16.4. GBP Distributing Shares
  - 16.5. EUR Accumulation Shares
  - 16.6. EUR Distributing Shares
- 17. **Pacific Basin Small Companies Fund**
  - 17.1. USD Accumulation Shares
  - 17.2. USD Distributing Shares
  - 17.3. GBP Accumulation Shares
  - 17.4. GBP Distributing Shares
  - 17.5. EUR Accumulation Shares
  - 17.6. EUR Distributing Shares
- 18. U.S. Small Companies Fund
  - 18.1. USD Accumulation Shares
  - 18.2. USD Distributing Shares
  - 18.3. GBP Accumulation Shares
  - 18.4. GBP Distributing Shares
  - 18.5. EUR Accumulation Shares
- 19. **U.S. Core Equity Fund**
  - 19.1. USD Accumulation Shares
- 20. Emerging Markets Value Fund

- 20.1. USD Accumulation Shares
- 20.2. USD Distributing Shares
- 20.3. GBP Accumulation Shares
- 20.4. GBP Distributing Shares
- 20.5. EUR Accumulation Shares
- 20.6. EUR Distributing Shares
- 20.7. SEK Accumulation Shares
- 20.8. JPY Distributing Shares
- 20.9. JPY Accumulation Shares
- 21. **Emerging Markets Large Cap Core Equity Fund**
  - 21.1. USD Z Institutional Accumulation Shares
  - 21.2. EUR Accumulation Shares
  - 21.3. EUR Distributing Shares
  - 21.4. GBP Accumulation Shares
  - 21.5. SGD Accumulation Shares
  - 21.6. USD Accumulation Shares
- 22. **Global Value Fund**
  - 22.1. EUR Accumulation Shares
  - 22.2. EUR P Accumulation Shares
  - 22.3. GBP Accumulation Shares
  - 22.4. GBP Distributing Shares

#### 24. **INVESTING IN SHARES – HOW TO BUY SHARES – Subscription for Shares**

The first paragraph in the sub-section entitled "**Subscription for Shares**" in the sub-section under the heading "**HOW TO BUY SHARES**" in the section entitled "**INVESTING IN SHARES**" page 80 of the Prospectus is hereby deleted and replaced with the following:

"Subscription is subject to receipt by the Company of the application form together with any other documentation deemed necessary for regulatory or taxation purposes including, without limitation, a FATCA and CRS self-certification form, and, if a U.S. Person, the subscription agreement for U.S. Persons and proceeds in the manner described below. The minimum initial subscription amount to the Funds is US\$200,000 per USD Accumulation Share and per USD Distributing Share and US\$10,000,000 per USD Z Institutional Accumulation Share and per USD Z Institutional Distributing Share, EUR 200,000 per EUR Accumulation Share, per EUR Hedged Accumulation Share, per EUR Distributing Share and per EUR P Accumulation Share (except for the EUR Accumulation Share Class and EUR Distributing Share Class in Emerging Markets Large Cap Core Equity Fund which is EUR 1,000,000), GBP £100,000 per GBP Accumulation Share and per GBP Distributing Share, NOK 900,000 per NOK Distributing Share and per NOK Accumulation Share, CHF 200,000 per CHF Distributing Share and per CHF Accumulation Share, SEK 1,000,000 per SEK Distributing Share and per SEK Accumulation Share, JPY 20,000,000 per JPY Accumulation Share and per JPY Distributing Share and SGD 200,000 per SGD Accumulation Share, SGD Distributing Share and per SGD Accumulation (Hedged) Share. The Directors or their delegates including the Investment Manager reserve the right to differentiate between Shareholders and to waive or reduce the minimum initial subscription amount for any such Shareholders or to refuse an application for any such Shares in their absolute discretion."

#### 25. **DIVIDEND POLICY**

The fourth and fifth paragraphs in the section entitled "**DIVIDEND POLICY**" on page 89 of the Prospectus is hereby deleted and replaced with the following:

"Currently the Directors anticipate making dividend distributions in respect of the USD Distributing Shares, USD Z Institutional Distributing Shares, EUR Distributing Shares, GBP Distributing Shares, T GBP Distributing Shares, NOK Distributing Shares, CHF Distributing Shares, SGD Distributing Shares, SEK Distributing Shares and JPY Distributing Shares of the Funds. Accordingly, any income arising in respect of the USD Distributing Shares, USD Z Institutional Distributing Shares, EUR Distributing Shares, GBP Distributing Shares, T GBP Distributing Shares, NOK Distributing Shares, CHF Distributing Shares, SGD Distributing Shares, SEK Distributing Shares or JPY Distributing Shares of



the Funds will be distributed to investors in the relevant Fund in accordance with their respective shareholdings.

Dividends of the GBP Distributing Shares and SGD Distributing Shares will be declared by the Directors for the periods ending 31 May and 30 November. Dividends of the USD Distributing Shares, USD Z Institutional Distributing Shares, EUR Distributing Shares, NOK Distributing Shares, CHF Distributing Shares and SEK Distributing Shares will be declared by the Directors for the period ending 30 November. Dividends of the JPY Distributing Shares, if any are declared by the Directors, will ordinarily be paid for the periods ending 28 February, 31 May, 31 August and 30 November."

26. **FEES AND EXPENSES – INVESTMENT MANAGEMENT FEES**

The following sub-section is included as a new sub-section under the heading "**INVESTMENT MANAGEMENT FEES**" in the section entitled "**FEES AND EXPENSES**" on page 90 of the Prospectus and all other sub-sections are renumbered accordingly:

"13. Global Core Fixed Income Fund 0.25%"

27. **FEES AND EXPENSES – ESTABLISHMENT AND OPERATING EXPENSES**

The following sentence is added as a final sentence at the end of the first paragraph of the sub-section headed "**ESTABLISHMENT AND OPERATING EXPENSES**" in the section entitled "**FEES AND EXPENSES**" on page 93 of the Prospectus is hereby deleted and replaced with the following:

"The establishment expenses of the Global Core Fixed Income Fund are expected to be approximately EUR15,000."

28. **DETERMINATION OF NET ASSET VALUE**

The first sentence in sub-section (vii) under the section headed "**DETERMINATION OF NET ASSET VALUE**" on page 96 of the Prospectus is hereby deleted and replaced with the following:

"certificates of deposit and other liquid transferable securities having a maturity of three months or less shall be valued by using the amortised cost method of valuation whereby the relevant security is valued at its cost of acquisition adjusted for amortisation of premium or accretions of discount on the security."

29. **THE COMPANY - THE DIRECTORS AND SECRETARY**

The paragraph headed "Arthur Barlow" under the sub-section headed "**THE DIRECTORS AND SECRETARY**" in the section headed "**THE COMPANY**" on page 110 of the Prospectus is hereby deleted in its entirety.

30. **DEFINITIONS – Base Currency**

The definition of "Base Currency" in the section entitled "**DEFINITIONS**" on page 124 of the Prospectus is hereby deleted and replaced with the following:

"Base Currency means the currency in which the Shares in each Fund are denominated or such other currency as the Directors may determine from time to time and notify to Shareholders of that Fund. In the case of the European Small Companies Fund, the European Value Fund, the European Core Equity Fund, the Global Short Fixed Income Fund and the Euro Inflation Linked Intermediate Duration Fixed Income Fund, the base currency at the date of the Prospectus is Euro.

In the case of the U.S. Small Companies Fund, the U.S. Value Fund, the Pacific Basin Small Companies Fund, the Emerging Markets Value Fund, the Global Short-Term Investment Grade Fixed Income Fund, the Global Core Equity Fund, the Global Targeted Value Fund, the Global Small Companies

Fund, the Global Value Fund, the Global Sustainability Core Equity Fund, the Emerging Markets Large Cap Core Equity Fund, and the U.S. Core Equity Fund the base currency at the date of the Prospectus is U.S. Dollars.

In the case of the Global Ultra Short Fixed Income Fund, the Global Core Fixed Income Fund, the Sterling Inflation Linked Intermediate Duration Fixed Income Fund, the World Allocation 40/60 Fund, the World Allocation 60/40 Fund, the World Equity Fund, the World Allocation 20/80 Fund and the World Allocation 80/20 Fund the base currency at the date of the Prospectus is Sterling.

In the case of the Global Short Fixed Income II Fund, the Global Core Equity II Fund, the Japan Core Equity Fund, the U.S. Small Companies II Fund and the Emerging Markets Value II Fund, the base currency at the date of the Prospectus is Japanese Yen;"

### 31. **DEFINITIONS – Business Day**

The definition of "Business Day" in the section entitled "**DEFINITIONS**" on page 125 of the Prospectus is hereby deleted and replaced with the following:

"Business Day means when used in connection with the European Small Companies Fund, the European Value Fund, the European Core Equity Fund, the Euro Inflation Linked Intermediate Duration Fixed Income Fund and the Sterling Inflation Linked Intermediate Duration Fixed Income Fund, those days when the London Stock Exchange, Euronext Dublin and at least 50% of the markets in which the underlying investments are traded are scheduled to be open for normal business;

when used in connection with the Japan Core Equity Fund and the Pacific Basin Small Companies Fund those days when the London Stock Exchange, Euronext Dublin and the Japanese Stock Exchange are scheduled to be open for normal business; and

when used in connection with the U.S. Small Companies Fund, the U.S. Small Companies II Fund, the U.S. Value Fund, the U.S. Core Equity Fund, the Emerging Markets Value Fund, the Emerging Markets Value II Fund, the Emerging Markets Large Cap Core Equity Fund, the Global Core Fixed Income Fund, the Global Short Fixed Income Fund, the Global Short Fixed Income II Fund, the Global Short-Term Investment Grade Fixed Income Fund, the Global Ultra Short Fixed Income Fund, the Global Core Equity Fund, the Global Core Equity II Fund, the Global Targeted Value Fund, the Global Small Companies Fund, the Global Value Fund, the World Allocation 40/60 Fund, the Global Sustainability Core Equity Fund, the World Allocation 60/40 Fund, the World Equity Fund, the World Allocation 20/80 Fund and the World Allocation 80/20 Fund those days when the London Stock Exchange, Euronext Dublin and the New York Stock Exchange are scheduled to be open for normal business;

Where any of the above mentioned exchanges, that are required to be scheduled to be open to constitute a Business Day, are (or are due to be) closed unexpectedly, the Board may determine that such day is not a Business Day when used in connection with the definition of Dealing Day for the relevant Fund and Shareholders will be notified accordingly;"

### 32. **DIRECTORY**

The paragraph headed "**Directors**" in the sections headed "**DIRECTORY**" on page 133 of the Prospectus is hereby deleted and replaced with the following:

**"Directors:**

Peter Blessing  
Dermot S. L. Butler  
Gregory K. Hinkle  
Nathan Lacaze

Catherine L. Newell  
Victoria Parry  
Gerard O'Reilly  
John Romiza"

# **DIMENSIONAL FUNDS PLC**

(An umbrella fund with segregated liability between sub-funds constituted as an investment company with variable capital under the laws of Ireland and authorised by the Central Bank of Ireland pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended)

**GLOBAL SHORT FIXED INCOME FUND  
GLOBAL SHORT FIXED INCOME II FUND  
GLOBAL SHORT-TERM INVESTMENT GRADE FIXED INCOME FUND  
GLOBAL ULTRA SHORT FIXED INCOME FUND**

**EURO INFLATION LINKED INTERMEDIATE DURATION FIXED INCOME FUND**

**STERLING INFLATION LINKED INTERMEDIATE DURATION FIXED INCOME FUND**

**WORLD ALLOCATION 20/80 FUND  
WORLD ALLOCATION 40/60 FUND  
WORLD ALLOCATION 60/40 FUND  
WORLD ALLOCATION 80/20 FUND  
WORLD EQUITY FUND**

**GLOBAL CORE EQUITY FUND  
GLOBAL CORE EQUITY II FUND  
GLOBAL VALUE FUND  
GLOBAL SMALL COMPANIES FUND  
GLOBAL SUSTAINABILITY CORE EQUITY FUND  
GLOBAL TARGETED VALUE FUND**

**EUROPEAN CORE EQUITY FUND  
EUROPEAN VALUE FUND  
EUROPEAN SMALL COMPANIES FUND**

**JAPAN CORE EQUITY FUND  
PACIFIC BASIN SMALL COMPANIES FUND**

**U.S. VALUE FUND  
U.S. SMALL COMPANIES FUND  
U.S. SMALL COMPANIES II FUND  
U.S. CORE EQUITY FUND**

**EMERGING MARKETS VALUE FUND  
EMERGING MARKETS VALUE II FUND  
EMERGING MARKETS LARGE CAP CORE EQUITY FUND**

(Each a portfolio of Dimensional Funds plc)

## **PROSPECTUS**

---

**INVESTMENT MANAGER  
DIMENSIONAL FUND ADVISORS LTD.**

---

**DATED 8 JUNE 2018**

## INDEX

### Page No

IMPORTANT INFORMATION .....	1
SUMMARY .....	10
INVESTMENT OBJECTIVES AND POLICIES .....	12
INVESTMENT RESTRICTIONS .....	56
SPECIAL CONSIDERATIONS AND RISK FACTORS .....	61
BORROWING POLICY .....	74
INVESTING IN SHARES .....	75
DIVIDEND POLICY .....	89
FEES AND EXPENSES .....	90
DETERMINATION OF NET ASSET VALUE .....	94
TAXATION .....	98
THE COMPANY .....	110
GENERAL .....	117
DEFINITIONS .....	124
DIRECTORY .....	133
APPENDIX I - RECOGNISED MARKETS .....	134
APPENDIX II - EFFICIENT PORTFOLIO MANAGEMENT AND SECURITIES FINANCING TRANSACTIONS .....	136
APPENDIX III – LIST OF DELEGATES .....	142
COUNTRY SUPPLEMENT ADDITIONAL INFORMATION FOR INVESTORS IN GERMANY .....	147

---

## IMPORTANT INFORMATION

---

Capitalised words and expressions are defined in the body of the Prospectus and/or under **DEFINITIONS** below.

### DISTRIBUTION AND SELLING RESTRICTIONS

The distribution of the Prospectus and the offering or purchase of Shares may be restricted in certain jurisdictions. No persons receiving a copy of the Prospectus in any such jurisdiction may treat the Prospectus as constituting an invitation to them to subscribe for Shares unless in the relevant jurisdiction such an invitation could lawfully be made to them without compliance with any registration or other legal requirements. **Accordingly, the Prospectus does not constitute an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not lawful or in which the person making such offer or solicitation is not qualified to do so or to anyone to whom it is unlawful to make such offer or solicitation. It is the responsibility of any persons in possession of the Prospectus and any persons wishing to apply for Shares pursuant to the Prospectus to inform themselves of and to observe all applicable laws and regulations of any relevant jurisdiction. Prospective applicants for Shares should inform themselves as to the legal requirements of so applying and any applicable exchange control regulations and taxes in the countries of their respective citizenship, residence or domicile. The distribution of this Prospectus in certain jurisdictions may require that this Prospectus is translated into the official language of those countries. Should any inconsistency arise between the translated version and the English version, the English version shall prevail.**

Dimensional Funds plc (the "**Company**") qualifies as a UCITS and may apply for recognition by other EU Member States or elsewhere.

Shares have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "**1933 Act**"), or qualified under any applicable state statutes, and the Shares may not be transferred, offered or sold in the United States of America (including its territories and possessions) or to or for the benefit of, directly or indirectly, any U.S. Person (as that term is used in Regulation S under the 1933 Act and defined in **DEFINITIONS**), except pursuant to registration or an applicable exemption.

The Company is not, and will not be, registered under the U.S. Investment Company Act of 1940, as amended (the "**1940 Act**"), and investors will not be entitled to the benefit of registration under the 1940 Act. The Company, however, reserves the right to make a private placement of its Shares to a limited number or category of U.S. Persons namely Permitted U.S. Persons. In the subscription agreement for U.S. Persons, U.S. Persons will be asked to represent that they satisfy the Permitted U.S. Persons criteria. Any resales or transfers of the Shares in the U.S. or to U.S. Persons may constitute a violation of U.S. law and requires the prior written consent of the Company. Applicants for Shares will be required to certify whether they are a U.S. Person. Specifically, the Company will offer Shares only to those U.S. Persons who are "qualified purchasers" as that term is defined under the 1940 Act. The directors of the Company (the "**Directors**") will not knowingly offer Shares to U.S. Persons who do not meet the definition of "qualified purchaser" and may require the mandatory repurchase of Shares beneficially owned by U.S. Persons to ensure that only U.S. Persons who are "qualified purchasers" hold Shares.

The Shares have not been approved or disapproved by the United States Securities and Exchange Commission (the "**SEC**"), any state securities commission or other U.S. regulatory authority, nor have any of the foregoing authorities passed upon or endorsed the merits of this offering or the accuracy or adequacy of these offering materials. Any representation to the contrary is unlawful.

The Articles give powers to the Directors to impose restrictions on the shareholdings by (and consequently to redeem Shares held by) or the transfer of Shares to any U.S. Person (unless permitted under certain exceptions under the laws of the United States) or by any person who appears to be in breach of the laws or requirements of any country or government authority or by any person or persons in circumstances (whether

directly or indirectly affecting such person or persons, and whether taken alone or in conjunction with any other persons, connected or not, or any other circumstances appearing to the Directors to be relevant) which, in the opinion of the Directors, might result in a Fund incurring any liability to taxation or suffering any other pecuniary disadvantage which that Fund might not otherwise have incurred or suffered.

IRS Circular 230 Disclosure: The discussion contained in the Prospectus as to U.S. federal tax considerations is not intended or written to be used, and cannot be used, for the purpose of avoiding penalties. Such discussion is written to support the promotion or marketing of the transactions or matters addressed herein. Each taxpayer should seek U.S. federal tax advice based on the taxpayer's particular circumstances from an independent tax advisor.

Shares in the Company confer rights against the Company in accordance with the Articles. Voting rights are attached to Shares in the Company and may be exercised at the relevant Shareholder meeting or by unanimous written resolution of the Shareholders. No persons other than Shareholders or their proxies have the right to vote at Shareholder meetings.

The Company is a recognised scheme in the UK for the purposes of Section 264 of the UK Financial Services and Markets Act 2000 ("**FSMA**"), as amended or re-enacted from time to time and, accordingly, Shares may be marketed to the general public in the UK.

In connection with the Company's recognition under section 264 of the FSMA, the Company maintains the facilities required of a recognised scheme at the offices of Dimensional Fund Advisors Ltd. (20 Triton Street, Regent's Place, London NW1 3BF). Such facilities enable, among other things (during normal business hours):

- (a) a Shareholder to redeem his Shares and to obtain the payment of the price on redemption;
- (b) information to be obtained orally and in writing about the Company's most recently published Share prices;
- (c) any person who has a complaint to make about the operation of the Company to submit his complaint in writing for transmission to the Company; and
- (d) the inspection (free of charge) and the obtaining (free of charge in the case of (iii) and (iv) below, and otherwise at no more than reasonable charge) copies in English of:
  - (i) the instrument constituting the Company;
  - (ii) any instrument amending the instrument constituting the Company;
  - (iii) the latest prospectus;
  - (iv) the key investor information documents; and
  - (v) the latest annual and half-yearly reports.

## **HONG KONG**

**WARNING: The contents of this document have not been reviewed or approved by any regulatory authority in Hong Kong. You are advised to exercise caution in relation to the offer. If you are in any doubt about any of the contents of this document, you should obtain independent professional advice.**

The UCITS shall not be offered or sold in Hong Kong by means of any document other than (i) to "professional investors" as defined in the Securities and Futures Ordinance (Cap. 571 of the laws of Hong Kong) and any rules made under that Ordinance; or (ii) in other circumstances which do not result in the document being a "prospectus" as defined in the Companies (Winding Up and Miscellaneous Provisions)

Ordinance (Cap. 32 of the laws of Hong Kong) or which do not constitute an offer to the public within the meaning of that Ordinance.

No advertisement, invitation or document relating to the UCITS shall be issued or be in possession for the purposes of issue, whether in Hong Kong or elsewhere, which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to the UCITS which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" as defined in the Securities and Futures Ordinance (Cap. 571 of the laws of Hong Kong) and any rules made under that Ordinance.

This document is confidential to the person to whom it is addressed and no person to whom a copy of this document is issued may issue, circulate, distribute, publish, reproduce or disclose (in whole or in part) this document to any other person in Hong Kong without the consent of the Investment Manager.

## **DUBAI INTERNATIONAL FINANCIAL CENTRE**

This Prospectus relates to a Fund which is not subject to any form of regulation or approval by the Dubai Financial Services Authority ("**DFSA**").

The DFSA has no responsibility for reviewing or verifying any Prospectus or other documents in connection with this Fund. Accordingly, the DFSA has not approved this Prospectus or any other associated documents nor taken any steps to verify the information set out in this Prospectus, and has no responsibility for it.

The Shares to which this Prospectus relates may be illiquid and/or subject to restrictions on their resale. Prospective purchasers should conduct their own due diligence on the Shares.

If you do not understand the contents of this document you should consult an authorised financial adviser.

## **THIS PROSPECTUS**

This Prospectus describes the Company, an umbrella investment company with segregated liability between sub-funds and variable capital incorporated in Ireland as a public limited company. The Company is constituted as an umbrella fund insofar as the share capital of the Company will be divided into different portfolios of assets which will comprise separate funds. In accordance with the requirements of the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable, Shares may be divided into different Classes to accommodate different subscription and/or redemption charges and/or charges and/or dividend and/or fee arrangements. Separate pools of assets will not be maintained for each Class.

The portfolio of assets maintained and comprising a separate sub-fund (each a "**Fund**") will be invested in accordance with the investment objectives and policies applicable to such Fund. The Directors have established the following Funds:

Global Short Fixed Income Fund  
Global Short Fixed Income II Fund  
Global Short-Term Investment Grade Fixed Income Fund  
Global Ultra Short Fixed Income Fund

Euro Inflation Linked Intermediate Duration Fixed Income Fund

Sterling Inflation Linked Intermediate Duration Fixed Income Fund

World Allocation 20/80 Fund  
World Allocation 40/60 Fund  
World Allocation 60/40 Fund  
World Allocation 80/20 Fund  
World Equity Fund

Global Core Equity Fund



Global Core Equity II Fund  
Global Value Fund  
Global Small Companies Fund  
Global Sustainability Core Equity Fund  
Global Targeted Value Fund

European Core Equity Fund  
European Value Fund  
European Small Companies Fund

Japan Core Equity Fund  
Pacific Basin Small Companies Fund

U.S. Value Fund  
U.S. Small Companies Fund  
U.S. Small Companies II Fund  
U.S. Core Equity Fund

Emerging Markets Value Fund  
Emerging Markets Value II Fund  
Emerging Markets Large Cap Core Equity Fund

The investment objective and policies of each of the Funds and relevant investment considerations are specified in this Prospectus.

The Prospectus may be translated into other languages and such translations shall contain only the same information as this Prospectus. In the event of any inconsistency or ambiguity in relation to the meaning of any word or phrase in any translation, the English text shall prevail and all disputes as to the terms thereof shall be **governed by, and construed in accordance with, the law of Ireland.**

#### **DIRECTORS' RESPONSIBILITY**

The Directors, whose names appear under **DIRECTORY** below, accept responsibility for the information contained in this Prospectus. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in the Prospectus is in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

#### **INVESTOR RESPONSIBILITY**

Prospective investors should review the Prospectus carefully and in its entirety and consult with their legal, tax and financial advisers in relation to (i) the legal requirements within their own countries of their nationality, citizenship, residence, ordinary residence or domicile for the purchase, holding, redemption or disposal of Shares; (ii) any foreign exchange restrictions to which they are subject in their own countries in relation to the purchase, holding or disposal of Shares; (iii) the legal, tax, financial or other consequences of subscribing for, purchasing, holding, repurchasing, redeeming or disposing of Shares; and (iv) any requisite government or other consents and the observing of any other formalities. Prospective investors should seek the advice of their legal, tax and financial advisers if they have any doubts regarding the contents of this Prospectus.

#### **CENTRAL BANK AUTHORISATION — UCITS**

**The Company is authorised and regulated by the Central Bank of Ireland (the "Central Bank") as an "Undertaking for Collective Investment in Transferable Securities" (a "UCITS") under the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2011, as amended and will comply with the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable. Authorisation by the Central Bank does not constitute a warranty by the Central Bank as to the performance of the Company and the Central Bank shall not be liable for the performance**

or default of the Company. Authorisation of the Company by the Central Bank is not an endorsement or guarantee of the Company by the Central Bank nor is the Central Bank responsible for the contents of the Prospectus.

## EURONEXT DUBLIN

The following Classes were admitted to the Official List and trading on the Main Securities Market of Euronext Dublin as set out below:

1. **Global Short Fixed Income Fund**
  - 1.1. USD Accumulation Shares 12 December 2008
  - 1.2. USD Distributing Shares 19 March 2013
  - 1.3. GBP Accumulation Shares 16 April 2013
  - 1.4. GBP Distributing Shares 11 December 2012
  - 1.5. EUR Accumulation Shares 26 January 2007
  - 1.6. EUR Distributing Shares 5 March 2012
  - 1.7. CHF Distributing Shares 7 May 2009
  - 1.8. NOK Distributing Shares 3 January 2008
  - 1.9. SEK Accumulation Shares 1 December 2014
  - 1.10. SEK Distributing Shares 16 November 2010
  - 1.11. JPY Accumulation Shares 23 December 2013
  - 1.12. JPY Distributing Shares 30 June 2014
2. **Global Short-Term Investment Grade Fixed Income Fund**
  - 2.1. USD Accumulation Shares 9 January 2014
  - 2.2. USD Distributing Shares 9 January 2014
  - 2.3. GBP Accumulation Shares 27 January 2014
  - 2.4. GBP Distributing Shares 27 January 2014
  - 2.5. EUR Accumulation Shares 3 February 2014
  - 2.6. EUR Distributing Shares 3 February 2014
  - 2.7. SEK Accumulation Shares 24 June 2015
  - 2.8. CHF Distributing Shares 11 August 2015
  - 2.9. JPY Distributing Shares 2 August 2016
3. **Euro Inflation Linked Intermediate Duration Fixed Income Fund**
  - 3.1. EUR Accumulation Shares 1 July 2011
  - 3.2. EUR Distributing Shares 11 January 2012
4. **Global Ultra Short Fixed Income Fund**
  - 4.1. GBP Distributing Shares 18 May 2009
  - 4.2. GBP Accumulation Shares 18 May 2009
  - 4.3. EUR Accumulation Shares 19 May 2014
  - 4.4. EUR Distributing Shares 19 May 2014
  - 4.5. SEK Accumulation Shares 11 December 2014
5. **Sterling Inflation Linked Intermediate Duration Fixed Income Fund**
  - 5.1. GBP Accumulation Shares 18 April 2011
  - 5.2. GBP Distributing Shares 22 September 2011
6. **World Allocation 20/80 Fund**
  - 6.1. GBP Accumulation Shares 9 October 2015
  - 6.2. GBP Distributing Shares 9 October 2015
  - 6.3. EUR Accumulation Shares 31 December 2015
7. **World Allocation 40/60 Fund**
  - 7.1. GBP Accumulation Shares 9 September 2011
  - 7.2. GBP Distributing Shares 9 September 2011
  - 7.3. EUR Accumulation Shares 31 December 2015
8. **World Allocation 60/40 Fund**
  - 8.1. GBP Distributing Shares 9 September 2011
  - 8.2. GBP Accumulation Shares 9 September 2011
  - 8.3. EUR Accumulation Shares 31 December 2015
9. **World Allocation 80/20 Fund**
  - 10.1. GBP Distributing Shares

	10.2. GBP Accumulation Shares	9 October 2015
	10.3. EUR Accumulation Shares	9 October 2015
10.	<b>World Equity Fund</b>	31 December 2015
	10.1. GBP Accumulation Shares	9 September 2011
	10.2. GBP Distributing Shares	9 September 2011
	10.3. EUR Accumulation Shares	9 January 2012
	10.4. EUR Distributing Shares	6 January 2012
	10.5. USD Distributing Shares	11 August 2015
	10.6. SEK Accumulation Shares	24 March 2016
11.	<b>Global Core Equity Fund</b>	
	11.1. USD Accumulation Shares	26 October 2010
	11.2. USD Distributing Shares	19 March 2013
	11.3. GBP Accumulation Shares	26 October 2010
	11.4. GBP Distributing Shares	26 October 2010
	11.5. EUR Accumulation Shares	26 October 2010
	11.6. EUR Distributing Shares	21 June 2011
	11.7. SEK Distributing Shares	1 December 2014
	11.8. JPY Accumulation Shares	22 September 2016
	11.9. JPY Distributing Shares	30 June 2014
12.	<b>Global Small Companies Fund</b>	
	12.1. USD Accumulation Shares	1 April 2011
	12.2. GBP Accumulation Shares	1 April 2011
	12.3. GBP Distributing Shares	15 April 2011
	12.4. EUR Accumulation Shares	20 April 2011
	12.5. EUR Distributing Shares	13 July 2012
	12.6. USD Distributing Shares	7 August 2015
13.	<b>Global Value Fund</b>	
	13.1. EUR Accumulation Shares	8 August 2016
	13.2. GBP Distributing Shares	26 August 2016
	13.3. GBP Accumulation Shares	26 August 2016
	13.4. EUR P Accumulation Shares	12 July 2016
14.	<b>Global Sustainability Core Equity Fund</b>	
	14.1. USD Accumulation Shares	27 June 2013
	14.2. USD Distributing Shares	27 June 2013
	14.3. GBP Accumulation Shares	27 June 2013
	14.4. GBP Distributing Shares	27 June 2013
	14.5. EUR Accumulation Shares	27 June 2013
	14.6. EUR Distributing Shares	27 June 2013
15.	<b>Global Targeted Value Fund</b>	
	15.1. USD Accumulation Shares	26 October 2010
	15.2. USD Distributing Shares	11 January 2012
	15.3. GBP Accumulation Shares	26 October 2010
	15.4. GBP Distributing Shares	26 October 2010
	15.5. EUR Accumulation Shares	26 October 2010
	15.6. EUR Distributing Shares	3 May 2012
	15.7. SEK Accumulation Shares	1 December 2014
16.	<b>European Value Fund</b>	
	16.1. USD Accumulation Shares	26 October 2010
	16.2. USD Distributing Shares	14 March 2013
	16.3. GBP Accumulation Shares	26 October 2010
	16.4. GBP Distributing Shares	26 October 2010
	16.5. EUR Accumulation Shares	26 October 2010
	16.6. EUR Distributing Shares	16 August 2011
17.	<b>European Small Companies Fund</b>	
	17.1. USD Accumulation Shares	27 February 2004
	17.2. USD Distributing Shares	11 January 2012

17.3.	GBP Accumulation Shares	8 April 2005
17.4.	GBP Distributing Shares	29 April 2005
17.5.	EUR Accumulation Shares	8 April 2004
17.6.	EUR Distributing Shares	16 August 2011
18.	<b>Pacific Basin Small Companies Fund</b>	
18.1.	USD Accumulation Shares	27 February 2004
18.2.	USD Distributing Shares	11 January 2012
18.3.	GBP Accumulation Shares	8 April 2005
18.4.	GBP Distributing Shares	29 April 2005
18.5.	EUR Accumulation Shares	26 July 2005
18.6.	EUR Distributing Shares	9 June 2015
19.	<b>U.S. Small Companies Fund</b>	
19.1.	USD Accumulation Shares	24 September 2004
19.2.	USD Distributing Shares	11 January 2012
19.3.	GBP Accumulation Shares	8 April 2005
19.4.	GBP Distributing Shares	29 April 2005
19.5.	EUR Accumulation Shares	30 April 2004
20.	<b>U.S. Core Equity Fund</b>	
20.1.	USD Accumulation Shares	8 October 2015
21.	<b>Emerging Markets Value Fund</b>	
21.1.	USD Accumulation Shares	30 November 2005
21.2.	USD Distributing Shares	9 September 2011
21.3.	GBP Accumulation Shares	4 January 2006
21.4.	GBP Distributing Shares	8 March 2006
21.5.	EUR Accumulation Shares	10 October 2005
21.6.	EUR Distributing Shares	11 April 2011
21.7.	SEK Accumulation Shares	1 December 2014
21.8.	JPY Accumulation Shares	22 September 2016
21.9.	JPY Distributing Shares	30 June 2014

Application has previously been made for the following Classes in the following Funds, however these Classes have not yet been admitted to the Official List and to trading on the Main Securities Market of Euronext Dublin:

1. **Global Short Fixed Income II Fund**
  - 1.1. JPY Accumulation Shares
  - 1.2. JPY Distributing Shares
2. **Global Short-Term Investment Grade Fixed Income Fund**
  - 2.1. NOK Accumulation Shares
  - 2.2. NOK Distributing Shares
  - 2.3. CHF Accumulation Shares
  - 2.4. SEK Distributing Shares
  - 2.5. JPY Accumulation Shares
3. **Global Ultra Short Fixed Income Fund**
  - 3.1. USD Accumulation Shares
  - 3.2. USD Distributing Shares
  - 3.3. CHF Accumulation Shares
  - 3.4. CHF Distributing Shares
  - 3.5. SEK Distributing Shares
  - 3.6. NOK Accumulation Shares
  - 3.7. NOK Distributing Shares
  - 3.8. T GBP Accumulation Shares
  - 3.9. T GBP Distributing Shares
4. **World Allocation 20/80 Fund**
  - 4.1. EUR Distributing Shares
  - 4.2. USD Accumulation Shares
  - 4.3. USD Distributing Shares

- 4.4. JPY Accumulation Shares
- 4.5. JPY Distributing Shares
- 5. **World Allocation 40/60 Fund**
  - 5.1. EUR Distributing Shares
- 6. **World Allocation 60/40 Fund**
  - 6.1. EUR Distributing Shares
- 7. **World Allocation 80/20 Fund**
  - 7.1. EUR Distributing Shares
  - 7.2. USD Accumulation Shares
  - 7.3. USD Distributing Shares
- 8. **World Equity Fund**
  - 8.1. USD Accumulation Shares
  - 8.2. SEK Distributing Shares
- 9. **Global Core Equity Fund**
  - 9.1. SEK Distributing Shares
- 10. **Global Core Equity II Fund**
  - 10.1. JPY Accumulation Shares
  - 10.2. JPY Distributing Shares
- 11. **Global Value Fund**
  - 11.1. USD Accumulation Shares
  - 11.2. USD Distributing Shares
  - 11.3. EUR Distributing Shares
- 12. **Global Targeted Value Fund**
  - 12.1. SEK Distributing Shares
- 13. **European Core Equity Fund**
  - 13.1. USD Accumulation Shares
  - 13.2. USD Distributing Shares
  - 13.3. GBP Accumulation Shares
  - 13.4. GBP Distributing Shares
  - 13.5. EUR Accumulation Shares
  - 13.6. EUR Distributing Shares
- 14. **Japan Core Equity Fund**
  - 14.1. JPY Accumulation Shares
  - 14.2. JPY Distributing Shares
  - 14.3. EUR Hedged Accumulation Shares
- 15. **U.S. Value Fund**
  - 15.1. USD Accumulation Shares
  - 15.2. USD Distributing Shares
  - 15.3. GBP Accumulation Shares
  - 15.4. GBP Distributing Shares
  - 15.5. EUR Accumulation Shares
  - 15.6. EUR Distributing Shares
- 16. **U.S. Small Companies Fund**
  - 16.1. EUR Distributing Shares
  - 16.2. JPY Accumulation Shares
  - 16.3. JPY Distributing Shares
- 17. **U.S. Small Companies II Fund**
  - 17.1. JPY Accumulation Shares
  - 17.2. JPY Distributing Shares
- 18. **Emerging Markets Value II Fund**
  - 18.1. JPY Accumulation Shares
  - 18.2. JPY Distributing Shares

Application has been made to Euronext Dublin for the listing of the following Class in the following Fund, issued and available for issue, to be admitted to listing on the Official List and to trading on the Main Securities Market of Euronext Dublin:

- 1. **Global Targeted Value Fund**

## 1.1. JPY Accumulation Shares

This document, including all information required to be disclosed by Euronext Dublin listing requirements, comprises listing particulars for the purposes of the listing of the above mentioned Class on Euronext Dublin.

No application has been made for the listing of the Shares on any other stock exchange. Notwithstanding the application to list the Shares, the Directors do not anticipate that a secondary market will develop in the Shares.

Neither the admission of Shares of the Funds to listing on the Official List and trading on the Main Securities Market of Euronext Dublin nor the approval of the listing particulars pursuant to the listing requirements of Euronext Dublin shall constitute a warranty or representation by Euronext Dublin as to the competence of service providers or to or any other party connected with the Company, the adequacy of information contained in the listing particulars or the suitability of the Company for investment purposes.

The Directors confirm there has been no significant change in the financial or trading position of the Company since 30 November 2017, the date to which the audited annual reports have been prepared and which form part of this document.

### **RELIANCE ON THIS PROSPECTUS**

Shares are offered only on the basis of the information contained in the Prospectus and, if appropriate, the latest audited annual accounts and any subsequent half-yearly report of the Company. Any further information or representations given or made by any dealer, broker or other person should be disregarded and not relied upon. No person has been authorised to give any information or to make any representation in connection with the offering of Shares other than those contained in the Prospectus and in any subsequent half-yearly or annual report for the Company and, if given or made, such information or representations must not be relied on as having been authorised by the Directors, the Investment Manager, the Administrator or the Depositary. Statements in the Prospectus are based on the law and practice currently in force in Ireland at the date hereof and are subject to change. Neither the delivery of the Prospectus nor the issue of Shares shall create any implication or constitute any representation that the affairs of the Company have not changed since the date hereof.

### **INVESTMENT RISKS**

Investment in the Company carries with it a degree of risk. The value of Shares and the income from them may go down as well as up, and investors may not get back the amount invested. If sales charges are imposed, the difference between the cost of purchase of Shares and their redemption price may mean that an investment should be viewed as medium to long term. Investment risk factors for an investor to consider are set out under **SPECIAL CONSIDERATIONS AND RISK FACTORS** below.

---

## SUMMARY

---

The following summary is qualified in its entirety by the more detailed information included elsewhere in this Prospectus.

### THE FUNDS

The Funds of the Company are:

Global Short Fixed Income Fund  
Global Short Fixed Income II Fund  
Global Short-Term Investment Grade Fixed Income Fund  
Global Ultra Short Fixed Income Fund

Euro Inflation Linked Intermediate Duration Fixed Income Fund

Sterling Inflation Linked Intermediate Duration Fixed Income Fund

World Allocation 20/80 Fund  
World Allocation 40/60 Fund  
World Allocation 60/40 Fund  
World Allocation 80/20 Fund  
World Equity Fund

Global Core Equity Fund  
Global Core Equity II Fund  
Global Value Fund  
Global Small Companies Fund  
Global Sustainability Core Equity Fund  
Global Targeted Value Fund

European Core Equity Fund  
European Value Fund  
European Small Companies Fund

Japan Core Equity Fund  
Pacific Basin Small Companies Fund

U.S. Value Fund  
U.S. Small Companies Fund  
U.S. Small Companies II Fund  
U.S. Core Equity Fund

Emerging Markets Value Fund  
Emerging Markets Value II Fund

Emerging Markets Large Cap Core Equity Fund

A full description of the investment objectives and policies of each Fund is contained under **INVESTMENT OBJECTIVES AND POLICIES** below.

### PURCHASE, REDEMPTION AND EXCHANGE OF SHARES

Purchase orders and redemption requests for Shares may be made on any Dealing Day. In addition, requests may be made by Shareholders on any Dealing Day to exchange all or part of their Shares in any Class for Shares of another Class (such Class being either in the same Fund or in a separate Fund).

## **INVESTMENT MANAGEMENT, ADMINISTRATION AND CUSTODY**

The Directors have appointed Dimensional Fund Advisors Ltd. as investment manager to each Fund. The Investment Manager has responsibility for investing and managing the assets of the Funds according to their investment objectives.

The Directors have appointed State Street Fund Services (Ireland) Limited to act as administrator to the Company with responsibility for performing the day to day administration, registration, transfer agency and related services to the Company and for providing fund accounting for the Company, including the calculation of the Net Asset Value and the Net Asset Value per Share.

The Directors have appointed State Street Custodial Services (Ireland) Limited as depositary of the Company with responsibility for the safe-keeping of the assets of each Fund and the settlement of transactions for each Fund. The Depositary may employ a global sub-custodian or various sub-custodians outside Ireland.

## **FEES AND EXPENSES**

The assets of each of the Funds are subject to fees and expenses including investment management, custody and administration fees as well as organisational expenses. These fees will be reflected in the Net Asset Value of each Fund. Further detail is contained in **FEES AND EXPENSES** below.



---

## INVESTMENT OBJECTIVES AND POLICIES

---

The Company has been established for the purpose of investing in transferable securities in accordance with the UCITS Regulations. The investment objective and policies for the Funds are set out below. The investment objective and policies for later Funds will be formulated by the Directors at the time of creation of such Funds.

The investment objective of a Fund will not be altered at any time without the approval of an ordinary resolution of the Shareholders. In the event of a change of investment objectives and/or a material change in investment policy, a reasonable notification period will be provided by the Directors to enable Shareholders to redeem their Shares prior to implementation of these changes.

### INVESTMENT OBJECTIVES AND POLICIES

The Funds will purchase transferable securities listed or traded on Recognised Markets in accordance with the investment restrictions described under **INVESTMENT RESTRICTIONS** below and subject to the market limits specified in the Articles. The Funds have the investment objectives and policies set out below. In addition, and to the extent only that the Investment Manager deems consistent with the investment policies of the Funds, the Funds may utilise, for the purposes of efficient portfolio management, the investment techniques and instruments described below under **APPENDIX II — EFFICIENT PORTFOLIO MANAGEMENT** and **SPECIAL CONSIDERATIONS AND RISK FACTORS**.

The investment objective of the Funds listed on Euronext Dublin will not be changed for three years from the date of listing save in exceptional circumstances and then only with the approval of Euronext Dublin and with the approval of an ordinary resolution of the Shareholders in the Funds. Thereafter, the investment objective of the Funds will only be changed with the approval of an ordinary resolution of the Shareholders.

Where a Fund receives a security listed or traded on an exchange which is outside the list of countries in which a Fund may invest as determined by the Investment Manager from time to time from the list of Recognised Markets due to a corporate action, the Investment Manager will adopt as a priority objective for its sales transactions the remedying of that situation, taking due account of the interests of the Shareholders.

The Investment Manager employs a risk management process in respect of the Company which enables it to accurately measure, monitor and manage the various risks associated with derivative instruments. A statement of this risk management process has been submitted to the Central Bank. Each Fund will only utilise those derivatives that are listed in the risk management process and that have been cleared by the Central Bank. If it is proposed to review this matter at any time in the future, the Directors will, prior to the use of such additional derivatives, notify the Central Bank in advance and will submit a revised risk management process to the Central Bank in accordance with the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable and will, with the approval of the Central Bank, update the Prospectus accordingly. The Company will, on request, provide supplementary information to Shareholders relating to the risk management process employed including the quantitative limits that are applied and any recent developments in the risk and yield characteristics of the main categories of investment.

Where investment in other collective investment schemes forms part of its investment policies, a Fund (the “**First Fund**”) may invest in another sub-fund of the Company (the “**Second Fund**”) in accordance with the conditions laid down by the Central Bank. Investment will not be made in a Second Fund which itself holds Shares in another Fund. Where a Fund invests in another sub-fund of the Company:

- the Second Fund may not charge any subscription fee, conversion fee or redemption fee; and
- no annual management fee will be charged by the First Fund in respect of the portion of the First Fund's assets invested in a Second Fund.

## GLOBAL SHORT FIXED INCOME FUND

### *Investment Objective*

The investment objective of the Global Short Fixed Income Fund is to seek to maximise current income while preserving capital.

### *Investment Policies*

The investment policy of this Fund is to purchase high quality, fixed or floating rate investment grade short term instruments including bonds and other instruments issued by governmental, quasi-governmental and corporate issuers predominately in developed countries such as, without limitation, commercial paper, bank obligations and corporate debt obligations. The Fund will generally invest in commercial paper or other money market instruments whose short term rating is, at time of purchase, Prime1 by Moody's or A-1 or better by S&P or F1 or better by Fitch, or other debt obligations whose long-term rating is Aa3 or better by Moody's or AA- or better by S&P or Fitch. If there is no rating for the debt security, then the Investment Manager must determine that the debt security is of comparable quality to equivalent issues of the same issuer rated at least AA- or Aa3. In the event of a downgrade of the above mentioned instruments below the minimum credit ratings described above, the Investment Manager will determine, in its discretion, whether the Fund should continue to hold or dispose of such instrument in consideration of the best interests of the Fund.

The instruments will mature in five (5) years or less from the date of settlement of purchase. The portfolio will maintain an average maturity of five (5) years or less.

At the present time, developed countries comprise those countries referred to in **GLOBAL DEVELOPED BOND FUNDS – COUNTRIES** below. It is not the current intention of the Fund to invest in emerging markets.

In addition to investment in high quality, investment grade short term instruments issued by governmental, quasi-governmental and corporate issuers, investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 5% of the Fund's assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund.

The Directors have established fourteen Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling, NOK Accumulation Shares and NOK Distributing Shares are denominated in Norwegian Kroner, CHF Distributing Shares are denominated in Swiss Francs, SEK Accumulation Shares and SEK Distributing Shares are denominated in Swedish Krona, JPY Accumulation Shares and JPY Distributing Shares are denominated in Japanese Yen and SGD Accumulation (Hedged) Shares are denominated in Singapore Dollar.

Investors should note that the Fund currently intends to use derivative instruments to hedge foreign currency exposure. The Fund may enter into forward foreign currency contracts so as to hedge against fluctuations in currency exchange rates. These may be used to hedge exposure to instruments that are denominated in currencies other than the Base Currency into the Base Currency of the Fund and to hedge non-Base Currency exposure in the share classes to the Base Currency of the share class. The use of such forward foreign currency contracts is therefore expected to alter the currency characteristics of the Fund's investments.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the

Fund may be leveraged but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of derivative instruments for hedging purposes and the use of forward foreign currency contracts and futures for efficient portfolio management purposes. The Fund may use repurchase agreements for efficient portfolio management purposes.

As the Fund will not be leveraged through the use of forward foreign currency contracts, it is not expected that there will be any increase in the Fund's risk profile.

It is not the Fund's current intention to utilise any derivative instruments other than futures and forward foreign currency contracts. Save as specified above in the case of the use of futures for efficient portfolio management purposes other than hedging, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of derivative instruments.

## **GLOBAL SHORT FIXED INCOME II FUND**

### ***Investment Objective***

The investment objective of the Global Short Fixed Income II Fund is to seek to maximise current income while preserving capital.

### ***Investment Policies***

The investment policy of this Fund is to purchase high quality, fixed or floating rate investment grade short term fixed income instruments including bonds and other debt instruments issued by governmental, quasi-governmental and corporate issuers predominately in developed countries such as, without limitation, commercial paper, bank obligations and corporate debt obligations. The Fund will generally invest in commercial paper or other money market instruments, including but not limited to commercial paper, agency discount notes, treasury bills and certificates of deposits, whose short term rating is Prime1 by Moody's or A-1 or better by S&P or F1 or better by Fitch, or other debt obligations whose long-term rating is Aa3 or better by Moody's or AA- or better by S&P or Fitch. If there is no rating for the debt security, then the Investment Manager must determine that the debt security is of comparable quality to equivalent issues of the same issuer rated at least AA- or Aa3.

