

# TRADITIONAL FUNDS PLC SIMPLIFIED PROSPECTUS

Dated 26 February, 2010

This Simplified Prospectus contains information in relation to Traditional Funds plc (the “Company”), which is an open-ended umbrella investment company with variable capital incorporated in Ireland on 25 February 1999 and authorised by the Irish Financial Services Regulatory Authority on 29 March, 1999, under the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2003 (S.I. No. 211 of 2003, as amended). The Company has sixteen sub-funds, the Thames River European Dynamic Growth Fund, the Thames River High Income Fund, the Eastern European Fund, the Global Emerging Markets Fund, the Thames River Global Bond Fund (£), the Thames River Global Bond Fund (€), the Thames River Global Bond Fund (\$), the Emerging Asia Fund, the European Select Fund, the Thames River World Government Bond Fund, the Thames River Water and Agriculture Fund, the Thames River UK Absolute Income Fund, the Thames River Global Credit Fund, the Thames River Credit Select Fund, the Thames River Currency Alpha Fund and the Thames River Real Estate Securities Fund (each a “Fund”, together the “Funds”). There exists segregated liability between the Funds of the Company.

Potential investors are advised to read the Prospectus dated 26 February, 2010, (the “Prospectus”) before making an investment decision and should not regard this document as a full disclosure of all relevant points. The rights and duties of the investor as well as the legal relationship with the Company are laid down in the Prospectus and this document should be considered in conjunction with the Prospectus.

The Base Currency of the Thames River European Dynamic Growth Fund, the Thames River Global Bond Fund (€), the European Select Fund, the Thames River Currency Alpha Fund, the Thames River Global Credit Fund and the Thames River Credit Select Fund is the Euro. The Base Currency of the Thames River High Income Fund, the Eastern European Fund, the Global Emerging Markets Fund, the Thames River Global Bond Fund (\$), the Thames River Water and Agriculture Fund and the Emerging Asia Fund is the US Dollar. The Base Currency of the Thames River Global Bond Fund (£), the Thames River World Government Bond Fund, the Thames River UK Absolute Income Fund and the Thames River Real Estate Securities Fund is Sterling.

Investment Objective	
	<b>Thames River European Dynamic Growth Fund</b> - The investment objective of the Fund is primarily to achieve capital growth through investment in European equity markets.
	<b>Thames River High Income Fund</b> - The investment objective of the Fund is to maximise total return subject to providing a high level of income relative to bonds issued by countries participating in the Euro.
	<b>Eastern European Fund</b> - The investment objective of the Fund is to achieve capital appreciation through investment in Eastern European markets.
	<b>Global Emerging Markets Fund</b> - The investment objective of the Fund is to achieve capital appreciation through investment in Global Emerging Market Countries.
	<b>Thames River Global Bond Fund (£)</b> - The investment objective of the Fund is to seek to achieve a total return through investment in debt securities and instruments which may be either fixed, floating rate or index / inflation linked, issued or guaranteed by EU/OECD Issuers.
	<b>Thames River Global Bond Fund (€)</b> - The investment objective of the Fund is to seek to achieve a total return through investment in debt securities and instruments which may be either fixed, floating rate or index / inflation linked, issued or guaranteed by EU/OECD Issuers.
	<b>Thames River Global Bond Fund (\$)</b> - The investment objective of the Fund is to seek to achieve a total return through investment in debt securities and instruments which may be either fixed, floating rate or index / inflation linked, issued or guaranteed by EU/OECD Issuers.
	<b>Emerging Asia Fund</b> – The investment objective of the Fund is to achieve capital appreciation through investment in Emerging Asian Markets.
	<b>European Select Fund</b> – The investment objective of the Fund is to achieve capital appreciation through investing primarily in the markets of any country that is a member of the European Economic Area (“EEA”), Switzerland and other countries that are geographically part of the continent of Europe including Eastern Europe, Turkey and the Russian Federation (collectively known as “European Market Countries” or “European Markets”).
	<b>Thames River World Government Bond Fund</b> - The Investment Objective of the Fund is to seek to achieve a total return through investment in debt securities and instruments which may be either fixed, floating rate or index / inflation linked, issued or guaranteed by EU/OECD Issuers.
	<b>Thames River Water and Agriculture Fund</b> - The investment objective of the Fund is to generate long term capital appreciation by investing in the securities of issuers predominantly involved in water and agriculture related activities.

	<b>Thames River UK Absolute Income Fund</b> - The investment objective of the Fund is to create a total return for investors of Sterling Over Night Index Average (“SONIA”) plus 2% per annum. The Fund intends to deliver the bulk of this return in the form of income while preserving initial capital over the long term.
	<b>Thames River Global Credit Fund</b> - The Investment Objective of the Thames River Global Credit Fund is to invest in instruments on a global basis in order to maximise total return subject to providing a high level of income relative to bonds issued by countries participating in the Euro.
	<b>Thames River Credit Select Fund</b> - The Investment Objective of the Thames River Credit Select Fund is to invest in instruments on a global basis in order to maximise total return subject to providing a high level of income relative to bonds issued by countries participating in the Euro.
	<b>Thames River Currency Alpha Fund</b> - The investment objective of the Fund is to produce absolute returns from exposure to global currencies. The Fund will seek to maintain a medium volatility (approximately 10% annualised under normal market conditions).
	<b>Thames River Real Estate Securities Fund</b> - The investment objective of the Thames River Real Estate Securities Fund is to generate a total return greater than that produced by the FTSE EPRA/NAREIT Developed Europe Capped Total Return Index in Sterling.
<b>Investment Policy</b>	
	<p><b>Thames River European Dynamic Growth Fund</b> - It will be the policy of the Fund to achieve its investment objective primarily through investment in the larger capitalised European companies. However, the Fund may also invest in the smaller and mid-capitalised European companies where this is considered to be conducive to achieving the objectives of the Fund. Investment will primarily be made in equity securities although warrants and investment grade convertible stocks or bonds issued by governmental and corporate issuers may also be purchased.</p> <p>Investment will be made of at least two thirds of the total assets of the Fund (after deduction of cash) in the securities of companies having their domicile in Europe or exercising the predominant portion of their economic activities in Europe which are listed or traded on markets or exchanges in Europe although the Fund reserves the right to invest the remaining third of the total assets of the Fund (after deduction of cash) in companies whose securities are traded on other markets in which the Company may invest where these derive a substantial proportion of their revenue or profits from investments or business conducted in or with Europe.</p> <p>Europe will for this purpose include the member states of the EU, the EEA and Switzerland. Investment may also be made in securities of companies listed or traded in markets in Turkey and non-EU/EEA member states in Eastern Europe. Not more than 5 per cent of the Net Asset Value of the Fund will be invested in these markets. The Fund may also gain exposure to companies established in Europe (including Russia and the states of the Russian Federation) through depositary receipts or other transferable securities traded on other markets in which the Company may invest.</p> <p>With the exception of permitted investments in unlisted securities or in units of open ended collective investment schemes, investment by the Fund is restricted to the Recognised Exchanges listed from time to time under “RECOGNISED EXCHANGES” in the Prospectus.</p> <p>As the Base Currency of the Fund is Euro, the Net Asset Value of the Shares in the Fund denominated in other currencies will be affected by movements in the exchange rate of these currencies against the Euro. The Fund will generally undertake certain currency hedging related transactions to seek to mitigate these movements in respect of the US Dollar, Sterling and Norwegian Krone denominated share classes of the Fund. There can be no assurance that such currency hedging transactions will be successful. Any financial instruments used to implement such a strategy with respect to one or more classes shall be assets or liabilities of the Fund as a whole but will be treated as being attributable to the relevant classes when determining the NAV per Share in those classes. The benefits, losses and expenses relating to such hedging transactions shall be for the account of the relevant currency class of Shares the gains or losses on and the costs of the relevant financial instruments will accrue solely to the relevant class and hedging will not be used to gain leverage in the Fund.</p> <p>Where the Fund seeks to hedge against currency fluctuations, while not intended, this could result in over-hedged or under-hedged positions due to external factors outside the control of the Fund. However over-hedged positions will not exceed 105% of the Net Asset Value and hedged positions will be kept under review to ensure that positions materially in excess of 100% of Net Asset Value will not be carried forward from month to month. To the extent that hedging is successful for a particular class the performance of the Net Asset Value per Share of that class is likely to move in line (subject</p>