The instruments will mature in five (5) years or less from the date of settlement of purchase. The portfolio will maintain an average maturity of five (5) years or less.

At the present time, developed countries comprise those countries referred to in **GLOBAL DEVELOPED BOND FUNDS – COUNTRIES** below. It is not the current intention of the Fund to invest in emerging markets.

In addition the Fund may invest in collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 5% of the Fund's net assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund.

In constructing the Fund, the Investment Manager identifies and purchases a broadly diversified universe of fixed income instruments with the above identified maturity and credit rating characteristics. In making these purchase decisions, if the anticipated maturity risk premium is greater for longer-term instruments in the eligible maturity range, the Investment Manager will generally focus investment in that longer-term area, otherwise, the Fund will focus investment in the short-term range of the eligible maturity range.

**The Fund may, from time to time, invest substantially in money market instruments and/or deposits. Although the Fund may invest in money market instruments and deposits, shares in the Fund are not deposits and are different in nature to a deposit in that the value of the investment is capable of fluctuation.**

The Directors have established two Classes in this Fund. JPY Accumulation Shares and JPY Distributing Shares are denominated in Japanese Yen.

The Fund may acquire financial derivative instruments for efficient portfolio management purposes. The Fund may enter into forward foreign currency contracts so as to hedge against fluctuations in currency exchange rates. These may be used to hedge exposure to instruments that are denominated in currencies other than the Base Currency into the Base Currency of the Fund. The use of such forward foreign currency contracts may therefore alter the currency characteristics of the Fund's investments.

The Fund may also acquire forward foreign currency contracts to settle non-Base Currency trades by entering into forward foreign currency contracts whose settlement date is the same as or prior to the settlement date of the non-Base Currency security. The Fund may also enter into forward foreign currency contracts to exchange one currency for another, including to convert excess foreign currency to Base Currency.

The Fund may acquire futures, for example, in the event of a large cash inflow in order to allow the Fund to gain exposure to fixed income instruments before the Fund invests the cash directly into such instruments.

**The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes, the Fund may be leveraged but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of derivative instruments for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than futures and forward foreign currency contracts.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of forward foreign currency contracts. As the Fund will not be leveraged through the use of forward foreign currency contracts and although the Fund may be leveraged through utilising futures, it is not expected that there will be any increase in the Fund's risk profile.

The Fund may use repurchase agreements for efficient portfolio management purposes.

### ***Investor Profile***

The Fund is suitable for investors seeking to maximise current income while preserving capital.

## **GLOBAL SHORT-TERM INVESTMENT GRADE FIXED INCOME FUND**

### ***Investment Objective***

The investment objective of the Global Short-Term Investment Grade Fixed Income Fund is to seek to maximise total returns from the universe of debt obligations in which the Fund invests.

### ***Investment Policies***

The investment policy of this Fund is to purchase fixed or floating rate investment grade (rated, at time of purchase, BBB- to AAA by S&P or Fitch or Baa3 to Aaa by Moody's) instruments including bonds, debt securities and other instruments issued or guaranteed by governmental, quasi-governmental, governmental agency and instrumentality, supranational agency and corporate issuers predominately in developed countries such as, without limitation, commercial paper, bank obligations, repurchase agreements, corporate and government debt obligations and obligations of other issuers having investment grade ratings. The Fund may also invest in the aforementioned instruments with a short-term credit rating equivalent to the credit ratings mentioned above and/or unrated instruments which the Investment Manager deems to be of a similar quality. In the event of a downgrade of the above mentioned instruments below investment grade, the

Investment Manager will determine, in its discretion, whether the Fund should continue to hold or dispose of such instrument in consideration of the best interests of the Fund.

The Fund may increase its allocation to lower credit quality securities within the universe of investment grade debt obligations in which the Fund invests, when the Investment Manager believes the expected credit risk premium warrants such investments. However, the Fund may decrease its allocation to lower credit quality securities within the universe of investment grade debt obligations in which the Fund invests, when the Investment Manager believes the expected premium is not sufficient, in its opinion, to warrant the greater risk in such investment.

At the present time, developed countries comprise those countries referred to in **GLOBAL DEVELOPED BOND FUNDS – COUNTRIES** below. It is not the current intention of the Fund to invest in emerging markets.

The Fund primarily invests in securities that mature within (5) five years from the date of settlement of purchase and normally maintains an average portfolio duration of (3) three years or less.

In addition to investment in investment grade instruments issued by governmental, quasi-governmental and corporate issuers, investments held by the Fund may include collective investment schemes. No more than 5% of the Fund's net assets may be invested in collective investment schemes, which will give exposure to the type of instruments mentioned above and for the short-term investment of un-invested cash; however, the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund. In addition, no more than 10% of the Fund's net assets may be invested in securities not listed, traded or dealt in on Recognised Markets.

The Directors have established fifteen Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling, NOK Accumulation Shares and NOK Distributing Shares are denominated in Norwegian Kroner, CHF Accumulation Shares and CHF Distributing Shares are denominated in Swiss Francs, SEK Accumulation Shares and SEK Distributing Shares are denominated in Swedish Krona, JPY Accumulation Shares and JPY Distributing Shares are denominated in Japanese Yen and SGD Accumulation (Hedged) Shares are denominated in Singapore Dollar.

The Fund may acquire financial derivative instruments for efficient portfolio management purposes. The Fund may enter into forward foreign currency contracts so as to hedge against fluctuations in currency exchange rates. These may be used to hedge exposure to instruments that are denominated in currencies other than the Base Currency into the Base Currency of the Fund. In addition, in respect of a non-Base Currency Class, the Investment Manager may use forward foreign currency contracts to hedge against fluctuations in the exchange rate between the Base Currency of the Fund and the currency of the non-Base Currency Class. To the extent there are any gains or losses from such transactions, they will be assigned solely to the relevant non-Base Currency Class. The use of such forward foreign currency contracts may therefore alter the currency characteristics of the Fund's investments.

The Fund may also acquire forward foreign currency contracts and futures to settle trades. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes, the Fund may be leveraged but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of derivative instruments for efficient portfolio management purposes. It is not the Fund's current intention to utilise any derivative instruments other than futures and forward foreign currency contracts.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of derivative instruments. As the Fund will not be leveraged through the use of forward foreign currency contracts, it is not expected that there will be any increase in the Fund's risk profile.

The Fund may use repurchase agreements for efficient portfolio management purposes.

### ***Investor Profile***

The Fund is suitable for investors seeking to maximise total returns from the universe of debt obligations in which the Fund invests.

## **GLOBAL ULTRA SHORT FIXED INCOME FUND**

### ***Investment Objective***

The investment objective of the Global Ultra Short Fixed Income Fund is to seek to maximise returns from investment in short-term debt.

### ***Investment Policies***

The investment policy of this Fund is to purchase high quality, fixed or floating rate investment grade short term instruments including bonds and other instruments issued by governmental, quasi-governmental and corporate issuers predominantly in developed countries such as, without limitation, commercial paper, bank obligations and corporate debt obligations. The Fund will generally invest in commercial paper or other money market instruments whose short term rating is, at time of purchase, Prime3 or better by Moody's or A-3 or better by S&P or F3 or better by Fitch, or other debt obligations which are rated Baa3 or better by Moody's, or BBB- or better by S&P, or BBB- or better by Fitch, or if there is no rating for the debt security, they are determined by the Investment Manager to be of comparable quality to equivalent issues of the same issuer rated at least BBB- or Baa3. In the event of a downgrade of the above mentioned instruments below the minimum credit ratings described above, the Investment Manager will determine, in its discretion, whether the Fund should continue to hold or dispose of such instrument in consideration of the best interests of the Fund.

The Fund will invest primarily in instruments with a maturity of two (2) years or less from the date of settlement of purchase. The portfolio will generally maintain an average maturity of (1) one year or less.

At the present time, developed countries comprise those countries referred to in **GLOBAL DEVELOPED BOND FUNDS – COUNTRIES** below. It is not the current intention of the Fund to invest in emerging markets.

In addition to investment in high quality, investment grade short term instruments issued by governmental, quasi-governmental and corporate issuers, investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 10% of the Fund's net assets will be invested in collective investment schemes.

The Directors have established fourteen Classes in this Fund, GBP Accumulation Shares, GBP Distributing Shares, T GBP Accumulation Shares and T GBP Distributing Shares are denominated in Sterling, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, SEK Distributing Shares and SEK Accumulation Shares are denominated in Swedish Krona, CHF Distributing Shares and CHF Accumulation Shares are denominated in Swiss Francs, NOK Distributing Shares and NOK Accumulation Shares are denominated in Norwegian Kroner, USD Distributing Shares and USD Accumulation Shares are denominated in U.S. Dollars.

The Investment Manager intends to hedge substantially all of the foreign currency exposure of EUR Accumulation Shares and EUR Distributing Shares into Euros, hedge substantially all of the foreign currency exposure of SEK Distributing Shares and SEK Accumulation Shares into Swedish Krona, hedge substantially all of the foreign currency exposure of CHF Distributing Shares and CHF Accumulation Shares into Swiss Francs, hedge substantially all of the foreign currency exposure of NOK Distributing Shares and NOK Accumulation Shares into Norwegian Kroner and hedge substantially all the foreign currency exposure of USD Distributing Shares and USD Accumulation Shares into U.S. Dollars.

The Fund may acquire financial derivative instruments for efficient portfolio management purposes. The Fund may enter into forward foreign currency contracts so as to hedge against fluctuations in currency exchange rates. These may be used to hedge the currency exposure to securities that are denominated in currencies to which the Fund does not wish to retain exposure. In addition, the Investment Manager may use forward foreign currency contracts to hedge share classes against fluctuations in exchange rates. To the extent there are any gains or losses from such share class transactions, they will be assigned solely to the relevant currency Class. The use of such forward foreign currency contracts may therefore alter the currency characteristics of the Fund's investments.

The Fund may also acquire forward foreign currency contracts and futures to settle trades. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of derivative instruments for efficient portfolio management purposes. It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of derivative instruments. As the Fund will not be leveraged through the use of forward foreign currency contracts, it is not expected that there will be any increase in the Fund's risk profile.

The Fund may use repurchase agreements for efficient portfolio management purposes.

### ***Investor Profile***

The Fund is suitable for investors seeking to maximise returns from investment in short-term debt.

## **EURO INFLATION LINKED INTERMEDIATE DURATION FIXED INCOME FUND**

### **Investment Objective**

The investment objective of the Euro Inflation Linked Intermediate Duration Fixed Income Fund is to seek to provide inflation protected intermediate-term fixed income return.

### **Investment Policies**

The investment policy of this Fund is to invest in fixed income securities, as described below, and derivative instruments structured with the aim to provide protection against inflation in the Eurozone. Eligible fixed income securities may include, but are not limited to, government, agency, supranational and corporate bonds (including intermediate and short term debt obligations), freely transferable promissory notes, commercial paper (including asset-backed commercial paper) and bank debt obligation such as uncollateralised time deposits and certificates of deposit. The Fund will generally invest in debt securities whose short-term rating is Prime1 by Moody's or A-1 or better by S&P or F1 or better by Fitch, or other debt obligations whose long-term rating is Aa3 or better by Moody's or AA- or better by S&P or Fitch. If there is no rating for the debt security, then the Investment Manager must determine that the debt security is of comparable quality to equivalent issues of the same issuer rated at least AA- or Aa3.

Inflation-linked securities (also known as inflation-protected or inflation-indexed securities) are securities whose principal and/or interest payments are adjusted for inflation, unlike conventional debt securities that make fixed principal and interest payments. The Fund may also invest in securities issued by governmental, quasi-governmental and other investment grade issuers (including corporate issuers) similar to those referred to in the preceding paragraph that do not provide inflation protection. The Fund may seek to protect for inflation risk by engaging in derivatives, including, without limitation, swaps, futures and forwards. A swap is an individually negotiated ("**OTC**" or "**over-the-counter**") agreement between two parties to swap one stream of payments for another. The Fund may utilise a variety of swaps, including but not limited to: asset swaps (pursuant to which the performance of the fixed income securities held by the Fund that do not

provide Eurozone inflation protection are swapped for the performance of inflation-linked assets), inflation swaps (pursuant to which payments at a fixed rate are swapped for payments based on inflation in the Eurozone), real return swaps (pursuant to which payments at a benchmark rate are swapped for payments based on inflation in the Eurozone) and interest rate swaps.

As the market for Euro denominated inflation linked securities is limited and it may therefore be difficult or costly to buy such securities directly, the fixed income securities in which the Fund invests may be denominated in a variety of currencies including, but not limited to, Euro, Sterling and U.S. Dollars.

From time to time, the Fund may also hold securities, including, without limitation, bank deposits, certificates of deposit, fixed or floating rate instruments, government securities, short-dated high quality government bonds, commercial paper, floating rate notes and freely transferable promissory notes for cash management, for liquidity to pay redemptions or as otherwise deemed appropriate by the Investment Manager.

Generally, the portfolio will maintain an average duration of more than five (5) years and less than ten (10) years.

The Fund may invest in investment grade, fixed-or floating rate, inflation-linked securities issued by governmental, quasi-governmental and corporate issuers predominately in the countries referred to in **GLOBAL DEVELOPED BOND FUNDS – COUNTRIES** below. The Fund will not invest in emerging markets.

In addition, the Fund may invest in collective investment schemes which invest in fixed income securities and which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 10% of the Fund's net assets will be invested in collective investment schemes.

The Directors have established two Classes in this Fund. EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro.

Investors should note that the Fund currently intends to use derivative instruments to hedge foreign currency exposure. The Fund may enter into derivative instruments, including, without limitation, swaps, forwards and futures, such as forward foreign currency contracts, asset swaps (pursuant to which the currency characteristics of the securities held by the Fund are swapped for the currency characteristics of Euro denominated assets), cross-currency swaps and currency futures, so as to hedge against fluctuations in currency exchange rates. These may be used to hedge exposure to instruments that are denominated in currencies other than the Euro. For further information in relation to the use of derivative instruments for hedging purposes, please refer to **APPENDIX II** of the Prospectus.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes. The Fund may also use repurchase agreements for efficient portfolio management purposes. As the Fund will not be leveraged through the use of forward foreign currency contracts, or through the swaps and futures (save as set out above), it is not expected that there will be any increase in the Fund's risk profile.

Save as specified above in the case of the use of futures for efficient portfolio management purposes other than hedging, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of derivative instruments.



## STERLING INFLATION LINKED INTERMEDIATE DURATION FIXED INCOME FUND

### *Investment Objective*

The investment objective of the Sterling Inflation Linked Intermediate Duration Fixed Income Fund is to seek to provide inflation protected intermediate-term fixed income return.

### *Investment Policies*

The investment policy of this Fund is to invest in fixed income securities, as described below, and derivative instruments structured with the aim to provide protection against United Kingdom inflation. Eligible fixed income securities may include, but are not limited to, government, agency, supranational and corporate bonds (including intermediate and short term debt obligations), freely transferable promissory notes, commercial paper (including asset-backed commercial paper) and bank debt obligations such as uncollateralised time deposits and certificates of deposit. The Fund will generally invest in debt securities whose short-term rating is Prime1 by Moody's or A-1 or better by S&P or F1 or better by Fitch, or other debt obligations whose long-term rating is Aa3 or better by Moody's or AA- or better by S&P or Fitch. If there is no rating for the debt security, then the Investment Manager must determine that the debt security is of comparable quality to equivalent issues of the same issuer rated at least AA- or Aa3.

Inflation-linked securities (also known as inflation-protected or inflation-indexed securities) are securities whose principal and/or interest payments are adjusted for inflation, unlike conventional debt securities that make fixed principal and interest payments. The Fund also may invest in securities issued by governmental, quasi-governmental and other investment grade issuers (including corporate issuers) similar to those referred to in the preceding paragraph that do not provide inflation protection. The Fund may seek to protect for inflation risk by engaging in derivatives, including, without limitation, swaps, futures and forwards. A swap is an individually negotiated OTC agreement between two parties to swap one stream of payments for another. The Fund may utilise a variety of swaps, including but not limited to: asset swaps (pursuant to which the performance of the fixed income securities held by the Fund that do not provide United Kingdom inflation protection are swapped for the performance of inflation-linked assets), inflation swaps (pursuant to which payments at a fixed rate are swapped for payments based on inflation in the United Kingdom), real return swaps (pursuant to which payments at a benchmark rate are swapped for payments based on inflation in the United Kingdom) and interest rate swaps.

As the market for Sterling denominated inflation linked securities is limited and it may therefore be difficult or costly to buy such securities directly, the fixed income securities in which the Fund invests may be denominated in a variety of currencies including, but not limited to, Euro, Sterling and U.S. Dollars.

From time to time, the Fund may also hold securities, including, without limitation, bank deposits, certificates of deposit, fixed or floating rate instruments, government securities, short-dated high quality government bonds, commercial paper, floating rate notes and freely transferable promissory notes for cash management, for liquidity to pay redemptions or as otherwise deemed appropriate by the Investment Manager.

Generally, the portfolio will maintain an average duration of more than five (5) years and less than ten (10) years.

The Fund may invest in investment grade, fixed-or floating rate, inflation-linked securities issued by governmental, quasi-governmental and corporate issuers predominately in the countries referred to in **GLOBAL DEVELOPED BOND FUNDS – COUNTRIES** below. The Fund will not invest in emerging markets.

In addition, the Fund may invest in collective investment schemes which invest in fixed income securities and which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 10% of the Fund's net assets will be invested in collective investment schemes.

The Directors have established two Classes in this Fund, GBP Accumulation Shares and GBP Distributing Shares, are denominated in Sterling.

Investors should note that the Fund currently intends to use derivative instruments to hedge foreign currency exposure. The Fund may enter into derivative instruments, including, without limitation, swaps, forwards and futures, such as forward foreign currency contracts, asset swaps (pursuant to which the currency characteristics of the securities held by the Fund are swapped for the currency characteristics of Sterling denominated assets), cross-currency swaps and currency futures, so as to hedge against fluctuations in currency exchange rates. These may be used to hedge exposure to instruments that are denominated in currencies other than the Sterling. For further information in relation to the use of derivative instruments for hedging purposes, please refer to **APPENDIX II** of the Prospectus.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes. The Fund may also use repurchase agreements for efficient portfolio management purposes. As the Fund will not be leveraged through the use of forward foreign currency contracts, or through the swaps and futures (save as set out above), it is not expected that there will be any increase in the Fund's risk profile.

Save as specified above in the case of the use of futures for efficient portfolio management purposes other than hedging, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of derivative instruments.

## **GLOBAL DEVELOPED BOND FUNDS – COUNTRIES**

As of the date of this Prospectus, for the purposes of the Global Short Fixed Income Fund, Global Short Fixed Income II Fund, the Global Short-Term Investment Grade Fixed Income Fund, Global Ultra Short Fixed Income Fund, the Euro Inflation Linked Intermediate Duration Fixed Income Fund, the Sterling Inflation Linked Intermediate Duration Fixed Income Fund, the World Allocation 20/80 Fund, the World Allocation 40/60 Fund, the World Allocation 60/40 Fund and the World Allocation 80/20 Fund developed countries include Austria, Australia, Belgium, Canada, Denmark, Finland, France, Germany, Hong Kong, Ireland, Italy, Japan, Luxembourg, Netherlands, New Zealand, Norway, Portugal, Singapore, Spain, Sweden, Switzerland, the United Kingdom and the United States of America. This is notwithstanding that the principal exchanges of some of these countries are listed in **APPENDIX I**. The Investment Manager reserves the right to amend this list of countries at any time. Any amendment to this list will be notified in the periodic reports of the Funds. The Investment Manager will determine in its discretion when and whether to invest in countries depending on a number of factors such as asset growth of the Fund and characteristics of each country's market.

## **WORLD ALLOCATION 20/80 FUND**

### ***Investment Objective***

The investment objective of the World Allocation 20/80 Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to invest in fixed income securities of issuers in global developed countries and equity and equity-related securities including, without limitation, common stock, preferred stock and depositary receipts of companies traded on Recognised Markets in global developed and emerging market countries and/or in collective investment schemes which provide exposure to such equity and/or fixed income securities, which the Investment Manager deems eligible, as described below. The Investment Manager may invest up to 100% of the Fund's assets in such collective investment schemes.

Generally, the Fund invests its assets in fixed income securities in developed countries and equity securities in global markets to achieve an allocation of approximately 60% to 100% (with a target allocation of

approximately 80%) of the Fund's assets to fixed income securities and 0% to 40% (with a target allocation of approximately 20%) of its assets to equity securities. Periodically the Investment Manager will review the allocations for the Fund in the underlying securities and may adjust allocations to the underlying securities or may add or remove securities in the Fund without notice to shareholders.

The fixed income securities in which the Fund may invest will be high quality, unleveraged, fixed or floating rate investment grade instruments which may or may not be inflation linked, including bonds and other fixed income instruments issued by governmental, quasi-governmental and corporate issuers predominantly in developed countries, including, but not limited to, money market instruments (including, without limitation, bank debt obligations such as uncollateralised time deposits and certificates of deposit), government, agency, supranational and corporate bonds (including intermediate and short term debt obligations), freely transferable promissory notes, commercial paper (including asset-backed commercial paper).

The term to maturity for fixed income securities which are inflation-linked or for which the Fund seeks to provide inflation protection will generally be less than 20 (twenty) years from the date of settlement. Fixed income securities which are not intended to be inflation-linked will generally mature with 5 (five) years from the date of settlement.

At the present time, developed countries for the purposes of this paragraph comprise those countries referred to in **GLOBAL DEVELOPED BOND FUNDS – COUNTRIES** above.

The equity component of the Fund will generally have a greater emphasis on smaller companies and in shares which the Investment Manager deems to be value companies, and a lower emphasis on larger, growth-oriented companies, in each case, as compared to their representation in the general equity market universe. A company's size is generally determined based on its market capitalisation relative to other companies in the same country or economic region. A company's market capitalisation is the number of its shares outstanding times its price per share. The eligible universe of securities that the Fund intends to invest in will generally be comprised of companies listed or traded on selected exchanges on Recognised Markets. In each country or region authorised for investment, the Investment Manager first ranks eligible companies listed or traded on selected exchanges based on the companies' market capitalisations. The Investment Manager then defines the minimum market capitalisation for a company in that country or region. For example, the Investment Manager defines the minimum market capitalisation for a company in the Eurozone as of 31 December 2017 to be USD 50 million at the time of purchase. The definition of minimum market capitalisation for a company will vary in each country or region and may change due to market conditions. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Generally, the Fund intends to purchase a broad and diverse group of securities traded on Recognised Markets in global developed and emerging market countries. For a current list of global developed countries the Investment Manager has approved for investment in respect of equity securities as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUNDS – COUNTRIES** below. For a current list of emerging market countries the Investment Manager has approved for investment in respect of equity securities as of the date of this Prospectus, please refer to **EMERGING MARKETS FUNDS – COUNTRIES** below. The Fund may invest up to 10% of the Fund's net assets in emerging market countries.

In addition to, or as an alternative to, investing directly in the equity and fixed income securities referred to above, the Fund may invest in collective investment schemes which provide exposure to such securities. No more than 20% of the Fund's net assets will be invested in any one collective investment scheme, however, up to 100% of the Fund's assets may be invested in aggregate in collective investment schemes. No more

than 30% of the Fund's net assets will be invested in AIFs. The collective investment schemes in which the Fund may invest will be regulated and domiciled in the global developed countries as referred to above. Such collective investment schemes will not charge annual management fees in excess of 3% of those collective investment schemes' respective net asset values. Periodically the Investment Manager will review the allocations for the Fund in each collective investment scheme and may adjust allocations to collective investment schemes or may add or remove collective investment schemes without notice to shareholders.

In addition to investment in fixed income and equity securities and collective investment schemes, the Fund may invest in voting and non-voting depositary receipts listed or traded on Recognised Markets that the Investment Manager considers provide exposure to securities consistent with the target investments of the Fund. The Fund may obtain exposure to the securities of companies in Russia through investment in such depositary receipts.

Generally, the Fund intends to target a majority of its investments in fixed income securities (either directly and/or through investment in collective investment schemes), although there is no guarantee that this will be achieved. When the Investment Manager determines that market forces have caused fundamental changes in the relative values of the equity and/or fixed income securities held and/or the assets of the collective investment schemes, the Investment Manager may modify the allocations of the Fund. To maintain target allocations, adjustments may be made by purchasing or selling securities and/or shares of the collective investment schemes or applying future investments and redemptions by the Fund in proportions necessary to rebalance the investments to achieve the targeted allocations outlined above.

The Directors have established eight Classes in this Fund. GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars and JPY Accumulation Shares and JPY Distributing Shares are denominated in Japanese Yen.

The Investment Manager does not currently intend to hedge any foreign currency exposure attributable to the equity portion of the Fund, or to the collective investment schemes in which the Fund is invested.

In the event that the Fund holds fixed income securities directly, investors should note that the Fund may use derivative instruments to hedge exposure to instruments that are denominated in currencies other than the Base Currency into the Base Currency of the Fund. The Fund may enter into forward foreign currency contracts so as to hedge against fluctuations in currency exchange rates. These may be used to hedge the currency exposure of instruments that are denominated in currencies other than the Base Currency, and also to hedge the currency exposure of non-Base Currency Classes.

For efficient portfolio management purposes the Fund may acquire forward foreign currency contracts to settle non-Base Currency trades by entering into forward foreign currency contracts whose settlement date is the same as or prior to the settlement date of the non-Base Currency security. The Fund may also enter into forward foreign currency contracts to exchange one currency for another, including to convert excess foreign currency to Base Currency. The Fund may acquire futures with the aim of achieving efficient equitisation, for example, in the event of a large cash inflow to the Fund. Futures give the Fund the ability to gain equities exposure before the Fund invests the cash directly into equities. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.**

Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of forward foreign currency contracts. As the Fund will not be leveraged through the use of forward foreign currency

contracts and although the Fund may be leveraged through utilising futures, it is not expected that there will be any increase in the Fund's risk profile.

The Fund may use repurchase agreements for efficient portfolio management purposes only.

### ***Investor Profile***

The Fund is suitable for investors seeking a long-term appreciation of capital and who are prepared to accept a moderate degree of volatility.

## **WORLD ALLOCATION 40/60 FUND**

### ***Investment Objective***

The investment objective of the World Allocation 40/60 Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to invest in fixed income securities of issuers in global developed countries and equity securities of companies traded on Recognised Markets in global developed and emerging market countries and/or in collective investment schemes which provide exposure to such equity and/or fixed income securities, which the Investment Manager deems eligible. Equity securities in which the Fund may invest include, without limitation, common stock, preferred stock and depositary receipts. The Investment Manager may invest up to 100% of the Fund's assets in such collective investment schemes.

Generally, the Fund invests its assets in fixed income securities in developed countries and equity securities in global markets to achieve an allocation of approximately 40% to 80% (with a target allocation of approximately 60%) of its net assets to fixed income securities and 20% to 60% (with a target allocation of approximately 40%) of the Fund's net assets to equity securities. Periodically the Investment Manager will review the allocations for the Fund in the underlying securities and may adjust allocations to the underlying securities or may add or remove securities in the Fund without notice to shareholders.

The fixed income securities in which the Fund may invest will be high quality, unleveraged, fixed or floating rate investment grade instruments which may or may not be inflation linked, including bonds and other fixed income instruments issued by governmental, quasi-governmental and corporate issuers predominantly in developed countries, including, but not limited to, money market instruments (including, without limitation, bank debt obligations such as uncollateralised time deposits and certificates of deposit), government, agency, supranational and corporate bonds (including intermediate and short term debt obligations), freely transferable promissory notes, commercial paper (including asset-backed commercial paper).

The term to maturity for fixed income securities which are inflation-linked or for which the Fund seeks to provide inflation protection will generally be less than 20 (twenty) years from the date of settlement. Fixed income securities which are not intended to be inflation-linked will generally mature with 5 (five) years from the date of settlement.

At the present time, developed countries for the purposes of this paragraph comprise those countries referred to in **GLOBAL DEVELOPED BOND FUNDS – COUNTRIES** above.

The equity component of the Fund will generally have a greater emphasis on smaller companies and in shares which the Investment Manager deems to be value companies, and a lower emphasis on larger, growth-oriented companies, in each case, as compared to their representation in the general equity market universe. A company's size is generally determined based on its market capitalisation relative to other companies in the same country or economic region. A company's market capitalisation is the number of its shares outstanding times its price per share. The eligible universe of securities that the Fund intends to invest in will generally be comprised of companies listed or traded on selected exchanges on Recognised Markets. In each country or region authorised for investment, the Investment Manager first ranks eligible companies listed or traded on selected exchanges based on the companies' market capitalisations. The Investment Manager then defines the minimum market capitalisation for a company in that country or region.

For example, the Investment Manager defines the minimum market capitalisation for a company in the Eurozone as of 31 December 2017 to be USD 50 million at the time of purchase. The definition of minimum market capitalisation for a company will vary in each country or region and may change due to market conditions. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Generally, the Fund intends to purchase a broad and diverse group of securities traded on Recognised Markets in global developed and emerging market countries. For a current list of global developed countries the Investment Manager has approved for investment in respect of equity securities as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUNDS – COUNTRIES** below. For a current list of emerging market countries the Investment Manager has approved for investment in respect of equity securities as of the date of this Prospectus, please refer to **EMERGING MARKETS FUNDS – COUNTRIES** below. The Fund may invest up to 20% of the Fund's net assets in emerging market countries.

In addition to, or as an alternative to, investing directly in the equity and fixed income securities referred to above, the Fund may invest in collective investment schemes which provide exposure to such securities. No more than 20% of the Fund's net assets will be invested in any one collective investment scheme, however, up to 100% of the Fund's assets may be invested in aggregate in collective investment schemes. No more than 30% of the Fund's net assets will be invested in AIFs. The collective investment schemes in which the Fund may invest will be regulated and domiciled in the global developed countries as referred to above. Such collective investment schemes will not charge annual management fees in excess of 3% of those collective investment schemes' respective net asset values. Periodically the Investment Manager will review the allocations for the Fund in each collective investment scheme and may adjust allocations to collective investment schemes or may add or remove collective investment schemes without notice to shareholders.

In addition to investment in fixed income and equity securities and collective investment schemes, the Fund may invest in voting and non-voting depositary receipts listed or traded on Recognised Markets that the Investment Manager considers provide exposure to securities consistent with the target investments of the Fund. The Fund may obtain exposure to the securities of companies in Russia through investment in such depositary receipts.

Generally, the Fund intends to target a majority of its investments in fixed income securities (either directly and/or through investment in collective investment schemes), although there is no guarantee that this will be achieved. When the Investment Manager determines that market forces have caused fundamental changes in the relative values of the equity and/or fixed income securities held and/or the assets of the collective investment schemes, the Investment Manager may modify the allocations of the Fund. To maintain target allocations, adjustments may be made by purchasing or selling securities and/or shares of the collective investment schemes or applying future investments and redemptions by the Fund in proportions necessary to rebalance the investments to achieve the targeted allocations outlined above.

The Directors have established five Classes in this Fund, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro and USD Accumulation Shares are denominated in U.S. Dollars.

The Investment Manager does not currently intend to hedge any foreign currency exposure attributable to the equity portion of the Fund, or to the collective investment schemes in which the Fund is invested.

In the event that the Fund holds fixed income securities directly, investors should note that the Fund may use derivative instruments to hedge exposure to instruments that are denominated in currencies other than the Base Currency into the Base Currency of the Fund. The Fund may enter into forward foreign currency

contracts so as to hedge against fluctuations in currency exchange rates. These may be used to hedge the currency exposure of instruments that are denominated in currencies other than the Base Currency, and also to hedge the currency exposure of non-Base Currency Classes, currently the EUR Accumulation Shares, EUR Distributing Shares and USD Accumulation Shares. The use of derivative instruments for currency hedging would alter the currency characteristics of the Fund's investments.

For efficient portfolio management purposes the Fund may acquire forward foreign currency contracts to settle non-Base Currency trades by entering into forward foreign currency contracts whose settlement date is the same as or prior to the settlement date of the non-Base Currency security. The Fund may also enter into forward foreign currency contracts to exchange one currency for another, including to convert excess foreign currency to Base Currency. The Fund may acquire futures with the aim of achieving efficient equitisation, for example, in the event of a large cash inflow to the Fund. Futures give the Fund the ability to gain equities exposure before the Fund invests the cash directly into equities. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of forward foreign currency contracts. As the Fund will not be leveraged through the use of forward foreign currency contracts and although the Fund may be leveraged through utilising futures, it is not expected that there will be any increase in the Fund's risk profile.

## **Investor Profile**

The Fund is suitable for investors seeking a long-term appreciation of capital and who are prepared to accept a moderate degree of volatility.

## **WORLD ALLOCATION 60/40 FUND**

### ***Investment Objective***

The investment objective of the World Allocation 60/40 Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to invest in equity securities of companies traded on Recognised Markets in global developed and emerging market countries and fixed income securities of issuers in global developed countries and/or in collective investment schemes which provide exposure to such equity and/or fixed income securities, which the Investment Manager deems eligible. Equity securities in which the Fund may invest include, without limitation, common stock, preferred stock and depositary receipts. The Investment Manager may invest up to 100% of the Fund's assets in such collective investment schemes.

Generally, the Fund invests its assets in equity securities in global markets and fixed income securities in developed countries to achieve an allocation of approximately 40% to 80% (with a target allocation of approximately 60%) of the Fund's net assets to equity securities and 20% to 60% (with a target allocation of approximately 40%) of its net assets to fixed income securities. Periodically the Investment Manager will review the allocations for the Fund in the underlying securities and may adjust allocations to the underlying securities or may add or remove securities in the Fund without notice to shareholders.

The equity component of the Fund will generally have a greater emphasis on smaller companies and in shares which the Investment Manager deems to be value companies, and a lower emphasis on larger,

growth-oriented companies, in each case, as compared to their representation in the general equity market universe. A company's size is generally determined based on its market capitalisation relative to other companies in the same country or economic region. A company's market capitalisation is the number of its shares outstanding times its price per share. The eligible universe of securities that the Fund intends to invest in will generally be comprised of companies listed or traded on selected exchanges on Recognised Markets. In each country or region authorised for investment, the Investment Manager first ranks eligible companies listed or traded on selected exchanges based on the companies' market capitalisations. The Investment Manager then defines the minimum market capitalisation for a company in that country or region. For example, the Investment Manager defines the minimum market capitalisation for a company in the Eurozone as of 31 December 2017 to be USD 50 million at the time of purchase. The definition of minimum market capitalisation for a company will vary in each country or region and may change due to market conditions. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Generally, the Fund intends to purchase a broad and diverse group of securities traded on Recognised Markets in global developed and emerging market countries. For a current list of global developed countries the Investment Manager has approved for investment in respect of equity securities as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUNDS – COUNTRIES** below. For a current list of emerging market countries the Investment Manager has approved for investment in respect of equity securities as of the date of this Prospectus, please refer to **EMERGING MARKETS FUNDS – COUNTRIES** below. The Fund may invest up to 20% of the Fund's net assets in emerging market countries.

The term to maturity for fixed income securities which are inflation-linked or for which the Fund seeks to provide inflation protection will generally be less than 20 (twenty) years from the date of settlement. Fixed income securities which are not intended to be inflation-linked will generally mature with 5 (five) years from the date of settlement.

The fixed income securities in which the Fund may invest will be high quality, unleveraged, fixed or floating rate investment grade instruments which may or may not be inflation linked, including bonds and other fixed income instruments issued by governmental, quasi-governmental and corporate issuers predominantly in developed countries, including, but not limited to, money market instruments (including, without limitation, bank debt obligations such as uncollateralised time deposits and certificates of deposit), government, agency, supranational and corporate bonds (including intermediate and short term debt obligations), freely transferable promissory notes, commercial paper (including asset-backed commercial paper).

At the present time, developed countries for the purposes of this paragraph comprise those countries referred to in **GLOBAL DEVELOPED BOND FUNDS – COUNTRIES** above.

Generally, the Fund intends to target a majority of its investments in equity securities (either directly and/or through investment in collective investment schemes), although there is no guarantee that this will be achieved. When the Investment Manager determines that market forces have caused fundamental changes in the relative values of the equity and/or fixed income securities held and/or the assets of the collective investment schemes, the Investment Manager may modify the allocations of the Fund. To maintain target allocations, adjustments may be made by purchasing or selling securities and/or shares of the collective investment schemes or applying future investments and redemptions by the Fund in proportions necessary to rebalance the investments to achieve the targeted allocations outlined above.

In addition to, or as an alternative to, investing directly in the equity and fixed income securities referred to above, the Fund may invest in collective investment schemes which provide exposure to such securities. No



more than 20% of the Fund's net assets will be invested in any one collective investment scheme, however, up to 100% of the Fund's assets may be invested in aggregate in collective investment schemes. No more than 30% of the Fund's net assets will be invested in AIFs. The collective investment schemes in which the Fund may invest will be regulated and domiciled in the global developed countries as referred to above. Such collective investment schemes will not charge annual management fees in excess of 3% of those collective investment schemes' respective net asset values. Periodically the Investment Manager will review the allocations for the Fund in each collective investment scheme and may adjust allocations to collective investment schemes or may add or remove collective investment schemes without notice to shareholders.

In addition to investment in fixed income and equity securities and collective investment schemes, the Fund may invest in voting and non-voting depositary receipts listed or traded on Recognised Markets that the Investment Manager considers provide exposure to securities consistent with the target investments of the Fund. The Fund may obtain exposure to the securities of companies in Russia through investment in such depositary receipts.

The Directors have established five Classes in this Fund. GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro and USD Accumulation Shares are denominated in U.S. Dollars.

The Investment Manager does not currently intend to hedge any foreign currency exposure attributable to the equity portion of the Fund, or to the collective investment schemes in which the Fund is invested.

In the event that the Fund holds fixed income securities directly, investors should note that the Fund may use derivative instruments to hedge exposure to instruments that are denominated in currencies other than the Base Currency into the Base Currency of the Fund. The Fund may enter into forward foreign currency contracts so as to hedge against fluctuations in currency exchange rates. These may be used to hedge the currency exposure of instruments that are denominated in currencies other than the Base Currency, and also to hedge the currency exposure of non-Base Currency Classes, currently the EUR Accumulation Shares, EUR Distributing Shares and USD Accumulation Shares. The use of derivative instruments for currency hedging would alter the currency characteristics of the Fund's investments.

For efficient portfolio management purposes the Fund may acquire forward foreign currency contracts to settle non-Base Currency trades by entering into forward foreign currency contracts whose settlement date is the same as or prior to the settlement date of the non-Base Currency security. The Fund may also enter into forward foreign currency contracts to exchange one currency for another, including to convert excess foreign currency to Base Currency. The Fund may acquire futures with the aim of achieving efficient equitisation, for example, in the event of a large cash inflow to the Fund. Futures give the Fund the ability to gain equities exposure before the Fund invests the cash directly into equities. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of forward foreign currency contracts. As the Fund will not be leveraged through the use of forward foreign currency contracts and although the Fund may be leveraged through utilising futures, it is not expected that there will be any increase in the Fund's risk profile.

At least 25% of the Net Asset Value of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, "InvStG").

## Investor Profile

The Fund is suitable for investors seeking a long-term appreciation of capital and who are prepared to accept a high degree of volatility.

## **WORLD ALLOCATION 80/20 FUND**

### ***Investment Objective***

The investment objective of the World Allocation 80/20 Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to invest in equity and equity-related securities including, without limitation, common stock, preferred stock and depositary receipts of companies traded on Recognised Markets in global developed and emerging market countries and fixed income securities of issuers in global developed countries and/or in collective investment schemes which provide exposure to such equity and/or fixed income securities, which the Investment Manager deems eligible, as described below. The Investment Manager may invest up to 100% of the Fund's assets in such collective investment schemes.

Generally, the Fund invests its assets in equity securities in global markets and fixed income securities in developed countries to achieve an allocation of approximately 60% to 100% (with a target allocation of approximately 80%) of the Fund's assets to equity securities and 0% to 40% (with a target allocation of approximately 20%) of its assets to fixed income securities. Periodically the Investment Manager will review the allocations for the Fund in the underlying securities and may adjust allocations to the underlying securities or may add or remove securities in the Fund without notice to shareholders.

The equity component of the Fund will generally have a greater emphasis on smaller companies and in shares which the Investment Manager deems to be value companies, and a lower emphasis on larger, growth-oriented companies, in each case, as compared to their representation in the general equity market universe. A company's size is generally determined based on its market capitalisation relative to other companies in the same country or economic region. A company's market capitalisation is the number of its shares outstanding times its price per share. The eligible universe of securities that the Fund intends to invest in will generally be comprised of companies listed or traded on selected exchanges on Recognised Markets. In each country or region authorised for investment, the Investment Manager first ranks eligible companies listed or traded on selected exchanges based on the companies' market capitalisations. The Investment Manager then defines the minimum market capitalisation for a company in that country or region. For example, the Investment Manager defines the minimum market capitalisation for a company in the Eurozone as of 31 December 2017 to be USD 50 million at the time of purchase. The definition of minimum market capitalisation for a company will vary in each country or region and may change due to market conditions. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Generally, the Fund intends to purchase a broad and diverse group of securities traded on Recognised Markets in global developed and emerging market countries. For a current list of global developed countries the Investment Manager has approved for investment in respect of equity securities as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUNDS – COUNTRIES** below. For a current list of emerging market countries the Investment Manager has approved for investment in respect of equity securities as of the date of this Prospectus, please refer to **EMERGING MARKETS FUNDS – COUNTRIES** below. The Fund may invest up to 20% of the Fund's net assets in emerging market countries.

The term to maturity for fixed income securities which are inflation-linked or for which the Fund seeks to provide inflation protection will generally be less than 20 (twenty) years from the date of settlement. Fixed income securities which are not intended to be inflation-linked will generally mature with 5 (five) years from the date of settlement.

The fixed income securities in which the Fund may invest will be high quality, unleveraged, fixed or floating rate investment grade instruments which may or may not be inflation linked, including bonds and other fixed income instruments issued by governmental, quasi-governmental and corporate issuers predominantly in developed countries, including, but not limited to, money market instruments (including, without limitation, bank debt obligations such as uncollateralised time deposits and certificates of deposit), government, agency, supranational and corporate bonds (including intermediate and short term debt obligations), freely transferable promissory notes, commercial paper (including asset-backed commercial paper).

At the present time, developed countries for the purposes of this paragraph comprise those countries referred to in **GLOBAL DEVELOPED BOND FUNDS – COUNTRIES** above.

In addition to, or as an alternative to, investing directly in the equity and fixed income securities referred to above, the Fund may invest in collective investment schemes which provide exposure to such securities. No more than 20% of the Fund's net assets will be invested in any one collective investment scheme, however, up to 100% of the Fund's assets may be invested in aggregate in collective investment schemes. No more than 30% of the Fund's net assets will be invested in AIFs. The collective investment schemes in which the Fund may invest will be regulated and domiciled in the global developed countries as referred to above. Such collective investment schemes will not charge annual management fees in excess of 3% of those collective investment schemes' respective net asset values. Periodically the Investment Manager will review the allocations for the Fund in each collective investment scheme and may adjust allocations to collective investment schemes or may add or remove collective investment schemes without notice to shareholders.

In addition to investment in fixed income and equity securities and collective investment schemes, the Fund may invest in voting and non-voting depositary receipts listed or traded on Recognised Markets that the Investment Manager considers provide exposure to securities consistent with the target investments of the Fund. The Fund may obtain exposure to the securities of companies in Russia through investment in such depositary receipts.

Generally, the Fund intends to target a majority of its investments in equity securities (either directly and/or through investment in collective investment schemes), although there is no guarantee that this will be achieved. When the Investment Manager determines that market forces have caused fundamental changes in the relative values of the equity and/or fixed income securities held and/or the assets of the collective investment schemes, the Investment Manager may modify the allocations of the Fund. To maintain target allocations, adjustments may be made by purchasing or selling securities and/or shares of the collective investment schemes or applying future investments and redemptions by the Fund in proportions necessary to rebalance the investments to achieve the targeted allocations outlined above.

The Directors have established six Classes in this Fund. GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, and USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars.

The Investment Manager does not currently intend to hedge any foreign currency exposure attributable to the equity portion of the Fund, or to the collective investment schemes in which the Fund is invested.

In the event that the Fund holds fixed income securities directly, investors should note that the Fund may use derivative instruments to hedge exposure to instruments that are denominated in currencies other than the Base Currency into the Base Currency of the Fund. The Fund may enter into forward foreign currency contracts so as to hedge against fluctuations in currency exchange rates. These may be used to hedge the currency exposure of instruments that are denominated in currencies other than the Base Currency, and also to hedge the currency exposure of non-Base Currency Classes.

For efficient portfolio management purposes the Fund may acquire forward foreign currency contracts to settle non-Base Currency trades by entering into forward foreign currency contracts whose settlement date is the same as or prior to the settlement date of the non-Base Currency security. The Fund may also enter into forward foreign currency contracts to exchange one currency for another, including to convert excess foreign currency to Base Currency. The Fund may acquire futures with the aim of achieving efficient equitisation, for example, in the event of a large cash inflow to the Fund. Futures give the Fund the ability to gain equities exposure before the Fund invests the cash directly into equities. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of forward foreign currency contracts. As the Fund will not be leveraged through the use of forward foreign currency contracts and although the Fund may be leveraged through utilising futures, it is not expected that there will be any increase in the Fund's risk profile.

The Fund may use repurchase agreements for efficient portfolio management purposes only.

### ***Investor Profile***

The Fund is suitable for investors seeking a long-term appreciation of capital and who are prepared to accept a high degree of volatility.

## **WORLD EQUITY FUND**

### **Investment Objective**

The investment objective of the World Equity Fund is to achieve long-term total return.

### **Investment Policies**

The investment policy of this Fund is to purchase securities of companies traded on Recognised Markets in global developed and emerging market countries which the Investment Manager deems eligible.

Securities may include, without limitation, equities such as common stock, preferred stock and depositary receipts.

The Fund will generally have a greater allocation to companies that the Investment Manager deems to be small companies and to companies that the Investment Manager deems to be value companies and will generally have a lower allocation to large growth companies, in each case, as compared to their representation in the general equity market universe. A company is considered small primarily based on the company's market capitalisation. The Investment Manager determines the maximum market capitalisation of a small company with respect to each country or region in which the Fund invests. In the countries or region authorised for investment, the Investment Manager first aims to target eligible companies listed or traded on selected exchanges based, on average, on the smallest 10% to 15% of companies in those markets. The Investment Manager then determines the universe of eligible stocks by defining the maximum market capitalisation of a small company that may be purchased by the Fund with respect to each country or region. A company is considered a value company primarily because it has a high book value in relation to its market capitalisation. In assessing value, the Investment Manager may consider additional factors such as price-to-cash-flow or price-to-earnings ratios, as well as economic conditions and developments in the issuer's industry. The price-to-cash-flow ratio is a company's per share price divided by the company's per

share cash-flow; the price-to-earnings ratio is a company's per share price divided by the company's per share earnings. These ratios may be used for purposes including ranking or comparing the valuations of companies. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Generally, the Fund intends to purchase a broad and diverse group of securities traded on Recognised Markets in global developed and emerging market countries. For a current list of global developed countries the Investment Manager has approved for investment as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUNDS – COUNTRIES** below. For a current list of emerging market countries the Investment Manager has approved for investment as of the date of this Prospectus, please refer to **EMERGING MARKETS FUNDS – COUNTRIES** below. The Fund may invest up to 20% of the Fund's net assets in emerging market countries.

Under normal circumstances, the Fund will invest most of its net assets in securities of companies traded in global developed and emerging countries. In addition, the Fund may invest in voting and non-voting depositary receipts listed or traded on Recognised Markets that the Investment Manager considers provide exposure to securities consistent with the target investments of the Fund. The Fund may obtain exposure to the securities of companies in Russia through investment in such depositary receipts.

In addition, investments held by the Fund may include collective investment schemes which the Investment Manager considers to provide exposure to global equities consistent with the target returns of the Fund. No more than 10% of the Fund's net assets will be invested in collective investment schemes.

The Directors have established eight Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling, SEK Accumulation Shares are denominated in Swedish Krona and SGD Accumulation Shares are denominated in Singapore Dollar.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may also acquire futures and forward foreign currency contracts. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of futures and forward foreign currency contracts for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than futures and forward foreign currency contracts. Save as specified above in the case of the use of futures for efficient portfolio management purposes other than hedging, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of derivative instruments.

At least 51% of the Net Asset Value of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, "InvStG").

## **Investor Profile**

The Fund is suitable for investors seeking a long-term appreciation of capital and who are prepared to accept a high degree of volatility.

## **GLOBAL CORE EQUITY FUND**

## **Investment Objective**

The investment objective of the Global Core Equity Fund is to maximise long-term total return.

## **Investment Policies**

The investment policy of this Fund is to purchase securities of certain companies traded in global developed countries which the Investment Manager deems eligible. Under normal circumstances, the Fund will invest most of its net assets in securities of companies located in global developed countries.

The Fund will generally be overweighted in small companies and in shares which the Investment Manager deems to be eligible value stocks, and underweighted in large growth companies. Companies are considered small primarily based on a company's market capitalisation. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Generally, the Fund intends to purchase a broad and diverse group of readily marketable shares of companies traded on principal exchanges in certain global developed countries. For a current list of countries as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUNDS – COUNTRIES** below. No more than 20% of the Fund's net assets will be invested in countries which the Investment Manager considers to be emerging markets.

In addition to investment in securities of companies located in global developed countries, investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 5% of the Fund's net assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund.

The Directors have established twelve Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Hedged Accumulation Shares, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling, JPY Accumulation Shares and JPY Distributing Shares are denominated in Japanese Yen, SEK Accumulation Shares and SEK Distributing Shares are denominated in Swedish Krona and SGD Accumulation Shares are denominated in Singapore Dollar.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class provided that the Investment Manager intends to hedge substantially all of the foreign currency exposure of the EUR Hedged Accumulation Shares into Euro.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** The Investment Manager may use forward foreign currency contracts to hedge share classes against fluctuations in exchange rates. To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

At least 51% of the Net Asset Value of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, "InvStG").

## **GLOBAL CORE EQUITY II FUND**

### ***Investment Objective***

The investment objective of the Global Core Equity II Fund is to maximise long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase equity securities of certain companies traded in global developed countries which the Investment Manager deems eligible. Under normal circumstances, the Fund will invest most of its net assets in securities of companies located in global developed countries.

The Fund will generally be overweighted in small companies and in shares which the Investment Manager deems to be eligible value stocks, and underweighted in large growth companies. Companies are considered small primarily based on a company's market capitalisation. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Equity securities in which the Fund may invest include, without limitation, common stock, preferred stock and depositary receipts. Generally, the Fund intends to purchase a broad and diverse group of readily marketable shares of companies traded on principal exchanges in certain global developed countries. For a current list of countries as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUNDS – COUNTRIES** below. No more than 20% of the Fund's net assets will be invested in countries which the Investment Manager considers to be emerging markets.

In addition, the Fund may invest in collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 5% of the Fund's net assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund.

In constructing the Fund, the Investment Manager will generally invest the Fund in a very broadly diversified portfolio of equity securities. The Investment Manager further diversifies the Fund by allocating assets among a variety of different asset classes, such as large capitalisation, small capitalisation and emerging markets stocks.

The Directors have established two Classes in this Fund. JPY Accumulation Shares and JPY Distributing Shares are denominated in Japanese Yen.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may acquire forward foreign currency contracts to settle non-Base Currency trades by entering into forward foreign currency contracts whose settlement date is the same as or prior to the settlement date of the non-Base Currency security. The Fund may also enter into forward foreign currency contracts to exchange one currency for another, including to convert excess foreign currency to Base Currency. The Fund may acquire futures with the aim of achieving efficient equitisation, for example, in the event of a large cash inflow to the Fund, futures give the Fund the ability to gain equities exposure before the Fund invests the cash directly into equities. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient

portfolio management purposes, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of forward foreign currency contracts. As the Fund will not be leveraged through the use of forward foreign currency contracts, and although the Fund may be leveraged through utilising futures it is not expected that there will be any increase in the Fund's risk profile.

The Fund may use repurchase agreements for efficient portfolio management purposes.

### ***Investor Profile***

The Fund is suitable for investors seeking to maximise long-term total return.

## **GLOBAL VALUE FUND**

### ***Investment Objective***

The investment objective of the Global Value Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase securities of companies traded in global developed countries which the Investment Manager deems eligible value stocks. Under normal circumstances, the Fund will invest most of its net assets in securities of value companies located in global developed countries.

Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Generally, the Fund intends to purchase a broad and diverse group of shares of value companies traded on principal exchanges in global developed countries. For a current list of countries as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUNDS – COUNTRIES** below. No more than 20% of the Fund's net assets will be invested in countries which the Investment Manager considers to be emerging markets.

In addition to investment in securities of companies located in global developed countries, investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 5% of the Fund's assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund.

The Directors have established seven Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares, EUR Distributing Shares and EUR P



Accumulation Shares are denominated in Euro and GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

## **GLOBAL SMALL COMPANIES FUND**

### ***Investment Objective***

The investment objective of the Global Small Companies Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase securities of companies traded in global developed countries which the Investment Manager deems eligible small companies. Under normal circumstances, the Fund will invest most of its net assets in securities of small companies located in global developed countries. Companies are considered small primarily based on market capitalisation. The Investment Manager may modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Generally, the Fund intends to purchase a broad and diverse group of shares of small companies traded on principal exchanges in global developed countries. For a current list of countries as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUNDS – COUNTRIES** below. No more than 20% of the Fund's net assets will be invested in countries which the Investment Manager considers to be emerging markets.

In addition to investment in securities of small companies located in global developed countries, investments held by the Fund may include collective investment schemes which invest primarily in securities of small companies and which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 5% of the Fund's net assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund.

The Directors have established seven Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling and the JPY Accumulation Shares are denominated in Japanese Yen.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the

Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

At least 51% of the Net Asset Value of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, "InvStG").

## **GLOBAL SUSTAINABILITY CORE EQUITY FUND**

### ***Investment Objective***

The investment objective of the Global Sustainability Core Equity Fund is to seek to maximise long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase securities of companies traded primarily in developed countries which the Investment Manager deems eligible, as further detailed below. Securities that the Fund may purchase include, without limitation, equities such as common stock, preferred stock, depository receipts and other equity-like securities.

The Fund will generally have a greater allocation to companies that the Investment Manager deems to be smaller companies and to companies that the Investment Manager deems to be value companies and will generally have a lower allocation to large growth companies, in each case, as compared to their representation in the general equity market universe, while also adjusting the composition of the Fund based on environmental and sustainability impact considerations (as further detailed below) and allocations may be modified after considering other factors the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets. An equity issuer is considered a growth company primarily because it has a low, non-negative book value in relation to its market capitalisation. An equity issuer is considered a value company primarily because it has a high book value in relation to its market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager determines company size primarily based on a company's market capitalisation.

When making investment decisions for the Fund in relation to the companies mentioned above, the Investment Manager will take into account the impact that companies have on the environment and sustainability by adjusting the composition of the Fund based on environmental and sustainability impact considerations. Relative to a collective investment scheme which does not take environmental and sustainability impact considerations into account, the Fund intends to exclude or underweight securities of companies that, according to the Investment Manager's environmental and sustainability impact considerations, may have a relatively negative impact on the environment and sustainability interests as compared either to other companies in the Fund's entire investment universe or other companies with similar business lines. Similarly, relative to a collective investment scheme which does not take environmental and sustainability impact considerations into account when determining its investments, the Fund intends to overweight securities of companies that, according to the Investment Manager's environmental and sustainability impact considerations, may have a relatively positive impact on the environment and sustainability interests as compared either to other companies in the Fund's entire investment universe or other companies with similar business lines. In considering the environmental and sustainability impact and other factors that the Investment Manager believes may be important to investors, the Investment Manager may consider carbon and other greenhouse emissions, or potential emissions, land use, cluster munitions

manufacturing, biodiversity, involvement in toxic spills or releases, operational waste, water use, tobacco, child labour and factory farming activities, among other factors. In particular, the Fund may exclude companies the Investment Manager considers to have high carbon or greenhouse gas emissions or reserves that may produce those emissions. The environmental and sustainability impact considerations listed above are examples of factors that the Investment Manager believes indicate whether or not a company, as compared to other companies with similar business lines, promotes environmental and sustainability interests by pursuing economic growth and development that meets the needs of the present without compromising the needs of future generations. The Investment Manager may engage a third party service provider to provide research and ratings information relating to the Fund's environmental and sustainability impact considerations with respect to securities in the Fund, where information is available from such provider. Based on research and ratings information, the Investment Manager will determine an overall impact score for each company and will consider the overall impact score of the company when determining whether a security should, relative to a portfolio without these considerations: (i) be excluded from the Fund's holdings; (ii) have its weight decreased within the Fund; (iii) be held with no adjustment to its weight within the Fund; or (iv) have its weight increased within the Fund. The Investment Manager may also exclude or decrease the weight of specific companies due to concerns over any specific matter.

At any time, excluding cash, a majority of the net assets of the Fund will consist of the securities of companies outlined above which take into account environmental and sustainability impact considerations.

Generally, the Fund intends to purchase a broad and diverse group of readily marketable shares of companies traded on principal exchanges on Recognised Markets in certain developed countries. For a current list of developed countries the Investment Manager has approved as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUNDS – COUNTRIES** below.

Under normal circumstances, the Fund will invest most of its net assets in securities of companies traded in developed countries (as referred to above). However, no more than 20% of the Fund's net assets will be invested in securities of companies traded in emerging market countries. For a current list of emerging market countries the Investment Manager has approved as of the date of this Prospectus, please refer to **EMERGING MARKETS FUNDS – COUNTRIES** below.

In addition, investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund and give exposure to the types of securities referred to above. Up to 100% of the Fund's assets may be invested in collective investment schemes. No more than 20% of the Fund's net assets will be invested in any one collective investment scheme and no more than 30% of the Fund's net assets will be invested in AIFs. The collective investment schemes in which the Fund may invest will be regulated and domiciled in developed countries (as referred to above). Such collective investment schemes will not charge annual management fees in excess of 3% of those collective investment schemes' respective net asset values. Periodically the Investment Manager will review the allocations for the Fund in each collective investment scheme and may adjust allocations to collective investment schemes or may add or remove collective investment schemes without notice to shareholders.

The Directors have established six Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro and GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio

management purposes. It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

Save as specified above in the case of the use of futures for efficient portfolio management purposes other than hedging, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of derivative instruments.

The implementation and management of the Fund portfolio described above is protected by U.S. Patent Nos. 7,596,525 B1, 7,599,874 B1 and 8,438,092 B2.

At least 51% of the Net Asset Value of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, "InvStG").

### ***Investor Profile***

The Fund is suitable for investors seeking to maintain long-term total return.

## **GLOBAL TARGETED VALUE FUND**

### ***Investment Objective***

The investment objective of the Global Targeted Value Fund is to maximise long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase securities of certain companies traded in global developed countries which the Investment Manager deems both eligible smaller companies and eligible value stocks. Under normal circumstances, the Fund will invest most of its net assets in securities of smaller companies located in global developed countries. Companies are considered smaller primarily based on a company's market capitalisation. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Generally, the Fund intends to purchase a broad and diverse group of readily marketable shares of companies traded on principal exchanges in certain global developed countries. For a current list of countries as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUNDS – COUNTRIES** below. No more than 20% of the Fund's net assets will be invested in countries which the Investment Manager considers to be emerging markets.

In addition to investment in securities of smaller companies located in global developed countries, investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 5% of the Fund's net assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund.

The Directors have established ten Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling, SEK Accumulation Shares and SEK Distributing Shares are denominated in Swedish Krona, SGD Accumulation Shares are denominated in Singapore Dollar and JPY Accumulation Shares are denominated in Japanese Yen.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

At least 51% of the Net Asset Value of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, "InvStG").

## **GLOBAL DEVELOPED EQUITY FUNDS – COUNTRIES**

As of the date of this Prospectus, the Global Core Equity Fund, the Global Core Equity II Fund, the Global Targeted Value Fund, the Global Small Companies Fund, the Global Value Fund, the World Allocation 20/80 Fund, the World Allocation 40/60 Fund, the World Allocation 60/40 Fund, the World Allocation 80/20 Fund, the World Equity Fund and the Global Sustainability Core Equity Fund and the Emerging Markets Large Cap Core Equity Fund may invest in Austria, Australia, Belgium, Canada, Denmark, Finland, France, Germany, Greece, Hong Kong, Ireland, Israel, Italy, Japan, Netherlands, New Zealand, Norway, Portugal, Singapore, South Korea, Spain, Sweden, Switzerland, Taiwan, the United Kingdom and the United States of America. This is notwithstanding that the principal exchanges of some of these countries are listed in **APPENDIX I**. The Investment Manager reserves the right to amend this list of countries at any time. Any amendment to this list will be notified in the periodic reports of the Funds. The Investment Manager will determine in its discretion when and whether to invest in countries depending on a number of factors such as asset growth of the Fund and characteristics of each country's market.

## **EUROPEAN CORE EQUITY FUND**

### ***Investment Objective***

The investment objective of the European Core Equity Fund is to maximise long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase securities of certain companies traded in European countries which the Investment Manager deems eligible. Under normal circumstances, the Fund will invest most of its net assets in securities of companies located in European countries. The Fund will generally be overweighted in small companies and in shares which the Investment Manager deems to be eligible value stocks, and underweighted in large growth companies. Companies are considered small primarily based on a company's market capitalisation. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Generally, the Fund intends to purchase a broad and diverse group of readily marketable shares of companies traded on principal exchanges in certain European countries. For a current list of countries as of

the date of this Prospectus, please refer to **EUROPEAN FUNDS – COUNTRIES** below. No more than 20% of the Fund's net assets will be invested in countries which the Investment Manager considers to be emerging markets.

In addition to investment in securities of companies located in European countries, investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 10% of the Fund's net assets will be invested in collective investment schemes.

The Directors have established six Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro and GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

## **EUROPEAN VALUE FUND**

### ***Investment Objective***

The investment objective of the European Value Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase securities of certain European-traded companies which the Investment Manager deems eligible value stocks. Under normal circumstances, the Fund will invest most of its net assets in securities of companies located in Europe. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Generally, the Fund intends to purchase a broad and diverse group of readily marketable shares of companies traded on principal exchanges in certain European countries. For a current list of countries as of the date of this Prospectus, please refer to **EUROPEAN FUNDS – COUNTRIES** below. No more than 20% of the Fund's net assets will be invested in European countries which the Investment Manager considers to be emerging markets.

In addition to investment in securities of companies located in Europe, investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns

to investors in line with the target returns of the Fund. No more than 10% of the Fund's net assets will be invested in collective investment schemes.

The Directors have established six Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars. EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro. GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

At least 51% of the Net Asset Value of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, "InvStG").

## **EUROPEAN SMALL COMPANIES FUND**

### ***Investment Objective***

The investment objective of the European Small Companies Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase securities of certain European-traded companies which the Investment Manager deems eligible small companies. Under normal circumstances, the Fund will invest most of its net assets in securities of small companies located in Europe. Companies are considered small primarily based on market capitalisation. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Generally, the Fund intends to purchase a broad and diverse group of shares of small companies traded on principal exchanges in certain European countries. For a current list of countries as of the date of the Prospectus please refer to **EUROPEAN FUNDS – COUNTRIES** below. No more than 20% of the Fund's net assets will be invested in European countries which the Investment Manager considers to be emerging markets.

In addition to investment in securities of small companies located in Europe, investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 10% of the Fund's net assets will be invested in collective investment schemes.

The Directors have established six Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

At least 51% of the Net Asset Value of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, "InvStG").

## **EUROPEAN FUNDS – COUNTRIES**

As of the date of this Prospectus, the European Small Companies Fund, the European Value Fund and the European Core Equity Fund may invest in Austria, Belgium, Denmark, Finland, France, Germany, Greece, Ireland, Italy, Netherlands, Norway, Portugal, Spain, Sweden, Switzerland and the United Kingdom. The Investment Manager reserves the right to amend the list of countries at any time. Any amendment to this list will be notified in the periodic reports of the Funds. The Investment Manager will determine in its discretion when and whether to invest in countries depending on a number of factors such as asset growth in a Fund and characteristics of each country's market.

## **JAPAN CORE EQUITY FUND**

### ***Investment Objective***

The investment objective of the Japan Core Equity Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase equity securities and equity-related securities including, without limitation, common stock, preferred stock and depositary receipts of Japanese-traded companies which the Investment Manager deems eligible, as described below. Under normal circumstances, the Fund will invest most of its net assets in securities of Japanese companies. The NAV of the Fund may be subject to high volatility.

The Fund will generally have a greater emphasis on smaller companies and in shares which the Investment Manager deems to be value stocks, and a lower emphasis on larger, growth-oriented companies than their natural representation in the general equity market universe. A company's size is generally determined by its market capitalisation relative to other Japanese companies. A company's market capitalisation is the number of its shares outstanding times its price per share. The Investment Manager first ranks eligible companies listed or traded on selected exchanges based on the companies' market capitalisations. The Investment Manager then defines the minimum market capitalisation for a company. For example, the Investment Manager defines the minimum market capitalisation for a Japanese company as of 31 December 2017 to be USD 50 million at the time of purchase. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.



In addition the Fund may invest in collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 5% of the Fund's net assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund. In addition, the Fund is authorised to invest no more than 10% of its net assets in private placements of common stock that are freely transferable and listed or traded on a principal Japanese exchange or in other unlisted securities. The Fund does not generally intend to invest directly in unlisted securities. However, unlisted securities may become available to the Fund through, for example, corporate actions. The Fund generally intends to participate in such a corporate action only if it believes that doing so will maximise shareholder value.

The Directors have established three Classes in this Fund. JPY Accumulation Shares and JPY Distributing Shares are denominated in Japanese Yen, and EUR Hedged Accumulation Shares are denominated in Euro.

The Investment Manager intends to hedge substantially all of the foreign currency exposure of EUR Hedged Accumulation Shares into Euro.

For efficient portfolio management purposes the Fund may acquire forward foreign currency contracts to settle non-Base Currency trades by entering into forward foreign currency contracts whose settlement date is the same as or prior to the settlement date of the non-Base Currency security. The Fund may also enter into forward foreign currency contracts to exchange one currency for another, including to convert excess foreign currency to Base Currency. In addition, the Investment Manager may use forward foreign currency contracts to hedge share classes against fluctuations in exchange rates. To the extent there are any gains or losses from such share class transactions, they will be assigned solely to the relevant currency Class. The use of such forward foreign currency contracts may therefore alter the currency characteristics of the Fund's investments.

The Fund may acquire futures with the aim of achieving efficient equitisation, for example, in the event of a large cash inflow to the Fund. Futures give the Fund the ability to gain equities exposure before the Fund invests the cash directly into equities. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of forward foreign currency contracts. As the Fund will not be leveraged through the use of forward foreign currency contracts and although the Fund may be leveraged through utilising futures, it is not expected that there will be any increase in the Fund's risk profile.

The Fund may use repurchase agreements for efficient portfolio management purposes only.

### ***Investor Profile***

The Fund is suitable for investors seeking to achieve long-term total return and who are prepared to accept a high degree of volatility.

## **PACIFIC BASIN SMALL COMPANIES FUND**

### ***Investment Objective***

The investment objective of the Pacific Basin Small Companies Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase securities of Pacific Basin traded companies which the Investment Manager deems eligible small companies. Under normal circumstances, the Fund will invest most of its net assets in securities of small companies located in the Pacific Basin. Companies are considered small primarily based on market capitalisation. The Investment Manager may modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Currently, the Fund intends to purchase a broad and diverse group of stock traded on the principal exchanges in the Pacific Basin. For a current list of Pacific Basin countries as of the date of this Prospectus, please refer to **PACIFIC BASIN FUNDS – COUNTRIES** below. No more than 20% of the Fund's net assets will be invested in Pacific Basin countries which the Investment Manager considers to be emerging markets.

In addition to investment in securities of small companies located in the Pacific Basin, investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 10% of the Fund's net assets will be invested in collective investment schemes.

The Directors have established six Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro and GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes. It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

At least 51% of the Net Asset Value of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, "InvStG").

### **PACIFIC BASIN FUNDS – COUNTRIES**

As of the date of this Prospectus, the Pacific Basin Small Companies Fund may invest in Australia, China, Hong Kong, Japan, New Zealand, Singapore, South Korea and Taiwan. The Investment Manager reserves the right to amend this list of countries at any time. Any amendment to this list will be notified in the periodic reports of the Funds. The Investment Manager will determine in its discretion when and whether to invest in countries depending on a number of factors such as asset growth of the Fund and characteristics of each country's market.

### **U.S. VALUE FUND**

#### ***Investment Objective***

The investment objective of the U.S. Value Fund is to achieve long-term total return.

## ***Investment Policies***

The investment policy of this Fund is to purchase securities of U.S. traded companies which the Investment Manager deems eligible value stocks. Generally the Fund intends to purchase a broad and diverse group of readily marketable stocks of U.S. companies traded on a principal U.S. exchange or on the over-the-counter market that the Investment Manager determines to be value stocks. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Under normal circumstances, the Fund will invest most of its net assets in securities of U.S. companies.

In addition to investment in securities of companies located in the U.S., investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 10% of the Fund's net assets will be invested in collective investment schemes.

The Directors have established six Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro and GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

## **U.S. SMALL COMPANIES FUND**

### ***Investment Objective***

The investment objective of the U.S. Small Companies Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase securities of U.S. traded companies which the Investment Manager deems eligible small companies. Companies are considered small primarily based on market capitalisation. Generally, the Fund intends to purchase a broad and diverse group of common stocks of small companies traded on a principal U.S. exchange or on the over-the-counter market. The Investment Manager may modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In

assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Under normal circumstances, the Fund will invest most of its net assets in securities of small U.S. companies.

In addition to investment in securities of small companies located in the U.S., investments held by the Fund may include collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 5% of the Fund's net assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund. In addition, the fund is authorised to invest no more than 10% of its net assets in private placements of common stock that are freely transferable and listed or traded on a principal U.S. exchange or in other unlisted securities.

The Directors have established eight Classes in this Fund. USD Accumulation Shares and USD Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling and JPY Accumulation Shares and JPY Distributing Shares are denominated in Japanese Yen.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

At least 51% of the Net Asset Value of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, "InvStG").

## **U.S. SMALL COMPANIES II FUND**

### ***Investment Objective***

The investment objective of the U.S. Small Companies II Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase equity securities of U.S.-traded companies which the Investment Manager deems eligible small companies.

Companies are considered small primarily based on market capitalisation. Generally, the Fund intends to invest in securities of US companies with market capitalisations within the smallest 10% of the market universe or smaller than the 1,000th largest US company, whichever results in a higher market capitalisation break, although these parameters may change from time to time. The Investment Manager may modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Equity securities in which the Fund may invest include, without limitation, common stock, preferred stock and depositary receipts. Under normal circumstances, the Fund will invest most of its net assets in securities of small U.S. companies.

In addition the Fund may invest in collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 5% of the Fund's net assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund. In addition, the Fund is authorised to invest no more than 10% of its net assets in private placements of common stock that are freely transferable and listed or traded on a principal U.S. exchange or in other unlisted securities. The Fund does not generally intend to invest directly in unlisted securities. However, unlisted securities may become available to the Fund through, for example, corporate actions. The Fund generally intends to participate in such a corporate action only if it believes that doing so will maximise shareholder value.

The Directors have established two Classes in this Fund. JPY Accumulation Shares and JPY Distributing Shares are denominated in Japanese Yen.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

For efficient portfolio management purposes the Fund may acquire forward foreign currency contracts to settle non-Base Currency trades by entering into forward foreign currency contracts whose settlement date is the same as or prior to the settlement date of the non-Base Currency security. The Fund may also enter into forward foreign currency contracts to exchange one currency for another, including to convert excess foreign currency to Base Currency. The Fund may acquire futures with the aim of achieving efficient equitisation, for example, in the event of a large cash inflow to the Fund, futures give the Fund the ability to gain equities exposure before the Fund invests the cash directly into equities. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of forward foreign currency contracts. As the Fund will not be leveraged through the use of forward foreign currency contracts and although the Fund may be leveraged through utilising futures, it is not expected that there will be any increase in the Fund's risk profile.

The Fund may use repurchase agreements for efficient portfolio management purposes.

### ***Investor Profile***

The Fund is suitable for investors seeking to achieve long-term total return.

## **U.S. CORE EQUITY FUND**

### ***Investment Objective***

The investment objective of the U.S. Core Equity Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase equity securities and equity-related securities including, without limitation, common stock, preferred stock and depositary receipts of U.S. listed companies which the Investment Manager deems eligible, as described below. Under normal circumstances, the Fund will invest most of its net assets in securities of U.S. companies. The NAV of the Fund may be subject to high volatility.

The Fund will generally have a greater emphasis on smaller companies and in shares which the Investment Manager deems to be value stocks, and a lower emphasis on larger, growth-oriented companies than their natural representation in the general equity market universe. A company's size is generally determined by its market capitalisation relative to other U.S. companies. A company's market capitalisation is the number of its shares outstanding times its price per share. The Investment Manager first ranks eligible companies listed or traded on selected exchanges based on the companies' market capitalisations. The Investment Manager then defines the minimum market capitalisation for a company. For example, the Investment Manager defines the minimum market capitalisation for a U.S. company as of 31 December 2017 to be USD 10 million at the time of purchase. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

In addition the Fund may invest in collective investment schemes which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. No more than 5% of the Fund's net assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund. In addition, the Fund is authorised to invest no more than 10% of its net assets in private placements of common stock that are freely transferable and listed or traded on a principal U.S. exchange or in other unlisted securities. The Fund does not generally intend to invest directly in unlisted securities. However, unlisted securities may become available to the Fund through, for example, corporate actions. The Fund generally intends to participate in such a corporate action only if it believes that doing so will maximise shareholder value.

The Directors have established one Class in this Fund. USD Accumulation Shares are denominated in U.S. Dollars.

For efficient portfolio management purposes the Fund may acquire forward foreign currency contracts to settle non-Base Currency trades by entering into forward foreign currency contracts whose settlement date is the same as or prior to the settlement date of the non-Base Currency security. The Fund may also enter into forward foreign currency contracts to exchange one currency for another, including to convert excess foreign currency to Base Currency. The use of such forward foreign currency contracts may therefore alter the currency characteristics of the Fund's investments.

The Fund may acquire futures with the aim of achieving efficient equitisation, for example, in the event of a large cash inflow to the Fund. Futures give the Fund the ability to gain equities exposure before the Fund invests the cash directly into equities. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of forward foreign currency contracts. As the Fund will not be leveraged through the use of forward foreign currency contracts and although the Fund may be leveraged through utilising futures, it is not expected that there will be any increase in the Fund's risk profile.

The Fund may use repurchase agreements for efficient portfolio management purposes only.

### ***Investor Profile***

The Fund is suitable for investors seeking to achieve long-term total return and who are prepared to accept a high degree of volatility.

## **EMERGING MARKETS VALUE FUND**

### ***Investment Objective***

The investment objective of the Emerging Markets Value Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase securities of publicly-traded companies listed or traded in emerging markets which the Investment Manager deems eligible value stocks.

Securities are considered value stocks primarily because a company's shares have a high book value in relation to market capitalisation. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Emerging Market countries are countries that are generally considered to be developing or emerging countries by the International Bank for Reconstruction and Development or the International Finance Corporation, as well as countries that are classified by the United Nations or are otherwise regarded by their own authorities as developing. For a current list of countries as at the date of the Prospectus please refer to **EMERGING MARKETS FUNDS – COUNTRIES** below. In addition to investment in securities of publicly-traded companies listed or traded in emerging markets, investments held by the Fund may include collective investment schemes, American Depositary Receipts (“**ADRs**”), International Depositary Receipts (“**IDRs**”) and Non-Voting Depositary Receipts (“**NVDRs**”) which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. The Fund may obtain exposure to the securities of companies in Russia through investment in ADRs and IDRs.

The Fund may invest up to 20% in global developed countries (though this percentage may be higher, for short periods, where the Investment Manager deems it necessary to achieve equity exposure for the Fund, pending making investments in emerging market securities or paying out redemptions). For a current list of global developed countries the Investment Manager has approved as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUND — COUNTRIES** above

No more than 5% of the Fund's net assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund.

The Directors have established ten Classes in this Fund. USD Accumulation Shares and USD Distributing Shares, are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are

denominated in Euro, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling, JPY Accumulation Shares and JPY Distributing Shares are denominated in Japanese Yen and SEK Accumulation Shares and SEK Distributing Shares are denominated in Swedish Krona.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

**An investment in this Fund should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.**

For efficient portfolio management purposes the Fund may also acquire forward foreign currency contracts and futures. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes other than hedging, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

At least 51% of the Net Asset Value of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, "InvStG").

## **EMERGING MARKETS VALUE II FUND**

### ***Investment Objective***

The investment objective of the Emerging Markets Value II Fund is to achieve long-term total return.

### ***Investment Policies***

The investment policy of this Fund is to purchase securities of publicly-traded companies listed or traded in emerging markets which the Investment Manager deems eligible value stocks.

Securities are considered value stocks primarily because a company's shares have a high book value in relation to market capitalisation. In assessing value, the Investment Manager may consider additional factors such as price to cashflow or price to earnings ratios as well as economic conditions and developments in the issuer's industry. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also modify Fund allocations after considering other factors which the Investment Manager determines to be appropriate, such as free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Emerging Market countries are countries that are generally considered to be developing or emerging countries by the International Bank for Reconstruction and Development or the International Finance Corporation, as well as countries that are classified by the United Nations or are otherwise regarded by their own authorities as developing. For a current list of countries as at the date of the Prospectus please refer to **EMERGING MARKETS FUNDS — COUNTRIES** below. In addition to investment in securities of publicly-traded companies listed or traded in emerging markets, investments held by the Fund may include collective investment schemes, American Depositary Receipts ("**ADRs**"), International Depositary Receipts ("**IDRs**") and Non-Voting Depositary Receipts ("**NVDRs**") which the Investment Manager considers will give consistent returns to investors in line with the target returns of the Fund. The Fund may obtain exposure to the securities of companies in Russia through investment in ADRs and IDRs. NVDRs are depositary receipts typically issued by a bank or exchange affiliate that do not hold voting rights to the underlying security. The Fund may invest up to 20% in global developed countries (though this percentage may be higher, for short



periods, where the Investment Manager deems it necessary to achieve equity exposure for the Fund, pending making investments in emerging market securities or paying out redemptions). For a current list of global developed countries the Investment Manager has approved as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUND — COUNTRIES** above.

No more than 5% of the Fund's net assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund.

The Directors have established two Classes in this Fund. JPY Accumulation Shares and JPY Distributing Shares are denominated in Japanese Yen.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any Class.

**An investment in this Fund should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.**

For efficient portfolio management purposes the Fund may acquire forward foreign currency contracts to settle non-Base Currency trades by entering into forward foreign currency contracts whose settlement date is the same as or prior to the settlement date of the non-Base Currency security. The Fund may also enter into forward foreign currency contracts to exchange one currency for another, including to convert excess foreign currency to Base Currency. The Fund may acquire futures with the aim of achieving efficient equitisation, for example, in the event of a large cash inflow to the Fund, futures give the Fund the ability to gain equities exposure before the Fund invests the cash directly into equities. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.** Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of forward foreign currency contracts. As the Fund will not be leveraged through the use of forward foreign currency contracts and although the Fund may be leveraged through utilising futures, it is not expected that there will be any increase in the Fund's risk profile.

The Fund may use repurchase agreements for efficient portfolio management purposes.

### ***Investor Profile***

The Fund is suitable for investors seeking to achieve long-term total return.

## **EMERGING MARKETS LARGE CAP CORE EQUITY FUND**

### ***Investment Objective***

The investment objective of the Emerging Markets Large Cap Core Equity Fund is to seek long-term capital appreciation.

### ***Investment Policies***

The investment policy of this Fund is to purchase a broad market coverage of equity and equity-related securities including, without limitation, common stock, preferred stock and depositary receipts of larger companies associated with emerging markets, which may include frontier markets (emerging market

countries in an earlier stage of development) (the "**Approved Markets**"). The Fund may gain exposure to companies associated with emerging markets by purchasing securities, which may be listed or traded outside the issuer's domicile country. Approved Market securities are defined as securities that are associated with an Approved Market, and include, among others: (a) securities of companies that are organised under the laws of, or maintain their principal place of business in, an Approved Market; (b) securities for which the principal trading market is in an Approved Market; (c) securities issued by the government of an Approved Market country, its agencies or instrumentalities, or the central bank of such country; (d) securities denominated in an Approved Market currency issued by companies to finance operations in Approved Markets; (e) securities of companies that derive at least 50% of their revenues or profits from goods produced or sold, investments made, or services performed in Approved Markets or have at least 50% of their assets in Approved Markets; (f) Approved Markets securities in the form of depository shares or (g) securities of collective investment schemes that invest primarily in Approved Markets securities or that invest in derivative instruments that derive their value from Approved Markets securities. Securities of Approved Markets may include securities of companies in Approved Markets that may also have business relationships or operations or sales in countries outside the Approved Markets. As a result, the value of the securities of such companies may reflect economic and market forces in such other countries as well as in the Approved Markets. The Investment Manager, however, will select only those companies that, in its view, have sufficiently strong exposure to economic and market forces in Approved Markets.

Securities are considered large cap stocks primarily based on market capitalisation. A company's market capitalisation is the number of its shares outstanding times its price per share. The eligible universe of securities that the Fund intends to invest in will generally comprise the largest companies within each Approved Market, collectively representing 80% to 90% of each Approved Market, although these parameters will vary from country to country and may also change from time to time. In each country authorised for investment the Investment Manager first ranks eligible companies listed or traded on selected exchanges based on the companies' market capitalisations. The Investment Manager then defines the minimum market capitalisation for a large company in that country, generally in accordance with the aforementioned parameters. For example, the Investment Manager defines the minimum market capitalisation for a large company in China as of 31 December 2017 to be USD 4,925 million, and Greece as of 31 December 2017 to be USD 1,608 million at the time of purchase. The definition of minimum market capitalisation for a large company will vary in each Approved Market and may change due to market conditions. Within the universe of eligible companies, the Fund may have an increased exposure to securities of companies that have a smaller relative market cap, securities that it considers to be value securities and securities of companies with higher profitability relative to other companies eligible for investment. In assessing value, the Investment Manager may consider additional factors such as an issuer's securities having a high book value in relation to their market value, price to cash flow or price to earnings ratios. The criteria the Investment Manager uses for assessing value are subject to change from time to time. The Investment Manager may also consider free float, momentum, trading strategies, liquidity management, and profitability, as well as other factors that the Investment Manager determines to be appropriate given market conditions. In assessing profitability, the Investment Manager may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

Emerging Market countries are countries that are generally considered to be developing or emerging countries by the International Bank for Reconstruction and Development or the International Finance Corporation, as well as countries that are classified by the United Nations or are otherwise regarded by their own authorities as developing. For a current list of countries as at the date of the Prospectus please refer to **EMERGING MARKETS FUNDS – COUNTRIES** below.

In addition, investments held by the Fund may include collective investment schemes, American Depositary Receipts ("**ADRs**"), International Depositary Receipts ("**IDRs**") and Non-Voting Depositary Receipts ("**NVDRs**") which the Investment Manager considers are consistent with the objectives of the Fund. The Fund may obtain exposure to the securities of companies in Russia through investment in ADRs and IDRs. NVDRS are depositary receipts typically issued by a bank or exchange affiliate that do not hold voting rights to the underlying security.

No more than 5% of the Fund's net assets will be invested in collective investment schemes, however the Investment Manager may increase this limit to 10% of the Fund's net assets upon prior notice to the Shareholders of the Fund.

The Fund may invest up to 20% in global developed countries (though this percentage may be higher, for short periods, where the Investment Manager deems it necessary to achieve equity exposure for the Fund, pending making investments in emerging market securities or paying out redemptions). For a current list of global developed countries the Investment Manager has approved as of the date of this Prospectus, please refer to **GLOBAL DEVELOPED EQUITY FUND — COUNTRIES** above.

The Directors have established nine Classes in this Fund. USD Accumulation Shares, USD Distributing Shares, USD Z Institutional Accumulation Shares and USD Z Institutional Distributing Shares are denominated in U.S. Dollars, EUR Accumulation Shares and EUR Distributing Shares are denominated in Euro, GBP Accumulation Shares and GBP Distributing Shares are denominated in Sterling and SGD Accumulation Shares are denominated in Singapore Dollar.

The Investment Manager does not currently intend to hedge any foreign currency exposure in any non-Base Currency Class.

**An investment in this Fund should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.**

For efficient portfolio management purposes the Fund may acquire forward foreign currency contracts to settle non-Base Currency trades by entering into forward foreign currency contracts whose settlement date is the same as or prior to the settlement date of the non-Base Currency security. The Fund may also enter into forward foreign currency contracts to exchange one currency for another, including to convert excess foreign currency to Base Currency. The Fund may acquire futures with the aim of achieving efficient equitisation, for example, in the event of a large cash inflow to the Fund, futures give the Fund the ability to gain equities exposure before the Fund invests the cash directly into equities. **The Fund will not be leveraged through the use of forward foreign currency contracts.** To the extent that the Fund utilises futures for efficient portfolio management purposes, the Fund may be leveraged, but such leverage will not be material and will not, in any circumstances, exceed 100% of the Net Asset Value of the Fund at any time. **The Fund's global exposure relating to derivative instruments will be calculated using a commitment approach.**

Please see **APPENDIX II** for further details in relation to the use of forward foreign currency contracts and futures for efficient portfolio management purposes.

It is not the Fund's current intention to utilise any derivative instruments other than forward foreign currency contracts and futures.

Save as specified above in the case of the use of futures for efficient portfolio management purposes, the Directors will monitor the Fund's assets to ensure the Fund is not leveraged through the use of forward foreign currency contracts. As the Fund will not be leveraged through the use of forward foreign currency contracts and although the Fund may be leveraged through utilising futures, it is not expected that there will be any increase in the Fund's risk profile.

The Fund may use repurchase agreements for efficient portfolio management purposes.

At least 51% of the Net Asset Value of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, "InvStG").

### ***Investor Profile***

The Fund is suitable for investors seeking to achieve long-term capital appreciation.

## EMERGING MARKETS FUNDS – COUNTRIES

As of the date of this Prospectus, the Emerging Markets Value Fund, the Emerging Markets Value II Fund, the Emerging Markets Large Cap Core Equity Fund, the Pacific Basin Small Companies Fund, the World Allocation 20/80 Fund, the World Allocation 40/60 Fund, the World Allocation 60/40 Fund, the World Allocation 80/20 Fund, the World Equity Fund and the Global Sustainability Core Equity Fund intend to purchase a broad and diverse group of stocks traded on the principal exchanges of the Brazil, Chile, China, Colombia, Czech Republic, Egypt, Greece, Hungary, Hong Kong, India, Indonesia, Israel, Malaysia, Mexico, Peru, Philippines, Poland, South Africa, South Korea, Taiwan, Thailand and Turkey. This is notwithstanding that the principal exchanges of some of these countries are listed in **APPENDIX I**. The Investment Manager reserves the right to amend this list of countries at any time. Any amendment to this list will be notified in the periodic reports of the Funds. The Investment Manager will determine in its discretion when and whether to invest in countries depending on a number of factors such as asset growth in a Fund and characteristics of each country's market.

---

## INVESTMENT RESTRICTIONS

---

The assets of each Fund must be invested in accordance with the restrictions on investments set out in the UCITS Regulations and such additional investment restrictions, if any, as may be adopted from time to time by the Directors in respect of any Fund such as those described in the Investment Objectives and Policies of each Fund above. The principal investment restrictions applying to each Fund under the UCITS Regulations are described as follows:

- (i) Subject to paragraph (ii) below, a Fund may invest:
  - (a) up to 100% in transferable securities and money market instruments as prescribed in the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable which are listed, traded or dealt in on a Recognised Market.
  - (b) up to 10% of its net assets in recently issued transferable securities which will be admitted to official listing on a stock exchange or other market (as described above) within a year. This restriction will not apply in relation to investment by a Fund in certain U.S. securities known as Rule 144A securities provided that:
    - 1. the securities are issued with an undertaking to register with the U.S. Securities and Exchanges Commission within one year of issue; and
    - 2. the securities are not illiquid securities i.e. they may be realised by the Fund within seven days at the price, or approximately at the price, at which they are valued by the Fund.
  - (c) in money market instruments, other than those dealt on a Recognised Market.
  - (d) in units of UCITS.
  - (e) in units of AIFs as prescribed in the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable.
  - (f) in deposits with credit institutions as prescribed in the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable.
  - (g) in financial derivative instruments as prescribed in the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable.
- (ii) A Fund may invest no more than 10% of net assets in transferable securities and money market instruments other than those referred to in paragraph (i) above.
- (iii)
  - (a) A Fund may invest no more than 10% of net assets in transferable securities or money market instruments issued by the same body provided that the total value of transferable securities and money market instruments held in the issuing bodies in each of which it invests more than 5% is less than 40%.
  - (b) Subject to the prior approval of the Central Bank, the limit of 10% (in (a)) is raised to 25% in the case of bonds that are issued by a credit institution which has its registered office in an EU Member State and is subject by law to special public supervision designed to protect bond-holders. If a Fund invests more than 5% of its net assets in these bonds issued by one issuer, the total value of these investments may not exceed 80% of the net asset value of the Fund.

- (c) The limit of 10% (in (a)) is raised to 35% if the transferable securities or money market instruments are issued or guaranteed by an EU Member State or its local authorities or by a non-EU Member State or public international body of which one or more EU Member States are members.

The transferable securities and money market instruments referred to in (b) and (c) shall not be taken into account for the purpose of applying the limit of 40% referred to in (a).

(iv)

- (a) A Fund may not invest more than 20% of net assets in deposits made with the same credit institution.
- (b) Deposits with any one credit institution, other than credit institutions authorised in the EEA or credit institutions authorised within a signatory state (other than an EEA member state) to the Basle Capital Convergence Agreement of July 1988, held as ancillary liquidity, must not exceed 10% of net assets.
- (c) This limit may be raised to 20% in the case of deposits made with the Depositary.

(v)

- (a) The risk exposure of a Fund to a counterparty to an OTC derivative may not exceed 5% of net assets.
- (b) This limit is raised to 10% in the case of credit institutions authorised in the EEA or credit institutions authorised within a signatory state (other than an EEA member state) to the Basle Capital Convergence Agreement of July 1988 or a credit institution authorised in Jersey, Guernsey, the Isle of Man, Australia or New Zealand.

- (vi) A combination of two or more of the following issued by, or made or undertaken with, the same body may not exceed 20% of net assets:

- (a) investments in transferable securities or money market instruments;
- (b) deposits; and/or
- (c) counterparty risk exposures arising from OTC derivatives transactions

- (vii) The limits referred to in (iii), (iv), (v) and (vi) above may not be combined, so that exposure to a single body shall not exceed 35% of net assets.

- (viii) Group companies are regarded as a single issuer for the purposes of (iii), (iv), (v) and (vi).

- (ix) A Fund may invest up to 100% of net assets in different transferable securities and money market instruments issued or guaranteed by any EU Member State, its local authorities, non-EU Member States or public international body of which one or more EU Member States are members.

The individual issuers may be drawn from the following list:

OECD Governments (provided the relevant issues are investment grade)

Government of Brazil (provided the issues are of investment grade)

Government of India (provided the issues are of investment grade)

Government of Singapore

European Investment Bank

European Bank for Reconstruction & Development

International Finance Corporation

International Monetary Fund

Euratom

The Asian Development Bank

Council of Europe

Eurofima

African Development Bank

The World Bank

The International Bank for Reconstruction & Development

The Inter-American Development Bank

European Union

European Central Bank

Federal National Mortgage Association

Federal Home Loan Mortgage Corporation

Government National Mortgage Association

Student Loan Marketing Association

Federal Home Loan Bank

Federal Farm Credit Bank

Tennessee Valley Authority

Straight-A Funding LLC

A Fund must hold securities from at least 6 different issues, with securities from any one issue not exceeding 30% of net assets.

- (x) A Fund shall not invest more than 20% of its net assets in any one collective investment undertaking. A Fund shall not invest more than 30% of its net assets in aggregate in AIFs. The collective investment undertakings in which a Fund invests are prohibited from investing more than 10% of net assets in other open-ended collective investment schemes.

When a Fund invests in the units of other collective investment schemes that are managed, directly or by delegation, by the same investment management company or by any other company with which the investment management company is linked by common management or control, or by a substantial direct or indirect holding, that investment management company or other company may not charge subscription, conversion or redemption fees on account of the Fund's investment in the units of such other collective investment scheme.

Where a commission (including a rebated commission) is received by the Investment Manager or the investment sub-advisors by virtue of an investment in the units of another collective investment scheme, this commission must be paid into the property of the relevant Fund.

- (xi) A Fund may not acquire any shares carrying voting rights which would enable it to exercise significant influence over the management of an issuing body.
- (xii) A Fund may acquire no more than:
  - (a) 10% of the non-voting shares of any single issuing body;
  - (b) 10% of the debt securities of any single issuing body;
  - (c) 25% of the units of any single collective investment undertaking;
  - (d) 10% of the money market instruments of any single issuing body.

NOTE: The limits laid down in (b), (c) and (d) above may be disregarded at the time of acquisition if at that time the gross amount of the debt securities or of the money market instruments, or the net amount of the securities in issue cannot be calculated.

- (xiii) (xi) and (xii) shall not be applicable to:
  - (a) transferable securities and money market instruments issued or guaranteed by an EU Member State or its local authorities;
  - (b) transferable securities and money market instruments issued or guaranteed by a non-EU Member State;
  - (c) transferable securities and money market instruments issued by public international bodies of which one or more EU Member States are members;
  - (d) shares held by a Fund in the capital of a company incorporated in a non-EU Member State which invests its assets mainly in the securities of issuing bodies having their registered offices in that non-EU Member State, where under the legislation of that non-EU Member State such a holding represents the only way in which the Fund can invest in the securities of issuing bodies of that non-EU Member State. This waiver is applicable only if in its investment policies the company from the non-EU Member State complies with the limits laid down in (i) to (viii), and (x) to (xii), and provided that where these limits are exceeded, (xv) and (xvi) are observed;
  - (e) shares held by Fund in the capital of subsidiary companies carrying on only the business of management, advice or marketing in the country where the subsidiary is located, in regard to the repurchase of units at unit-holders' request exclusively on their behalf
- (xiv) A Fund need not comply with the investment restrictions herein when exercising subscription rights attaching to transferable securities or money market instruments which form part of their assets.
- (xv) The Central Bank may allow recently authorised Funds to derogate from the provisions of (iii) to (x) and from percentage limits on the use of portfolio management and hedging techniques described in **EFFICIENT PORTFOLIO MANAGEMENT** in **APPENDIX II** below for a period of up to six months from the date of authorisation of that Fund, provided that the relevant Fund observes the principle of risk diversification.
- (xvi) If the limits laid down in (iii) to (x) are exceeded for reasons beyond the control of a Fund, or as a result of the exercise of subscription rights, the Fund must adopt as a priority objective for its sales transactions the remedying of that situation, taking due account of the interests of its Shareholders.
- (xvii) A Fund may not carry out uncovered sales of:



- (a) transferable securities;
- (b) money market instruments;
- (c) units of collective investment undertakings; or
- (d) financial derivative instruments.

Without limitation, the Directors may adopt additional investment restrictions with respect to any Fund to facilitate the distribution of Shares in the relevant Fund to the public in a particular jurisdiction. In addition, the investment restrictions set out above may be changed from time to time by the Directors in accordance with a change in the applicable law and regulations in any jurisdiction in which Shares in the Funds are currently offered, provided that the assets of each Fund will at all times be invested in accordance with the restrictions on investments set out in the UCITS Regulations. In the event of any such addition to, or change in, the investment restrictions applicable to any Fund, a reasonable notification period will be provided by the Company to enable Shareholders in the relevant Fund to redeem their Shares prior to implementation of these changes.

---

## SPECIAL CONSIDERATIONS AND RISK FACTORS

---

Investment in the Funds carries with it a degree of risk including, but not limited to, the risks referred to below. The investment risks described below are not purported to be exhaustive and potential investors should review the Prospectus in its entirety, and consult with their professional advisers, before purchasing Shares. The levels and bases of, and reliefs from, taxation to which both the Company and Shareholders may be subject, may change. Potential investors' attention is drawn to the section headed **TAXATION**. Different risk considerations may apply to each Fund, and there can be no assurance that any Fund will achieve its investment objective. The Net Asset Value of a Fund, and the income therefrom, may go down as well as up and investors may not get back the amount invested or any return on their investment.

### **BAIL-IN RISK**

This is the risk that the financial instruments of certain issuers, including banking institutions, building societies, investment firms and certain banking group companies, may be subject to action taken by governmental, banking and/or other regulatory authorities, for example to address banking crises pre-emptively, whether or not the express terms of such financial instruments anticipate such action. The relevant authorities may have broad discretion on the action they may take and their powers may be extended in response to particular events. Examples of the action they may be able to take could include the following:

- (a) the reduction, including to zero, of the principal of the fixed income instruments of such issuers;
- (b) the conversion of such fixed income instruments into equity securities or other instruments of ownership (resulting in the dilution of ownership interests of existing shareholders);
- (c) the variation of the terms, including with respect to maturity, of such fixed income instruments; and
- (d) shareholders being divested of their shares.

### **BUYING AND REDEEMING SHARES THROUGH A CLEARING OR SETTLEMENT SYSTEM**

Application for and redemptions of certain Shares can be made indirectly through a clearing or settlement system. Investors holding shares through a clearing or settlement system should note that they may be bound by terms and conditions that govern their relationship with the clearing or settlement system and/or the broker that conduct trades on it on their behalf. Such terms and conditions may involve the payment of fees by or on behalf of the investor, the exercise of voting rights attaching to the Shares, different subscription and redemption procedures and different settlement rules. In certain circumstances shares are held by a nominee, in which case, the investor is not the shareholder in the register of shareholders of the Company and hence cannot directly enforce rights attaching to the Shares against the Company. Such an investor would be dependent upon the nominee doing so on its behalf.

In the event that an investor chooses to acquire Shares using an Approved Broker, the Approved Broker will act as the investor's nominee holding Shares on its behalf. In such circumstances, the investor is reliant upon the Approved Broker to act on its behalf including submitting subscription and redemption requests in a timely and accurate manner. In the event of an error or omission by the Approved Broker, the investor's recourse would be to the Approved Broker as its appointed nominee. The investor will not have direct recourse to the Company as it is not the shareholder in the Company's register of shareholders. Recourse by the investor against the Approved Broker would be subject to the terms agreed between the investor or its agent and the Approved Broker. Investors are advised to seek appropriate legal advice before investing through Approved Brokers.

An investor should note that they may be unable to subscribe for or redeem shares via a clearing or settlement system on days that such clearing or settlement system is not open for business, notwithstanding

that such days may be Business Days for the Fund in question. Investors should contact the relevant clearing or settlement system or their broker directly to obtain details of any such terms and conditions in advance of making any such investment.

## **BREXIT**

The United Kingdom's referendum held on 23 June 2016 resulted in a majority voting in favour of the United Kingdom (**UK**) leaving the EU. As of the date of this Prospectus, the UK is still a part of the EU notwithstanding that vote. The UK parliament formally commenced the process to leave the EU on 29 March 2017 and this process is likely to take at least two years. The UK will continue to be a member of the EU until the end of this exit process.

Ireland will remain a member of the EU and the Fund(s) remain EU regulated UCITS that can avail of passporting rights under the UCITS Regulations to market and sell shares in the Fund(s) in the EU, subject to complying with the terms of the UCITS Regulations.

However, the Fund(s) may be negatively impacted by changes in law and tax treatment resulting from the UK's departure from the EU particularly as regards any UK situate investments held by the Fund in question and the fact that the Company may no longer have a right to market and sell shares in the Fund(s) in the UK, following the UK's exit from the EU. In addition, UK domiciled investors in the Fund(s) may be impacted by changes in law, particularly as regards UK taxation of their investment in a Fund, resulting from the UK's departure from the EU. This will all be dependent on the terms of the UK's exit, which are to be negotiated by the UK and the rest of the EU, and UK law following such an exit.

There is likely to be a degree of continued market uncertainty regarding this exit process which may also negatively impact the value of investments held by the Fund(s).

## **CALL-IN RISK**

Call risk is the risk that during periods of falling interest rates, a bond issuer will call or repay a higher-yielding bond before its maturity date, forcing the Fund to reinvest in bonds with lower interest rates than the original obligations. Call risk relates to callable bonds only.

## **COLLATERAL RISK**

Cash received as collateral may be invested in other eligible securities, including shares of a short term money market fund in accordance with the requirements of the Central Bank. Investing this cash subjects that investment, as well as the securities loaned, to market appreciation or depreciation and the risks associated with such investments, such as failure or default of the issuer of the relevant security.

## **CONVERTIBLE SECURITIES**

A Fund may from time to time invest in debt securities and preferred stocks which are convertible into, or carry the right to purchase, common stock or other equity securities. Convertible securities may be purchased where the Investment Manager believes that they have appreciation potential on the basis that the Investment Manager is of the opinion that they yield more than the underlying securities at the time of purchase or considers them to present less risk of principal loss than the underlying securities. Generally speaking, the interest or dividend yield of a convertible security is somewhat less than that of a non-convertible security of similar quality issued by the same Company.

## **COUNTRY/REGION MARKET RISK**

The performance of Funds that concentrate investments in a single country or region is expected to be closely tied to the social, political, and economic conditions within such country or region and may be more volatile than the performance of Funds with more geographically diverse investments.

## CREDIT RISK

A Fund will have a credit risk on the issuer of debt securities in which it invests which will vary depending on the issuer's ability or willingness to make principal and interest payments on the obligation. A downgrade to an issuer's credit rating or a perceived change in the issuer's financial strength may affect a security's value, and therefore, impact a Fund's performance. Not all of the securities in which a Fund may invest that are issued by sovereign governments, or political subdivisions, agencies or instrumentalities thereof, will have the explicit full faith and credit support of the relevant government. Any failure by any such government to meet the obligations of any such political subdivisions, agencies or instrumentalities which default will have adverse consequences for a Fund and will adversely affect the Net Asset Value per Share in a Fund.

A Fund will also have a credit risk on the parties with which it trades including, for example, counterparties to repurchase agreements or securities lending contracts. In the event of the insolvency, bankruptcy or default of the seller under a repurchase agreement, a Fund may experience both delays in liquidating the underlying securities and losses, including possible decline in the value of securities, during the period while it seeks to enforce its rights thereto, possible sub-normal levels of income, lack of access to income during the period and expenses in enforcing its rights. The risks associated with lending portfolio securities include the possible loss of rights against the collateral for the securities should the borrower fail financially. For securities lending made with connected persons of the Depositary, it must be made on arm's length commercial terms as detailed under the **CONFLICTS OF INTEREST** section of the Prospectus.

A Fund's foreign exchange, futures and other transactions also involve counterparty credit risk and will expose the Fund to unanticipated losses to the extent that counterparties are unable or unwilling to fulfil their contractual obligations including the risk in respect of securities lending contracts that the borrower may fail to return the securities in a timely manner or at all. With respect to futures contracts and options on futures, the risk is more complex in that it involves the potential default of the clearing house or the clearing broker.

The Investment Manager will have contractual remedies upon any default pursuant to the agreements related to the transactions. Such remedies could be inadequate, however, to the extent that the collateral or other assets available are insufficient.

S&P and Moody's ratings and ratings of other recognised rating agencies are relative and subjective and are not absolute standards of quality. Although these ratings are initial criteria for selection of investments in debt securities, the Investment Manager makes its own evaluation of these securities. Among the factors that are considered are the long-term ability of the issuers to pay principal and interest and general economic trends.

## CUSTODIAL RISK

As a Fund may invest in markets where custodial and/or settlement systems are not fully developed, the assets of a Fund, particularly the Emerging Markets Value Fund, the Emerging Markets Value II Fund, the Emerging Markets Large Cap Core Equity Fund, the Pacific Basin Small Companies Fund, the World Allocation 20/80 Fund, the World Allocation 40/60 Fund, the World Allocation 60/40 Fund, the World Allocation 80/20 Fund and the World Equity Fund which are traded in such markets and which have been entrusted to sub-custodians in circumstances where the use of such sub-custodians is necessary and may be exposed to risk. The Depositary's liability will not be affected by the fact that it has entrusted to a third party some or all of the assets of a Fund in its safekeeping.

## CYBER SECURITY RISK

The Company and its service providers' use of internet, technology and information systems may expose the Company and the Funds to potential risks linked to cyber security breaches of those technological or information systems. Cyber security breaches, amongst other things, could allow an unauthorised party to gain access to proprietary information, customer data, or Fund assets, or cause a Fund and/or its service providers to suffer data corruption or lose operational functionality.

## **DATA PROTECTION ACT DISCLOSURE IN RESPECT OF CRS – REQUIREMENT OF IRISH DATA PROTECTION COMMISSIONER IN RESPECT OF CRS DATA COLLECTION**

### ***Collection and exchange of information under the OECD Common Reporting Standard***

For the purposes of complying with its automatic exchange of information obligations under the OECD Common Reporting Standard (“**CRS**”) as implemented in Irish law the Company is required to collect certain information (e.g. name, address, jurisdiction of residence, tax identification number (“**TIN**”), date and place of birth (as appropriate) in respect of each investor, and in respect of certain Controlling Persons in the case of the investor being an Entity rather than an individual, the “account number” and the “account balance” or value at the end of each calendar year) so as to identify “accounts” which are reportable to the Irish Revenue Commissioners under the CRS. Such information may in turn be exchanged by the Irish Revenue Commissioners with the tax authorities of other jurisdictions in accordance with the requirements of the CRS.

Further information in relation to CRS can be found on the Automatic Exchange of Information (“**AEOI**”) webpage on [www.revenue.ie](http://www.revenue.ie).

### **DELAY IN THE PAYMENT OF REDEMPTION PROCEEDS**

As detailed under the **Payment of Redemption Proceeds** section of the Prospectus, failure to provide appropriate subscription documentation and redemption documentation may delay the payment of redemption proceeds. In such circumstances redemption proceeds will be held on deposit in a bank account and any reduction to these proceeds is the full responsibility of the relevant Shareholder, including in respect of any negative interest rate that may be applied to that deposit account in certain market circumstances.

### **EMERGING MARKET COUNTRIES**

Numerous emerging market countries have a history of, and continue to experience serious and potentially continuing, economic and political problems. Stock markets in many emerging countries are relatively small and risky and expensive to trade in. Investors are often limited in their investment and divestment activities. Additional restrictions may be imposed under emergency conditions. Emerging market securities may decline or fluctuate because of economic and political actions of emerging market governments and less regulated or liquid securities markets. Investors holding the securities are also exposed to emerging market currency risk (the possibility that that emerging market currency will fluctuate against the Base Currency of the relevant Fund). Frontier market countries generally have smaller economies or less developed capital markets and, as a result, the risks of investing in emerging market countries are magnified in frontier market countries.

Investors attention is also drawn to the risks referred to as **SETTLEMENT RISKS, POLITICAL AND/OR REGULATORY RISKS** and **CUSTODIAL RISKS** in the sections set out below.

### **EQUITIES**

Funds investing in equities tend to be more volatile than Funds investing in bonds, but also offer greater potential for growth. The value of the underlying investments in the equity Funds may fluctuate quite dramatically in response to the activities and results of individual companies, as well as in connection with general and economic conditions.

### **FOREIGN EXCHANGE RISK**

Where a Fund engages in foreign exchange transactions which alter the currency exposure characteristics of its investments the performance of such Fund may be strongly influenced by movements in exchange rates as currency positions held by the Fund may not correspond with the securities positions held.

The Net Asset Value per Share of a Fund will be computed in its Base Currency whereas the investments held for the account of a Fund may be acquired in other currencies. A Fund's Net Asset Value may change significantly when the currencies (other than the Base Currency) in which some of the Fund's investments are denominated strengthen or weaken against the Base Currency. Currency exchange rates generally are

determined by supply and demand in the foreign exchange markets and the perceived relative merits of investments in different countries. Currency exchange rates can also be affected unpredictably by the intervention of government or central banks or by currency controls or political developments.

In addition, currency hedging transactions, while potentially reducing the currency risks to which the Fund would otherwise be exposed, involve certain other risks, including the risk of a default by a counterparty, as described above. In addition, where a Fund enters into "cross-hedging" transactions (e.g., utilising a currency different from the currency in which the security being hedged is denominated), the Fund will be exposed to the risk that changes in the value of the currency used to hedge will not correlate with changes in the value of the currency in which the securities are denominated, which could result in loss on both the hedging transaction and the Fund securities.

Forward currency contracts involve the possibility that the market for them may be limited with respect to certain currencies and, upon a contract's maturity, possible inability to negotiate with the dealer to enter into an offsetting transaction. There is no assurance that an active forward currency contract market will always exist. These factors restrict the ability to hedge against the risk of devaluation of currencies in which a substantial quantity of securities are being held for a Fund and are unrelated to the qualitative rating that may be assigned to any particular security.

## **FOREIGN TAXES**

The Company may be liable to taxes (including withholding taxes) in countries other than Ireland on income earned and capital gains arising on its investments. The Company may not be able to benefit from a reduction in the rate of such foreign tax by virtue of the double taxation treaties between Ireland and other countries. The Company may not, therefore, be able to reclaim any foreign withholding tax suffered by it in particular countries. If this position changes and the Company obtains a repayment of foreign tax, the Net Asset Value of the relevant Fund will not be restated and the benefit will be allocated to the then-existing Shareholders rateably at the time of repayment.

## **FUND OF FUNDS RISK**

The investment performance of a fund that is a fund-of-funds is affected by the investment performance of the underlying funds in which the fund invests. The ability of the fund to achieve its investment objective depends on the ability of the underlying funds to meet their investment objectives and on the Investment Manager's decisions regarding the allocation of the fund's assets among the underlying funds. The fund may allocate assets to an underlying fund or asset class that underperforms other funds or asset classes. There can be no assurance that the investment objective of the fund or any underlying fund will be achieved. When the fund invests in underlying funds, investors are exposed to a proportionate share of the expenses of those underlying funds in addition to the expenses of the fund. Through its investments in underlying funds, the fund is subject to the risks of the underlying funds' investments.

## **FUTURES, FORWARDS, SWAPS AND OPTIONS CONTRACTS**

A Fund may use futures, forward currency contracts, options and swaps for efficient portfolio management purposes including for hedging against market movements, currency exchange or interest rate risks or otherwise. The Investment Manager's ability to use these strategies may be limited by market conditions, regulatory limits, legal risk, where the enforceability of a financial derivative instrument contract may be an issue, settlement risk and tax considerations. Use of these strategies involves certain special risks, including (i) dependence on the Investment Manager's ability to predict movements in the price of securities and movements in interest rates; (ii) imperfect correlation between movements in the securities or currency on which a futures, forward currency or options contract is based and movements in the securities or currencies in the relevant Fund; (iii) the absence of a liquid market for any particular instrument at any particular time; (iv) while a Fund will not be materially leveraged in any way through the use of derivatives, the degree of leverage inherent in futures trading, i.e., the low margin deposits normally required in futures trading means that futures trading may be highly leveraged; accordingly, a relatively small price movement in a futures contract may result in an immediate and substantial loss to a Fund; and (v) possible impediments to effective portfolio management or the ability to meet redemption requests or other short-term obligations because of the percentage of a Fund's assets segregated to cover its obligations. Hedging strategies necessarily add

costs to the Funds which undertake them. In regard to currency hedging, it is generally not possible to precisely match the foreign currency exposure of such forward foreign currency contracts to the value of the securities involved due to fluctuations in the market values of such securities and cash flows into and out of the Fund between the date a forward foreign currency contract is entered into and the date it expires

For derivative instruments other than purchased options, any loss suffered may exceed the amount of the initial investment made or the premium received by the Fund. OTC derivative instruments involve an enhanced risk that the counterparty will fail to perform its contractual obligations. Some derivative instruments are not readily marketable or may become illiquid under adverse market conditions. In addition, during periods of market volatility, a commodity exchange may suspend or limit trading in an exchange-traded derivative instrument which may make the contract temporarily illiquid and difficult to price. Commodity exchanges may also establish daily limits on the amount that the price of a futures option or futures contract can vary from the previous day's settlement price. Once the daily limit is exceeded, no trades may be made that day at a price beyond the limit. This may prevent a Fund from closing out positions and limiting its losses.

Hedging with derivatives may increase expenses, and there is no guarantee that a hedging strategy will work. While hedging can reduce or eliminate losses, it can also reduce or eliminate gains or cause losses if the market moves in a manner different from that anticipated by the Fund or if the cost of the derivative outweighs the benefit of the hedge.

## **GOVERNMENT DEBT RISK**

Where a Fund invests in debt issued by governments, there is a risk that: (a) the governmental entity that controls the repayment of government debt may not be willing or able to repay the principal and/or to pay the interest when it becomes due, due to factors such as political considerations, the relative size of the governmental entity's debt position in relation to the economy, cash flow problems, insufficient foreign currency reserves, the failure to put in place economic reforms required by the International Monetary Fund or other multilateral agencies, and/or other national economic factors; (b) governments may default on their debt securities, which may require holders of such securities to participate in debt rescheduling or restructuring, including loss of principal and accrued interest; and (c) there is no legal or bankruptcy process by which defaulted government debt may be collected in whole or in part.

## **INTEREST RATE RISK**

Fixed income securities are subject to interest rate risk because the prices of fixed income securities tend to move in the opposite direction of interest rates. When interest rates rise, fixed income security prices generally fall. When interest rates fall, fixed income security prices generally rise. In general, fixed income securities with longer maturities or duration are more sensitive to these interest rate changes. In addition, falling interest rates may cause a Fund's income to decline because among other reasons, the proceeds from maturing short-term securities in a Fund may be reinvested in lower-yielding securities. In addition, during periods of falling interest rates, a fixed income security issuer may call or repay certain higher-yielding fixed income securities before their maturity date, forcing a Fund that holds this type of security to reinvest in fixed income securities with lower interest rates than the original obligations.

In addition, in respect of the Euro Inflation Linked Intermediate Duration Fixed Income Fund and Sterling Inflation Linked Intermediate Duration Fixed Income Fund, inflation-protected securities may react differently from other fixed income securities to changes in interest rates. Because interest rates on inflation-protected securities are adjusted for inflation, the values of these securities are not materially affected by inflation expectations. Therefore, the value of inflation-protected securities are anticipated to change in response to changes in "real" interest rates, which represent nominal (stated) interest rates reduced by the expected impact of inflation. Generally, the value of an inflation-protected security will fall when real interest rates rise and will rise when real interest rates fall. Also, inflation-protected securities are not protected against deflation. As a result, in a period of deflation, the principal and income of inflation-protected securities held by the Fund will decline and the Fund may suffer a loss during such periods. While inflation-protected securities are expected to be protected from long-term inflationary trends, short-term increases in inflation may lead to a decline in the Fund's value.

## INTERNATIONAL INVESTING

Investing in securities issued by companies and governments in different countries, especially those in emerging market countries, involves considerations and possible risks not associated with investing in issuers of one country. The values of investments denominated in currencies other than the Base Currency of a Fund are affected by changes in currency exchange rates. Investing in multiple jurisdictions involves consideration of different exchange control regulations, legal risks, tax law, including withholding taxes, changes in governmental administration or economic or monetary policy or changes in circumstances in dealings between nations. Currency exchange rates may fluctuate significantly over short periods of time causing a Fund's net asset value to fluctuate as well. Costs are incurred in connection with conversions between various currencies. In addition, brokerage commissions, custody fees and other costs of investing are higher in certain countries, and less developed markets may be less liquid, more volatile and less subject to governmental supervision than elsewhere. Investments in some issuers could be affected by factors such as expropriation, confiscatory taxation, lack of uniform accounting and auditing standards and potential difficulties in enforcing contractual obligations. Securities transactions in some countries are subject to settlement delays or risk of loss.

## INVESTMENT IN OTHER COLLECTIVE INVESTMENT SCHEMES

A Fund may invest in one or more collective investment scheme. As a shareholder of another collective investment scheme, a Fund would bear, along with other shareholders, its pro rata portion of the expenses of the other collective investment scheme, including management and/or other fees (excluding subscription or redemption charges). These fees would be in addition to the fees payable to the Investment Manager and other expenses which a Fund bears directly in connection with its own operations. For details of the maximum level of management fees that may be charged by a Fund by virtue of its investment in other collective investment schemes please refer to the **Investment Policies** section of the relevant Fund.

Some of the collective investment scheme that a Fund may invest in may in turn invest in financial derivative instruments which will result in this Fund being indirectly exposed to the risks associated with such financial derivative instruments.

The relevant Funds will not have an active role in the day-to-day management of the collective investment scheme in which they invest. Moreover, Funds will generally not have the opportunity to evaluate the specific investments made by any underlying collective investment scheme before they are made. Accordingly, the returns of a Fund will primarily depend on the performance of these unrelated underlying fund managers and could be substantially adversely affected by the unfavourable performance of such underlying fund managers.

## LIQUIDITY RISK

Liquidity risk exists when particular portfolio investments are difficult to purchase or sell. To the extent that a Fund holds illiquid investments, the Fund's performance may be reduced due to an inability to sell the investments at opportune prices or times. Liquid portfolio investments may become illiquid or less liquid after purchase by a Fund due to low trading volume, adverse investor perceptions and/or other market developments. Liquidity risk includes the risk that a Fund will experience significant net redemptions at a time when it cannot find willing buyers for its portfolio securities or can only sell its portfolio securities at a material loss. Liquidity risk can be more pronounced in periods of market turmoil.

## MARKET RISK

The investments of a Fund are subject to normal market fluctuations and the risks inherent in investment in local and international securities markets and there can be no assurances that appreciation or preservation will occur.



## **METHOD OF ANALYSIS AND INVESTMENT STRATEGIES**

### **Equity Investments**

The Investment Manager believes that equity investing should involve a long-term view and a systematic focus on sources of expected returns, not on stock picking or market timing. In constructing an equity investment fund, the Investment Manager generally identifies a broadly diversified universe of eligible securities with defined risk and return characteristics. It then places priority on efficiently managing fund turnover and keeping trading costs low. Generally, the Investment Manager does not intend to purchase or sell securities for investment funds based on prospects for the economy, the securities markets, or the individual issuers whose shares are eligible for purchase.

### **Fixed-Income Investments**

The Investment Manager believes that fixed income investing should involve a long-term view and a systematic focus on bond market risk and return, not on interest rate forecasting or market timing. In constructing a fixed-income investment fund, The Investment Manager generally identifies a broadly diversified universe of eligible securities with defined maturity ranges and credit quality characteristics. The Investment Manager will then seek to purchase a broad and diverse fund of securities meeting these credit quality standards.

### **Derivatives**

Certain Funds may purchase or sell futures contracts and options on futures contracts to adjust market exposure based on actual or expected cash inflows to or outflows from a fund. Certain Funds may also use derivatives, such as swaps, futures and forwards to hedge against fluctuations in currency exchange rates; transfer balances from one currency to another; hedge credit exposure; seek inflation protection; gain market or issuer exposure without owning the underlying securities; or to increase the Fund's total return.

## **NO INVESTMENT GUARANTEE EQUIVALENT TO DEPOSIT PROTECTION**

An investment in the Company is not in the nature of a deposit in a bank account and is not protected by any government, government agency or other guarantee scheme which may be available to protect the holder of a bank deposit account.

## **OECD COMMON REPORTING STANDARD**

Drawing extensively on the intergovernmental approach to implementing FATCA, the OECD developed the Common Reporting Standard ("**CRS**") to address the issue of offshore tax evasion on a global basis. Aimed at maximizing efficiency and reducing cost for financial institutions, the CRS provides a common standard for due diligence, reporting and exchange of financial account information. Pursuant to the CRS, participating jurisdictions will obtain from reporting financial institutions, and automatically exchange with exchange partners on an annual basis, financial information with respect to all reportable accounts identified by financial institutions on the basis of common due diligence and reporting procedures. The first information exchanges occurred in 2017. Ireland has committed to implement the CRS. As a result, the Company (or each Fund) is required to comply with the CRS due diligence and reporting requirements, as adopted by Ireland. Shareholders may be required to provide additional information to the Company to enable the Company (or a Fund) to satisfy its obligations under the CRS. Failure to provide requested information may subject a Shareholder to liability for any resulting penalties or other charges and/or mandatory termination of its interest in a Fund.

## **PAST PERFORMANCE**

Past performance does not necessarily indicate future performance. It can in no way provide a guarantee of returns that you may receive in the future.

## **POLITICAL AND/OR REGULATORY RISKS**

The value of the assets of a Fund, particularly the Emerging Markets Value Fund, the Emerging Markets Value II Fund, the Emerging Markets Large Cap Core Equity Fund, the Pacific Basin Small Companies Fund, the World Allocation 20/80 Fund, the World Allocation 40/60 Fund, the World Allocation 60/40 Fund, the World Allocation 80/20 Fund and the World Equity Fund may be affected by uncertainties such as international political developments, changes in government policies, taxation, restrictions on foreign investment and currency repatriation, currency fluctuations and other developments in applicable laws and regulations. Such political and/or regulator risk includes the risk that a government will convert, or be forced to convert, its currency to another currency. This may cause the value of the Fund's investments that were denominated in the original currency to change relative to the Fund's Base Currency.

## **PORTFOLIO TURNOVER**

When circumstances warrant, securities may be sold without regard to the length of time held. In some Funds active short-term trading may be engaged in to benefit from yield disparities among different issues of securities, to seek short-term profits during periods of fluctuating interest rates or for other reasons. Active trading increases a Fund's rate of turnover, which may increase brokerage commissions paid and certain other transaction expenses.

## **PROVISIONAL ALLOTMENTS**

As the Company may provisionally allot Shares to proposed investors prior to receipt of the requisite subscription monies for those Shares, the Company may suffer losses as a result of the non-payment of such subscription monies.

## **RISKS ASSOCIATED WITH SECURITIES FINANCING TRANSACTIONS**

### **Repurchase Agreements**

The value of the security purchased may be more or less than the price at which the counterparty has agreed to purchase the security. If the other party to a repurchase agreement should default, the Fund might suffer a delay or loss to the extent that the proceeds from the sale of the underlying securities and other collateral held by the Fund in connection with the repurchase agreement are less than the repurchase price. In addition, in the event of bankruptcy or similar proceedings of the other party to the repurchase agreement or its failure to repurchase the securities as agreed, the Fund could suffer losses, including loss of interest on or principal of the security and costs associated with delay and enforcement of the repurchase agreement.

### **Reverse Repurchase Agreements**

Reverse repurchase transactions involve risks in that (a) in the event of the failure of the counterparty with which cash of a Fund has been placed there is the risk that collateral received may realise less than the cash placed out, whether because of inaccurate pricing of the collateral, adverse market movements, a deterioration in the credit rating of issuers of the collateral, or the illiquidity of the market in which the collateral is traded; and that (b) (i) locking cash in transactions of excessive size or duration, (ii) delays in recovering cash placed out, or (iii) difficulty in realising collateral may restrict the ability of the Fund to meet redemption requests, security purchases or, more generally, reinvestment.

### **Securities Lending Risk**

Securities lending, as applicable for a Fund, involves lending for a fee portfolio securities held by a Fund for a set period of time to willing, qualified borrowers who have posted collateral. In lending its securities, a Fund is subject to the risk that the borrower may not fulfil its obligations or go bankrupt leaving the Fund holding collateral worth less than the securities it has lent, resulting in a loss to the Fund.

As with any extensions of credit, there are risks of delay and recovery. Should the borrower of securities fail financially or default in any of its obligations under any securities lending transaction, the collateral provided in connection with such transaction will be called upon. However, a Fund could experience delays and costs in recovering the securities loaned or in gaining access to the collateral. The collateral will typically be maintained at a value of at least equal to the market value of any securities loaned. However in the event of

a sudden market movement there is a risk that the value of the collateral may fall below the value of the securities transferred.

## **SETTLEMENT RISKS**

A Fund, particularly the Emerging Markets Value Fund, the Emerging Markets Value II Fund, the Emerging Markets Large Cap Core Equity Fund, the Pacific Basin Small Companies Fund, the World Allocation 20/80 Fund, the World Allocation 40/60 Fund, the World Allocation 60/40 Fund, the World Allocation 80/20 Fund and the World Equity Fund may be exposed to a credit risk on parties with whom it trades securities, and may also bear the risk of settlement default. Shareholders should also note that settlement mechanisms in emerging market countries are generally less developed and reliable than those in more developed countries and that this therefore increases the risk of settlement default, which could result in substantial losses for a Fund in respect of investments in emerging market countries. Shareholders should also note that the securities of companies domiciled in emerging market countries are less liquid and more volatile than those domiciled in more developed stock markets and this may result in fluctuations in the price of the Shares.

## **SHARE CURRENCY DESIGNATION RISK**

A Class may be designated in a currency other than the Base Currency of the relevant Fund. In such circumstances adverse exchange rate fluctuations between the Base Currency of a Fund and the currency in which the relevant Class is designated may result in a decrease in return and/or a loss of capital for Shareholders. The Investment Manager may try to mitigate this risk by using any of the efficient portfolio management techniques and instruments, (including currency options and forward currency exchange contracts) set out in the Prospectus, within the conditions and limits imposed by the Central Bank, to hedge the foreign currency exposure of such Classes into the Base Currency of the relevant Fund or into the currency or currencies in which the assets of the relevant Fund are denominated. A Class will not generally be leveraged as a result of the use of such techniques and instruments, the value of which may be up to but may not exceed 105% of the Net Asset Value attributable to the relevant Class. The Investment Manager will monitor hedging on at least a monthly basis and will reduce the level of hedging to ensure that positions which materially exceed 100% of the Net Asset Value attributable to the relevant Class will not be carried forward beyond that monitoring period. While not the intention, over-hedged or under-hedged positions may arise due to factors outside the control of the Fund. Investors should be aware that this strategy may substantially limit Shareholders of the relevant Class from benefiting if the designated currency falls against the Base Currency and/or the currency/currencies in which the assets of the Fund are denominated. In such circumstances, Shareholders of the Class may be exposed to fluctuations in the Net Asset Value per Share reflecting the gain/loss on and the costs of the relevant financial instruments.

Although hedging strategies may not necessarily be used in relation to each Class within a Fund, the financial instruments used to implement such strategies shall be assets/liabilities of the Fund as a whole. However, the gains/losses on and the costs of the relevant financial instruments will accrue solely to the relevant Class. Any currency exposure of this Class may not be combined with or offset against that of any other Class of the Company. The currency exposures of the assets of a Fund will not be allocated to separate Classes.

## **SMALL COMPANIES**

The investment risk associated with small companies may be higher than that normally associated with larger, more established companies due to the greater business risks associated with small size, the relative inexperience of the company, limited product lines, distribution channels and financial and managerial resources. Further, there is typically less publicly available information concerning smaller companies than for larger, more established ones. The securities of small companies are often traded only over-the-counter and may not be traded in the volumes typical of trading on a national securities exchange. As a result, in order to sell this type of holding, a Fund may need to discount the securities from recent prices or dispose of the securities over a long period of time. The prices of this type of security may be more volatile than those of larger companies which are often traded on a national securities exchange and small companies are also more vulnerable than larger companies to adverse conditions.

## **SOCIAL INVESTMENT**

Funds with social issue screens or sustainability impact considerations may limit the number of investment opportunities available, and as a result, at times, those Funds may produce different returns or more modest gains than funds that are not subject to such special investment conditions. For example, a Fund may decline to purchase, or underweight its investment in, certain securities due to sustainability impact considerations when other investment considerations would suggest that a more significant investment in such securities would be advantageous, or the Fund may sell certain securities for social reasons when it is otherwise disadvantageous to do so. Sustainability impact considerations may cause a Fund's industry allocation to deviate from that of funds without these considerations and of conventional benchmarks.

## **SUBSTANTIAL REDEMPTIONS**

Substantial redemption requests by Shareholders in a concentrated period of time could require a Fund to liquidate certain of its investments more rapidly than might otherwise be desirable in order to raise cash to fund the redemptions and achieve a portfolio appropriately reflecting a smaller asset base. This may limit the ability of the Investment Manager and/or the relevant sub-investment advisor to successfully implement the investment program of a Fund and could negatively impact the value of the Shares being redeemed and the value of Shares that remain outstanding. In addition, following receipt of a redemption request, a Fund may be required to liquidate assets in advance of the applicable Dealing Day, which may result in a Fund holding cash or highly liquid investments pending such Dealing Day. During any such period, the ability of the Investment Manager and/or the relevant sub-investment advisor to successfully implement the investment program of a Fund may be impaired and the Fund's returns may be adversely affected as a result.

Moreover, regardless of the time period over which substantial redemption requests are made, the resulting reduction in the Net Asset Value of a Fund could make it more difficult for the Fund to generate profits or recover losses. Shareholders will not receive notification of substantial redemption requests in respect of any particular Dealing Day from a Fund and, therefore, may not have the opportunity to redeem their Shares or portions thereof prior to or at the same time as the redeeming Shareholders.

If Shareholders request redemption of a substantial number of Shares in a Fund, the Board have a number of courses of action open to them. For example, the Board may, where redemption requests in aggregate exceed 10% of all outstanding Shares of the Fund on any Dealing Day, refuse to redeem such excess shares; distribute underlying investments equivalent to the Shareholder's Shares, rather than cash, where a redemption order is 5% or more in value of the total Shares in a Fund in issue; or determine to terminate the Fund rather than continue it with a significantly smaller asset base. A determination to terminate a Fund early may adversely affect the returns of the Fund and, in turn, the Shareholders. Please see **HOW TO REDEEM SHARES** and **COMPULSORY REDEMPTIONS** in the section headed **INVESTING IN SHARES** for further information.

## **STRUCTURED PRODUCT DEMAND**

The Funds may be attractive to structured product providers. Such providers may not apply the same investment criteria as other investors when deciding whether to purchase or sell Shares in a Fund and certain features of those structured products, such as fixed maturity dates, may cause such providers to dispose of all or a significant portion of their investments at certain times, which will result in the liquidation of assets and may be detrimental to other investors.

## **UMBRELLA CASH SUBSCRIPTION AND REDEMPTION ACCOUNT**

Subscription monies received in respect of a Fund in advance of the issue of Shares will be held in the umbrella cash subscriptions and redemptions account ("**Umbrella Cash Subscriptions and Redemptions Account**") in the name of the Company and will be treated as an asset of the relevant Fund. Investors will be unsecured creditors of the relevant Fund with respect to the amount subscribed and held by the Company until Shares are issued. As such, investors will not benefit from any appreciation in the Net Asset Value of the relevant Fund or any other Shareholder rights (including dividend entitlement) until such time as Shares

are issued. In the event of an insolvency of the Fund or the Company, there is no guarantee that the Fund or Company will have sufficient funds to pay unsecured creditors in full.

Payment of redemption proceeds and dividends in respect of a particular Fund is subject to receipt by the Administrator of original subscription documents and compliance with all anti-money laundering procedures. Notwithstanding this, redeeming Shareholders will cease to be Shareholders, with regard to the redeemed Shares, and will be unsecured creditors of the particular Fund from the relevant Dealing Day. Pending redemptions and distributions (including blocked redemptions or distributions) will, pending payment to the relevant Shareholder, be held in the Umbrella Cash Subscriptions and Redemptions Account in the name of the Company. Redeeming Shareholders and Shareholders entitled to such distributions will be unsecured creditors of the relevant Fund, and will not benefit from any appreciation in the Net Asset Value of the Fund or any other Shareholder rights (including further dividend entitlement), with respect to the redemption or distribution amount held in the Umbrella Cash Subscriptions and Redemptions Account. In the event of an insolvency of the relevant Fund or the Company, there is no guarantee that the Fund or the Company will have sufficient funds to pay unsecured creditors in full. Redeeming Shareholders and Shareholders entitled to distributions should ensure that any outstanding documentation and information is provided to the Administrator promptly. Failure to do so is at such Shareholder's own risk.

In the event of the insolvency of another Fund of the Company (the "**Insolvent Fund**"), recovery of any amounts held in the Umbrella Cash Subscriptions and Redemptions Account to which another Fund is entitled (the "**Entitled Fund**"), but which may have transferred to the Insolvent Fund as a result of the operation of the Umbrella Cash Subscriptions and Redemptions Account, will be subject to the principles of Irish insolvency law and the terms of the operational procedures for the Umbrella Cash Subscriptions and Redemptions Account. There may be delays in effecting and/or disputes as to the recovery of such amounts, and the Insolvent Fund may have insufficient funds to repay amounts due to the Entitled Fund.

#### **U.S. FOREIGN ACCOUNT TAX COMPLIANCE ACT ("FATCA")**

Pursuant to FATCA, the Company (or each Fund) is required to comply (or be deemed compliant) with extensive reporting and withholding requirements designed to inform the U.S. Department of the Treasury of U.S. owned foreign investment accounts. Failure to comply (or be deemed compliant) with these requirements may subject the Company (or Fund) to U.S. withholding taxes on certain U.S. sourced income and (effective January 1, 2019) gross proceeds. Pursuant to an intergovernmental agreement between the United States and Ireland, the Company (or each Fund) may be deemed compliant, and therefore not subject to the withholding tax, if it identifies and reports U.S. reportable account information directly to the Irish Revenue Commissioners. Shareholders may be requested to (and by applying for Shares agree to) provide additional information to the Company to enable the Company (or each Fund) to satisfy these obligations. Failure to provide requested information or (if applicable) satisfy its own FATCA obligations may subject a Shareholder to liability for any resulting U.S. withholding taxes, U.S. tax information reporting and/or mandatory redemption, transfer or other termination of the Shareholder's interest in its Shares. The administrative cost of compliance with FATCA may cause the operating expenses of the Company (and each Fund) to increase, thereby reducing returns to investors. FATCA may also require the Company (or each Fund) to provide to the Irish Revenue Commissioners (for exchange with the U.S. Internal Revenue Service) private and confidential information relating to certain investors. See section headed **TAXATION – UNITED STATES** below.

#### **VALUE STOCKS**

Securities are considered value stocks primarily because a company's shares (in the Investment Manager's view) have a high book value in relation to their market value. In assessing value, the Investment Manager may consider additional factors such as price to cash flow or price to earnings ratios. Value stocks may have a high book value in relation to their market value as a result of poor business prospects or financial weakness. Value stocks may include companies with higher-than-average vulnerability to financial distress or even bankruptcy. The prices of this type of security may perform differently from the market as a whole and following a value oriented investment strategy may cause such Fund, at times, to underperform other funds that use other investment strategies.

## **WHEN-ISSUED AND DELAYED-DELIVERY SECURITIES**

Each Fund may purchase securities on a when-issued or delayed-delivery basis for the purposes of efficient portfolio management. Purchase of securities on such basis may expose a Fund to risk because the securities may experience fluctuations in value prior to their actual delivery. Income is not accrued for a Fund with respect to a when-issued or delayed-delivery security prior to its stated delivery date. Purchasing securities on a when-issued or delayed-delivery basis can involve the additional risk that the yield available in the market when the delivery takes place may be higher than that obtained in the transaction itself. There is also a risk that the securities may not be delivered and that the Fund may incur a loss.

---

## **BORROWING POLICY**

---

Under the Articles, the Directors are empowered to exercise all of the borrowing powers of the Company, subject to any limitations under the UCITS Regulations, and to charge the assets of the Company as security for any such borrowings.

Under the UCITS Regulations, a Fund may borrow up to 10% of its assets provided this borrowing is on a temporary basis. A Fund may not borrow money, grant loans or act as guarantor on behalf of third parties.

A Fund may acquire foreign currency by means of a back-to-back loan agreement. Foreign currency obtained in this manner is not classed as borrowings for the purposes of the borrowing restrictions under the UCITS Regulations provided that the offsetting deposit (i) is denominated in the Base Currency of the Fund and (ii) equals or exceeds the value of the foreign currency loan outstanding.

---

## INVESTING IN SHARES

---

### DESCRIPTION OF SHARES

The Directors have authority to effect the issue of Shares in any Class in respect of a Fund and in accordance with the requirements of the Central Bank to create new Classes on such terms as they may from time to time determine in relation to any Fund. Issues of Shares will be made with effect from a Dealing Day.

The Net Asset Value per Share will be calculated separately for each Class.

The Company may operate an equalisation account in respect of Classes in each of the Funds.

Where applicable the Net Asset Value of a Share reflects the entitlement to share in the accrued income of the relevant Class since the previous distribution. This capital sum, known as "income equalisation", is returned to Shareholders with the first distribution of income in respect of a Share issued during an accounting period.

The amount of income equalisation is calculated by dividing the aggregate of the amounts of income included in the price of Shares of the relevant Class issued in an annual or interim accounting period by the number of those Shares and applying the resultant average to each of the Shares in question. Where a Shareholder acts as nominee for underlying investors, income equalisation may or may not be treated as capital in the hands of those investors.

### HOW TO BUY SHARES

#### Initial Offer Period

USD Accumulation Shares in the World Allocation 40/60 Fund and the World Allocation 60/40 Fund will be available for subscription at the initial offer price of USD 10 per USD Accumulation Share, plus applicable sales charges. The initial offer period for these Shares shall run from 9.00am (Irish time) on 5 April 2018 until 5.30pm (Irish time) on 4 October 2018, or such other dates as the Directors may determine and notify to the Central Bank. Thereafter those shares will be issued at their Net Asset Value per Share on each Dealing Day.

JPY Accumulation Shares in the Global Small Companies Fund and JPY Accumulation Shares in the Global Targeted Value Fund will be available for subscription at the initial offer price of JPY 1000 per JPY Accumulation Share, plus applicable sales charges. The initial offer period for these Shares shall run from 9.00am (Irish time) on 11 June 2018 until 5.30pm (Irish time) on 10 December 2018, or such other dates as the Directors may determine and notify to the Central Bank. Thereafter those shares will be issued at their Net Asset Value per Share on each Dealing Day.

USD Z Institutional Accumulation Shares and USD Z Institutional Distributing Shares in the Emerging Markets Large Cap Core Equity Fund are only available for subscription by institutional investors who have entered into an investment management or other agreement with the Investment Manager or with an affiliate of the Investment Manager, as agreed on a case by case basis.

#### Initial Offer Prices

Save as set out in the preceding sub-section, the initial offer prices for Shares are:

USD 10 per USD Accumulation Share, USD Distributing Share, USD Z Institutional Distributing Share or USD Z Institutional Accumulation Share  
EUR 10 per EUR Accumulation Share, EUR Hedged Accumulation Share, EUR Distributing Share or EUR P Accumulation Share



GBP 10 per GBP Accumulation Share, GBP Distributing Share, T GBP Accumulation Share or T GBP Distributing Share  
 CHF 10 per CHF Accumulation Share or CHF Distributing Share  
 SEK 10 per SEK Accumulation Share or SEK Distributing Share  
 NOK 10 per NOK Accumulation Share or NOK Distributing Share  
 JPY 1000 per JPY Accumulation Share or JPY Distributing Share  
 SGD 20 per SGD Accumulation Share and per SGD Accumulation (Hedged) Share

1. **Global Short Fixed Income II Fund**
  - 1.1. JPY Accumulation Shares
  - 1.2. JPY Distributing Shares
2. **Global Short-Term Investment Grade Fixed Income Fund**
  - 2.1. CHF Accumulation Shares
  - 2.2. NOK Accumulation Shares
  - 2.3. NOK Distributing Shares
  - 2.4. SEK Distributing Shares
  - 2.5. JPY Accumulation Shares
3. **Global Ultra Short Fixed Income Fund**
  - 3.1. USD Accumulation Shares
  - 3.2. USD Distributing Shares
  - 3.3. CHF Accumulation Shares
  - 3.4. CHF Distributing Shares
  - 3.5. SEK Distributing Shares
  - 3.6. NOK Accumulation Shares
  - 3.7. NOK Distributing Shares
  - 3.8. T GBP Accumulation Shares
  - 3.9. T GBP Distributing Shares
4. **World Allocation 20/80 Fund**
  - 4.1. EUR Distributing Shares
  - 4.2. USD Accumulation Shares
  - 4.3. USD Distributing Shares
  - 4.4. JPY Accumulation Shares
  - 4.5. JPY Distributing Shares
5. **World Allocation 40/60 Fund**
  - 5.1. USD Accumulation Shares
  - 5.2. EUR Distributing Shares
6. **World Allocation 60/40 Fund**
  - 6.1. USD Accumulation Shares
  - 6.2. EUR Distributing Shares
7. **World Allocation 80/20 Fund**
  - 7.1. EUR Distributing Shares
  - 7.2. USD Accumulation Shares
  - 7.3. USD Distributing Shares
8. **World Equity Fund**
  - 8.1. USD Accumulation Shares
  - 8.2. SEK Distributing Shares
9. **Global Core Equity Fund**
  - 9.1. SEK Distributing Shares
10. **Global Core Equity II Fund**
  - 10.1. JPY Accumulation Shares
  - 10.2. JPY Distributing Shares
11. **Global Value Fund**
  - 11.1. USD Accumulation Shares
  - 11.2. USD Distributing Shares
  - 11.3. EUR Distributing Shares
12. **Global Small Companies Fund**
  - 12.1. JPY Accumulation Shares
13. **Global Targeted Value Fund**

- 13.1. SEK Distributing Shares
- 13.2. JPY Accumulation Shares
- 14. **European Core Equity Fund**
  - 14.1. USD Accumulation Shares
  - 14.2. USD Distributing Shares
  - 14.3. GBP Accumulation Shares
  - 14.4. GBP Distributing Shares
  - 14.5. EUR Accumulation Shares
  - 14.6. EUR Distributing Shares
- 15. **Japan Core Equity Fund**
  - 15.1. JPY Accumulation Shares
  - 15.2. JPY Distributing Shares
  - 15.3. EUR Hedged Accumulation Shares
- 16. **U.S. Value Fund**
  - 16.1. USD Accumulation Shares
  - 16.2. USD Distributing Shares
  - 16.3. GBP Accumulation Shares
  - 16.4. GBP Distributing Shares
  - 16.5. EUR Accumulation Shares
  - 16.6. EUR Distributing Shares
- 17. **U.S. Small Companies Fund**
  - 17.1. EUR Distributing Shares
  - 17.2. JPY Accumulation Shares
  - 17.3. JPY Distributing Shares
- 18. **U.S. Small Companies II Fund**
  - 18.1. JPY Accumulation Shares
  - 18.2. JPY Distributing Shares
- 19. **Emerging Markets Value II Fund**
  - 19.1. JPY Accumulation Shares
  - 19.2. JPY Distributing Shares
- 20. **Emerging Markets Large Cap Core Equity Fund**
  - 20.1. USD Distributing Shares
  - 20.2. GBP Distributing Shares
  - 20.3. USD Z Institutional Distributing Shares

The following Classes are currently issued at their Net Asset Value per Share on each Dealing Day:

- 1. **Global Short Fixed Income Fund**
  - 1.1. USD Accumulation Shares
  - 1.2. USD Distributing Shares
  - 1.3. GBP Accumulation Shares
  - 1.4. GBP Distributing Shares
  - 1.5. EUR Accumulation Shares
  - 1.6. EUR Distributing Shares
  - 1.7. CHF Distributing Shares
  - 1.8. NOK Distributing Shares
  - 1.9. SEK Accumulation Shares
  - 1.10. SEK Distributing Shares
  - 1.11. JPY Accumulation Shares
  - 1.12. JPY Distributing Shares
  - 1.13. NOK Accumulation Shares
  - 1.14. SGD Accumulation (Hedged) Shares
- 2. **Global Short-Term Investment Grade Fixed Income Fund**
  - 2.1. CHF Distributing Shares
  - 2.2. USD Accumulation Shares
  - 2.3. USD Distributing Shares
  - 2.4. EUR Accumulation Shares

- 2.5. EUR Distributing Shares
- 2.6. GBP Accumulation Shares
- 2.7. GBP Distributing Shares
- 2.8. SEK Accumulation Shares
- 2.9. JPY Distributing Shares
- 2.10. SGD Accumulation (Hedged) Shares
- 3. **Euro Inflation Linked Intermediate Duration Fixed Income Fund**
  - 3.1. EUR Accumulation Shares
  - 3.2. EUR Distributing Shares
- 4. **Global Ultra Short Fixed Income Fund**
  - 4.1. GBP Accumulation Shares
  - 4.2. GBP Distributing Shares
  - 4.3. EUR Accumulation Shares
  - 4.4. EUR Distributing Shares
  - 4.5. SEK Accumulation Shares
- 5. **Sterling Inflation Linked Intermediate Duration Fixed Income Fund**
  - 5.1. GBP Accumulation Shares
  - 5.2. GBP Distributing Shares
- 6. **World Allocation 20/80 Fund**
  - 6.1. GBP Accumulation Shares
  - 6.2. GBP Distributing Shares
  - 6.3. EUR Accumulation Shares
- 7. **World Allocation 40/60 Fund**
  - 7.1. GBP Accumulation Shares
  - 7.2. GBP Distributing Shares
  - 7.3. EUR Accumulation Shares
- 8. **World Allocation 60/40 Fund**
  - 8.1. GBP Accumulation Shares
  - 8.2. GBP Distributing Shares
  - 8.3. EUR Accumulation Shares
- 9. **World Allocation 80/20 Fund**
  - 9.1. GBP Accumulation Shares
  - 9.2. GBP Distributing Shares
  - 9.3. EUR Accumulation Shares
- 10. **World Equity Fund**
  - 10.1. USD Distributing Shares
  - 10.2. GBP Accumulation Shares
  - 10.3. GBP Distributing Shares
  - 10.4. EUR Accumulation Shares
  - 10.5. EUR Distributing Shares
  - 10.6. SEK Accumulation Shares
  - 10.7. SGD Accumulation Shares
- 11. **Global Core Equity Fund**
  - 11.1. USD Accumulation Shares
  - 11.2. USD Distributing Shares
  - 11.3. GBP Accumulation Shares
  - 11.4. GBP Distributing Shares
  - 11.5. EUR Accumulation Shares
  - 11.6. EUR Distributing Shares
  - 11.7. SEK Accumulation Shares
  - 11.8. JPY Distributing Shares
  - 11.9. EUR Hedged Accumulation Shares
  - 11.10. JPY Accumulation Shares
  - 11.11. SGD Accumulation Shares
- 12. **Global Small Companies Fund**
  - 12.1. USD Accumulation Shares
  - 12.2. USD Distributing Shares

- 12.3. GBP Accumulation Shares
- 12.4. GBP Distributing Shares
- 12.5. EUR Accumulation Shares
- 12.6. EUR Distributing Shares
- 13. **Global Sustainability Core Equity Fund**
  - 13.1. USD Accumulation Shares
  - 13.2. USD Distributing Shares
  - 13.3. GBP Accumulation Shares
  - 13.4. GBP Distributing Shares
  - 13.5. EUR Accumulation Shares
  - 13.6. EUR Distributing Shares
- 14. **Global Targeted Value Fund**
  - 14.1. USD Accumulation Shares
  - 14.2. USD Distributing Shares
  - 14.3. GBP Accumulation Shares
  - 14.4. GBP Distributing Shares
  - 14.5. EUR Accumulation Shares
  - 14.6. EUR Distributing Shares
  - 14.7. SEK Accumulation Shares
  - 14.8. SGD Accumulation Shares
- 15. **European Value Fund**
  - 15.1. USD Accumulation Shares
  - 15.2. USD Distributing Shares
  - 15.3. GBP Accumulation Shares
  - 15.4. GBP Distributing Shares
  - 15.5. EUR Accumulation Shares
  - 15.6. EUR Distributing Shares
- 16. **European Small Companies Fund**
  - 16.1. USD Accumulation Shares
  - 16.2. USD Distributing Shares
  - 16.3. GBP Accumulation Shares
  - 16.4. GBP Distributing Shares
  - 16.5. EUR Accumulation Shares
  - 16.6. EUR Distributing Shares
- 17. **Pacific Basin Small Companies Fund**
  - 17.1. USD Accumulation Shares
  - 17.2. USD Distributing Shares
  - 17.3. GBP Accumulation Shares
  - 17.4. GBP Distributing Shares
  - 17.5. EUR Accumulation Shares
  - 17.6. EUR Distributing Shares
- 18. **U.S. Small Companies Fund**
  - 18.1. USD Accumulation Shares
  - 18.2. USD Distributing Shares
  - 18.3. GBP Accumulation Shares
  - 18.4. GBP Distributing Shares
  - 18.5. EUR Accumulation Shares
- 19. **U.S. Core Equity Fund**
  - 19.1. USD Accumulation Shares
- 20. **Emerging Markets Value Fund**
  - 20.1. USD Accumulation Shares
  - 20.2. USD Distributing Shares
  - 20.3. GBP Accumulation Shares
  - 20.4. GBP Distributing Shares
  - 20.5. EUR Accumulation Shares
  - 20.6. EUR Distributing Shares
  - 20.7. SEK Accumulation Shares

- 20.8. JPY Distributing Shares
- 20.9. JPY Accumulation Shares
- 21. **Emerging Markets Large Cap Core Equity Fund**
  - 21.1. USD Z Institutional Accumulation Shares
  - 21.2. EUR Accumulation Shares
  - 21.3. EUR Distributing Shares
  - 21.4. GBP Accumulation Shares
  - 21.5. SGD Accumulation Shares
  - 21.6. USD Accumulation Shares
- 22. **Global Value Fund**
  - 22.1. EUR Accumulation Shares
  - 22.2. EUR P Accumulation Shares
  - 22.3. GBP Accumulation Shares
  - 22.4. GBP Distributing Shares

## **Subscription for Shares**

Subscription is subject to receipt by the Company of the application form together with any other documentation deemed necessary for regulatory or taxation purposes including, without limitation, a FATCA and CRS self-certification form, and, if a U.S. Person, the subscription agreement for U.S. Persons and proceeds in the manner described below. The minimum initial subscription amount to the Funds is US\$200,000 per USD Accumulation Share and per USD Distributing Share and US\$10,000,000 per USD Z Institutional Accumulation Share and per USD Z Institutional Distributing Share, EUR 200,000 per EUR Accumulation Share, per EUR Hedged Accumulation Share, per EUR Distributing Share and per EUR P Accumulation Share (except for the EUR Accumulation Share Class and EUR Distributing Share Class in Emerging Markets Large Cap Core Equity Fund which is EUR 1,000,000), GBP £100,000 per GBP Accumulation Share and per GBP Distributing Share, NOK 900,000 per NOK Distributing Share and per NOK Accumulation Share, CHF 200,000 per CHF Distributing Share and per CHF Accumulation Share, SEK 1,000,000 per SEK Distributing Share and per SEK Accumulation Share, JPY 20,000,000 per JPY Accumulation Share and per JPY Distributing Share and SGD 200,000 per SGD Accumulation Share and per SGD Accumulation (Hedged) Share. The Directors or their delegates including the Investment Manager reserve the right to differentiate between Shareholders and to waive or reduce the minimum initial subscription amount for any such Shareholders or to refuse an application for any such Shares in their absolute discretion.

In order to receive Shares at their Net Asset Value per Share as of any particular Dealing Day, applications for Shares must be sent to the Company, no later than 4.00pm (Irish time) on the relevant Dealing Day (the "**Dealing Deadline**"), c/o (i) the Administrator, at the address specified below, or (ii) an Approved Broker. It is the applicant's responsibility to ensure the application is received by the Administrator or an Approved Broker prior to the Dealing Deadline on the Dealing Day. For the avoidance of doubt a fax receipt is not sufficient to show that the Administrator or an Approved Broker received the application. Applications for Shares may be accepted electronically in certain circumstances where specifically agreed to in advance by the Company. Subscription proceeds for all of the Funds should be paid in the currency of the relevant Class by wire transfer or by transfer of assets in accordance with the provisions described below, no later than the close of business on the third Business Day following the relevant Dealing Day for all Classes except for the USD Z Institutional Accumulation Shares and USD Z Institutional Distributing Shares and no later than the close of business on the relevant Dealing Day in respect of USD Z Institutional Accumulation Shares and USD Z Institutional Distributing Shares (the "**Subscription Settlement Deadline**") or such other time as any Director may from time to time permit. An investor that wishes to provide payment in any currency other than the currency of the relevant Class may contact State Street Fund Services (Ireland) Limited, which may in its discretion arrange the necessary currency conversion. State Street Fund Services (Ireland) Limited would not be acting in its capacity as Administrator to the Company if it chooses to carry out any currency conversion for an investor. Any such currency conversion will be effected at the then prevailing exchange rate available to State Street Fund Services (Ireland) Limited (which may not be the best exchange rate available), and at the investor's cost. The currency conversion may result in a delay in processing the application.

Dimensional Funds plc  
c/o State Street Fund Services (Ireland) Limited  
Transfer Agency Department  
78 Sir John Rogerson's Quay  
Dublin 2  
Ireland

Tel: +353 1 242 5536

Fax: +353 1 438 9544

All other applications for Shares which are received by the Company or its delegate after the Dealing Deadline will be processed on the next Dealing Day, unless previously withdrawn. Where applications are withdrawn any subscription monies will be returned to the applicant at its cost and without interest. Shares will not be allotted where subscription monies are paid by cheque, potentially delaying allotment, until the subscription proceeds have cleared unless a Director has approved such an allotment. Where an application for Shares has been received by the Company or its delegate by the Dealing Deadline and cleared subscription monies are to be received by the Administrator by the Subscription Settlement Deadline, the Company will provisionally allot Shares, subject to receipt of the cleared subscription monies by the Subscription Settlement Deadline. Where an application for Shares has been received by the Company or its delegate by the Dealing Deadline, but a Director has permitted cleared subscription monies to be received by the Administrator at a time after the Subscription Settlement Deadline, the Directors may accept the subscription and provisionally allot Shares, subject to receipt of the cleared subscription monies by the due date permitted by the Director. In each case, the Company may temporarily borrow an amount equal to the subscription monies and invest such monies in accordance with the investment objective and policies of the relevant Fund provided borrowing does not exceed 10% of the relevant Fund's Net Asset Value. Once the subscription monies are received, the Company will use such subscription monies to repay the relevant borrowings. If cleared funds representing the subscription monies in respect of the Shares are not received by the Company by the Subscription Settlement Deadline or, where applicable, the due date specified by the Director, the Directors may cancel any provisional allotment of Shares in respect thereof.

Notwithstanding the right of the Directors to cancel any subscription in the event that the cleared subscription monies are not received by the Administrator by the Subscription Settlement Deadline or such other time as any director may from time to time permit, in such circumstances the applicants may also be charged interest on such outstanding subscription monies at an interest rate to be determined by the Directors from time to time not exceeding the BBA LIBOR overnight USD rate plus 5% or equivalent and, in addition, the applicant shall indemnify the Company for any losses, costs, expenses or fees suffered directly or indirectly by the Company or the Fund as a result of the applicant's failure to pay for Shares applied for by the due date, including, without limitation, any market losses to the Fund (where it is required to sell an investment due to the non-receipt of the cleared subscription monies) and overdraft interest. In computing any losses covered under this paragraph, account shall be taken, where appropriate, of the costs incurred by the Company or the Fund in taking proceedings against the applicant.

Initial or subsequent subscriptions for Shares can also be made through a Clearing System for onward transmission to the Administrator. The Clearing System or its participant may provide a nominee service for investors purchasing Shares through them and investors may elect to make use of such service pursuant to which the nominee will hold Shares in its name for and on behalf of the investors. Shares may be issued to and registered in the name of a Clearing System (or its participant or nominee thereof) nominated by or on behalf of an investor, or third party nominee service provider, as the case may be, that is recognised and accepted by the Administrator. Investors may incur fees normally payable in respect of the maintenance and operation of accounts in a Clearing System (or nominee). Different subscription procedures and time limits may apply if applications for Shares are made via a Clearing System although the ultimate deadline with the Administrator remains unaffected. Investors should note that they may be unable to purchase or redeem Shares subscribed through a Clearing System on days that a Clearing System is not open for business but the Company is.

The Directors, in consultation with the Investment Manager, may, in their absolute discretion, refuse to accept an application and subscription monies.

Investors who do not already hold Shares in the Funds must forward an application form together with any other documentation deemed necessary for regulatory or taxation purposes including, without limitation, a FATCA and CRS self-certification form by fax (followed by the original (except for the FATCA and CRS Self-Certification Form) by post) or by post to the Company c/o the Administrator prior to 4:00 p.m. (Irish time) on a Dealing Day. Subsequent applications must be made by fax, electronic means or by post. Any changes to a Shareholder's bank payment instructions will only be made on receipt of an original instruction.

**All Shares issued will be in registered form** and written confirmation of ownership will be sent to Shareholders within seven days of registration. Written confirmation may be sent by electronic means agreed with the Shareholder in question. Share certificates will not be issued unless the Directors otherwise determine. The number of Shares issued will be rounded to the nearest one thousandth of a unit and any surplus money will be credited to the relevant Fund.

### **In Specie Subscriptions**

The Company may (but is not required to) issue Shares in exchange for assets in accordance with the investment objective, policies and restrictions of a Fund. No Shares may be issued in exchange for such assets unless the Directors are satisfied that (i) the number of Shares issued will not be more than the number which would have been issued for settlement in cash having valued the assets to be exchanged in accordance with the valuation provisions set out in the Articles and summarised herein; and (ii) all fiscal duties and charges arising in connection with the vesting of such assets in the Depositary for the account of the relevant Fund are paid by the person to whom the Shares in that Fund are to be issued or, at the discretion of the Directors, partly by such person and partly out of the assets of that Fund, and the Depositary is satisfied that (a) the terms of such exchange shall not prejudice the Shareholders and (b) the assets have been vested in the Depositary. The relevant investments must vest in the Depositary, its sub-custodian or in a nominee or agent thereof, by the Subscription Settlement Deadline or such other time as any Director may from time to time permit. Where an application for Shares has been received by the Company or its delegate by the Dealing Deadline and the relevant assets are to be received by the Subscription Settlement Deadline, the Company will provisionally allot Shares, subject to the vesting of the relevant assets by the Subscription Settlement Deadline. Where an application for Shares has been received by the Company or its delegate by the Dealing Deadline but a Director has permitted the relevant assets to be received at a time after the Subscription Settlement Deadline, the Directors may accept the subscription, and provisionally allot Shares, subject to the vesting of the relevant assets by the due date permitted by the Director. In the case that the relevant assets have not vested in the Depositary, its sub-custodian or in a nominee or agent thereof by the Subscription Settlement Deadline or, where applicable, such other time as any Director may from time to time permit, the applicant may be charged interest on such outstanding subscription monies at an interest rate to be determined by the Directors from time to time not exceeding the BBA LIBOR overnight USD rate plus 5% or equivalent and, in addition, the applicant shall indemnify the Company for any losses, costs, expenses or fees suffered directly or indirectly by the Company or the Fund as a result of the applicant's failure to vest the relevant assets in the Depositary, its sub-custodian or in a nominee or agent thereof by the due date, including, without limitation, any market losses to the Fund (where it is required to sell an investment due to the non-vesting of the relevant assets by the applicant) and overdraft interest. In computing any losses covered under this paragraph, account shall be taken, where appropriate, of the costs incurred by the Company or the Fund in taking proceedings against the applicant. The Company also reserves the right to cancel the provisional allotment of the relevant Shares in those circumstances. Shares may not be issued in exchange for such assets unless title to such investments has been delivered.

### **U.S. Persons**

Shares may not be directly or indirectly offered or sold in the United States or purchased or held by or for U.S. Persons (unless permitted under certain exceptions under the laws of the United States) and may only be cleared and settled by U.S. financial intermediaries through a Clearing System in accordance with Regulation S.

Shares will generally not be issued or transferred to any U.S. Person, except that the Board of Directors may authorise the purchase by, or transfer of shares to, a Permitted U.S. Person provided that: (i) such purchase or transfer does not result in a violation of the 1933 Act or the securities laws of any of the States of the U.S.

(ii) such purchase or transfer will not require the Company to register under the 1940 Act; and (iii) such purchase or transfer will not result in any adverse tax consequences to the Company or the Shareholders. Each applicant for Shares who is a U.S. Person will be required to provide such representations, warranties or documentation as may be required to ensure that these requirements are met prior to the issue of Shares.

## **ANTI-MONEY LAUNDERING**

Measures aimed towards the prevention of money laundering may require a detailed verification of the applicant's identity. Depending on the circumstances of each application, a detailed verification might not be required where (a) the applicant makes the payment from an account held in the applicant's name at a recognised financial institution; or (b) the application is made through a recognised intermediary. These exceptions will only apply if the financial institution or intermediary referred to above are within a country recognised by Ireland as having equivalent anti-money laundering regulations and are made in the sole discretion of the Company's money laundering reporting officer.

The Directors, the Investment Manager and the Administrator reserve the right to request such information as is necessary to verify the identity of an applicant. In the event of delay or failure by the applicant to produce any information required for verification purposes, the Directors, the Investment Manager and the Administrator may refuse to accept the application and all subscription monies.

Each applicant for Shares will be required to provide such representations, warranties or documentation as may be required by the Directors, the Investment Manager and/or the Administrator to ensure that these requirements are met prior to the issue of Shares. Redemptions will not be processed on non-verified accounts.

## **HOW TO REDEEM SHARES**

### **Redemption of Shares**

Shareholders may redeem their Shares by fax or by post. Shareholders may redeem their shares electronically in certain circumstances, where specifically agreed to in advance by the Company. Shareholders may request the Company to redeem their Shares on and with effect from any Dealing Day at the relevant Net Asset Value per Share on such Dealing Day. Shareholders are not entitled to revoke or withdraw a redemption request, unless specifically agreed to in advance by the Company or its delegate.

Save where expressly provided below, redemption requests by fax, by electronic means or by post must be received by the Dealing Deadline by the Company, c/o (i) the Administrator, at the address specified in **HOW TO BUY SHARES** above or (ii) an Approved Broker (where the investor has chosen to use an Approved Broker as its nominee). Requests received after the Dealing Deadline shall be processed on the next Dealing Day. All requests for redemption must be endorsed by the record owner(s) exactly as the Shares are registered. In addition, in some cases the Administrator may require the furnishing of additional documents, for instance where the Shares are registered in the name of a corporation, partnership or fiduciary.

If outstanding redemption requests from Shareholders of any Fund for any Dealing Day exceed in the aggregate more than 10% of all the outstanding Shares of that Fund, the Directors shall be entitled at their discretion to refuse to redeem such excess Shares. If the Directors refuse to redeem Shares for these reasons, the requests for redemption shall be reduced rateably and the Company shall treat the balance of such redemption requests as if they were received on each subsequent Dealing Day until all the Shares to which the original request related have been redeemed. A Shareholder may withdraw his redemption request by notice in writing to the Administrator if the Directors exercise their discretion to refuse to redeem any Shares to which the request relates.

### **Payment of Redemption Proceeds**

Redemption proceeds will be paid in the currency of the relevant Class within ten Business Days of the Dealing Day on which redemptions are effected by electronic transfer to the account designated by the Shareholder and in the Shareholder's name on the application form or by cheque or by a distribution in specie (further details set out below). Notwithstanding the foregoing, where the Directors have determined to



postpone redemptions because the outstanding redemption requests from Shareholders in a particular Fund for a Dealing Day exceed in the aggregate 10% of the value of the outstanding Shares of that Fund, the redemption proceeds will be paid immediately upon expiry of the period of postponement if such period was longer than ten Business Days. Redemptions may result in a taxable gain or loss.

The appropriate subscription documentation must have been originally received and the appropriate redemption documentation must be received for the Company to effect a redemption order. Failure to provide such documentation may delay the processing of the redemption and/or delay the payment of redemption proceeds. Where the payment of redemption proceeds is delayed as aforementioned, such proceeds will be held on deposit in a bank account at the full responsibility of the relevant Shareholder and any interest rate applicable to such proceeds may be negative in certain market circumstances.

The Company will be required to withhold Irish tax on redemption monies, at the applicable rate, unless it has received from the Shareholder the appropriate declaration that a Shareholder is not an Irish Taxable Person made by or on their behalf in the prescribed form, confirming that the Shareholder is not an Irish resident or ordinarily resident person in respect of whom it is necessary to deduct tax (see the section headed **TAXATION** below).

### **In Specie Redemptions**

At the discretion of the Company and with the relevant shareholders consent, the Company may satisfy a redemption request by a distribution in specie of assets of the Company to Shareholders, provided that any such distributions in specie will not materially prejudice the remaining or redeeming Shareholders and are approved by the Depositary. If prior approval of a redeeming Shareholder to a distribution in specie has not been received, the Company will, at the request of the Shareholder, sell or procure the sale of the relevant assets at prices deemed by the Directors or the Investment Manager to reasonably reflect the current value thereof having regard to all of the circumstances, and will forward the proceeds of sale to the Shareholder.

For a redemption order of 5% or more in value of the total Shares in a Fund in issue, the Company may at its absolute discretion following reasonable notice to the redeeming Shareholder, distribute underlying investments equivalent to the value of the Shareholder's Shares, rather than cash, in satisfaction of the redemption, which action shall be made in good faith and shall not prejudice the interests of remaining Shareholders. The Company may have regard to the holding by a nominee of Shares for multiple beneficial owners in connecting with the holding of Shares through a settlement system when deciding whether to apply this right. In such circumstances, the redeeming Shareholder has the right to instruct the Company to sell such underlying investments on their behalf (in either case the amount that the redeeming Shareholder receives after such a sale will be net of all usual sale charges).

### **Compulsory Redemptions**

The Directors may compulsorily redeem all of the outstanding Shares in any Class or Fund at the then prevailing Net Asset Value per Share, if:

- (a) the termination of funds provisions below apply;
- (b) the Net Asset Value of the relevant Class or Fund falls below EUR25,000,000 or its foreign currency equivalent on any Dealing Day; or
- (c) the Depositary has served notice of its intention to retire under the terms of the Depositary Agreement (and has not revoked such notice) and no new depositary has been appointed by the Company with the approval of the Central Bank within six months of the date of service of such notice.

### **U.S. Persons or Irish resident or ordinarily resident or Irish Taxable Persons or Permitted U.S. Persons**

Holders of Shares in the Company are required to notify the Company immediately when, at any time following their initial subscription for Shares in the Company, they become U.S. Persons or Irish resident or

ordinarily resident or Irish Taxable Persons or Permitted U.S. Persons, or the appropriate declaration that a Shareholder is not an Irish Taxable Person made by or on their behalf is no longer valid. Shareholders are also required to notify the Company immediately in the event that they hold Shares for the account or benefit of U.S. Persons or Permitted U.S. Persons who cease to be Permitted U.S. Persons or Irish resident or ordinarily resident or Irish Taxable Persons and in respect of which the appropriate declaration that a Shareholder is not an Irish Taxable Person made by or on their behalf is no longer valid or where they hold Shares in the Company in breach of any law or regulation or otherwise in circumstances having or which may have adverse regulatory, tax or fiscal consequences for the Company or its Shareholders.

Where the Directors become aware that a Shareholder in the Company (a) is a U.S. Person or is holding Shares for the account of a U.S. Person who is not a Permitted U.S. Person or (b) is holding Shares in breach of any law or regulation or otherwise in circumstances having or which may have adverse regulatory, tax or fiscal consequences for the Company or its Shareholders, the Directors may (i) direct such Shareholder to dispose of the relevant Shares to a person who is qualified or entitled to own or hold such Shares; or (ii) redeem the relevant Shares at the Net Asset Value of the Shares as at the Dealing Day immediately following the date of notification of such mandatory redemption to the relevant Shareholder.

Under the Articles, any person who becomes aware that he is holding Shares in contravention of any of the above provisions and who fails to transfer his Shares or who fails to make the appropriate notification to the Company shall indemnify and hold harmless each of the Directors, the Company, the Investment Manager, the Depositary, the Administrator, and the other Shareholders (each an "**Indemnified Party**") from any claims, demands, proceedings, liabilities, damages, losses, costs and expenses directly or indirectly suffered or incurred by such Indemnified Party arising out of or in connection with the failure of such person to comply with his obligations pursuant to any of the above provisions.

## HOW TO EXCHANGE OR TRANSFER SHARES

Shareholders may exchange all or part of their Shares in any Class (the "**Original Class**") for Shares of another Class denominated in the same currency (such Class being either in the same Fund or in a separate Fund) (the "**New Class**") on any Dealing Day. The general provisions and procedures relating to the issue and redemption of Shares will apply equally to exchanges. An exchange request will be treated as an order to redeem the Original Class and a purchase order for the New Class with the redemption proceeds. The Original Class will be redeemed at their Net Asset Value per Share and the New Class will be issued at the Net Asset Value per Share of the New Class. Exchange requests for Shares must be made through the Administrator in accordance with such detailed instructions regarding exchange procedures as are furnished by the Administrator.

Exchanges generally are made when a Shareholder determines to reallocate his investments among the Funds due to changes in market conditions and/or his financial objectives and circumstances. Excessive exchange transactions can be detrimental to a Fund's performance. The Directors, in consultation with the Investment Manager, may determine that a pattern of frequent exchanges is excessive and contrary to the best interests of the Fund. In this event, additional purchases and/or exchanges of Shares by the relevant Shareholder may be restricted. A Shareholder may also be required to (a) redeem Shares in the relevant Fund, or (b) remain invested in the relevant Fund or exchange into any other Fund, which position the relevant Shareholder would expect to maintain for a significant period of time.

Shares may be exchanged by post or by fax. The Directors may restrict an exchange if the minimum initial subscription amount for a Fund will not be met.

Certain intermediaries or dealers may charge the requesting Shareholder a conversion fee on the value of Shares to be converted. This fee will be paid by the Shareholder to the intermediary and will not be received by the Fund or the Investment Manager. No exchange fee will be charged by the Fund or the Investment Manager.

Transfers of Shares must be effected by transfer in writing in any usual or common form or in any other form approved by the Directors from time to time. Every form of transfer must state the full name and address of each of the transferor and the transferee and must be signed by or on behalf of the transferor. The Directors (or the Administrator on their behalf) may decline to register any transfer of Shares unless the transfer form

is deposited at the registered office of the Company, or such other place as the Directors may reasonably require, accompanied by such other evidence as the Directors may reasonably require to show the right of the transferor to make the transfer. The transferor shall be deemed to remain the holder of the Shares until the name of the transferee is entered in the register of Shareholders. A transfer of Shares will not be registered unless the transferee, if not an existing Shareholder, has completed a purchase order to the satisfaction of the Directors.

Transfers of Shares are subject to the prior approval of the Directors. The Directors may not decline to register a transfer of Shares, except, (i) if in the opinion of the Directors the transfer would be unlawful or result or be likely to result in any adverse regulatory, tax or fiscal consequences or administrative disadvantage to the Company or the Shareholders; (ii) in the absence of satisfactory evidence of the transferee's identity; or (iii) where the Company is required to redeem or cancel such number of Shares as are required to meet the appropriate tax of the Shareholder on such transfer. A proposed transferee may be required to provide such representations, warranties or documentation as the Directors may require in relation to the above matters. In the event that the Company does not receive the appropriate declaration that a Shareholder is not an Irish Taxable Person made by or on their behalf in respect of a transferee, the Company will be required to deduct appropriate tax in respect of any payment to the transferee or any sale, transfer, cancellation, redemption, repurchase, cancellation or other payment in respect of the Shares as described in the section headed **TAXATION** below except, for example, to the extent such transaction occurs in relation to Shares held in a Clearing System.

Measures aimed towards the prevention of money laundering may require a detailed verification of the proposed transferee's identity. Depending on the circumstances of each transfer, a detailed verification might not be required where (a) the transferee makes the payment from an account held in the transferee's name at a recognised financial institution; or (b) the transfer request is made through a recognised intermediary. These exceptions will only apply if the financial institution or intermediary referred to above is within a country recognised by Ireland as having equivalent anti-money laundering regulations and are made in the sole discretion of the Company's money laundering reporting officer.

The Company will be required to account for Irish tax on the value of the Shares transferred at the applicable rate unless it has received from the Shareholder the appropriate declaration that a Shareholder is not an Irish Taxable Person made by or on their behalf in the prescribed form, confirming that the Shareholder is not an Irish resident or ordinarily resident person in respect of whom it is necessary to deduct tax or the Shares being transferred are held in a Clearing System. The Company reserves the right to redeem such numbers of Shares held by a transferor as may be necessary to discharge the tax liability arising.

## **DATA PROTECTION**

In the course of business, the Company may collect, record, store, adapt, transfer and otherwise process information by which Shareholders or prospective investors may be directly or indirectly identified. The Company is a data controller within the meaning of Data Protection Legislation and undertakes to hold any personal data provided by investors in accordance with Data Protection Legislation.

The Company and/or any of its delegates or service providers may process prospective investor's personal data for any one or more of the following purposes and legal bases:

1. to operate the Funds, including managing and administering a Shareholder's investment in the relevant Fund on an on-going basis which enables the Company to satisfy its contractual duties and obligations to the Shareholder);
2. to comply with any applicable legal, tax or regulatory obligations on the Company, for example, under the Companies Acts and anti-money laundering and counter-terrorism legislation;
3. for any other legitimate business interests' of the Company or a third party to whom personal data is disclosed, where such interests are not overridden by the interests of the Shareholder, including for statistical analysis and market research purposes; or

4. for any other specific purposes where Shareholders have given their specific consent and where processing of personal data is based on consent, the Shareholders will have the right to withdraw it at any time.

The Company and/or any of its delegates or service providers may disclose or transfer personal data, whether in Ireland or elsewhere (including entities situated in countries outside of the EEA), to other delegates, duly appointed agents and service providers of the Company (and any of their respective related, associated or affiliated companies or sub-delegates) and to third parties including advisers, regulatory bodies, taxation authorities, auditors, technology providers for the purposes specified above.

The Company does not intend to keep personal data for longer than is necessary for the purpose(s) for which it was collected. In determining appropriate retention periods, the Company shall have regard to the Statute of Limitations Act 1957, as amended, and any statutory or other obligations to retain information, including anti-money laundering, counter-terrorism, tax legislation. The Company will take reasonable steps to destroy or erase the data from its systems when they are no longer required.

Where specific processing is based on an Shareholder's consent, that Shareholder has the right to withdraw it at any time. Shareholders may have the right to request access to their personal data kept by Company; the right to rectification or erasure of their data; to restrict or object to processing of their data, and to data portability, subject to any restrictions imposed by Data Protection Legislation and/or other applicable laws or regulations.

The Company and/or any of its delegates and service providers will not transfer personal data to a country outside of the EEA unless that country ensures an adequate level of data protection or appropriate safeguards are in place. The European Commission has prepared a list of countries that are deemed to provide an adequate level of data protection. Countries included on this list may be changed by the European Commission at any time. If a country is not deemed to provide an adequate level of data protection by the European Commission, then the Company and/or any of its delegates and service providers will seek appropriate safeguards such as the model clauses (which are standardised contractual clauses, approved by the European Commission) or binding corporate rules, or relies on one of the derogations provided for in Data Protection Legislation.

Where processing is carried out on behalf of the Company, the Company shall engage a data processor, within the meaning of Data Protection Legislation, and seek sufficient assurances that such data processor implement appropriate technical and organisational security measures in a manner that such processing meets the requirements of Data Protection Legislation, and addresses the protection of the rights of Shareholders. As part of the Company's business and ongoing monitoring, the Company may from time to time carry out automated decision-making in relation to investors, including, for example, profiling of Shareholders or prospective investors in the context of anti-money laundering reviews, and this may result in an Shareholder or prospective investor being identified to the Irish Revenue Commissioners and law enforcement or tax authorities, and the Company terminating its relationship with the Shareholder.

Prospective investors and/or Shareholders may be required to provide their personal data for legal, tax, regulatory, and/or other legitimate business purposes. Failure to provide the required personal data may result in the Company being unable to permit, process, or release the Shareholder or prospective investor's investment in the Funds and this may result in the Company terminating its relationship with the individual.

If you have questions or concerns about our handling of your Personal Data, please contact us using the following contact information:

*Address:* 20 Triton Street, Regent's Place  
  
London NW1 3BF  
  
United Kingdom  
  
Attention: Data Protection Notice

*Phone number:* +44(0)20 3033 3300

*Email address:* EMEADDataPrivacy@dimensional.com

---

## DIVIDEND POLICY

---

The Directors may declare dividends in respect of any Shares out of net income (including dividend and interest income) and the excess of realised and unrealised capital gains over realised and unrealised losses in respect of investments of the Company.

Any dividend unclaimed after a period of 6 years from the date of declaration of such dividend shall be forfeited and shall revert to the relevant Fund. The Directors reserve the right to declare dividends if the Directors determine that such a dividend declaration would be in the best interest of the Shareholders of a Fund.

Currently the Directors anticipate that there will be no dividend distributions in respect of the USD Accumulation Shares, USD Z Institutional Accumulation Shares, EUR Accumulation Shares, EUR Hedged Accumulation Shares, EUR P Accumulation Shares, GBP Accumulation Shares, T GBP Accumulation Shares, NOK Accumulation Shares, CHF Accumulation Shares, SEK Accumulation Shares, JPY Accumulation Shares and SGD Accumulation Shares of the Funds. Accordingly, income and capital gains arising in respect of the USD Accumulation Shares, USD Z Institutional Accumulation Shares, EUR Accumulation Shares, EUR Hedged Accumulation Shares, EUR P Accumulation Shares, GBP Accumulation Shares, T GBP Accumulation Shares, NOK Accumulation Shares, CHF Accumulation Shares, SEK Accumulation Shares, JPY Accumulation Shares, SGD Accumulation Shares and SGD Accumulation (Hedged) Shares will be re-invested in the relevant Fund and reflected in the Net Asset Value per Share of the relevant Fund.

Currently the Directors anticipate making dividend distributions in respect of the USD Distributing Shares, USD Z Institutional Distributing Shares, EUR Distributing Shares, GBP Distributing Shares, T GBP Distributing Shares, NOK Distributing Shares, CHF Distributing Shares, SEK Distributing Shares and JPY Distributing Shares of the Funds. Accordingly, any income arising in respect of the USD Distributing Shares, USD Z Institutional Distributing Shares, EUR Distributing Shares, GBP Distributing Shares, T GBP Distributing Shares, NOK Distributing Shares, CHF Distributing Shares, SEK Distributing Shares or JPY Distributing Shares of the Funds will be distributed to investors in the relevant Fund in accordance with their respective shareholdings.

Dividends of the GBP Distributing Shares will be declared by the Directors for the periods ending 31 May and 30 November. Dividends of the USD Distributing Shares, USD Z Institutional Distributing Shares, EUR Distributing Shares, NOK Distributing Shares, CHF Distributing Shares and SEK Distributing Shares will be declared by the Directors for the period ending 30 November. Dividends of the JPY Distributing Shares, if any are declared by the Directors, will ordinarily be paid for the periods ending 28 February, 31 May, 31 August and 30 November.

Dividend distributions in respect of the USD Distributing Shares, USD Z Institutional Distributing Shares, EUR Distributing Shares, GBP Distributing Shares, NOK Distributing Shares, CHF Distributing Shares, SEK Distributing Shares and JPY Distributing Shares (if any are declared) will also be paid to Shareholders by wire transfer to the account outlined in the original application form within four months of the date of declaration of such dividends by the Directors, unless written instructions are received from the Shareholder requesting re-investment in further USD Distributing Shares, USD Z Institutional Distributing Shares, EUR Distributing Shares, GBP Distributing Shares, NOK Distributing Shares, CHF Distributing Shares, SEK Distributing Shares or JPY Distributing Shares respectively in the relevant Fund.

Notwithstanding the above, the Directors do not expect to declare a dividend in respect of any Class where it would be uneconomical to pay such dividend to Shareholders or it is otherwise not considered to be in the best interests of the Fund.

The dividend distribution policy in respect of any future Funds of the Company together with details of methods of payment of dividends and frequency of payments will be specified in an updated version of the Prospectus reflecting the creation of the new Fund.

---

## FEES AND EXPENSES

---

### INVESTMENT MANAGEMENT FEES

The Investment Manager will be entitled to receive investment management fees in respect of each of the Funds payable out of the assets of the Funds (the "**Management Fees**") accruing daily and payable monthly in arrears at an annual percentage rate, as set out below, of the average daily Net Asset Value, of the relevant Fund or Class, as applicable.

1.	Global Short Fixed Income Fund	0.25%
2.	Global Short Fixed Income II Fund	0.25%
3.	Global Short-Term Investment Grade Fixed Income Fund	0.25%
4.	Euro Inflation Linked Intermediate Duration Fixed Income Fund	0.15%
5.	Global Ultra Short Fixed Income Fund	
	All Classes save for the T GBP Accumulation and T GBP Distributing Shares	0.15%
	T GBP Accumulation and T GBP Distributing Shares	0.20%
6.	Sterling Inflation Linked Intermediate Duration Fixed Income Fund	0.15%
7.	World Allocation 20/80 Fund	0.25%
8.	World Allocation 40/60 Fund	0.30%
9.	World Allocation 60/40 Fund	0.35%
10.	World Allocation 80/20 Fund	0.38%
11.	World Equity Fund	0.42%
12.	Global Core Equity Fund	0.30%
13.	Global Core Equity II Fund	0.30%
14.	Global Value Fund	
	All Classes save for the EUR P Accumulation Shares	0.40%
	EUR P Accumulation Shares	0.75%**
15.	Global Small Companies Fund	0.43%
16.	Global Sustainability Core Equity Fund	0.33%
17.	Global Targeted Value Fund	0.50%
18.	European Core Equity Fund	0.30%
19.	European Value Fund	0.40%

20.	European Small Companies Fund	0.50%
21.	Japan Core Equity Fund	0.20%
22.	Pacific Basin Small Companies Fund	0.50%
23.	U.S. Value Fund	0.40%
24.	U.S. Small Companies Fund	0.35%
25.	U.S. Small Companies II Fund	0.35%
26.	U.S. Core Equity Fund	0.20%
27.	Emerging Markets Value Fund	
	All Classes	0.50%
28.	Emerging Markets Value II Fund	0.50%
29.	Emerging Markets Large Cap Core Equity Fund	
	All Classes save for the USD Z Institutional Accumulation Shares and USD Z	0.45%

#### Institutional Distributing Shares

USD Z Institutional Accumulation Shares and USD Z Institutional Distributing Shares 0.00%\*

\*USD Z Institutional Accumulation Shares and USD Z Institutional Distributing Shares in the Emerging Markets Large Cap Core Equity Fund are only available for subscription by institutional investors who have entered into an investment management or other agreement with the Investment Manager or with an affiliate of the Investment Manager, as agreed on a case by case basis.

\*\*The Investment Manager may rebate, out of its Management Fee, up to 0.40% to third-party financial intermediaries and platforms to compensate for services including facilitation of marketing of Shares and investor servicing.

The Investment Manager shall also be entitled to reimbursement of all reasonable out-of-pocket expenses incurred for the benefit of the Company including expenses incurred by it in the performance of its duties.

The Investment Manager shall pay the fees of any sub-investment advisor out of the Management Fees.

The Investment Manager, or any sub-investment advisor, may, at its discretion and in accordance with applicable law and regulation, rebate part or all of the Management Fees to any Shareholder or use part of the Management Fees to remunerate or reimburse intermediaries, broker-dealers, platforms and other entities. In particular, but without limitation, EUR P Accumulation Shares, T GBP Accumulation Shares and T GBP Distributing Shares may be offered through intermediaries, broker-dealers, and other entities and part of the Management Fees may be used to remunerate or reimburse such entities, for services including but not limited to facilitation of marketing, distribution, and/or sale of Shares. Further information is available from the Investment Manager on request.

#### ADMINISTRATION AND CUSTODY FEES

The Administrator shall be entitled to a fee payable out of the assets of the Company accruing daily and payable monthly in arrears at an annual rate not to exceed 0.0225% of the average net asset value of each active sub-fund of the Company and of Dimensional Funds II plc (the "**Active Sub-Funds**") measured in U.S. Dollars subject to a minimum annual fee, exclusive of out of pocket expenses and transaction fees, of up to \$40,000 per Active Sub-Fund. The full amount of the minimum annual fee applicable to each Active



Sub-Fund may not be applied in certain circumstances as any fees payable by Active Sub-Funds (at the rate not to exceed 0.0225% per annum) which exceed \$40,000 per annum (due to the size of such Active Sub-Funds) will be taken into account in calculating the minimum annual fee applicable to the other Active Sub-Funds. The Administrator shall also be entitled to reimbursement of all reasonable costs, expenses and transaction costs (at normal commercial rates) incurred for the benefit of the Fund out of the assets of the Fund in respect of which such costs, expenses and transaction costs were incurred.

The Depositary shall be entitled to a fee payable out of the assets of the Company calculated and accruing daily and payable monthly at an annual rate not to exceed 0.0125% of the net asset value of the Active Sub-Funds measured in U.S. Dollars.

The Funds shall also bear the cost of all sub-custodian charges and transaction charges incurred by the Depositary, or any sub-custodian, which shall not exceed normal commercial rates. The Depositary shall also be entitled to reimbursement of reasonable expenses incurred by the Depositary, or any sub-custodian, for the benefit for the Funds out of the assets of the Fund in respect of which such charges and expenses were incurred.

The above mentioned fees and expenses payable out of the assets of the Company may vary across Funds.

All amounts are exclusive of any value added tax that may be charged thereon

## **UNHEDGED CLASSES – CURRENCY CONVERSION**

In the case of an unhedged Class, a currency conversion will take place on subscriptions, redemptions, exchanges and distributions at prevailing exchange rates. The Company reserves the right to mitigate the effect of significant non-Base Currency subscriptions, redemptions, exchanges and distributions on the Class Net Asset Value by requiring the applicant or relevant Shareholder, rather than the Company, to pay a charge to cover any expenses or losses on currency conversion on relevant subscriptions, redemptions, exchanges and distributions – in effect the applicant or relevant Shareholder being required to bear the costs of foreign exchange into or out of the Fund.

## **DIRECTORS' FEES**

Under the Articles, the Directors are entitled to a fee in remuneration for their services at a rate to be determined from time to time by the Directors, but so that the aggregate amount of the remuneration payable to the Directors in any one year in respect of the Company shall not exceed USD75,000 (or its equivalent) per Fund or such other amount as the Directors may from time to time determine and disclose to the Shareholders.

The amount of a Director's remuneration in any one year in respect of the Company shall be up to EUR28,000 (exclusive of VAT), (save for the Chairperson who may receive up to EUR34,000 (exclusive of VAT)). This figure will not be increased without the Shareholders being notified. The Directors and any alternate Directors shall also be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Directors or Shareholders or any other meetings with regulatory authorities or professional advisers or otherwise in connection with the business of the Company. The Directors who are employees of the Investment Manager have decided to waive their entitlement to any such remuneration for the life of the Company.

## **LOCAL INTERMEDIARIES**

Local regulations in EEA member states may, from time to time, require the appointment of paying agents and/or other local agents and the maintenance of accounts by such agents through which subscriptions and redemption monies may be paid. Such local intermediaries shall be appointed in accordance with the requirements of the Central Bank.

The fees of any such intermediate entity, which may be paid out of the assets of the relevant Fund(s), will be at normal commercial rates.

Investors who choose or are obliged under local regulations to pay/receive subscription/redemption monies via such an intermediary entity rather than directly to or from the Depositary (e.g. a sub-distributor or agent in the local jurisdiction) will bear a credit risk against that intermediate entity with respect to (a) subscription monies prior to the transmission of such monies to the Depositary and (b) redemption monies payable by such intermediate entity to the relevant investor.

## **ESTABLISHMENT AND OPERATING EXPENSES**

The establishment expenses of a new Fund will be borne out of the assets of that Fund. These expenses will be amortised over the first three accounting periods or such shorter period as the Directors may determine. The establishment expenses of the European Core Equity Fund were approximately EUR6,000. The costs of establishing the Global Core Equity Fund and Global Targeted Value Fund were borne by the Investment Manager. The establishment expenses of the Euro Inflation Linked Intermediate Duration Fixed Income Fund and Sterling Inflation Linked Intermediate Duration Fixed Income Fund were approximately EUR12,500 per Fund. The establishment expenses of the Global Ultra Short Fixed Income Fund, Global Small Companies Fund, Global Value Fund, World Allocation 40/60 Fund, World Allocation 60/40 Fund, World Equity Fund, Global Short-Term Investment Grade Fixed Income Fund, Global Fixed Income II Fund, Global Core Equity II Fund, U.S. Small Companies II Fund, Emerging Markets Value II Fund, the Emerging Markets Large Cap Core Equity Fund, the Japan Core Equity Fund, the U.S. Core Equity Fund, the World Allocation 20/80 Fund and the World Allocation 80/20 Fund were approximately EUR15,000 per Fund. The establishment expenses of the Global Sustainability Core Equity Fund were approximately EUR 20,000.

Costs and expenses incurred in the operation of a Fund will be borne out of the assets of the relevant Fund, including without limitation, registration fees and other expenses relating to regulatory, supervisory or fiscal authorities in various jurisdictions, management, investment management, administrative and custodial services; client service fees; writing, typesetting and printing of the Prospectus, sales literature and other documents for investors; taxes and commissions; issuing, purchasing, repurchasing and redeeming Shares; transfer agents, dividend dispersing agents, Shareholder servicing agents and registrars; costs arising from the offering of the Fund on distribution platforms and the provision of information required in connection with the distribution of the Fund, printing, mailing, auditing, accounting and legal expenses; reports to Shareholders and governmental agencies; meetings of Shareholders and proxy solicitations therefor (if any); insurance premiums; association and membership dues; and such non-recurring and extraordinary items as may arise. Where such costs and expenses incurred in the operation of a Fund, including but not limited to registration fees and other expenses relating to regulatory, supervisory or fiscal authorities, relate solely to a share class of a Fund, they may be allocated specifically to that share class.

The Company may provide its U.S. Taxpayer investors in certain Classes in certain Funds with information in the form required to make an effective QEF election. The costs of providing this information will be borne by the relevant Fund. Further detail in relation to such reporting is set out in **TAXATION – UNITED STATES** below.

In addition, the Company may provide investors with tax reporting information or information required for regulatory purposes or may appoint or use the services of third parties to provide such information or calculations to assist in tax reporting. The costs in relation to this will be borne by the relevant Fund.

Expenses will be allocated to the Fund or Funds to which, in the opinion of the Directors, they relate. If an expense is not readily attributable to any particular Fund, the Directors shall have discretion to determine the basis on which the expense shall be allocated between the Funds. In such cases the expense will normally be allocated to all Funds pro rata to the value of the Net Asset Value of the relevant Fund.

The Investment Manager may, at its discretion, contribute directly towards the expenses attributable to the establishment and/or operation of any particular Fund and/or the marketing, distribution and/or sale of Shares and may from time to time at its sole discretion waive any or all of the Management Fees in respect of any particular payment period.

---

## DETERMINATION OF NET ASSET VALUE

---

The Net Asset Value of a Class or Fund shall be calculated by the Administrator in the Base Currency of that Fund to (at least) the nearest two decimal places as at each Valuation Point in accordance with the valuation provisions set out in the Articles and summarised below. The Net Asset Value of a Fund shall be calculated by ascertaining the value of the assets of the relevant Fund and deducting from such amount the liabilities of the Fund, which shall include all fees and expenses payable and/or accrued and/or estimated to be payable out of the assets of the Fund. The Net Asset Value per Share shall be calculated to such number of decimal places (being at least two decimal places) as determined by the Directors or their delegates by establishing the number of Shares issued in the Class as at the relevant Valuation Point and allocating the relevant fees and Class expenses to the Class and making appropriate adjustments to take account of distributions, if any, paid out of the Fund and apportioning the Net Asset Value of the Fund accordingly. With respect to Classes of a Fund that are denominated in a currency other than the Base Currency of such Fund, the Net Asset Value of each such Class, calculated by the Administrator as described herein, shall be converted into the designated currency denominations of that Class using the latest available exchange rate at the Valuation Point. Changes in the exchange rate between the Base Currency of a Fund and such designated currency may lead to a depreciation of the value of such Shares as expressed in the designated currency.

The Investment Manager may hedge the foreign currency exposure of Classes denominated in a currency other than the Base Currency of a Fund in order that investors in that Class receive a return in the currency of that Class substantially in line with the investment objective of the Fund. As foreign exchange hedging may be utilised for the benefit of a particular Class, transactions will be clearly attributable to that Class and the cost and related liabilities and/or benefits shall be for the account of that Class only. Accordingly, such costs and related liabilities and/or benefits will be reflected in the Net Asset Value per Share for shares of any such Class. While holding a U.S. Dollar Class which has been hedged will protect investors in a U.S. Dollar Class from a decline in the value of the Euro against the U.S. Dollar, investors in such a hedged U.S. Dollar Class may not benefit when the Euro appreciates against the U.S. Dollar. The Investment Manager shall limit hedging to the extent of the particular Class's currency exposure. Foreign exchange hedging shall not be used for speculative purposes.

The Net Asset Value per Share as calculated on any Dealing Day with respect to each Fund will be provided for publication on [www.eu.dimensional.com](http://www.eu.dimensional.com) after each Dealing Day, and will be notified immediately upon calculation to Euronext Dublin for those Funds listed on Euronext Dublin without delay.

In calculating the value of the assets of each Fund:

- (i) each investment which is quoted, listed or traded on or under the rules of any Recognised Market shall be valued by reference to the latest available dealing price on the relevant Recognised Market at the relevant Valuation Point. If the investment is normally quoted, listed or traded on or under the rules of more than one Recognised Market, the relevant Recognised Market shall be that which the Directors or the Investment Manager as their delegate determine provides the fairest criterion of value for the investment. If prices for an investment quoted, listed or traded on the relevant Recognised Market are not available at the relevant time or are unrepresentative in the opinion of the Directors or the Investment Manager as their delegate, such investment shall be valued at such value as shall be certified with care and good faith as the probable realisation value of the investment by a competent professional person, body, firm or corporation (appointed for such purpose by the Administrator on the instruction of the Company, in consultation with the Investment Manager and approved for the purpose by the Depositary) or at such other value as the Directors who are approved for such purpose by the Depositary (in consultation with the Investment Manager and the Administrator and the Depositary) consider in the circumstances to be the probable realisation value of the investment estimated with care and in good faith. None of the Directors, the Investment Manager, or the Administrator shall be under any liability if a price reasonably believed by them to be the latest available price or, as the case may be, middle market quotation for the time being, may be found not to be such.

- (ii) the value of any investment which is not normally quoted, listed or traded on or under the rules of a Recognised Market shall be valued at such value as shall be estimated with care and in good faith as the probable realisation value of the investment by a competent professional person, firm or corporation (appointed for such purpose by the Administrator on the instruction of the Company and approved for the purpose by the Directors, the relevant Investment Manager and the Depositary) or at such other value as the Directors who are approved for such purpose by the Depositary (in consultation with the relevant Investment Manager, the Administrator and Depositary) considers in the circumstances to be the probable realisation value of the investment estimated with care and in good faith. Neither the Directors, the relevant Investment Manager, the Administrator nor the Depositary shall be under any liability if a price reasonably believed by them to be the latest available dealing price or, as the case may be, middle market quotation for the time being, may be found not to be such.
- (iii) units or shares in collective investment schemes which are not valued in accordance with the provisions above shall be valued on the basis of the latest available redemption price of such units or shares after deduction of any redemption charges.
- (iv) cash deposits and similar investments shall be valued at their face value together with accrued interest unless in the opinion of the Directors (in consultation with the Investment Manager and the Depositary) any adjustment should be made to reflect the fair value thereof. Derivative instruments including interest rate futures contracts and other financial futures contracts which are dealt in on a Recognised Market shall be valued at the settlement price as of the relevant Valuation Point as determined by the relevant Recognised Market provided that where it is not the practice of the relevant Recognised Market to quote a settlement price, or if a settlement price is not available for any reason, such instruments shall be valued in such manner on the basis of their probable realisation value as the Directors or the Administrator as their delegate (in consultation with the Investment Manager) shall determine and as shall be approved by the Depositary.
- (v) derivative instruments including swaps, interest rate futures contracts and other financial futures contracts which are traded on a Recognised Market shall be valued at the settlement price of such instruments as at the Valuation Point as determined by the relevant Recognised Market, provided that where it is not the practice of the relevant Recognised Market to quote a settlement price, or if a settlement price is not available for any reason, such instruments shall be valued at their probable realisation value estimated with care and in good faith by the Directors (who shall be approved for the purpose by the Depositary) in consultation with the Administrator. The value of forward foreign exchange contracts which are dealt in on a Recognised Market shall be calculated by reference to the price appearing to the Directors to be the price at which a new forward contract of the same size, currency and maturity as determined by the relevant Recognised Market could be effected as at the Valuation Point, provided that if such market price is not available for any reason, such value shall be calculated in such manner as the Directors (who shall be approved for the purpose by the Depositary) shall, in consultation with the Administrator, determine to be the price at which a new forward contract of the same size, currency and maturity could be effected.
- (vi) derivative instruments not traded on a Recognised Market shall be valued at least daily at the latest valuation obtained from the counterparty provided that the valuation is approved and verified weekly by the Directors (who shall be approved for such purpose by the Depositary and independent of the counterparty) or by a competent professional person appointed by the Directors and approved by the Depositary for such purpose and who is independent of the counterparty. Alternatively, the value of any over-the-counter derivative contract may be the quotation from an independent pricing vendor or that calculated by the Fund itself and shall be valued daily. Where an alternative valuation is used by the Fund, the Fund will follow international best practice and adhere to specific principles on such valuation by bodies such as IOSCO and AIMA or their successor entities. Any such alternative valuation must be provided by a competent person appointed by the Directors and approved for the purpose by the Depositary, or a valuation by any other means provided that such value is approved by the Depositary. Any such alternative valuation must be reconciled to the counterparty valuation on a monthly basis. Where significant differences arise they must be promptly investigated and explained.

- (vii) certificates of deposit and other liquid transferable securities having a maturity of six months or less shall be valued by using the amortised cost method of valuation whereby the relevant security is valued at its cost of acquisition adjusted for amortisation of premium or accretions of discount on the security. The Administrator shall, on a weekly basis for comparison purposes, value or procure the valuation of any security valued using the amortised cost method of valuation by valuing such security at the price which the Directors or the Administrator as their delegate (in consultation with the Investment Manager), with the approval of the Depositary, considers best approximates the fair market value thereof. If in any such review the value of the securities calculated pursuant to the amortised cost method of valuation deviates from the value of such securities valued on a marked to market basis by between 0.3% and 0.5% the Directors shall conduct, or shall procure the conduct of, such reviews daily until such time as the deviation falls below 0.3% and if at any time such deviation exceeds 0.5% the pricing of securities will be reviewed.
- (viii) treasury bills and bills of exchange shall be valued with reference to bid prices ruling in the relevant markets for such instruments of like maturity, amount and credit risk at the relevant Valuation Point.

Notwithstanding the above provisions, the Directors may, with the prior consent of the Depositary and in consultation with the Investment Manager, adjust the valuation of any particular listed asset or permit some other method of valuation approved by the Depositary to be used in respect of any particular asset if, having regard to currency, applicable rate of interest, maturity, marketability and/or such other considerations as they deem relevant, they consider that such adjustment is required to reflect more fairly the value thereof.

Values of assets allocated to a Fund expressed in a currency other than the Base Currency of that Fund will be converted by the Administrator into the Base Currency at the latest available exchange rate at the Valuation Point.

## **TEMPORARY SUSPENSION OF DEALINGS**

The Directors may at any time, with the approval of the Depositary, temporarily suspend the issue, valuation, sale, purchase, redemption, repurchase and exchange of Shares during:

- (i) any period when any Recognised Market on which a substantial portion of the investments for the time being comprised in the relevant Fund are quoted, listed or dealt in is closed otherwise than for public holidays, or during which dealings in any such Recognised Market are restricted or suspended;
- (ii) any period where, as a result of political, military, economic or monetary events or other circumstances beyond the control, responsibility and power of the Company, the disposal or valuation of investments for the time being comprised in the relevant Fund cannot, in the opinion of the Directors, be effected or completed normally or without prejudicing the interest of Shareholders;
- (iii) any breakdown in the means of communication normally employed in determining the value of any investments for the time being comprised in the relevant Fund or during any period when for any other reason the value of investments for the time being comprised in the relevant Fund cannot, in the opinion of the Directors, be promptly or accurately ascertained;
- (iv) any period when the Company is unable to repatriate funds for the purposes of making redemption or purchase payments or during which the realisation of investments for the time being comprised in the relevant Fund, or the transfer or payment of funds involved in connection therewith cannot, in the opinion of the Directors, be effected at normal prices or normal rates of exchange; or
- (v) any period when, as a result of adverse market conditions, the payment of redemption proceeds may, in the opinion of the Directors, have an adverse impact on the relevant Fund or the remaining shareholders in such Fund.

Notice of any such suspension may be published on [www.eu.dimensional.com](http://www.eu.dimensional.com) if, in the opinion of the Directors, it is likely to exceed fourteen days. It shall be notified within the same Dealing Day to the Central Bank and, where applicable, to Euronext Dublin, and as soon as practicable thereafter to any Shareholders

affected by such suspension. Shareholders who have requested issue, purchase or redemption of Shares in any Fund will have their request dealt with on the first Dealing Day after the suspension has been lifted unless such requests have been withdrawn prior to the lifting of the suspension. Where possible, reasonable steps will be taken to bring any period of suspension to an end as soon as possible.

## **TERMINATION OF FUNDS**

The Company may terminate any Class or Fund, and redeem all of the Shares of such Class or Fund, if:

- (i) the Shareholders of the Class or Fund pass a special resolution to approve the redemption of all the Shares in the Class or Fund;
- (ii) after the first anniversary of the launch date for the relevant Class or Fund if the Net Asset Value of the relevant Class or Fund falls below EUR25,000,000; or
- (iii) the Depositary has served notice of its intention to retire under the terms of the Depositary Agreement (and has not revoked such notice) and no new depositary has been appointed by the Company with the approval of Central Bank within six months of the date of service of such notice.

Dividends, interest and capital gains (if any) which the Company receives with respect to its investments (other than securities of Irish issuers) may be subject to taxes, including withholding taxes, in the countries in which the issuers of investments are located. It is anticipated that the Company may not be able to benefit from reduced rates of withholding tax in double taxation agreements between Ireland and such countries. If this position changes in the future and the application of a lower rate results in a repayment to the Company, the Net Asset Value will not be re-stated and the benefit will be allocated to the existing Shareholders rateably at the time of the repayment.

---

## TAXATION

---

**The following statements are by way of a general guide to potential investors and Shareholders only and do not constitute tax advice. Shareholders and potential investors are therefore advised to consult their professional advisers concerning possible taxation or other consequences of purchasing, holding, selling or otherwise disposing of the Shares under the laws of their country of incorporation, establishment, citizenship, residence or domicile.**

Shareholders and potential investors should note that the following statements on taxation are based on advice received by the Directors regarding the law and practice in force in the relevant jurisdiction at the date of this Prospectus and proposed regulations and legislation in draft form. As is the case with any investment, there can be no guarantee that the tax position or proposed tax position prevailing at the time an investment is made in the Company will endure indefinitely.

### IRELAND

#### Irish Taxation

##### Tax on income and capital gains

##### The Company

On the basis that the Company is a UCITS, it is outside the scope of the IREF withholding tax regime, pursuant to Part 27 Chapter 1B of the TCA dealing with Irish Real Estate Funds (**IREFs**). The Company will only be subject to tax on chargeable events in respect of Shareholders who are Irish Taxable Persons (generally persons who are resident or ordinarily resident in Ireland for tax purposes - see **DEFINITIONS** section of the Prospectus for more details).

A chargeable event occurs on:

- (i) a payment of any kind to a Shareholder by the Company;
- (ii) a transfer of Shares; and
- (iii) on the eighth anniversary of a Shareholder acquiring Shares and every subsequent eighth anniversary

but does not include any transaction in relation to Shares held in a Clearing System recognised by the Irish Revenue Commissioners, certain transfers arising as a result of an amalgamation or reconstruction of fund vehicles and certain transfers between spouses or former spouses.

If a Shareholder is not an Irish Taxable Person at the time a chargeable event arises no Irish tax will be payable on that chargeable event in respect of that Shareholder.

Where tax is payable on a chargeable event, subject to the comments below, it is a liability of the Company which is recoverable by deduction or, in the case of a transfer and on the eight year rolling chargeable event by cancellation or appropriation of Shares from the relevant Shareholders. In certain circumstances, and only after notification by the Company to a Shareholder, the tax payable on the eight year rolling chargeable event can at the election of the Company become a liability of the Shareholder rather than the Company. In such circumstances the Shareholder must file an Irish tax return and pay the appropriate tax (at the rate set out below) to the Irish Revenue Commissioners.

In the absence of the appropriate declaration being received by the Company that a Shareholder is not an Irish Taxable Person or if the Company has information that would reasonably suggest that a declaration is incorrect, and in the absence of written notice of approval from the Irish Revenue Commissioners to the

effect that the requirement to have been provided with such declaration is deemed to have been complied with (or following the withdrawal of, or failure to meet any conditions attaching to such approval), the Company will be obliged to pay tax on the occasion of a chargeable event (even if, in fact, the Shareholder is neither resident nor ordinarily resident in Ireland). Where the chargeable event is an income distribution tax will be deducted at the rate of 41%, or at the rate of 25% where the Shareholder is a company and the appropriate declaration has been made on the amount of the distribution. Where the chargeable event occurs on any other payment to a Shareholder, not being a company which has made the appropriate declaration on a transfer of Shares and on the eight year rolling chargeable event, tax will be deducted at the rate of 41% on the increase in value of the shares since their acquisition. Tax will be deducted at the rate of 25% on such transfers where the Shareholder is a company and the appropriate declaration has been made. In respect of the eight year rolling chargeable event, there is a mechanism for obtaining a refund of tax where the Shares are subsequently disposed of for a lesser value.

An anti-avoidance provision increases the 41% rate of tax to 60% (80% where details of the payment/disposal are not correctly included in the individual's tax return) if, under the terms of an investment in a fund, the investor or certain persons associated with the investor have an ability to influence the selection of the assets of the fund.

Other than in the instances described above the Company will have no liability to Irish taxation on income or chargeable gains.

### **Shareholders**

Shareholders who are neither resident nor ordinarily resident in Ireland in respect of whom the appropriate declarations have been made (or in respect of whom written notice of approval from the Irish Revenue Commissioners has been obtained by the Company to the effect that the requirement to have been provided with such declaration from that Shareholder or class of shareholders to which the Shareholder belongs is deemed to have been complied with) will not be subject to tax on any distributions from the Company or any gain arising on redemption, repurchase or transfer of their shares provided the shares are not held through a branch or agency in Ireland. No tax will be deducted from any payments made by the Company to those Shareholders who are not Irish Taxable Persons.

Shareholders who are Irish resident or ordinarily resident or who hold their shares through a branch or agency in Ireland may have a liability under the self-assessment system to pay tax, or further tax, on any distribution or gain arising from their holdings of Shares. In particular where the Company has elected to not deduct tax at the occasion of the eight year rolling chargeable event, a Shareholder will have an obligation to file a self-assessment tax return and pay the appropriate amount of tax to the Irish Revenue Commissioners.

Refunds of tax where a relevant declaration could be made but was not in place at the time of a chargeable event are generally not available except in the case of certain corporate Shareholders within the charge to Irish corporation tax.

### **Tax Information**

The Company, or the Administrator acting on its behalf, may from time to time provide Shareholders with certain information relating to the income or gains of the Company so as to enable investors to comply with their respective tax filing obligations. While such information may assist Shareholders in filing their respective tax returns Shareholders should obtain independent tax advice in their jurisdiction of residence in relation to their own tax filing and payment obligations. Each Shareholder is responsible for accurately assessing any tax liabilities and any other tax obligations that arise in respect of a holding of Shares in the Company. While the Company and the Administrator shall endeavour to provide information that it has agreed to furnish on a timely basis and in an accurate form neither the Company nor the Administrator shall be liable for any tax liabilities of a Shareholder that arises as a result of any inaccuracy in such information or any delay in providing it.



## **Stamp duty**

No Irish stamp duty will be payable on the subscription, transfer or redemption of Shares provided that no application for Shares or re-purchase or redemption of Shares is satisfied by an in specie transfer of any Irish situated property.

## **Capital acquisitions tax**

No Irish gift tax or inheritance tax (capital acquisitions tax) liability will arise on a gift or inheritance of Shares provided that

- (a) at the date of the disposition the transferor is neither domiciled nor ordinarily resident in Ireland and at the date of the gift or inheritance the transferee of the Shares is neither domiciled nor ordinarily resident in Ireland; and
- (b) the Shares are comprised in the disposition at the date of the gift or inheritance and the valuation date.

## **Other tax matters**

The income and/or gains of a Company from its securities and assets may suffer withholding tax in the countries where such income and/or gains arise. The Company may not be able to benefit from reduced rates of withholding tax in double taxation agreements between Ireland and such countries. If this position changes in the future and the application of a lower rate results in repayment to that Company, the net asset value of the Company will not be restated and the benefit will be allocated to the existing Shareholders rateably at the time of repayment.

## **Automatic Exchange of Information**

Irish reporting financial institutions, which may include the Company, may have reporting obligations in respect of certain investors under both FATCA and CRS (see below).

## **Information exchange and the implementation of FATCA in Ireland**

With effect from 1 July 2014 the Company is obliged to report certain information in respect of U.S. investors in the Company to the Irish Revenue Commissioners who will then share that information with the U.S. tax authorities.

On 21 December 2012 Ireland signed an Intergovernmental Agreement (the “**IGA**”) with the United States to improve international tax compliance and to implement FATCA. Under this agreement Ireland agreed to implement legislation to collect certain information in connection with FATCA and the Irish and U.S. tax authorities have agreed to automatically exchange this information. The IGA provides for the annual automatic exchange of information in relation to accounts and investments held by certain U.S. investors in a broad category of Irish financial institutions and vice versa.

Under the IGA and the Financial Accounts Reporting (United States of America) Regulations 2014, as amended (the “**Irish Regulations**”) implementing the information disclosure obligations Irish financial institutions such as the Company are required to report certain information with respect to U.S. account holders to the Irish Revenue Commissioners. The Irish Revenue Commissioners automatically provide that information annually to the IRS. The Company (and/or the Administrator or Investment Manager on behalf of the Company) must obtain the necessary information from investors required to satisfy the reporting requirements whether under the IGA, the Irish Regulations, or any other applicable legislation published in connection with FATCA and such information is being sought as part of the application process for Shares in the Company. It should be noted that the Irish Regulations require the collection of information and filing of returns with the Irish Revenue Commissioners regardless as to whether the Company holds any U.S. assets or has any U.S. investors.

If a Shareholder causes the Company to suffer a withholding for or on account of FATCA (the “**FATCA Deduction**”) or other financial penalty, cost, expense or liability, the Company may compulsorily redeem any Shares of such Shareholder and/or take any actions required to ensure that such FATCA Deduction or other financial penalty, cost, expense or liability is economically born by such shareholder.

While the IGA and the Irish Regulations should serve to reduce the burden of compliance with FATCA, and accordingly the risk of a FATCA withholding on payments to the Company in respect of its assets, no assurance can be given in this regard. As such, Shareholders should obtain independent tax advice in relation to the potential impact of FATCA before investing.

### **Common Reporting Standard**

The Common Reporting Standard (“**CRS**”) framework was first released by the OECD in February 2014. To date, more than 90 jurisdictions have publically committed to implementation, many of which are early adopter countries, including Ireland. On 21 July 2014, the Standard for Automatic Exchange of Financial Account Information in Tax Matters (the “**Standard**”) was published, involving the use of two main elements, the Competent Authority Agreement (“**CAA**”) and the CRS.

The goal of the Standard is to provide for the annual automatic exchange between governments of financial account information reported to them by local Financial Institutions (“**FIs**”) relating to account holders tax resident in other participating countries to assist in the efficient collection of tax. The OECD, in developing the CAA and CRS, have used FATCA concepts and as such the Standard is broadly similar to the FATCA requirements, albeit with numerous alterations. It will result in a significantly higher number of reportable persons due to the increased instances of potentially in-scope accounts and the inclusion of multiple jurisdictions to which accounts must be reported.

Ireland is a signatory jurisdiction to a Multilateral Competent Authority Agreement on the automatic exchange of financial account information in respect of CRS while Sections 891F and 891G of the TCA contain measures necessary to implement the CRS internationally and across the European Union, respectively. The Returns of Certain Information by Reporting Financial Institutions Regulations 2015 (the “**CRS Regulations**”), gave effect to the CRS from 1 January 2016.

Directive 2014/107/EU on Administrative Cooperation in the Field of Taxation (“**DAC II**”) implements CRS in a European context and creates a mandatory obligation for all EU Member States to exchange financial account information in respect of residents in other EU Member States on an annual basis. Section 891G of the TCA contained measures necessary to implement the DAC II. Regulations, the Mandatory Automatic Exchange of Information in the Field of Taxation Regulations 2015 (together with the CRS Regulations, the “**Regulations**”), gave effect to DAC II from 1 January 2016.

Under the Regulations reporting FIs, will be required to collect certain information on accountholders and on certain Controlling Persons in the case of the accountholder(s) being an Entity, as defined for CRS purposes, (e.g. name, address, jurisdiction of residence, TIN, date and place of birth (as appropriate), the account number and the account balance or value at the end of each calendar year) to identify accounts which are reportable to the Irish tax authorities. The Irish tax authorities shall in turn exchange such information with their counterparts in participating jurisdictions.

Further information in relation to the CRS and DAC II can be found on the Automatic Exchange of Information webpage on [www.revenue.ie](http://www.revenue.ie).

### **Certain Irish Tax Definitions**

#### *Meaning of "Residence" for Companies*

Prior to Finance Act 2014, company residence was determined with regard to the long-established common law rules based on central management and control. These rules were significantly revised in Finance Act 2014 to provide that a company incorporated in the State will be regarded as resident for tax purposes in the State, unless it is treated as resident in a treaty partner country by virtue of a double taxation treaty. While the common law rule based on central management and control remains in place, it is subject to the

statutory rule for determining company residence based on incorporation in the State set out in the revised section 23A TCA 1997.

The new incorporation rule for determining the tax residence of a company incorporated in the State will apply to companies incorporated on or after 1 January 2015. For companies incorporated in the State before this date, a transition period will apply until 31 December 2020.

We would recommend that any Irish incorporated company that considers it is not Irish tax resident seeks professional advice before asserting this in any tax declaration given to the Company.

#### *Meaning of "Residence" for Individuals*

An individual will be regarded as being tax resident in the State for a tax year if the individual:

1. spends 183 or more days in the State in that tax year; or
2. has a combined presence of 280 days in the State, taking into account the number of days spent in the State in that tax year together with the number of days spent in the State in the preceding year.

Presence in a tax year by an individual of not more than 30 days in the State will not be reckoned for the purposes of applying the "two year" test.

Up to 31 December, 2008, presence in the State for a day means the personal presence of an individual at the end of the day (midnight). From 1 January 2009, presence in the State for a day means the personal presence of an individual at any time during the day.

#### *Meaning of "Ordinary Residence" for Individuals*

The term "ordinary residence" as distinct from "residence", relates to a person's normal pattern of life and denotes residence in a place with some degree of continuity. An individual who has been resident in the State for three consecutive tax years becomes ordinarily resident with effect from the commencement of the fourth tax year. An individual who has been ordinarily resident in the State ceases to be ordinarily resident at the end of the third consecutive tax year in which the individual is not resident. Thus, an individual who is resident and ordinarily resident in the State in 2018 and departs the State in that tax year will remain ordinarily resident in the State up to the end of the tax year in 2021.

## **UNITED STATES**

### **United States Federal Income Tax Considerations**

As with any investment, the tax consequences of an investment in Shares may be material to an analysis of an investment in the Company. Prospective investors in the Company should be aware of the tax consequences of such an investment before purchasing Shares. The Prospectus discusses certain U.S. federal income tax consequences only generally and does not purport to deal with all of the U.S. federal income tax consequences applicable to the Company or to all categories of investors, some of whom may be subject to special rules. The following discussion assumes that the Company will not hold any interests (other than as a creditor) in any "United States real property holding corporations" as defined in the U.S. Internal Revenue Code of 1986, as amended (the "**Code**"). Furthermore, the discussion assumes that no U.S. Taxpayer owns or will own directly or indirectly, or will be considered as owning by reason of certain tax law rules of constructive ownership, 10% or more of the total combined voting power of all Shares of the Company or any Fund. The Company does not, however, guarantee that will always be the case. Each prospective investor is urged to consult such investor's tax advisor regarding the specific consequences of an investment in the Company under applicable U.S. federal, state, local and foreign income tax laws as well as with respect to any specific gift, estate and inheritance tax issues.

The following discussion assumes for convenience that the Company, including each Fund thereof, will be treated as a single entity for U.S. federal income tax purposes. The law in this area is uncertain. Thus, it is possible that the Company may adopt an alternative approach, treating each Fund of the Company as a

separate entity for U.S. federal income tax purposes. There can be no assurance that the U.S. Internal Revenue Service will agree with the position taken by the Company.

### *Taxation of the Company*

The Company generally intends to conduct its affairs so that it will not be deemed to be engaged in trade or business in the United States and, therefore, none of its income will be treated as "effectively connected" with a U.S. trade or business carried on by the Company. If none of the Company's income is effectively connected with a U.S. trade or business carried on by the Company, certain categories of income (including dividends (and certain substitute dividends and other dividend equivalent payments) and certain types of interest income) derived by the Company from U.S. sources will be subject to a U.S. tax of 30%, which tax is generally withheld from such income. Certain other categories of income, generally including most forms of U.S. source interest income (e.g. interest and original issue discount on portfolio debt obligations (which may include United States Government securities, original issue discount obligations having an original maturity of 183 days or less, and certificates of deposit), and capital gains (including those derived from options transactions), will not be subject to this 30% withholding tax). If, on the other hand, the Company derives income which is effectively connected with a U.S. trade or business carried on by the Company, such income will be subject to U.S. federal income tax at the graduated rates applicable to U.S. domestic corporations, and the Company will also be subject to a branch profits tax on earnings removed, or deemed removed, from the United States.

Pursuant to the FATCA, the Company (or each Fund thereof) may be subject to U.S. federal withholding taxes (at a 30% rate) on payments of certain amounts made to such entity ("**withholdable payments**"), unless it complies (or is deemed compliant) with extensive reporting and withholding requirements. Withholdable payments generally include interest (including original issue discount), dividends, rents, annuities, and other fixed or determinable annual or periodical gains, profits or income, if such payments are derived from U.S. sources, as well as (effective 1 January 2019) gross proceeds from dispositions of securities that could produce U.S. source interest or dividends. Income which is effectively connected with the conduct of a U.S. trade or business is not, however, included in this definition. To avoid the withholding tax, unless deemed compliant, the Company (or each Fund thereof) is required to enter into an agreement with the United States to identify and disclose identifying and financial information about each U.S. Taxpayer (or foreign entity with substantial U.S. ownership) which invests in the Company (or Fund), and to withhold tax (at a 30% rate) on withholdable payments and related payments made to any investor which fails to furnish information requested by the Company to satisfy its obligations (or those of its Funds) under the agreement. Pursuant to an intergovernmental agreement between the United States and Ireland, the Company (or each Fund) may be deemed compliant, and therefore not subject to the withholding tax, if it identifies and reports U.S. Taxpayer information directly to the Irish tax authorities. Certain categories of U.S. investors, generally including, but not limited to, tax-exempt investors, publicly traded corporations, banks, regulated investment companies, real estate investment trusts, common trust funds, brokers, dealers and middlemen, and state and federal governmental entities, are exempt from such reporting.

Shareholders will be required to provide certifications as to their U.S. or non-U.S. tax status, together with such additional tax information as the Company (or a Fund) or its agents may from time to time request. Failure to furnish requested information or (if applicable) satisfy its own FATCA obligations may subject a Shareholder to liability for any resulting withholding taxes, U.S. tax information reporting and mandatory redemption of such Shareholder's Shares.

### ***Taxation of Shareholders***

The U.S. tax consequences to Shareholders of distributions from the Company and of dispositions of Shares generally depends on the Shareholder's particular circumstances, including whether the Shareholder conducts a trade or business within the United States or is otherwise taxable as a U.S. Taxpayer.

Shareholders will be required to furnish appropriate documentation certifying as to their U.S. or non-U.S. tax status. Failure to provide appropriate documentation may cause amounts paid to a Shareholder as dividends from the Company, or as gross proceeds from a redemption of Shares, to be reportable to the U.S. Internal Revenue Service and subject to potential U.S. withholding taxes. In addition, other adverse consequences may apply, as discussed under **TAXATION OF THE COMPANY**, above.

The Company is a passive foreign investment company ("**PFIC**") within the meaning of section 1297(a) of the Code. Prospective shareholders in the Company who are U.S. Taxpayers are urged to contact their own tax advisors for further information on U.S. federal income tax considerations that may apply to such Shareholders, in particular with respect to the application of the PFIC rules and the making of a qualified electing fund ("**QEF**") election.

The Company may provide its U.S. Taxpayer Shareholders in certain Classes in certain Funds with information in the form required to make an effective QEF election ("**PFIC reporting**"). The Company shall be entitled to provide and withdraw the PFIC reporting at any time generally and in specific cases at the sole discretion of the Directors on reasonable notice to the affected U.S. Taxpayer Shareholders.

U.S. Taxpayers should refer to the Supplemental Disclosure Statement for U.S. Persons and U.S. Taxpayers for an additional discussion of certain U.S. federal income tax consequences of an investment in Shares. All potential investors are, however, advised to seek advice from their own tax advisers before investing in Shares.

## **UNITED KINGDOM**

The statements on United Kingdom taxation below are intended to be a general guide to the anticipated tax treatment in the United Kingdom of the Company and its Shareholders. The statements relate to Shareholders holding Shares as an investment (as opposed to as a dealer) and are based on the law and practice in force at the date of the Prospectus. Further, it does not cover United Kingdom Shareholders which are tax exempt or subject to special taxation regimes. As is the case with any investment, there can be no guarantee that the tax position prevailing at the time an investment in the Company is made will continue indefinitely.

### **The Company**

The Directors intend that the affairs of the Company should be managed and conducted so that it does not become resident in the United Kingdom for United Kingdom taxation purposes. Accordingly, and provided that the Company is not trading in the United Kingdom through a fixed place of business or agent situated therein that constitutes a "permanent establishment" for United Kingdom taxation purposes, the Company will not be subject to United Kingdom corporation tax or income tax on its profits. The Directors and the Investment Manager each intend that the respective affairs of the Company and the Investment Manager are conducted so that these requirements are met insofar as this is within their respective control. However it cannot be guaranteed that the necessary conditions will at all times be satisfied.

Since the Company is not incorporated in the United Kingdom and the register of Shareholders will be kept outside the United Kingdom, no liability to United Kingdom stamp duty reserve tax should arise by reason of an agreement to transfer Shares. Liability to United Kingdom stamp duty will not arise provided that any instrument in writing, transferring Shares in the Company, or shares acquired by the Company, is executed and retained at all times outside the United Kingdom. However, the Company may be liable to transfer taxes in the United Kingdom on acquisitions and disposals of investments. In the United Kingdom, stamp duty at a rate of 0.5% will be chargeable by the Company on instruments transferring shares in UK companies.

Certain interest and other income received by the Company which has a United Kingdom source may be subject to withholding taxes in the United Kingdom.

### **The Shareholders**

Subject to their personal tax position, Shareholders resident in the United Kingdom for taxation purposes may be liable to United Kingdom income tax or corporation tax in respect of dividends or other distributions (including redemption dividends and any dividends funded out of realised capital profits of the Company) of an income nature made by the Company, whether or not such distributions are reinvested. In addition, United Kingdom shareholders holding Shares at the end of each "reporting period" (as defined in the Offshore Funds (Tax) Regulations 2009 (the "**Offshore Funds Regulations**")) will potentially be subject to United Kingdom income tax or corporation tax on their share of a Class's "reported income", to the extent that this amount exceeds dividends received. The terms "reported income", "reporting period" and their

implications are discussed in more detail below. Both dividends and reported income will be treated as dividends received from a foreign corporation, subject to any re-characterisation as interest, as described below.

Under Part 9A of the Corporation Tax Act 2009, dividend distributions from an offshore fund made to companies resident in the United Kingdom are likely to fall within one of a number of exemptions from United Kingdom corporation tax. In addition, distributions to non-United Kingdom companies carrying on a trade in the United Kingdom through a permanent establishment in the United Kingdom should also fall within the exemption from United Kingdom corporation tax on dividends to the extent that the shares held by that company are used by, or held for, that permanent establishment. Reported income will be treated in the same way as a dividend distribution for these purposes.

### **UK Reporting Fund Regime**

The Directors intend to apply to the United Kingdom HM Revenue & Customs in respect of certain but not all Classes for recognition as a reporting fund. The effect of obtaining and maintaining such status for a particular Class throughout a shareholder's period of ownership would be that any gains on disposal of such Shares would be subject to tax as capital gains in the circumstances described above. However, there can be no guarantee that reporting fund status will be obtained and maintained for any Class in relation to which an application is made. Were such application to be unsuccessful or such status subsequently to be withdrawn, any gains arising to shareholders resident in the United Kingdom on a sale, redemption or other disposal of Shares (including a deemed disposal on death) would be taxed as offshore income gains rather than capital gains.

The Offshore Funds Regulations introduced a regime for the taxation of investments in offshore funds (as defined in the United Kingdom Taxation (International and Other Provisions) Act 2010 ("**TIOPA 2010**")) which operates by reference to whether a fund opts into a reporting regime ("**reporting funds**") or not ("**non-reporting funds**"). If an investor resident in the United Kingdom for taxation purposes holds an interest in an offshore fund and that offshore fund is a "non-reporting fund", any gain accruing to that investor upon the sale, redemption or other disposal of that interest (including a deemed disposal on a death) will be charged to United Kingdom tax as income and not as a capital gain. Alternatively, where an investor resident in the United Kingdom holds an interest in an offshore fund that has been a "reporting fund" for all periods of account for which they hold their interest, any gain accruing upon sale or other disposal of the interest will be subject to tax as a capital gain rather than income; with any accumulated profits treated as consideration given for the acquisition.

Where an offshore fund ceases to be a reporting fund and becomes a non-reporting fund, there are elections which can potentially be made by the shareholder in order to be treated for capital gains tax purposes as a disposal and acquisition of an interest in a non-reporting fund; the impact being that the portion of the gain made during the time when the offshore fund was a reporting fund would be taxed as a capital gain. Such elections must be made within specified time limits. Investors should refer to their tax advisors for further information.

Shareholdings in the Company are likely to constitute interests in an "offshore fund", as defined for the purposes of Part 8 of the Taxation (International and Other Provisions) Act 2010, with each Class of the Company treated as a separate "offshore fund" for these purposes. Accordingly, any gains arising to shareholders resident in the United Kingdom on a sale, redemption or other disposal of Shares of a class which does not have reporting fund status (including a deemed disposal on death) will be taxed as offshore income gains rather than capital gains.

Shareholders who are resident in the United Kingdom for taxation purposes may, depending on their personal circumstances, be liable to capital gains tax or, if a corporate Shareholder, corporation tax on chargeable gains arising from the redemption, transfer or other disposal of interests in a Fund.

In broad terms, a "reporting fund" is an offshore fund that meets certain upfront and annual reporting requirements to HM Revenue & Customs and its shareholders. The Directors intend to manage the affairs of the Company and the Funds so that these upfront and annual duties are met and continue to be met on an on-going basis.

No assurance can be given that the Directors will continue to seek such status in respect of any such Class or that any such Class will qualify. Such annual duties will include calculating and reporting the income returns of the offshore fund for each reporting period (as defined for United Kingdom tax purposes) on a per-share basis to all relevant shareholders (as defined for these purposes). United Kingdom Shareholders which hold their interests at the end of the reporting period to which the reported income relates, will be subject to income tax or corporation tax on the higher of any cash distribution paid and the full reported amount. The reported income will be deemed to arise to United Kingdom Shareholders on the date six months following the end of the reporting period. Shareholders may obtain a copy of the statement of reportable income in respect of each relevant class at [www.eu.dimensional.com](http://www.eu.dimensional.com).

The Directors reserve the right to seek certification as shares in a reporting fund in respect of any Class. No assurance can be given that any Class will qualify. Accordingly, any gains arising to Shareholders resident in the United Kingdom on a sale, redemption or other disposal of Classes within the Company other than those named above (including a deemed disposal on death) will be taxed as offshore income gains rather than capital gains.

Corporate Shareholders resident in the United Kingdom should note the UK's Controlled Foreign Company ("**CFC**") regime, which may subject United Kingdom resident companies to corporation tax on profits of non-resident companies, controlled by persons resident in the United Kingdom, in which they have an interest. These provisions affect United Kingdom resident companies who have an interest of at least 25% in the profits of a non-United Kingdom resident company controlled by a resident or residents of the United Kingdom. The CFC charge does not presently apply to the taxation of capital gains.

The attention of United Kingdom resident corporate Shareholders is drawn to Chapter 3 of Part 6 of the Corporation Tax Act 2009, whereby interests of United Kingdom companies in offshore funds may be deemed to constitute a loan relationship; with the consequence that all profits and losses on such relevant interests are chargeable to United Kingdom corporation tax in accordance with a fair value basis of accounting. These provisions apply where the market value of relevant underlying interest bearing securities and other qualifying investments of the offshore fund (broadly investments which yield a return directly or indirectly in the form of interest) are at any time more than 60% of the value of all the investments of the offshore fund.

The attention of investors resident in the United Kingdom (and who, if individuals, are also domiciled in the United Kingdom for those purposes) is drawn to the provisions of Section 13 of Taxation of Chargeable Gains Act 1992. Under these provisions, where a chargeable gain accrues to a company that is not resident in the United Kingdom, but which would be a close company if it were resident in the United Kingdom, a person may be treated as though a proportional part of that chargeable gain, calculated by reference to their interest in the company, has accrued to them. No liability under Section 13 can be incurred by such a person, however, where such a proportion does not exceed one-quarter of the gain or where none of the acquisition, holding or disposal of the asset by the company formed part of a scheme or arrangement with a main purpose of avoiding capital gains tax or corporation tax.

The attention of individual Shareholders resident in the United Kingdom is drawn to the provisions of Chapter 2 of Part 13 of the Income Taxes Act 2007. These provisions are aimed at preventing the avoidance of United Kingdom income tax by individuals through transactions resulting in the transfer of assets or income to persons (including companies) resident or domiciled outside the United Kingdom, and may render them liable to income tax in respect of undistributed income of the Company on an annual basis. The legislation is not directed towards the taxation of capital gains.

The attention of Shareholders subject to United Kingdom income tax is drawn to section 378A Income Tax (Trading and Other Income) Act 2005 ("**ITTOIA**") which provides that certain distributions from offshore funds that are economically similar to payments of yearly interest will be chargeable to tax as if they were yearly interest.

A distribution will be treated as an interest payment (for UK tax purposes) if the offshore fund at any time during the "relevant period", holds more than 60% of its assets in the form of qualifying investments (the "**qualifying investment test**"). Qualifying investments include government and corporate debt securities,

cash, certain derivative contracts and holdings in other collective investment schemes that themselves meet the qualifying investments test.

Depending on the nature of a Fund's investment policy and strategy, a Fund may exceed the qualifying investment test 60% threshold when following its policy (for example, a Fund which pursues a fixed income strategy, including where this is combined with an equity strategy as part of a "balanced portfolio"). If at any time in a relevant period a Fund exceeds the qualifying investment test 60% threshold, then for United Kingdom individual Shareholders any distribution (which includes any amount that is reportable income under the reporting Fund regime, which is not physically distributed) for that period will be treated as interest income and will be subject to tax on distributions at the appropriate income tax marginal rate of up to 45%.

Where the qualifying investment test 60% threshold is not met at any point in the relevant period, any distributions (which includes any amount that is reportable income under the Reporting Fund regime, which is not physically distributed) will be treated as a dividend distribution for tax purposes. The first £5,000 of dividend income received in a tax year will be taxed at the dividend rate of 0% and thereafter shareholders will be taxed at the dividend tax rate of 7.5%, 32.5% or 38.1% depending on the applicable income tax band of the individual Shareholder.

Special rules apply to United Kingdom resident individual Shareholders who are not domiciled in the United Kingdom.

## **GERMANY**

### **Information on Taxation in Germany**

The following information provides an overview about the income tax consequences of the investment in Shares in the Funds of the Company referred to in this Prospectus. The statements contained herein do not purport to be exhaustive. The information relates exclusively to the German taxation of Shareholders in the Funds subject to unlimited tax liability in Germany (referred to in this information on taxation in Germany as "**Shareholders**"). The information is based on an interpretation of the investment tax law in effect as of 1 January 2018. Please note that, generally, no reference is made regarding the investment tax situation up to and including 31 December 2017.

Current law and practice may change at any time – even retroactively – and depends on the individual circumstances of the Shareholders. This may result in a treatment different from the one described below.

Shareholders and potential investors are strongly advised to seek advice from their professional advisors regarding the (tax) consequences of their investment in Shares of the Funds.

### **New Investment Tax Act effective as from 1 January 2018**

The currently applicable German Investment Tax Act ("*Investmentsteuergesetz*", "**InvStG**") which provides for a transparent taxation at fund level will be replaced pursuant to the Investment Tax Reform Act ("*Investmentsteuerreformgesetz*") that was published in the Federal Law Gazette ("*Bundesgesetzblatt*") on 26 July 2016. On 1 January 2018 the new German Investment Tax Act ("*Investmentsteuergesetz n.F.*", "**InvStG 2018**") will enter into force in favour of a concept providing for a separate taxation at the Fund level on the one hand and at the Shareholder level on the other hand.

The new tax regime distinguishes between "investment funds" and "special-investment funds", (the latter meaning investment funds that have to fulfil certain requirements and are eligible for investment by institutional / corporate investors only). All Funds of the Company will be treated as "investment funds" pursuant to the InvStG 2018 and will therefore not be subject to the "special-investment fund" tax regime. The following description of the new regime therefore relates exclusively to the rules applicable to investment funds, as defined under the InvStG 2018.

The InvStG 2018 will modify taxation rules at both, fund level and shareholder level, as further described below.



## Funds

From 1 January 2018 domestic and foreign investment funds will be taxed at fund level with respect to German dividend income ("*inländische Beteiligungseinnahmen*"), German real estate income ("*inländische Immobilienerträge*") as well as other domestic German income ("*sonstige inländische Einkünfte*").

For investment funds that are in possession of a valid fund status certificate ("*Statusbescheinigung*") the tax rate to be applied will be 15% (including 5.5% solidarity surcharge). Funds of the Company having exposure to German assets will apply for the fund status certificate.

InvStG 2018 provides for a specific tax relief at fund level with respect to certain categories of underlying tax-exempt shareholders, provided that the investment fund and its shareholders meet certain requirements.

The Company may provide such a reclaim service to tax-exempt Shareholders at the Company's discretion. For the purpose of this process the applicable Funds require certain information, which needs to be provided by the tax-exempt Shareholders when applying for a reclaim. The Company may charge the tax-exempt Shareholders for the fees incurred by such request.

## Shareholders

As a result of InvStG 2018, Shares in the Funds held by German tax residents will be deemed to be disposed on 31 December 2017 and then, simultaneously, to be ("newly") acquired on 1 January 2018. Please note that the taxation of capital gains arising from this deemed disposal will be deferred, free of interest, until the shares are ultimately redeemed. These capital gains will be subject to taxation based on the taxation principles applicable up to 31 December 2017. Any appreciation in the value of the relevant shares from 1 January 2018 will be subject to tax pursuant to InvStG 2018.

Capital gains derived from the aforementioned deemed disposal of shares acquired before 1 January 2009 ("Grandfathered Shares") and held by individuals will not be subject to tax under InvStG 2018 and any appreciation in the value of the Grandfathered Shares after 31 December 2017 will be tax-exempt if it does not exceed € 100,000.

Under InvStG 2018 Shareholders who are resident for tax purposes in Germany are, in principle, taxed on a cash flow basis ("opaque taxation"). Shareholders are subject to taxation on any distributions ("*Ausschüttungen*") of the Funds, capital gains from a sale or redemption ("*Gewinne aus der Veräußerung von Investmentanteilen*") of Shares in the Funds and, as the case may be, an annual lump sum taxation ("*Vorabpauschale*").

Such income might be partially tax-exempt ("*Teilfreistellung*") depending on the categorisation of the relevant Fund (i.e. as either an "equity fund" or a "mixed fund") under InvStG 2018 and the tax nature of the respective Shareholder.

The current partial tax-exemption rates are set out in the following table:

	Private investor	Shares held in business assets of individuals	Corporate investors
Equity fund	30%	60%	80%
Mixed fund	15%	30%	40%

For trade tax purposes, the partial tax-exemption rates are considered to the extent of 50% only.

The categorisation of a Fund as an "equity fund" or a "mixed fund" pursuant to the InvStG 2018 will depend on whether the Fund meets applicable equity investment thresholds based on the investment policies laid out in its Prospectus or any other constitutive document. The Company does not take over any responsibility with respect to the applicability of such tax-exemptions and is under no obligation to amend the investment policies of the Funds or any other documents to ensure the applicability of such tax-exemption.

The German custody bank of the Shareholder will be responsible for the correct withholding of taxes the

Shareholder is liable for. For the purpose of Shareholder taxation, the Company intends to make commercially reasonable efforts to provide, or procure the provision of, all relevant information for the taxation of the Shareholders under InvStG 2018 via reporting to WM- Datenservice. To facilitate the filing of relevant tax returns by Shareholders, who do not hold their Shares in a German custody account, the Company intends to make commercially reasonable efforts to provide all relevant information for the purposes of Shareholder taxation reporting under InvStG 2018 via [www.eu.dimensional.com](http://www.eu.dimensional.com).

Foreign income of the Funds might be subject to withholding at source.

## **Risk**

The legal and fiscal treatment of the Funds by the German tax authorities may change in a way that is unforeseeable and beyond the reasonable control of the Company.

For example, where the German tax authorities undertake field audits in respect of any of the Funds, this may give rise to a re-categorisation of the relevant Fund(s) for the purposes of InvStG 2018, which could impact the historic and future taxation of Shareholders of any such Fund(s) in an unfavorable way. Fund categories in this sense are “equity funds”, “mixed funds” (both as defined above) or “other funds”.

Changes to the investment policy of a Fund might also lead to such a re-categorisation. Any Fund re-categorisation would result in a “fictitious” redemption of the Shares of the relevant Fund(s) of the old category on the day the Fund no longer fulfills the requirements for its current categorisation and reacquisition of the Shares in the Fund of the new category on the following day. The “fictitious” gain would be deferred free of interest until redemption of the Shares by the Shareholder and the tax treatment applicable to the fund category for which the Fund qualified before the re-categorisation would be applied. Income derived from the “fictitiously” acquired Shares would then be taxed based on the tax treatment applicable to the fund category for which the Fund qualified after the re-categorisation.

---

## THE COMPANY

---

### THE DIRECTORS AND SECRETARY

The Directors are responsible for managing the business affairs of the Company. The Directors have delegated the management of the assets and investments of each Fund to the Investment Manager. The Directors have delegated the day-to-day administration of the Company's affairs, shareholder registration, transfer agency and related duties including the calculation of the Net Asset Value and the Net Asset Value per Share, to the Administrator.

The Directors are listed below with their principal occupations. The Company has granted indemnities to the Directors in respect of any loss or damages which they may suffer save where this results from the Directors' negligence, default, breach of duty or breach of trust in relation to the Company. The Articles do not stipulate a retirement age for Directors and do not provide for retirement of Directors by rotation. The address of the Directors is the registered office of the Company.

**Arthur Barlow** – Mr. Barlow serves as Managing Director of Dimensional Fund Advisors Ltd., overseeing Dimensional's EMEA business.

Effective July 1, 2018, Mr Barlow will be stepping down from his position as a Director of each the Company and of Dimensional Funds II plc, and from his position as Managing Director of Dimensional Fund Advisors Ltd. to focus on facilitating a successful transition of his duties in advance of his retirement in 2019.

Mr Barlow received his MBA in finance from the Anderson School of Management at the University of California, Los Angeles ("UCLA") in 1990, and also holds a BA in economics from UCLA. After completing his MBA in 1990, Mr Barlow joined Dimensional as a portfolio manager, and was selected to move to London in 1992 where he formed part of the team which established and grew Dimensional's London office. Mr Barlow returned to Los Angeles in 1993, working as head of Dimensional's international desk, before being appointed Head of Technology in 1998. From 2003 until September 2013, Mr Barlow worked within Dimensional's Financial Advisors Group as a portfolio manager, becoming a senior portfolio manager in 2007.

**Peter Blessing** – Mr Blessing is a consultant to Corporate Finance Ireland Limited, an independent corporate finance boutique, which he joined in 1996. He is also a director of and consultant to a number of International Financial Services Centre ("IFSC") companies. Mr Blessing was Managing Director of Credit Lyonnais Financial Services Limited, Dublin ("CLYFS") from its establishment in 1991 until 1995. CLYFS is Credit Lyonnais' IFSC subsidiary and is engaged in a wide variety of financial activities including asset finance, corporate treasury management and securities trading. Before joining CLYFS, Mr Blessing worked with Allied Irish Banks plc as director of its IFSC subsidiary.

**Dermot S. L. Butler** – Mr Butler has over 45 years' experience in the financial services industry. He was, until January 2014, Chairman of the Custom House Group of companies, the specialist alternative investment and hedge fund administrator, which he established in Dublin in 1989. Prior to that Mr Butler worked variously as both a stockbroker and stock jobber (market maker) on the London Stock Exchange, and subsequently, as a commodity broker and as a principal dealer in commodity options on the London Metal and London Commodity Exchanges, before moving into the alternative investment and hedge fund management and administration business. Mr Butler previously held the position of Chairman of McDonnell & Co. (London) Ltd., a wholly owned subsidiary of the Bermudian based fund management group, McDonnell & Co. Ltd., of which he was a founder member. Mr Butler is a regular speaker at international conferences and has authored numerous articles on the management, administration and regulation of hedge funds. Mr Butler is a director of a number of companies involved in international investment and financial services, including several investment funds whose shares are listed on Euronext Dublin.

**Gregory K. Hinkle** - Mr. Hinkle is Chief Financial Officer, Treasurer and Vice President of Dimensional Fund Advisors LP. Mr. Hinkle is responsible for the finance function for Dimensional, its global subsidiaries, and the firm's funds in all jurisdictions. This encompasses accounting, financial and regulatory reporting, financial planning and analysis, tax, and treasury responsibilities. Prior to joining Dimensional, Mr. Hinkle was vice president and director of investment treasury at T. Rowe Price Group, Inc. In addition to serving as treasurer of the T. Rowe Price Funds, he was responsible for financial and tax accounting and reporting policies for all the firm's sponsored investment products across the globe. Before that, Mr. Hinkle practised public accounting for 25 years, and was a partner of PricewaterhouseCoopers LLP, specialising in the investment management industry and working with both private and public asset management firms and real estate firms. Mr. Hinkle holds a BA in economics, cum laude, and a master's of accounting from Rice University, where he was also a member of Phi Beta Kappa. He holds active CPA licenses in two states, and has earned the AICPA's PFS designation.

**Nathan Lacaze** - Effective July 1, 2018, Mr Lacaze and Mr Romiza will assume responsibility for the business as Co-CEOs of Dimensional Fund Advisors Ltd. While Mr Lacaze and Mr Romiza will oversee the management of Dimensional Fund Advisors Ltd. jointly, Mr Lacaze will focus on investment-related activities and Mr Romiza will work on client-focused activities and operations. Mr Lacaze is the head of Portfolio Management at Dimensional Fund Advisors Ltd. Mr Lacaze has more than 10 years of experience at Dimensional Fund Advisors Ltd., starting as a trading assistant in 2004. In 2007, he was approved by the then Financial Services Authority to undertake the CF30 function. In 2010, he was promoted to portfolio manager, in 2012 to vice president and in 2014 to senior portfolio manager. In this role, Mr Lacaze oversees the day-to-day running of Dimensional Fund Advisors Ltd.'s portfolios. Mr Lacaze is also involved in the design and implementation of new strategies and speaks to current and prospective clients on investment-related topics. Mr Lacaze received a bachelor of chemical engineering and a bachelor of commerce, with majors in finance and economics, from the University of Sydney and an MBA from the University of Chicago Booth School of Business in London. He is a CFA Charterholder.

**Catherine L. Newell** – Ms. Newell is the Executive Vice President and Secretary of Dimensional Fund Advisors LP, and serves as General Counsel for Dimensional, supervising the legal work of Dimensional and its subsidiaries. In this role, she oversees the preparation of new product and corporate governance materials, business contracts, and other legal and regulatory matters, and heads up the firm's Legal group. Prior to joining Dimensional in 1996, she was an associate in the law firm of Morrison & Foerster LLP, practicing in the areas of corporate finance and investment management law. Ms. Newell earned a juris doctor degree from the University of California, Los Angeles, School of Law. She also holds a bachelor of arts degree in government studies from the University of Notre Dame.

**Gerard O'Reilly** - Mr O'Reilly serves as Co-Chief Executive Officer and Chief Investment Officer of Dimensional Fund Advisors LP and is member of the board of directors of the general partner of Dimensional Fund Advisors LP. He has been with Dimensional since 2004 and was named Co-CIO in 2014. He oversees the design, development, and delivery of research that guides Dimensional's scientific approach to investing. He has been instrumental in the creation and implementation of investment solutions that meet the needs of Dimensional's global clients. Mr O'Reilly works closely with clients and leads a team of researchers, portfolio managers, and traders in designing and managing reliable and cost-effective investment strategies based on sound academic research. Mr O'Reilly is the Co-Chair of the firm's Investment Research Committee and a member of the Investment Committee, which consists of senior executives and investment team leadership that oversee management of the portfolios and accounts managed by the company. Prior to joining Dimensional, Mr O'Reilly received his PhD in aeronautics from the California Institute of Technology in June 2004. Mr O'Reilly also graduated from Trinity College, Dublin with a B.A. in Theoretical Physics in 1997 and a M.S. in High Performance Computing in 1998.

**Victoria Parry** – Ms Parry acts as an independent non-executive director to a limited number of clients in the financial services industry. Ms. Parry was, until April 2013, the Global Head of Product Legal for Man Group plc (Man), an alternative investment business, where she had responsibility for a global team of lawyers and other professionals advising on the development, structuring and maintenance of all Man's products and platforms including all aspects of fund corporate governance. Prior to the merger of Man and GLG Partners in 2010, Ms. Parry was the Senior Legal Counsel at GLG Partners LP since its establishment in 2000. At GLG Partners, Ms. Parry was responsible for establishing and managing the legal, and between 2000 and

2005 the compliance, teams in London. Ms. Parry joined GLG from Lehman Brothers International Europe which she joined in 1996 where she was responsible for, inter alia, the activities of the GLG Partners division. Ms. Parry is a qualified solicitor in England and Wales and practised as a solicitor with Clifford Chance from 1989 to 1996 having trained with them from 1987 to 1989. She is a member of the Law Society of England and Wales and graduated from University College Cardiff, with a LLB (Hon) in 1986. In 2010 and 2011 Ms. Parry was named in the Top 50 Leading Women in Hedge Funds by the Hedge Fund Journal.

**John Romiza** – Effective July 1, 2018, Mr Romiza and Mr Lacaze will assume responsibility for the business as Co-CEOs of Dimensional Fund Advisors Ltd. While Mr Romiza and Mr Lacaze will oversee the management of Dimensional Fund Advisors Ltd. jointly, Mr Romiza will work on client-focused activities and operations and Mr Lacaze will focus on investment-related activities. Mr Romiza is Co-Head of Global Equity Trading for Dimensional Fund Advisers Ltd. In this role, he oversees trade execution strategies and coordinates all equity trading operations across the firm's global trading desks. Mr Romiza was previously the Head of International Trading for Dimensional Fund Advisers Ltd. He is a member of the Dimensional Fund Advisors Ltd. Management Committee and Investment Committee in London and participates in a number of industry forums in Europe. Prior to joining Dimensional, Mr Romiza served as senior vice president and director of European trading for Franklin Templeton. During his eight years with Franklin, Mr Romiza relocated and built the firm's European trading operation, which is now based in Edinburgh, Scotland. His responsibilities included full oversight of all European, Middle Eastern, and African equity trading for the parent organization. Mr Romiza received a BS in finance from Bentley College in Boston.

The Secretary is Goodbody Secretarial Limited which is a company secretarial service owned by the partners of A&L Goodbody, Irish legal counsel to the Company.

Save for Subscriber Shares, neither the Directors, nor any Person Closely Associated, the existence of which is known to or could with reasonable diligence be ascertained by the relevant Director, whether or not through another party, have any interest in the Shares of the Company, nor have they been granted any options in respect of Shares of the Company. Arthur Barlow, Peter Blessing, Dermot S.L. Butler and Catherine L. Newell hold Subscriber Shares..

No Director has any unspent convictions in relation to indictable offences, has become bankrupt or entered into voluntary arrangement, has been a director of any company or a partner of any firm which, at that time or within twelve months after his ceasing to become a director or a partner (as the case may be), had a receiver appointed or, save for Dermot S.L. Butler, went into compulsory liquidation or a creditors' voluntary liquidation or went into administration, or entered into company or partnership voluntary arrangements or made any composition or arrangement with its creditors, has owned an asset or been a partner of a partnership owning an asset over which a receiver has been appointed at that time or within twelve months after his ceasing to be a partner, or has been subject to any official public incrimination or sanctions by any statutory or regulatory authority (including recognised professional bodies) or has been disqualified by a court from acting as a director or acting in the management or conduct of the affairs of any company. Dermot S. L. Butler was a director of Outerannual Limited, a U.K. company which was subject to a creditors voluntary liquidation in January, 1995 and was Chairman of Rock Financial, a Gibraltar brokerage company, which position Mr Butler resigned from in October 2009. Subsequently in May 2010, the company became insolvent and ceased trading.

## **THE PROMOTER**

Dimensional Fund Advisors LP was organised in May 1981, is the promoter of the Company and is engaged in the business of providing investment management services to professional investors. As of 31 December 2017 assets under management for Dimensional Fund Advisors LP and its subsidiaries totalled approximately USD 577 billion.

## **THE INVESTMENT MANAGER**

The Investment Manager serves as investment manager to the Company and each of the Funds. As such, the Investment Manager is responsible for the management of these assets. Investment decisions for all Funds are made by the investment committee of the Investment Manager which meets on a regular basis and also as needed to consider investment issues. The investment committee is composed of certain

officers and directors of the Investment Manager. The Investment Manager provides the Funds with a trading department and selects brokers and dealers to effect securities transactions. The Investment Manager advises various mutual funds and separate accounts. Clients in those investment vehicles include institutions, corporate pension funds, foundations, endowments and state pension plans. The Investment Manager is located at 20 Triton Street, Regent's Place, London NW1 3BF, England.

The Investment Manager is a private limited company incorporated under the laws of England and Wales, is authorised and regulated by the Financial Conduct Authority, and is engaged in the business of providing, inter alia, investment advisory services.

The Investment Management Agreement dated 13 February 2004 as amended by amending agreements dated 4 October 2005, 22 December 2006, 10 September 2007, 16 April 2009, 12 May 2010, 3 November 2010, 10 February 2011, 30 March 2011, 31 August 2011 and 14 June 2013 between the Company and the Investment Manager (the "**Investment Management Agreement**") provides that neither the Investment Manager nor any of its directors, officers, employees or agents shall be liable for any loss or damage arising directly or indirectly out of or in connection with the performance by the Investment Manager (including any of its directors, officers, employees or agents) of its obligations and duties under the Investment Management Agreement unless such loss or damage arose out of or in connection with the gross negligence, wilful default, bad faith or fraud of or by the Investment Manager or any of its directors, officers, employees and agents in the performance of its duties under the Investment Management Agreement.

The Company is obliged under the Investment Management Agreement to indemnify the Investment Manager and hold harmless the Investment Manager (and each of its directors, officers, employees and agents) from and against any and all claims, actions, proceedings, damages, losses, costs and expenses (including legal and professional fees and expenses) which may be made or brought against or directly or indirectly suffered or incurred by the Investment Manager and its directors, officers, employees and agents, arising from or in connection with the performance of its obligations and duties under the Investment Management Agreement in the absence of any such gross negligence, wilful default, bad faith or fraud or as otherwise may be required by law.

Under the Investment Management Agreement, the Investment Manager may, subject to the prior approval of the Company and in accordance with the requirements of the Central Bank, appoint one or more sub-investment managers from time to time to perform and/or exercise all or any of its functions, powers, discretions, duties and obligations under the Investment Management Agreement.

The Investment Management Agreement shall continue in full force and effect unless terminated by either party upon sixty days prior written notice or at any time if the other party: (i) commits any material breach of the Agreement or commits persistent breaches of the Agreement which is or are either incapable of remedy or have not been remedied within thirty days of the non-defaulting party serving notice requiring the remedying of the default; (ii) becomes incapable of performing its duties under the Agreement due to any change in law or regulatory practice; (iii) is unable to pay its debts as they fall due or otherwise becomes insolvent or enters into any composition or arrangement with or for the benefit of its creditors or any class thereof; (iv) is the subject of a petition for the appointment of an examiner, administrator, trustee, official assignee or similar officer to it or in respect of its affairs or assets; (v) has a receiver appointed over all or any substantial part of its undertaking, assets or revenues; (vi) is the subject of an effective resolution for the winding up (except in relation to a voluntary winding up for the purposes of reconstruction or amalgamation upon terms previously approved in writing by the other party); or (vii) is the subject of a court order for its winding up or liquidation.

The Investment Manager will execute purchases and sales of underlying Company investments. Such transactions may only be executed by the Investment Manager in accordance with rules issued by the Financial Conduct Authority on best execution and it is the Investment Manager's policy to comply with these rules. A copy of the Investment Manager's execution policy is available on request.

The Investment Manager and the Company have also entered into a Global Distribution Agreement dated 12 May 2010. Pursuant to the Global Distribution Agreement, the Investment Manager has agreed to continue to actively market and sell Shares to investors and to introduce potential investors to the Company. The Investment Manager may also appoint sub-distributors to also actively market and sell Shares.

The Global Distribution Agreement shall continue in full force and effect unless terminated by either party upon ninety days written notice; or immediately upon written notice if (i) either party goes into liquidation (except a voluntary liquidation for the purposes of reconstruction or amalgamation upon terms previously approved in writing by the other party) or be unable to pay its debts or commit any act of bankruptcy under the laws of any applicable jurisdiction or if a receiver is appointed to any of the assets of that party or if some event having an equivalent effect occurs; or (ii) either party commits any material breach of its obligations under the Global Distribution Agreement and (if such breach shall be capable of remedy) shall fail within 20 days of receipt of notice served by the other party requiring it so to do to make good such breach; or automatically if the Fund goes into liquidation for the purposes of a reconstruction or amalgamation with another fund entity.

Local regulations in EEA member states may, from time to time, require the appointment of paying agents, correspondent banks and/or other local agents and the maintenance of accounts by such agents through which subscriptions and redemption monies may be paid. Such local intermediaries will be appointed in accordance with the requirements of the Central Bank.

## **INVESTMENT SUB-ADVISORS**

The Investment Manager may delegate discretionary investment management to one or more sub-investment advisors in respect of any Fund. Information on these entities will be provided to Shareholders on request. Details of all sub-investment advisors will be disclosed in the Company's periodic reports.

## **THE DEPOSITARY**

State Street Custodial Services (Ireland) Limited has been appointed to act as Depositary of the Company.

The principal activity of the Depositary is to act as trustee/depositary of the assets of collective investment schemes. The Depositary is regulated by the Central Bank.

The Depositary is a private limited company incorporated in Ireland on 22 May 1991. The Depositary is ultimately owned by State Street Corporation. Its authorised share capital is GBP 5,000,000 and its issued and paid up capital is GBP 200,000.

### **Depositary's Functions**

The Depositary has been entrusted with following main functions:

- i. ensuring that the sale, issue, repurchase, redemption and cancellation of Shares are carried out in accordance with applicable law and the Articles;
- ii. ensuring that the value of the Shares is calculated in accordance with applicable law and the Articles;
- iii. carrying out the instructions of the Company unless they conflict with applicable law and the Articles;
- iv. ensuring that in transactions involving the assets of the Company any consideration is remitted within the usual time limits;
- v. ensuring that the income of the Company is applied in accordance with applicable law and the Articles;
- vi. monitoring of the Company's cash and cash flows; and
- vii. safe-keeping of the Company's assets, including the safekeeping of financial instruments to be held in custody and ownership verification and record keeping in relation to other assets.

### **Depository's Liability**

In carrying out its duties the Depository shall act honestly, fairly, professionally, independently and solely in the interests of the Company and its Shareholders.

In the event of a loss of a financial instrument held in custody, determined in accordance with the UCITS Regulations, and in particular Article 18 of the European Commission Delegated Regulation (EU) 2016/438, the Depository shall return financial instruments of identical type or the corresponding amount to the Company without undue delay.

The Depository shall not be liable if it can prove that the loss of a financial instrument held in custody has arisen as a result of an external event beyond its reasonable control, the consequences of which would have been unavoidable despite all reasonable efforts to the contrary pursuant to the UCITS Regulations.

In case of a loss of financial instruments held in custody, the Shareholders may invoke the liability of the Depository directly or indirectly through the Company provided that this does not lead to a duplication of redress or to unequal treatment of the Shareholders.

The Depository will be liable to the Company for all other losses suffered by the Company as a result of the Depository's negligent or intentional failure to properly fulfil its obligations pursuant to the UCITS Regulations.

### **Delegation**

The Depository has full power to delegate the whole or any part of its safe-keeping functions but its liability will not be affected by the fact that it has entrusted to a third party some or all of the assets in its safekeeping. The Depository's liability shall not be affected by any delegation of its safe-keeping functions under the Depository Agreement.

Information about the safe-keeping functions which have been delegated and the identification of the relevant delegates and sub-delegates are contained in Appendix III to this Prospectus.

### **Termination**

The Depository Agreement shall continue in full force and effect until terminated by either party by an instrument in writing delivered to the other party, such termination to take effect not sooner than sixty (60) days after the date of such delivery or mailing. Either party may immediately terminate the Depository Agreement: (i) in the event of the other party's material breach of a material provision of the Depository Agreement that the other party has either (a) failed to cure or (b) failed to establish a remedial plan to cure that is reasonably acceptable, within 60 days' written notice of such breach, (ii) in the event of the appointment of a conservator or receiver for the other party or upon the happening of a like event to the other party at the direction of an appropriate agency or court of competent jurisdiction, or (iii) based upon the Company's determination that there is a reasonable basis to conclude that the Depository is insolvent or that the financial condition of the Depository is deteriorating in any material respect. If the Depository gives notice to the Company to retire or the Company terminates the appointment of the Depository and no successor Depository acceptable to the Central Bank has been appointed within 180 days, an extraordinary general meeting will be convened at which a special resolution to wind up the Company will be considered so that all outstanding Shares shall be redeemed and the Company wound up.

### **THE ADMINISTRATOR**

State Street Fund Services (Ireland) Limited has been appointed by the Company to act as administrator to the Company and each Fund.



The Administrator is responsible for performing the day to day administration, registration, transfer agency and related services to the Company and for providing fund accounting for the Company, including the calculation of the Net Asset Value and the Net Asset Value per Share.

The Administrator is a limited liability company incorporated in Ireland on 23 March 1992 and is, like the Depositary, ultimately a wholly-owned subsidiary of the State Street Corporation. The authorised share capital of State Street Fund Services (Ireland) Limited is GBP 5,000,000 with an issued and paid up capital of GBP 350,000.

State Street Corporation is a leading world-wide specialist in providing sophisticated global investors with investment servicing and investment management. State Street Corporation is headquartered in Boston, Massachusetts, U.S.A., and trades on the New York Stock Exchange under the symbol "STT".

The Amended and Restated Administration Agreement between the Company and the Administrator dated 30 May 2013 (the "**Administration Agreement**") shall remain in full force and effect for an initial term ending three (3) years from 12 April 2013 and after the conclusion of such three year period may be terminated by either party by an instrument in writing delivered to the other party, such termination to take effect not sooner than sixty (60) days after the date of such delivery or mailing. During the initial term and thereafter, either party may immediately terminate the Administration Agreement: (i) in the event of the other party's material breach of a material provision of the Administration Agreement that the other party has either (a) failed to cure or (b) failed to establish a remedial plan to cure that is reasonably acceptable, within 60 days' written notice of such breach, (ii) in the event of the appointment of a liquidator, examiner, administrator, conservator or receiver for the other party or upon the happening of a like event to the other party at the direction of an appropriate agency or court of competent jurisdiction or if the other party should be unable to pay its debts as they fall due or otherwise becomes insolvent, or (iii) based upon the Company's determination that there is a reasonable basis to conclude that the Administrator is insolvent or that the financial condition of the Administrator is deteriorating in any material respect.

In the absence of negligence, recklessness, wilful misconduct, fraud, bad faith or wilful default the Administrator will not be liable for any loss arising as a result of the performance by the Administrator of its obligations under the Administration Agreement. The Company has agreed to indemnify the Administrator against losses suffered by the Administrator in the performance or non-performance of its obligations and duties under the Administration Agreement, except for losses arising out of the Administrator's failure to exercise its standard of care including its negligence, fraud, bad faith, recklessness or wilful misfeasance. In addition, the Administration Agreement provides for the Company's indemnification in certain circumstances, subject to exclusion for any such loss arising directly out of the Company's fraud, negligence or wilful misconduct. Neither party shall be liable for any indirect, special or consequential loss howsoever arising out of or in connection with the Administration Agreement provided that the foregoing limitation shall not apply with respect to any damages or claims arising out of or relating to that party's fraud or wilful misconduct.

## REMUNERATION POLICY

The Company has established a remuneration policy (the "**Remuneration Policy**"). The Remuneration Policy complies with the UCITS Regulations regarding remuneration and is designed to ensure that the Company's remuneration practices, for those staff in scope of the applicable rules: (i) are consistent with and promote sound and effective risk management; (ii) do not encourage risk taking and are consistent with the risk profiles, Prospectus or Articles of the Company and its Funds; (iii) do not impair the Company's compliance with its duty to act in the best interests of those Funds; and (iv) include fixed components of remuneration. When applying the Remuneration Policy, the Company will comply with the UCITS Regulations in a way, and to the extent, that is appropriate to the size, internal organisation and the nature, scope and complexity of the Company's activities.

Further details will be available on the Company's website [www.eu.dimensional.com](http://www.eu.dimensional.com). A paper copy of this information provided on the website is available free of charge following a request to the Company.

---

## GENERAL

---

### THE COMPANY

The Company is an investment company with segregated liability between sub-funds and variable capital incorporated in Ireland on 14 January 2002 under registration number 352043 and authorised by the Central Bank as a UCITS pursuant to the UCITS Regulations. The object of the Company, as set out in Clause 2 of its Memorandum and Articles of Association, is the collective investment in transferable securities and/or in other liquid financial assets referred to in the UCITS Regulations of capital raised from the public operating on the principle of risk spreading. All holders of Shares are entitled to the benefit of, are bound by and are deemed to have notice of, the provisions of the Memorandum and Articles of Association of Company, copies of which are available as described in the **GENERAL – DOCUMENTS FOR INSPECTION** section of the Prospectus.

The Company has been structured as an umbrella fund in that the Directors may from time to time, in accordance with the requirements of the Central Bank, issue different Shares representing separate portfolios of assets. As of the date of the Prospectus, the Directors are not aware of any such existing or contingent liability.

*While the provisions of the Companies Act 2014 (the "**Companies Act**") provide for segregated liability between Funds, these provisions have yet to be tested in foreign courts, in particular, in satisfying local creditors claims. Accordingly, it is not free from doubt that the assets of any Fund of the Company may be exposed to the liabilities of other Funds of the Company.*

Under the Articles, the Directors are required to establish a separate Fund, with separate records, for each portfolio of assets in the following manner:

- (a) the Company will keep separate books and records of account for each Fund. The proceeds from the issue of Shares will be applied to the Fund established for those Shares, and the assets and liabilities and income and expenditure attributable thereto will be applied to such Fund;
- (b) any asset derived from another asset comprised in a Fund, will be applied to the same Fund as the asset from which it was derived and any increase or diminution in value of such an asset will be applied to the relevant Fund;
- (c) in the case of any asset which the Directors do not consider as readily attributable to a particular Fund or Funds, the Directors have the discretion to determine, with the consent of the Depositary, the basis upon which any such asset will be allocated between Funds and the Directors may at any time and from time to time vary such basis;
- (d) any liability will be allocated to the Fund or Funds to which in the opinion of the Directors it relates or if such liability is not readily attributable to any particular Fund the Directors will have discretion to determine, with the consent of the Depositary, the basis upon which any liability will be allocated between Funds and the Directors may at any time and from time to time vary such basis; and
- (e) where the assets of the Company (if any) attributable to the Subscriber Shares give rise to any net profit, the Directors may allocate assets representing such net profits to such Fund or Funds as they may deem appropriate.

Shares may be divided into different Classes to accommodate different subscription and/or redemption charges and/or charges and/or dividend and/or fee arrangements.

As of the date of this document the Company has no loan capital including term loans outstanding or created but unissued, and no outstanding mortgages, charges, debentures or other borrowings, including bank

overdrafts and liabilities under acceptances or acceptance credits, hire purchase or finance lease commitments, guarantees or other contingent liabilities.

## **THE SHARE CAPITAL**

The authorised share capital of the Company is 500,000,030,000 Shares of no par value divided into 30,000 Subscriber Shares of no par value and 500,000,000,000 Shares of no par value.

Subscriber Shares entitle the holders to attend and vote at general meetings of the Company but do not entitle the holders to participate in the profits or assets of the Company except for a return of capital on a winding-up. Shares entitle the holders to attend and vote at general meetings of the Company and to participate equally (subject to any differences between fees, charges and expenses applicable to different Classes) in the profits and assets of the Company on the terms and conditions set out in the Prospectus. Subject to any special rights or restrictions for the time being attached to any Class with the prior approval of the Central Bank, each Shareholder shall be entitled to such number of votes as shall be produced by dividing the aggregate net asset value of that Shareholder's shareholding by one. The Subscriber Shareholders shall have one vote for each Subscriber Share held. The "relevant record date" for these purposes shall be a date being not more than thirty days prior to the date of the relevant general meeting or written resolution as determined by the Directors. There are no pre-emption rights attaching to Shares.

The Company may from time to time by ordinary resolution increase its capital, consolidate its Shares or any of them into a smaller number of Shares, sub-divide Shares or any of them into a larger number of Shares or cancel any Shares not taken or agreed to be taken by any person. The Company may by special resolution from time to time reduce its share capital in any way permitted by law.

## **VOTING RIGHTS**

Each Shareholder shall be entitled to such number of votes as shall be produced by dividing the aggregate net asset value of that Shareholder's shareholding (expressed or converted into U.S. Dollars and calculated as of the relevant record date) by one. The "relevant record date" for these purposes shall be a date being not more than thirty days prior to the date of the relevant general meeting or written resolution as determined by the Directors. In relation to a resolution which in the opinion of the Directors gives or may give rise to a conflict of interest between the Shareholders of any Fund or Class, such resolution shall be deemed to have been duly passed only if, in lieu of being passed through a single meeting of the Shareholders of such Fund or Class, such resolution shall have been passed at a separate meeting of the Shareholders of each such Fund or Class. All votes shall be cast by a poll of Shareholders present in person or by proxy at the relevant Shareholder meeting or by unanimous written resolution of the Shareholders.

## **VARIATION OF SHAREHOLDERS RIGHTS**

Under the Articles, whether or not the Company is being wound up, the rights attached to each Fund or Class may be varied with the consent in writing of the holders of three-fourths of the issued Shares of that Fund or Class or with the sanction of a special resolution passed at a separate general meeting of the holders of Shares of that Fund or Class. The rights attaching to any Fund or Class shall not be deemed to be varied by the creation or issue of further Shares ranking *pari passu* with Shares already in issue, unless otherwise expressly provided by the terms of issue of those Shares. The provisions of the Articles relating to general meetings shall apply to every such separate general meeting except that the necessary quorum at such a meeting shall be two persons present in person or by proxy holding Shares of the Fund or Class holding or representing at least one-third in nominal value of the issued Shares of the Class in question or, at an adjourned meeting, one person holding Shares of the Fund or Class in question or his proxy.

## **CONFLICTS OF INTEREST**

The Depositary, the Investment Manager and the Administrator or their affiliates may from time to time act as manager, registrar, administrator, transfer agent, trustee, depositary, investment manager or advisor or distributor in relation to, or be otherwise involved in, other funds or collective investment schemes which have similar investment objectives to those of the Company or any Fund. Therefore, it is possible that in the due course of their business, any of them may have potential conflicts of interests with the Company or any

Fund. Each will at all times have regard in such event to its obligations under the Articles and/or any agreements to which it is party or by which it is bound in relation to the Company or any Fund and, in particular, but without limitation to its obligations to act in the best interests of the Shareholders when undertaking any investments where conflicts of interest may arise, and they will each respectively endeavour to ensure that such conflicts are resolved fairly and, in particular, the Investment Manager has agreed to act in a manner which it in good faith considers fair and equitable in allocating investment opportunities to the Company or the Funds as appropriate. The Company through a Fund may invest in a collective investment scheme managed by the Investment Manager or its affiliates. The Company will only do so if the underlying collective investment scheme specialises in a certain type of investment suitable for the Fund.

The Articles provide that the Administrator may accept the estimate of a competent person when determining the probable realisation value of unlisted securities. The Administrator may accept an estimate provided by the Investment Manager for these purposes and investors should be aware that in these circumstances a possible conflict of interest may arise as the higher the estimated probable realisation value of the security, the higher the fees payable to the Investment Manager.

There is no prohibition on dealing in the assets of the Company by entities related to the Depositary, the Investment Manager and the Administrator provided that such transactions are carried out as if effected on normal commercial terms negotiated at arm's length and in the best interests of the Shareholders. A certified valuation of a transaction by a person approved by the Depositary as independent and competent, or the execution of transactions on best terms on organised investment exchanges under their rules or, where these are not practical, transactions executed on terms the Depositary is satisfied conform to the principles set out above, will be deemed to be carried out as if effected on normal commercial terms negotiated at arm's length and in the best interest of the Shareholders, but, without limitation, the Depositary may hold funds for the Company subject to the provisions of the Central Bank Acts, 1942 to 2015 (as may be amended from time to time).

In placing orders with brokers and dealers to make purchases and sales for the Funds, the Investment Manager will seek to obtain Best Execution for the Funds. In determining what constitutes Best Execution, the Investment Manager may consider factors it deems relevant, including, but not limited to, the breadth of the market in the security, the price of the security, the financial condition and execution capability of the broker or dealer and the reasonableness of the commission, if any, for the specific transaction, on a continuing basis. The Investment Manager may consider the brokerage and research services, (as those terms are defined in Section 28(e) of the Securities Exchange Act of 1934 of the United States, as amended) provided to the Investment Manager or its affiliates. Information and research services furnished by brokers or dealers through which or with which a Fund effects securities transactions may be used by the Investment Manager in advising other funds or accounts and, conversely, information and research services furnished to the Investment Manager by brokers or dealers in connection with other funds or accounts that it advises may be used in advising a Fund. The Investment Manager may cause the Funds to pay a brokerage commission that is higher than may be charged by another member of an exchange, broker, or dealer, if it determines in good faith that such amount of commission was reasonable in relation to the value of the brokerage and research services provided by such member, broker, or dealer, viewed in terms of either that particular transaction or its overall responsibilities with respect to the Fund and/or other accounts over which the Investment Manager or its affiliates exercise investment discretion. The benefits provided under any soft commission arrangements must assist in the provision of investment services to the Company or a Fund. Any soft commission arrangements will be disclosed in the periodic reports of the relevant Fund.

A director of the Company or the Investment Manager may be a party to, or otherwise interested in, any transaction or arrangement in which the Company is interested. At the date of the Prospectus other than as disclosed under **THE COMPANY – THE DIRECTORS AND SECRETARY** above, no director of the Company has any interest, beneficial or non-beneficial, in the Company or any material interest in any agreement or arrangement relating to the Company. The Directors shall endeavour to ensure that any conflict of interest is resolved fairly.

Subject to the provisions of this section, the Investment Manager may invest in and deal in Shares relating to any Fund for their respective individual accounts or for the account of someone else. There will be no obligation on the part of the Investment Manager to account to the relevant Fund for any benefits so arising, and any such benefits may be retained by the relevant party, provided that transactions relating to the

subscription for, switching of or redemption of shares are carried out in association with the terms of this Prospectus.

From time to time conflicts may arise between the Depositary and the delegates or sub-delegates, for example where an appointed delegate or sub-delegate is an affiliated group company which receives remuneration for other custodial services it provides to the Company. In the event of any potential conflict of interest which may arise during the normal course of business, the Depositary will have regard to applicable laws. Up-to-date information regarding the duties of the Depositary, any conflicts of interest that may arise and the Depositary's delegation arrangements will be made available to investors by the Company on request.

## **SERVICES PROVIDED BY THE INVESTMENT MANAGER TO FINANCIAL ADVISORS**

The Investment Manager or its affiliates may provide personnel and outside consultants to financial advisors ("**FAs**") for the purposes of continuing education for the FAs and internal strategic planning and practice management for the FAs to the extent possible under applicable laws and regulations.

The Investment Manager may provide certain non-advisory services (such as data collection or other consulting services) to FAs that may be involved in the distribution of funds advised by the Investment Manager or who may recommend the Investment Manager's or its affiliates' strategies or the purchase of funds managed by the Investment Manager or its affiliates ("**Dimensional Funds**") for their clients. The Investment Manager may also provide historical market analysis, risk/return analysis, and continuing education to FAs as well as educational speakers and facilities for FA conferences. For its sponsored events, the Investment Manager typically pays any associated food, beverage, and facilities related expenses. The Investment Manager or its affiliates may also pay a fee to attend, speak at or assist in sponsoring conferences or events organised by others, and may pay travel accommodations of certain participants attending a FA sponsored conference. Sponsorship of FA events by the Investment Manager may include direct payments to vendors or reimbursement of expenses incurred by FAs in connection with hosting educational training, customer appreciation or other events for FA's or their customers. Personnel of the Investment Manager may or may not be present at such events. At the request of a client or potential client, the Investment Manager may also refer such client to one or more such FAs. The provision of these services by the Investment Manager is not dependent on the amount of Dimensional Funds sold or recommended by such FAs. Benefits will only be provided in compliance with applicable rules and regulations.

## **MEETINGS**

All general meetings of the Company shall be held in Ireland and at least one general meeting of the Company shall be held in each year as the Company's annual general meeting. At least twenty one days' notice (inclusive of the day on which the notice is served or deemed to be served and of the day for which the notice is given) shall be given to Shareholders. The notice shall specify the place, day and hour of the meeting and the terms of the resolutions to be proposed. A proxy may attend on behalf of any Shareholder. The voting rights attached to the Shares are set out under the **VOTING RIGHTS** section of the Prospectus.

## **REPORTS AND ACCOUNTS**

The Directors shall cause to be prepared an annual report and audited annual accounts for the Company and each Fund for the period ending 30 November in each year. These will be published within four months of the end of the relevant accounting period end and at least twenty-one days before the annual general meeting. These will also be forwarded to Euronext Dublin within the specified time period and to prospective investors upon request. In addition, the Company shall prepare a half-yearly report for the period ending 31 May in each year which shall include unaudited half-yearly accounts for the Company and each Fund. The unaudited half-yearly report will be published within two months of the end of the relevant accounting period.

## PORTFOLIO HOLDINGS

Information in relation to the portfolio holdings of each Fund or details of where information in relation to the portfolio holdings can be obtained may be made available to all Shareholders on [www.eu.dimensional.com](http://www.eu.dimensional.com) or such other website address as may be notified to Shareholders from time to time. The Company may disclose one or more Fund's complete holdings information (other than cash and cash equivalents) as of month-end, 30 days following the relevant month-end. The Directors may at their discretion, or procure that their delegates, make available (via the above mentioned website or other means) portfolio information to all Shareholders in a Fund more or less frequently and at different periods if they determine in their discretion that it is appropriate to do so.

In addition, upon request from any Shareholder in a Fund (or their duly appointed agent or delegate), the Directors may at their discretion, or procure that their delegates, disclose that Fund's portfolio holdings to such Shareholder (or their duly appointed agent or delegate) on a non-public and more frequent basis, provided there is a delay in providing such portfolio holdings information of not less than two weeks after the relevant Valuation Point and the Shareholder (or their duly appointed agent or delegate) has entered into an agreement with the Company or its delegate governing the disclosure of such information. To the extent that the Company provides non-public holdings information to a Shareholder in a Fund, the Company or its delegates will provide the same holdings information to any other Shareholder in the Fund on the same basis if so requested by such other Shareholder provided such Shareholder (or their duly appointed agent or delegate) has entered into an agreement with the Company or its delegates governing the disclosure of such information.

Notwithstanding any other provision contained in the Prospectus, nothing shall limit, prevent or restrict the Directors or their delegates from disclosing portfolio holdings information for the purposes of compliance with the laws and regulations of any relevant jurisdiction where Shares are sold or disclosing such information to a court of a competent jurisdiction or regulator, upon request.

## WINDING UP

The Articles contain provisions to the following effect:

- (a) If the Company shall be wound up the liquidator shall apply the assets of the Company in such manner and order as he thinks fit in satisfaction of creditors' claims.
- (b) The assets available for distribution among the members shall then be applied in the following priority:
  - (i) Firstly, in the payment to the holders of Shares of each Fund of a sum in the currency in which that Fund is designated (or in any other currency selected by the liquidator) as nearly as possible equal (at a rate of exchange determined by the liquidator) to the aggregate Net Asset Value per Share of the Shares of such Fund held by such holders respectively as at the date of commencement to wind up provided that there are sufficient assets available in the relevant Fund to enable such payment to be made.
  - (ii) Secondly, in the payment to the holders of the Subscriber Shares of sums up to the nominal amount paid thereon out of the assets of the Company not comprised within any Funds. In the event that there are insufficient assets as aforesaid to enable such payment in full to be made, no recourse shall be had to the assets comprised within any of the Funds.
  - (iii) Thirdly, in the payment to the holders of each Fund of any balance then remaining in the relevant Fund, such payment being made in proportion to the number of Shares held.
  - (iv) Fourthly, in the payment to the holders of the Shares of any balance then remaining and not comprised within any of the Funds, such payment being made in proportion to the number of Shares held.

- (c) If the Company shall be wound up (whether the liquidation is voluntary, under supervision or by the Irish High Court) the liquidator may, with the authority of a special resolution and any other sanction required by the Companies Act, divide among the members in specie the whole or any part of the assets of the Company, and whether or not the assets shall consist of property of a single kind, and may for such purposes set such value as he deems fair upon any one or more class or classes of property, and may determine how such division shall be carried out as between the members or different classes of members. The liquidator may, with the like authority, vest any part of the assets in trustees upon such trusts for the benefit of members as the liquidator, with the like authority, shall think fit, and the liquidation of the Company may be closed and the Company dissolved, but so that no member shall be compelled to accept any assets in respect of which there is liability. Where distributions in specie are effected on winding up, an individual shareholder may request that the assets be sold and receive the cash proceeds instead.

## **MATERIAL CONTRACTS**

The following contracts, which are summarised in **THE COMPANY** and **FEES AND EXPENSES** section of the Prospectus, have been entered into and are, or may be, material (the "**Material Contracts**"):

- (a) Investment Management Agreement dated 13 February 2004 as amended by amendment agreements dated 4 October 2005, 22 December 2006, 10 September 2007, 16 April 2009, 12 May 2010, 3 November 2010, 10 February 2011, 30 March 2011, 31 August 2011 and 14 June 2013 between the Company and the Investment Manager pursuant to which the Investment Manager was appointed to provide investment management services to the Company;
- (b) Amended and Restated Administration Agreement between the Company and the Administrator dated 30 May 2013, pursuant to which the Administrator was appointed to provide administration, registration, transfer agency and related services to the Company and for providing fund accounting for the Company;
- (c) Depositary Agreement between the Company and the Depositary dated 27 July 2016 pursuant to which the Depositary has been appointed as depositary of the Company's assets; and
- (d) Global Distribution Agreement dated 12 May 2010 between the Company and the Investment Manager pursuant to which the Investment Manager has been appointed to provide distribution services to the Company.

## **WHISTLEBLOWING POLICY**

The Company has in place appropriate procedures for the reporting of infringements internally through a specific, independent and autonomous channel, in compliance with the UCITS Regulations.

## **ELECTRONIC COMMUNICATION**

The Directors have arranged for electronic communication by the Company or any other person on behalf of the Company as the case may be of:

- notices of annual or extraordinary general meetings;
- the annual reports and audited accounts;
- unaudited half-yearly accounts;
- confirmations; and
- the Net Asset Value.

If the Shareholder elects for electronic communication, all communication of notices, accounts, confirmations and Net Asset Value by the Company or any other person on behalf of the Company will be by way of electronic communication.

Shareholders electing to receive electronic communications will be required to provide the Company with their e-mail address. Hard copies of these documents continue to be available.

#### **DOCUMENTS FOR INSPECTION**

Copies of the following documents may be inspected at the registered office of the Administrator during normal business hours on any Business Day:

- (a) the Net Asset Value per Share;
- (b) the Material Contracts;
- (c) the Memorandum and Articles of Association; and
- (d) the UCITS Regulations.

Copies of the Prospectus, Memorandum and Articles of Association and of any yearly and half-yearly reports may be obtained from the Administrator free of charge or may be inspected at the registered office of the Administrator during normal business hours on any Business Day.



---

## DEFINITIONS

---

In the Prospectus the following words and phrases have the meanings set forth below:

AIF	means the categories of AIF (alternative investment fund) set out in the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable. Such AIFs will be (i) schemes established in Guernsey and authorised as Class A Schemes; (ii) schemes established in Jersey as Recognised Funds; (iii) schemes established in the Isle of Man as Authorised Schemes; (iv) Retail Investor AIFs authorised by the Central Bank provided such investment funds comply in all material respects with the provisions of the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable; and (v) AIFs authorised in a Member State of the EEA, the US, Jersey, Guernsey or the Isle of Man and which comply, in all material respects, with the provisions of the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable. The consideration of "all material respects" will include, inter alia, consideration of the following: (a) the existence of an independent trustee/custodian with similar duties and responsibilities in relation to both safekeeping and supervision; (b) requirements for the spreading of investment risk including concentration limits, ownership restrictions, leverage and borrowing restrictions, etc.; (c) availability of pricing information and reporting requirements; (d) redemption facilities and frequency; and (e) restrictions in relation to dealings by related parties;
Administrator	means State Street Fund Services (Ireland) Limited or any successor thereto appointed as administrator of the Company with the prior approval of the Central Bank;
Approved Broker	means a broker appointed by the Company in respect of the dealing in Shares through a Clearing System (provided that the Company is satisfied that such broker has adequate arrangements in place to prevent late trading by any person in respect of which it acts as nominee shareholder in connection with such settlement system);
Articles	means the articles of association of the Company as same may be amended from time to time with the prior approval of the Central Bank;
Auditors	means PricewaterhouseCoopers or such other firm of chartered accountants as may from time to time be appointed as auditors to the Company;
Base Currency	means the currency in which the Shares in each Fund are denominated or such other currency as the Directors may determine from time to time and notify to Shareholders of that Fund. In the case of the European Small Companies Fund, the European Value Fund, the European Core Equity Fund, the Global Short Fixed Income Fund and the Euro Inflation Linked Intermediate Duration Fixed Income Fund, the base currency at the date of the Prospectus is Euro.

In the case of the U.S. Small Companies Fund, the U.S. Value Fund,

the Pacific Basin Small Companies Fund, the Emerging Markets Value Fund, the Global Short-Term Investment Grade Fixed Income Fund, the Global Core Equity Fund, the Global Targeted Value Fund, the Global Small Companies Fund, the Global Value Fund, the Global Sustainability Core Equity Fund, the Emerging Markets Large Cap Core Equity Fund, and the U.S. Core Equity Fund the base currency at the date of the Prospectus is U.S. Dollars.

In the case of the Global Ultra Short Fixed Income Fund, the Sterling Inflation Linked Intermediate Duration Fixed Income Fund, the World Allocation 40/60 Fund, the World Allocation 60/40 Fund, the World Equity Fund, the World Allocation 20/80 Fund and the World Allocation 80/20 Fund the base currency at the date of the Prospectus is Sterling.

In the case of the Global Fixed Income II Fund, the Global Core Equity II Fund, the Japan Core Equity Fund, the U.S. Small Companies II Fund and the Emerging Markets Value II Fund, the base currency at the date of the Prospectus is Japanese Yen;

#### Best Execution

means the best price available in the market, exclusive of any charges but taking account of any other exceptional circumstances such as counterparty risk, order size or client instructions;

#### Business Day

means when used in connection with the European Small Companies Fund, the European Value Fund, the European Core Equity Fund, the Euro Inflation Linked Intermediate Duration Fixed Income Fund and the Sterling Inflation Linked Intermediate Duration Fixed Income Fund, those days when the London Stock Exchange, Euronext Dublin and at least 50% of the markets in which the underlying investments are traded are scheduled to be open for normal business;

when used in connection with the Japan Core Equity Fund and the Pacific Basin Small Companies Fund those days when the London Stock Exchange, Euronext Dublin and the Japanese Stock Exchange are scheduled to be open for normal business; and

when used in connection with the U.S. Small Companies Fund, the U.S. Small Companies II Fund, the U.S. Value Fund, the U.S. Core Equity Fund, the Emerging Markets Value Fund, the Emerging Markets Value II Fund, the Emerging Markets Large Cap Core Equity Fund, the Global Short Fixed Income Fund, the Global Short Fixed Income II Fund, the Global Short-Term Investment Grade Fixed Income Fund, the Global Ultra Short Fixed Income Fund, the Global Core Equity Fund, the Global Core Equity II Fund, the Global Targeted Value Fund, the Global Small Companies Fund, the Global Value Fund, the World Allocation 40/60 Fund, the Global Sustainability Core Equity Fund, the World Allocation 60/40 Fund, the World Equity Fund, the World Allocation 20/80 Fund and the World Allocation 80/20 Fund those days when the London Stock Exchange, Euronext Dublin and the New York Stock Exchange are scheduled to be open for normal business;

Where any of the above mentioned exchanges, that are required to be scheduled to be open to constitute a Business Day, are (or are due to be) closed unexpectedly, the Board may determine that such day is not a Business Day when used in connection with the definition of Dealing Day for the relevant Fund and Shareholders will be notified accordingly.

Central Bank	means the Central Bank of Ireland or any successor entity;
Central Bank UCITS Regulations	means the Central Bank (Supervision and Enforcement) Act 2013 (Section 48(1)) (Undertakings for Collective Investment in Transferable Securities) Regulations 2015 as amended, consolidated and substituted from time to time;
CHF	means the lawful currency of Switzerland;
Class	means a class of Shares in a Fund having the details more particularly set out in the Prospectus and any supplement to the Prospectus;
Clearing System	means the National Securities Clearing Corporation (" <b>NSCC</b> ") clearance and settlement system or any other clearing system used to settle the trading of Shares;
CRS	means the Common Reporting Standard more fully described as the Standard for Automatic Exchange of Financial Account Information approved on 15 July 2014 by the Council of the Organisation for Economic Cooperation and Development;
Data Protection Legislation	means the EU Data Protection Directive 95/46/EC and the EU Privacy and Electronic Communications Directive 2002/58/EC, any amendments and replacement legislation including the EU General Data Protection Regulation (EU) 2016/679, European Commission decisions, binding EU and national guidance and all national implementing legislation.
Dealing Day	means such Business Day or Business Days as the directors may from time to time determine in relation to any Fund provided that there shall be at least one such day per fortnight and Shareholders will be notified in advance. In the case of the Funds each Business Day will be a Dealing Day unless the directors otherwise determine;
Dealing Deadline	has the meaning given to that term in the section headed <b>HOW TO BUY SHARES</b> ;
Depository	means State Street Custodial Services (Ireland) Limited or any successor thereto appointed by the Company as the depository of the Company and with the prior approval of the Central Bank;
DR	means Dimensional Retirement;
EU Member State	means a member state of the European Union from time to time;
EUR or Euro	means the lawful currency of those EU Member States from time to time participating in European economic and monetary union as contemplated by the Treaty of Rome;
Euronext Dublin	

the Irish Stock Exchange plc trading as Euronext Dublin;

FATCA	means Sections 1471 through 1474 of the Code, any current or future regulations or official interpretations thereof, and any agreement entered into pursuant to Section 1471 (b) of the Code, or any fiscal or regulatory legislation, rules or practices adopted pursuant to any intergovernmental agreement entered into in connection with the implementation of these Sections of the Code;
Foreign Person	means (i) a person who is neither resident nor ordinarily resident in Ireland for tax purposes who has provided the Company with the appropriate declaration under Schedule 2B TCA and the Company is not in possession of any information that would reasonably suggest that the declaration is incorrect or has at any time been incorrect, or (ii) the Company is in possession of written notice of approval from the Irish Revenue Commissioners to the effect that the requirement to have been provided with such declaration is deemed to have been complied with in respect of that person or class of shareholder to which that person belongs, and that approval has not been withdrawn and any conditions to which that approval is subject have been satisfied;
Fund	means such portfolio or portfolios of assets as the Directors may from time to time establish with the prior approval of the Depositary and the Central Bank constituting in each case a separate fund represented by separate Shares with segregated liability and invested in accordance with the investment objective and policies applicable to such Fund and described in the Prospectus and any supplement to the Prospectus;
GDPR	means Regulation (EU) 2016/679 known as the General Data Protection Regulation, which comes into force on 25 May 2018;
Intermediary	means a person who carries on a business which consists of, or includes, the receipt of payments from an investment undertaking on behalf of other persons or holds shares in an investment undertaking on behalf of other persons;
Investment Manager	means Dimensional Fund Advisors Ltd.;
Irish Taxable Person	means any person, other than  (i) a Foreign Person;  (ii) an intermediary, including a nominee, for a Foreign Person;  (iii) the Administrator for so long as the Administrator is a qualifying management company within the meaning of section 739B TCA;  (iv) a specified company within the meaning of section 734 TCA;  (v) means an investment undertaking within the meaning of section 739B of the TCA;  (vi) an investment limited partnership within the meaning of 739J of the TCA;  (vii) an exempt approved scheme or a retirement annuity contract or trust scheme within the provisions of sections 774, 784 or 785 TCA;

(viii) a company carrying on life business within the meaning of section 706 TCA;

(ix) a special investment scheme within the meaning of section 737 TCA;

(x) a unit trust to which section 731(5)(a) TCA applies;

(xi) a charity entitled to an exemption from income tax or corporation tax under section 207(1)(b) TCA;

(xii) a person entitled to exemption from income tax and capital gains tax under section 784A(2) TCA, section 787I TCA or section 848E TCA and the units held are assets of an approved retirement fund, an approved minimum retirement fund, a special savings incentive account or a personal retirement savings account (as defined in section 787A TCA);

(xiii) the Courts Service;

(xiv) a Credit Union;

(xv) a company within the charge to corporation tax under section 739G(2) TCA, but only where the fund is a money market fund;

(xvi) a company within the charge to corporation tax under section 110(2) TCA;

(xvii) the National Asset Management Agency;

(xviii) the National Treasury Management Agency or a Fund investment vehicle within the meaning of section 739D(6)(kb) TCA;

(xix) the National Pensions Reserve Fund Commission or a Commission investment vehicle (within the meaning given by section 2 of the National Pensions Reserve Fund Act 2000 as amended);

(xx) the State acting through the National Pensions Reserve Fund Commission or a Commission investment vehicle within the meaning given by section 2 of the National Pensions Reserve Fund Act 2000 (as amended); and

(xxi) any other person as may be approved by the directors from time to time provided the holding of Shares by such person does not result in a potential liability to tax arising to the Company in respect of that Shareholder under Part 27 Chapter 1A of the TCA

in respect of each of which the appropriate declaration set out in Schedule 2B TCA or otherwise and such other information evidencing such status is in the possession of the Company on the appropriate date;

Irish Revenue Commissioners means the Irish authority responsible for taxation;

JPY means the lawful currency of Japan;

Memorandum and Articles of means the memorandum and articles of association of the Company

Association	as same may be amended from time to time with the prior approval of the Central Bank;
Net Asset Value	means the Net Asset Value of a Fund calculated as described or referred to herein;
Net Asset Value per Share	means, in relation to any Fund or Class, the Net Asset Value divided by the number of Shares in the relevant Fund or Class in issue or deemed to be in issue in respect of that Fund at the relevant Valuation Point subject to such adjustments, if any, as may be required in relation to any Shares or Class in the relevant Fund;
NOK	means the lawful currency of Norway;
OECD	means the Organisation for Economic Co-Operation and Development;
Permitted U.S. Person	means a U.S. Person who is not investing using Plan assets and who is an "accredited investor" within the meaning of Regulation D under the 1933 Act, a "qualified purchaser" under the 1940 Act and a "qualified eligible person" under the U.S. Commodity Futures Trading Commission's Rule 4.7;
Person Closely Associated	<p>in relation to a Director, means –</p> <p>(a) the spouse of the Director,</p> <p>(b) dependent children of the Director,</p> <p>(c) other relatives of the Director, who have shared the same household as that person for at least one year on the date of the transaction concerned,</p> <p>(d) any person -</p> <ol style="list-style-type: none"> <li>i. the managerial responsibilities of which are discharged by a person - <ol style="list-style-type: none"> <li>a. discharging managerial responsibilities within the issuer, or</li> <li>b. referred to in paragraph (a), (b) or (c) of this definition,</li> </ol> </li> <li>ii. that is directly or indirectly controlled by a person referred to in subparagraph (i) of paragraph (d) of this definition,</li> <li>iii. that is set up for the benefit of a person referred to in subparagraph (i) of paragraph (d) of this definition, or</li> <li>iv. the economic interests of which are substantially equivalent to those of a person referred to in subparagraph (i) of paragraph (d) of this definition;</li> </ol>
Plan	means certain benefit plans, including employee benefit plans subject to Title I of the U.S. Employee Retirement Income Security Act of

1974, as amended, or retirement plans subject to section 4975 of the U.S. Internal Revenue Code of 1986, as amended, such as plans intended to qualify under Code section 401(a) (including plans covering only self-employed individuals) and individual retirement accounts;

**Prospectus** means this document, any supplement or addendum designed to be read and construed together with and to form part of this document and the Company's most recent annual report and accounts (if issued) or, if more recent, its interim report and accounts;

**Recognised Market** means any recognised exchange or market on which the Company may invest and which is listed in **APPENDIX I** hereto;

**SEK** means the lawful currency of Sweden;

**Securities Financing Transactions Regulation** means Regulation (EU) 2015/2365 of the European Parliament and of the Council of 25 November 2015 on transparency of securities financing transactions and of reuse and amending Regulation (EU) No 648/2012.

**Shareholder** means a person registered as a holder of Shares;

**GBP or Sterling** means the lawful currency of the United Kingdom;

**Subscription Settlement Deadline** has the meaning given to that term in the section headed **HOW TO BUY SHARES**;

**Subscriber Share** has the meaning given to that term in the Articles;

**Subscriber Shareholder** has the meaning given to that term in the Articles;

**TCA** means the Taxes Consolidation Act, 1997, as may be amended from time to time;

**U.S. or United States** means the United States of America, including the States and the District of Columbia, and (for purposes other than U.S. federal tax purposes) its territories and possessions;

**USD or U.S. Dollars** means the lawful currency of the United States;

**U.S. Person** means a "U.S. Person" as defined by Rule 902 of Regulation S promulgated under the 1933 Act, and does not include any "Non-United States person" as used in Rule 4.7 under the U.S. Commodity Exchange Act, as amended;

Regulation S currently provides that:

(1) "U.S. Person" means: (a) any natural person resident in the U.S.; (b) any partnership or corporation organised or incorporated under the laws of the U.S.; (c) any estate of which any executor or administrator is a U.S. Person; (d) any trust of which any trustee is a U.S. Person; (e) any agency or branch of a non-U.S. entity located in the U.S.; (f) any non-discretionary or similar account (other than an estate or trust) held by a dealer or other fiduciary for the benefit or account of a U.S. Person; (g) any discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary organised, incorporated or (if an individual) resident in the U.S.; and (h) any

partnership or corporation if (i) organised or incorporated under the laws of any non-U.S. jurisdiction and (ii) formed by a U.S. Person principally for the purpose of investing in securities not registered under the 1933 Act, unless it is organised or incorporated, and owned, by accredited investors (as defined under Rule 501(a) under the 1933 Act) who are not natural persons, estates or trusts.

(2) "U.S. Person" does not include: (a) any discretionary account or similar account (other than an estate or trust) held for the benefit or account of a non-U.S. Person by a dealer or other professional fiduciary organised, incorporated, or, if an individual, resident in the U.S.; (b) any estate of which any professional fiduciary acting as executor or administrator is a U.S. Person if (i) an executor or administrator of the estate who is not a U.S. Person has sole or shared investment discretion with respect to the assets of the estate and (ii) the estate is governed by non-U.S. law; (c) any trust of which any professional fiduciary acting as trustee is a U.S. Person if a trustee who is not a U.S. Person has sole or shared investment discretion with respect to the trust assets, and no beneficiary of the trust (and no settlor if the trust is revocable) is a U.S. Person; (d) an employee benefit plan established and administered in accordance with the law of a country other than the U.S. and customary practices and documentation of such country; (e) any agency or branch of a U.S. Person located outside the U.S. if (i) the agency or branch operates for valid business reasons and (ii) the agency or branch is engaged in the business of insurance or banking and is subject to substantive insurance or banking regulation, respectively, in the jurisdiction where located; (f) the International Monetary Fund, the International Bank for Reconstruction and Development, the Inter-American Development Bank, the Asian Development Bank, the African Development Bank, the United Nations and their agencies, affiliates and pension plans and any other similar international organisations, their agencies, affiliates and pension plans; and (g) any entity excluded or exempted from the definition of "U.S. Person" in reliance on or with reference to interpretations or positions of the SEC or its staff;

Rule 4.7 of the U.S. Commodity Exchange Act regulations currently provides in relevant part that the following persons are considered "Non-United States persons": (a) a natural person who is not a resident of the U.S.; (b) a partnership, corporation or other entity, other than an entity organised principally for passive investment, organised under the laws of a non-U.S. jurisdiction and which has its principal place of business in a non-U.S. jurisdiction; (c) an estate or trust, the income of which is not subject to U.S. income tax regardless of source; (d) an entity organised principally for passive investment such as a pool, investment company or other similar entity, provided that units of participation in the entity held by persons who do not qualify as non-U.S. Persons or otherwise as qualified eligible persons represent in the aggregate less than 10% of the beneficial interest in the entity, and that such entity was not formed principally for the purpose of facilitating investment by persons who do not qualify as non-U.S. Persons in a pool with respect to which the operator is exempt from certain requirements of the U.S. Commodity Futures Trading Commission's regulations by virtue of its participants being non-U.S. Persons; and (e) a pension plan for the employees, officers or principals of an entity organised and with its principal place of business outside of the U.S.;



U.S. Taxpayer	<p>for U.S. federal income tax purposes, the term "United States person" (herein "<b>U.S. Taxpayer</b>") includes: (a) a U.S. citizen or resident alien of the U.S. (as defined for U.S. federal income tax purposes); (b) any entity treated as a partnership or corporation for U.S. tax purposes that is created or organised in, or under the laws of, the U.S. or any state thereof; (c) any other partnership that is treated as a U.S. Taxpayer under U.S. Treasury Department regulations; (d) any estate, the income of which is subject to U.S. income taxation regardless of source; and (e) any trust over whose administration a court within the U.S. has primary supervision and all substantial decisions of which are under the control of one or more U.S. fiduciaries. Persons who have lost their U.S. citizenship and who live outside the U.S. may nonetheless, in some circumstances, be treated as U.S. Taxpayers.</p> <p>An investor may be a U.S. Taxpayer for federal income tax purposes but not a "U.S. Person" for purposes of investor qualification for a Fund. For example, an individual who is a U.S. citizen residing outside of the U.S. is not a "U.S. Person" but is a U.S. Taxpayer for U.S. federal income tax purposes;</p>
UCITS	means an undertaking for collective investment in transferable securities within the meaning of the UCITS Regulations;
UCITS Regulations	means the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2011 and the European Union (Undertakings for Collective Investment in Transferable Securities) (Amendment) Regulations 2016 as amended, consolidated and substituted from time to time and all applicable Central Bank regulations made or conditions imposed or derogations granted thereunder;
Valuation Point	means 4.00 p.m. New York time (regular close of the New York Stock Exchange) on each Dealing Day or such other time or times as the Directors may from time to time determine in relation to any particular Fund and notify in advance to Shareholders.

---

## DIRECTORY

---

### **DIMENSIONAL FUNDS PLC**

**25/28 North Wall Quay**

**Dublin 1**

**Ireland**

**Directors:**

Arthur Barlow

Peter Blessing

Dermot S. L. Butler

Gregory K. Hinkle

Nathan Lacaze

Catherine L. Newell

Victoria Parry

Gerard O'Reilly

John Romiza

**Depository:**

State Street Custodial Services (Ireland)  
Limited

78 Sir John Rogerson's Quay

Dublin 2

Ireland

**Investment Manager:**

Dimensional Fund Advisors Ltd.

20 Triton Street

Regent's Place

London NW1 3BF

England

**Administrator:**

State Street Fund Services (Ireland) Limited

78 Sir John Rogerson's Quay

Dublin 2

Ireland

**Secretary:**

Goodbody Secretarial Limited

25/28 North Wall Quay

Dublin 1

Ireland

**Stockbrokers:**

A&L Listing Limited

International Financial Services Centre

North Wall Quay

Dublin 1

Ireland

**Legal Advisers:**

A&L Goodbody

International Financial Services Centre

North Wall Quay

Dublin 1

Ireland

**Auditors**

PricewaterhouseCoopers

(Chartered Accountants)

1 Spencer Dock

North Wall Quay

Dublin 1

Ireland

---

## APPENDIX I - RECOGNISED MARKETS

---

The following exchanges and markets constitute Recognised Markets for the purposes of the Prospectus:

- (i) Any stock exchange and any derivatives exchange on which permitted financial derivative instruments may be listed or traded in any EU Member State (except Malta), or in any of the following countries:

Australia, Canada, Hong Kong, Japan, New Zealand, Norway, Switzerland and the United States of America.

- (ii) Any of the following exchanges and their derivative markets:

-	Brazil	BM&F BOVESPA
-	Chile	Bolsa de Comercio de Santiago Bolsa de Corredores de Valparaíso (BCV) Bolsa Electrónica de Chile
-	China	Shanghai Stock Exchange Shenzhen Stock Exchange
-	Colombia	Bolsa de Valores de Colombia
-	Egypt	Egyptian Exchange
-	Iceland	Nasdaq OMX Iceland
-	India	National Stock Exchange of India Ltd Bombay Stock Exchange (BSE Ltd)
-	Indonesia	Indonesia Stock Exchange
-	Israel	Tel Aviv Stock Exchange
-	Malaysia	Bursa Malaysia Securities Berhad
-	Mexico	Bolsa Mexicana de Valores, S.A. de C.V.
-	Peru	Bolsa de Valores de Lima
-	Philippines	Philippine Stock Exchange
-	Qatar	Qatar Stock Exchange
-	Singapore	Singapore Exchange – Securities Trading Limited
-	South Africa	Johannesburg Stock Exchange
-	South Korea	Korea Exchange
-	Taiwan	Taiwan Stock Exchange Corporation Taipei Exchange (TPEX)
-	Thailand	The Stock Exchange of Thailand
-	Turkey	Borsa Istanbul
-	United Arab Emirates	Dubai Financial Market NASDAQ Dubai Abu Dhabi Securities Exchange

(iii) The following markets:

- the market organised by the International Capital Market Association;
  - the market conducted by "listed money market institutions" as described in the FCA publication "The Regulation of the Wholesale Cash and OTC Derivatives Markets in Sterling, Foreign Exchange and Bullion": "The Grey Paper";
  - (a) NASDAQ in the United States and (b) the market in U.S. government securities conducted by the primary dealers regulated by the Federal Reserve Bank of New York; and (c) the over-the counter market in the United States conducted by primary dealers and secondary dealers regulated by the SEC and the National Association of Securities Dealers and by banking institutions regulated by the U.S. Comptroller of Currency, the Federal Reserve System or Federal Deposit Insurance Corporation;
  - the over-the-counter market in Japan regulated by the Securities Dealers Association of Japan;
  - AIM the alternative investment market in the United Kingdom regulated and operated by the London Stock Exchange;
1. Catalyst, the fast-growing enterprises market in Singapore regulated and operated by the Singapore Exchange;
  2. First North, the alternative stock exchange for the Nordic Countries regulated and operated by Nasdaq OMX;
  3. the French market for "Titres de Creance Negotiable" (over-the-counter market in negotiable instruments);
  4. the over-the-counter market in Canadian Government Bonds, regulated by the Investment Dealers Association of Canada;
  5. the China Financial Futures Exchange;
  6. the Shanghai Futures Exchange;
  7. the Multi Commodity Exchange of India;
  8. the Labuan International Financial Exchange;
  9. the Jakarta Futures Exchange;
  10. ICE Futures Singapore;
  11. the Taiwan Futures Exchange; and
  12. the Futures Exchange of Thailand.

These exchanges and markets are listed above in accordance with the requirements of the Central Bank which does not issue a list of approved markets.

With the exception of permitted investments in unlisted securities or in open ended collective investment schemes the Company will only invest in securities traded on a stock exchange or market which meets with the regulatory criteria (regulated, operated regularly, recognised and open to the public) and which is listed in the Prospectus.

---

## APPENDIX II - EFFICIENT PORTFOLIO MANAGEMENT AND SECURITIES FINANCING TRANSACTIONS

---

The Investment Manager employs a risk management process in respect of the Company which enables it to accurately measure, monitor and manage the various risks associated with derivative instruments. A statement of this risk management process has been submitted to the Central Bank. The Company will only utilise those derivatives that are listed in the risk management process cleared by the Central Bank. The Company will not use such derivatives other than for the purposes set out in the relevant Fund's **investment objective and policies** until such time as a revised risk management process has been submitted to and cleared by the Central Bank and the Prospectus has been amended, with the approval of the Central Bank, to reflect such other use of derivatives.

To the extent that a Fund uses techniques and instruments for efficient portfolio management, the Company shall comply with the conditions and limits laid down from time to time by the Central Bank under the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable and set out below. Transactions entered into for efficient portfolio management purposes will be entered into for one or more of the following specified aims: the reduction of risk; the reduction of cost or the generation of additional capital or income for a Fund with a level of risk that is consistent with the risk profile of the Fund and the risk diversification rules set out in the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable.

In this respect, the Company may:

- a) for the purposes of hedging (whether against currency exchange or interest rate risks or otherwise), enter into put and call options, spot and forward contracts, financial futures, stock and bond index futures contracts, interest rate swaps, exchange rate swaps and credit default swaps, repurchase and reverse repurchase agreements and securities lending agreements. In particular, a Fund may seek to hedge its investments against currency fluctuations which are adverse to its Base Currency by utilising currency options, futures contracts and forward foreign exchange contracts.
- b) from time to time make use of exchange traded stock index and other futures contracts for the purpose of efficient portfolio management to enable it to maintain the appropriate exposure to stock and other markets in accordance with the Investment Manager's recommended overall asset allocation. The use of exchange traded stock index and other futures contracts by the Company will be subject to the conditions and limits laid down by the Central Bank under the UCITS Regulations. Exchange traded stock index and other futures contracts may be purchased or sold to adjust equity market exposure based on actual or expected cash inflows or outflows as part of efficient portfolio management. Further, when exchange traded stock index and other futures contracts are used for efficient portfolio management, they may not relate to the country or region in which the Fund predominantly invests under normal circumstances.
- c) exchange traded and non-exchange traded contracts for differences for the purpose of efficient portfolio management to enable it to reduce the cost of buying, selling and holding equity and other investments. A "contract for differences" is a contract intended to secure a profit or avoid a loss by reference to fluctuations in the value or price of property of any description or in an index or other factor designated for that purpose in the contract.

Funds may be leveraged as a result of their use of futures for efficient portfolio management purposes other than hedging but such leverage will not exceed the levels set out in the respective Fund's investment objective and policies at any time.

## USE OF REPURCHASE/REVERSE REPURCHASE AGREEMENTS AND LENDING OF PORTFOLIO SECURITIES

The Company may enter into repurchase agreements subject to the conditions and limits set out in the UCITS Regulations and/or the Central Bank UCITS Regulations, as applicable under which it acquires securities from a seller (for example, a bank or securities dealer) who agrees, at the time of sale, to repurchase the security at a mutually agreed-upon date (usually not more than seven days from the date of purchase) and price, thereby determining the yield to the relevant Fund during the term of the repurchase agreement. The resale price reflects the purchase price plus an agreed upon market rate of interest which is unrelated to the coupon rate or maturity of the purchased security. The Company may enter into reverse repurchase agreements under which it sells a security and agrees to repurchase it at a mutually agreed upon date and price.

In addition, the Company may lend its securities to brokers, dealers and other financial organisations only in accordance with normal market practice.

### Collateral Policy

#### 1. Permitted Types of Collateral

##### 1.1. *Non-Cash Collateral*

Non-cash collateral for Funds must at all times, meet with the following requirements:

- (i) Liquidity: Non-cash collateral should be highly liquid and traded on a regulated market or multilateral trading facility with transparent pricing in order that it can be sold quickly at a price that is close to pre-sale valuation. Collateral received should also comply with the provisions of Regulation 74 of the UCITS Regulations;
- (ii) Valuation: Collateral received should be valued on at least a daily basis and assets that exhibit high price volatility should not be accepted as collateral unless suitably conservative haircuts are in place;
- (iii) Issuer credit quality: Collateral received should be of high quality;
- (iv) Correlation: Collateral received should be issued by an entity that is independent from the counterparty and is not expected to display a high correlation with the performance of the counterparty;
- (v) Diversification (asset concentration): Collateral should be sufficiently diversified in terms of country, markets and issuers with a maximum exposure to a given issuer of 20% of the Net Asset Value. When Funds are exposed to different counterparties, the different baskets of collateral should be aggregated to calculate the 20% limit of exposure to a single issuer. A Fund may be fully collateralised in different transferable securities and money market instruments issued or guaranteed by a Member State, one or more of its local authorities, a third country, or a public international body to which one or more Member States belong. Such a Fund should receive securities from at least 6 different issues, but securities from any single issue should not account for more than 30 per cent of the Fund's net asset value. Please see '**INVESTMENT RESTRICTONS**', section (x) of the Prospectus for a list of individual issuers;
- (vi) Immediately available: Collateral received should be capable of being fully enforced by the Company at any time without reference to or approval from the relevant counterparty; and
- (vii) Non-cash collateral received cannot be sold, pledged or reinvested by the Company.

## 1.2. Cash collateral

1.2.1. Reinvestment of cash collateral must at all times, meet with the following requirements:

- (i) Cash received as collateral may only be invested in the following:
  - (a) deposits with a credit institution authorised in the EEA, a credit institution authorised within a signatory state, other than a Member State of the EEA, to the Basle Capital Convergence Agreement of July 1988 (Switzerland, Canada, Japan, United States) or a credit institution authorised in Jersey, Guernsey, the Isle of Man, Australia or New Zealand (the Relevant Institutions);
  - (b) high quality government bonds;
  - (c) reverse repurchase agreements provided the transactions are with credit institutions referred to in (a) above and the Funds are able to recall at any time the full amount of cash on an accrued basis;
  - (d) short-term money market funds as defined in the ESMA Guidelines on a Common Definition of European Money Market Funds (ref CESR/10-049);
- (ii) meet the requirements in section 1.1 above, where applicable;
- (iii) Invested cash collateral may not be placed on deposit with the counterparty or a related entity.

Please see **SPECIAL CONSIDERATIONS AND RISK FACTORS** for details of collateral risk and the risks involved in entering into repurchase/reverse agreements and securities lending agreements (**efficient portfolio management techniques**).

## 2. Level of collateral required

The levels of collateral required are as follows:

Repurchase agreements	at least 100% of the exposure to the counterparty
Reverse repurchase agreements	at least 100% of the exposure to the counterparty
Lending of portfolio securities	at least 100% of the exposure to the counterparty
OTC derivatives	Such collateral to ensure, in any event, that counterparty exposure is managed within the limits set out in <b>INVESTMENT OBJECTIVES AND POLICIES – Investment Restrictions</b> above

## 3. Haircut policy

In advance of entering into OTC derivative transactions and repurchase and reverse repurchase agreements, the Investment Manager will determine what haircut is acceptable for each class of asset received as collateral and will be set out in the agreement with the relevant counterparty or otherwise documented at the time of entering into such agreement. Such haircut will take into account the characteristics of the asset such as the credit standing or price volatility of the assets received as collateral as well as the outcome of any stress test performance in accordance with the Central Bank's requirements. In respect of securities lending, the Investment Manager does not apply a haircut to the non-cash assets received as collateral but instead, in accordance with market

practice, operates a policy of over-collateralisation whereby collateral is marked to market on an on-going basis. Counterparties may be required to post additional collateral from time to time.

#### 4. **Operational costs/fees**

The Company may deduct direct and indirect operational costs and fees incurred in the use of efficient portfolio management techniques from the revenue delivered to the Company from the use of such techniques. These costs and fees shall be charged at normal commercial rates and shall not include hidden revenue. The Investment Manager does not receive costs or fees of this type. The entities to which such direct and indirect operational costs and fees are paid (including whether such entities are related to the Company or Depositary) will be disclosed in the annual report.

### **SECURITIES FINANCING TRANSACTIONS REGULATION**

The Company is subject to the provisions of the Securities Financing Transactions Regulation on reporting and transparency of securities financing transactions (the "**SFTR**"). The SFTR sets out certain disclosure requirements regarding the use of securities financing transactions ("**SFTs**") and total return swaps, as set out below.

To the extent that the Investment Manager deems it to be consistent with the investment policy of a Fund, the types of SFTs that may be used in respect of a Fund include repurchase or reverse-repurchase transactions, and securities lending transactions. Such SFTs may be used for efficient portfolio management purposes and total return swaps may be used for efficient portfolio management purposes and/or investment purposes in accordance with and as described in the investment policy of a Fund subject of the requirements of the UCITS Regulations and the Central Bank UCITS Regulations.

Any type of assets that may be held for the relevant Fund in accordance with its investment policy may be subject to such SFTs and total return swaps. Unless otherwise specified in the investment policy for a Fund, the proportion of assets under management that may be subject to SFTs and total return swaps is expected to vary between 0% and 50% of the Net Asset Value of each relevant Fund subject to a maximum of 100% of the Net Asset Value of a Fund. Such variations may be dependent on, but not limited to, factors such as total Fund size and trends in the underlying market.

SFTs and total return swaps will only be entered into with counterparties meeting the requirements as set out in the UCITS Regulations and the Central Bank UCITS Regulations and, other than those requirements, there are no pre-specified restrictions on the legal status, country of origin or minimum credit rating of any counterparty to such transactions. Factors that may be taken into account when considering financial standing of a counterparty include whether the counterparty is subject to prudential regulation and supervision.

The types of acceptable collateral received by the Funds in respect of SFTs and total return swaps, as well as the issuer, diversification, correlation and valuation requirements and limitations on reuse of collateral, are outlined in the Collateral Policy below.

Non-cash collateral held for the benefit of a Fund will be valued in accordance with the valuation policies and principles applicable to the Fund and as outlined in the Articles. Subject to any agreement on valuation made with a counterparty, collateral posted to a counterparty will be valued daily at mark-to market value and daily variation margins will apply.

Any non-cash collateral received on a title transfer basis will be held by the Depositary or a duly appointed sub-depositary. In the event that non-cash collateral is received on any basis other than a title transfer basis, that collateral may be held by a third party depositary that is subject to prudential supervision and is unrelated and unconnected to the provider of collateral.

The policy in relation to the treatment of operational costs/fees in respect of efficient portfolio management techniques is outlined in the Collateral Policy below. In respect of total return swaps used for investment purposes, all of the revenues arising from total return swaps, net of direct and indirect financing costs, will be retained by the relevant Fund.

The section of this Prospectus entitled "Special Considerations and Risk Factors" provides a description of the risks associated with the use of SFTs and total return swaps.



The Company will disclose in its annual report certain information regarding its use of SFTs in accordance with the requirement of the SFTR.

## **CONTRACTS FOR DIFFERENCES**

Where non-exchange traded contracts for differences are used by the relevant Fund, the Company will ensure that (i) the counterparty has shareholder funds in excess of €125 million or foreign currency equivalent; (ii) the name of the counterparty is disclosed in the subsequent half-yearly or annual report of the Company; (iii) the Depositary is satisfied that the counterparty has agreed to value the transaction at least weekly and to close out the transaction at the request of the Investment Manager at a fair value; and (iv) initial outlay in respect of any contracts for differences to any one counterparty does not exceed 5% of the Net Asset Value of the relevant Fund. Use of the aforesaid techniques and instruments involves certain risks and there can be no assurance that the objective sought to be obtained from the use of such instruments will be achieved.

## **"DELAYED DELIVERY" AND "WHEN ISSUED" SECURITIES**

A Fund may purchase debt obligations on a "delayed delivery" or "when-issued" basis, that is, for delivery to the Fund later than the normal settlement date for such securities, at a stated price and yield. Such securities are termed "delayed delivery" when traded in the secondary market, or "when-issued" in the case of an initial issue of securities. The Fund generally would not pay for such securities or start earning interest on them until they are received. However, when the Fund undertakes a delayed delivery or when-issued purchase obligation, it immediately assumes the risk of ownership, including the risk of price fluctuation. Failure by the issuer to deliver the securities may result in a loss or missed opportunity for the Fund to make an alternative investment.

## **CURRENCY TRANSACTIONS**

A Fund is permitted to invest in securities denominated in a currency other than the Base Currency of the Fund and may purchase currencies to meet settlement requirements. In addition, subject to the restrictions imposed by the UCITS Regulations, a Fund may enter into various currency transactions, i.e. forward foreign currency contracts, currency swaps, foreign currency or currency index futures contracts and put and call options on such contracts or on currencies, to protect against uncertainty in future exchange rates. Forward foreign currency contracts are agreements to exchange one currency for another - for example, to exchange a certain amount of EUR for a certain amount of U.S. Dollars - at a future date. The date (which may be any agreed-upon fixed number of days in the future), the amount of currency to be exchanged and the price at which the exchange will take place are negotiated and fixed for the term of the contract at the time that the contract is entered into. Under the UCITS Regulations, uncovered positions in currency derivatives are not permitted.

Currency transactions undertaken by a Fund to alter the currency exposure characteristics of transferable securities held by that Fund through the purchase or sale of currencies other than the currency of denomination of that Fund or the relevant transferable securities must not be speculative in nature i.e. they must not constitute an investment in their own right. To the extent that such currency transactions alter the currency characteristics of transferable securities of a Fund, they must be fully covered by the cash flows of the transferable securities held by that Fund, including any income therefrom. A Fund may not be leveraged or geared in any way through the use of currency transactions.

Currency transactions which alter currency exposure characteristics of transferable securities held by a Fund may only be undertaken for the purposes of a reduction in risk, a reduction in costs and/or an increase in capital or income returns to that Fund. Any such currency transactions must be used in accordance with the investment objective of a Fund (i.e. the currencies to which the Fund is exposed must be currencies in which it can invest directly) and must be deemed by the Investment Manager to be economically appropriate. The performance of a Fund may be strongly influenced by movements in currency rates because currency positions held by the Fund may not correspond with the securities positions held. Details of transactions entered into during the reporting period and the resulting amounts of commitments must be disclosed in the periodic reports of the Fund.

A Fund may "cross-hedge" one foreign currency exposure by selling a related foreign currency into the Base Currency of the Fund. Also, in emerging or developing markets, local currencies are often expressed as a basket of major market currencies such as the U.S. Dollar, Euro or Japanese Yen; a Fund may hedge the exposure to currencies other than its Base Currency in the basket by selling a weighted average of those currencies forward into the Base Currency.

---

## APPENDIX III – LIST OF DELEGATES

---

The Depositary has delegated those safekeeping duties set out in Article 22(5)(a) of the Directive 2009/65/EC of the European Parliament and of the Council to State Street Bank and Trust Company with registered office at Copley Place, 100, Huntington Avenue, Boston, Massachusetts 02116, USA, whom it has appointed as its global sub-custodian.

At the date of this prospectus State Street Bank and Trust Company as global sub-custodian has appointed local sub-custodians within the State Street Global Custody Network as listed below.

	-	Albania	Raiffeisen Bank sh.a.
	-	Australia	The Hongkong and Shanghai Banking Corporation Limited
	-	Austria	Deutsche Bank AG UniCredit Bank Austria AG
	-	Bahrain	HSBC Bank Middle East Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
	-	Bangladesh	Standard Chartered Bank
	-	Belgium	Deutsche Bank AG, Netherlands (operating through its Amsterdam branch with support from its Brussels branch)
Coast	-	Benin	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
	-	Bermuda	HSBC Bank Bermuda Limited
	-	Federation of Bosnia and Herzegovina	UniCredit Bank d.d.
	-	Botswana	Standard Chartered Bank Botswana Limited
	-	Brazil	Citibank, N.A.
	-	Bulgaria	Citibank Europe plc, Bulgaria Branch UniCredit Bulbank AD
Coast	-	Burkina Faso	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
	-	Canada	State Street Trust Company Canada
	-	Chile	Banco Itaú Chile S.A.
	-	People's Republic of China	HSBC Bank (China) Company Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
	-	China	Construction Bank Corporation (for A-share market only) Citibank N.A. (for Shanghai – Hong Kong Stock Connect market only) The Hongkong and Shanghai Banking Corporation Limited (for Shanghai – Hong Kong Stock Connect market only) Standard Chartered Bank (Hong Kong) Limited

(for Shanghai – Hong Kong Stock Connect market)

-	Colombia	Cititrust Colombia S.A. Sociedad Fiduciaria
-	Costa Rica	Banco BCT S.A.
-	Croatia	Privredna Banka Zagreb d.d. Zagrebacka Banka d.d.
-	Cyprus	BNP Paribas Securities Services, S.C.A., Greece (operating through its Athens branch)
-	Czech Republic	Československá obchodní banka, a.s. UniCredit Bank Czech Republic and Slovakia, a.s.
-	Denmark	Nordea Bank AB (publ), Sweden (operating through its subsidiary, Nordea Bank Danmark A/S) Skandinaviska Enskilda Banken AB (publ), Sweden (operating through its Copenhagen branch)
-	Egypt	HSBC Bank Egypt S.A.E. (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
-	Estonia	AS SEB Pank
-	Finland	Nordea Bank AB (publ), Sweden (operating through its subsidiary, Nordea Bank Finland Plc.) Skandinaviska Enskilda Banken AB (publ), Sweden (operating through its Helsinki branch)
-	France	Deutsche Bank AG, Netherlands (operating through its Amsterdam branch with support from its Paris branch)
-	Republic of Georgia	JSC Bank of Georgia
-	Germany	State Street Bank GmbH Deutsche Bank AG
-	Ghana	Standard Chartered Bank Ghana Limited
-	Greece	BNP Paribas Securities Services, S.C.A.
-	Guinea-Bissau	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
-	Hong Kong	Standard Chartered Bank (Hong Kong) Limited
-	Hungary	Citibank Europe plc Magyarországi Fióktelepe UniCredit Bank Hungary Zrt.
-	Iceland	Landsbankinn hf.
-	India	Deutsche Bank AG The Hongkong and Shanghai Banking Corporation Limited
-	Indonesia	Deutsche Bank AG

Coast	- Ireland	State Street Bank and Trust Company, United Kingdom branch
	- Israel	Bank Hapoalim B.M.
	- Italy	Deutsche Bank S.p.A.
	- Ivory Coast	Standard Chartered Bank Côte d'Ivoire S.A.
	- Japan	Mizuho Bank, Limited The Hongkong and Shanghai Banking Corporation Limited
	- Jordan	Standard Chartered Bank
	- Kazakhstan	JSC Citibank Kazakhstan
	- Kenya	Standard Chartered Bank Kenya Limited
	- Republic of Korea	Deutsche Bank AG The Hongkong and Shanghai Banking Corporation Limited
	- Kuwait	HSBC Bank Middle East Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
	- Latvia	AS SEB banka
	- Lithuania	AB SEB bankas
	- Malawi	Standard Bank Limited
	- Malaysia	Deutsche Bank (Malaysia) Berhad Standard Chartered Bank Malaysia Berhad
	- Mali	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
	- Mauritius	The Hongkong and Shanghai Banking Corporation Limited
	- Mexico	Banco Nacional de México, S.A.
	- Morocco	Citibank Maghreb
	- Namibia	Standard Bank Namibia Limited
	- Netherlands	Deutsche Bank AG
	- New Zealand	The Hongkong and Shanghai Banking Corporation Limited
	- Niger	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
	- Nigeria	Stanbic IBTC Bank Plc.
	- Norway	Nordea Bank AB (publ), Sweden (operating through its subsidiary, Nordea Bank Norge ASA) Skandinaviska Enskilda Banken AB (publ), Sweden (operating through its Oslo branch)

-	Oman	HSBC Bank Oman S.A.O.G. (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
-	Pakistan	Deutsche Bank AG
-	Panama	Citibank, N.A.
-	Peru	Citibank del Perú, S.A.
-	Philippines	Deutsche Bank AG
-	Poland	Bank Handlowy w Warszawie S.A. Bank Polska Kasa Opieki S.A
-	Portugal	Deutsche Bank AG, Netherlands (operating through its Amsterdam branch with support from its Lisbon branch)
-	Puerto Rico	Citibank N.A.
-	Qatar	HSBC Bank Middle East Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
-	Romania	Citibank Europe plc, Dublin – Romania Branch
-	Russia	Limited Liability Company Deutsche Bank
-	Saudi Arabia	HSBC Saudi Arabia Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
-	Senegal	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
-	Serbia	UniCredit Bank Serbia JSC
-	Singapore	Citibank N.A.
-	Slovak Republic	UniCredit Bank Czech Republic and Slovakia, a.s.
-	Slovenia	UniCredit Banka Slovenija d.d.
-	South Africa	FirstRand Bank Limited Standard Bank of South Africa Limited
-	Spain	Deutsche Bank S.A.E.
-	Sri Lanka	The Hongkong and Shanghai Banking Corporation Limited
-	Republic of Srpska	UniCredit Bank d.d.
-	Swaziland	Standard Bank Swaziland Limited
-	Sweden	Nordea Bank AB (publ) Skandinaviska Enskilda Banken AB (publ)
-	Switzerland	Credit Suisse AG UBS Switzerland AG

Coast	-	Taiwan - R.O.C.	Deutsche Bank AG Standard Chartered Bank (Taiwan) Limited
	-	Tanzania	Standard Chartered Bank (Tanzania) Limited
	-	Thailand	Standard Chartered Bank (Thai) Public Company Limited
	-	Togo	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory
	-	Tunisia	Banque Internationale Arabe de Tunisie
	-	Turkey	Citibank, A.Ş. Deutsche Bank A.Ş.
	-	Uganda	Standard Chartered Bank Uganda Limited
	-	Ukraine	PJSC Citibank
	-	United Arab Emirates	Dubai Financial Market HSBC Bank Middle East Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited) United Arab Emirates Dubai International Financial Center HSBC Bank Middle East Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
	-	United Arab Emirates Abu Dhabi	HSBC Bank Middle East Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
	-	United Kingdom	State Street Bank and Trust Company, United Kingdom branch
	-	Uruguay	Banco Itaú Uruguay S.A.
	-	Vietnam	HSBC Bank (Vietnam) Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
	-	Zambia	Standard Chartered Bank Zambia Plc.
	-	Zimbabwe	Stanbic Bank Zimbabwe Limited (as delegate of Standard Bank of South Africa Limited)

**COUNTRY SUPPLEMENT  
ADDITIONAL INFORMATION FOR INVESTORS IN GERMANY**

Dated: 28 March 2019

**This document is supplemental to, forms part of and should be read in conjunction with the prospectus dated 8 June 2018 for Dimensional Funds plc (the Company) as amended from time to time (the Prospectus).**

Right to market shares in Germany

The Company has notified its intention to distribute shares in Germany and has the right to distribute shares in Germany since completion of the notification process.

**Shares in the following sub-funds must not be marketed in Germany as no notification for marketing has been submitted in respect of these sub-funds:**

- |  |   |
|--|---|
| • <b>European Core Equity Fund</b>   | • <b>Emerging Markets Value II Fund</b> |
| • <b>World Allocation 40/60 Fund</b>                                       | • <b>Japan Core Equity Fund</b>         |
| • <b>Sterling Inflation Linked Intermediate Duration Fixed Income Fund</b> | • <b>U.S. Core Equity Fund</b>          |
| • <b>U.S. Value Fund</b>   | • <b>World Allocation 20/80 Fund</b>    |
| • <b>Global Short Fixed Income II Fund</b>                                 | • <b>Global Value Fund</b>              |
| • <b>Global Core Equity II Fund</b>  | • <b>World Allocation 80/20 Fund</b>    |
| • <b>U.S. Small Companies II Fund</b>                                      | • <b>Global Core Fixed Income</b>       |

Information agent in Germany

The function of the information agent in Germany is carried out by:

**Marcard, Stein & Co AG  
Ballindamm 36  
D-20095 Hamburg**

(the **Information Agent**).

Copies of the Prospectus and the Key Investor Information Documents (KIIDs), the Memorandum and Articles of Association and the yearly and half-yearly reports are available free of charge in paper form at the registered office of the Information Agent.

The subscription, redemption and conversion prices are available for inspection free of charge at the registered office of the Information Agent.

Furthermore, copies of the following documents (each as amended from time to time) may be inspected free of charge at the registered office of the Information Agent during normal business hours on weekdays (Saturdays, Sundays and public holidays excepted):

- a) net asset value per share,
- b) investment management agreement dated 13 February 2004 between the Company and Dimensional Fund Advisors Ltd. (the Investment Manager), as amended from time to time,
- c) amended and restated administration agreement dated 30 May 2013 between the Company and State Street Fund Services (Ireland) Limited (the Administrator), as amended from time to time,
- d) depositary agreement dated 27 July 2016 between the Company and State Street Custodial Services (Ireland) Limited (the Depositary), as amended from time to time,
- e) global distribution agreement dated 12 May 2010 between the Company and the Investment Manager, as amended from time to time, and
- f) UCITS Regulations.

Redemption of shares, payments to shareholders



Redemptions of shares and payments to the shareholders in Germany (redemption proceeds, any distributions and other payments) are effected through the entities maintaining the securities accounts of the shareholders. Printed individual share certificates are not issued.

#### Publication

The subscription and redemption prices will be published on the website <https://eu.dimensional.com/de/funds>. Any shareholder notifications will be published in the Federal Gazette.

In the cases enumerated in Sec. 298 (2) of the German Investment Code (KAGB), shareholders will also be notified by means of a durable medium in accordance with the terms of Sec. 167 KAGB.

#### Fees

The fees of the Information Agent will be paid out of the assets of the relevant sub-fund(s) at normal commercial rates.