	<p>to interest rate differentials) with the performance of the underlying assets with the result that investors in that class will not gain if the class currency falls against the Base Currency and/or the currency in which the assets of the Fund are denominated.</p>
	<p><b>Thames River High Income Fund</b> - It will be the policy of the Thames River High Income Fund to achieve its investment objective through investment of the majority of the total assets in debt securities and loans. The Fund may also use derivatives to achieve its investment objectives. Investments will be made in debt securities and loans of corporate issuers and borrowers in emerging market countries and those of, or guaranteed by, national and local governments and government related entities in such countries. However, investment will also be made in developed country issuers and borrowers, with the proportion of investment in emerging market and developed countries varying in accordance with the Investment Manager's opinion on the relative attractiveness and accessibility of each market sector.</p> <p>Debt securities in which the Fund may invest include bonds, to a lesser extent preference shares, loan participations, convertible bonds and other forms of securitised debt. The Thames River High Income Fund may also invest in debt securities such as bonds through derivative positions as outlined in greater detail below. The Thames River High Income Fund may also invest in currencies of emerging markets and/or developed countries, which it will do through deposits or derivatives positions (including currency futures). The proportion of investment in currencies will vary in accordance with the Investment Manager's opinion on the relative attractiveness of particular currencies. As the proportion of investments in currencies may vary, it is possible that a substantial portion of the Thames River High Income Fund could be invested in deposits with credit institutions (in accordance with the limits set out in the Prospectus).</p> <p>The Fund may engage in transactions in financial derivative instruments for investment purposes and/or hedging purposes. The financial derivative instruments which may be invested in by the Fund to provide exposure to bonds and the credit markets to achieve the Fund's investment objective include, but are not limited to, credit default swaps ("CDS") on single names and/or indices, interest rate swaps and total return swaps, CDS options, constant maturity swap bonds, foreign exchange futures and options and inflation linked bonds. Any total return swap contracts which the Fund enters will be consistent with the investment objectives and policy of the Fund and will be in accordance with the Financial Regulator's requirements and limits in respect of derivative counterparties. Additional financial derivative instruments, which are provided for in the Company's risk management process, may be added as markets change or develop. Furthermore, when hedging market risk in the Fund's portfolio, the Investment Manager may use derivatives on equities and other asset classes besides debt and currencies, when in the Investment Manager's opinion, the extent of the correlation between the asset class involved and specific risk factors present in the Fund's portfolio justifies such market hedging to avoid adverse market movements. Derivatives may be traded by the Fund either on exchange or over-the-counter. Other techniques or instruments for efficient portfolio management may include repurchase and reverse repurchase agreements. The use of derivatives may also create leverage or synthetic short positions (i.e. positions which are in economic terms equivalent to short positions). The Fund may create synthetic short positions by, for example, the use of futures, swaps and options. Any leverage created by use of derivatives and synthetic short positions is subject to the Value at Risk ("VaR") limits referred to in the Prospectus." Further information on the Fund's use of derivatives is set out below and in the Prospectus under the heading "<i>Further Detail on the Use of Financial Derivative Instruments.</i>"</p> <p>With the exception of permitted investments in unlisted securities or in units of open ended collective investment schemes, investment by the Fund in securities is restricted to securities listed or dealt in on the Recognised Exchanges listed in the Prospectus.</p> <p>For the purposes of the Fund, emerging market countries can be defined as all the countries in the world other than those classified as "advanced" by the International Monetary Fund (IMF) as at October, 1999. As at that date, the IMF's list of advanced countries included the Member States of the EU, Sweden, Switzerland, the United States, Canada, Japan, Hong Kong, the Republic of Korea, Singapore, Taiwan, Israel, Australia and New Zealand. Due to the constantly changing definition and perception of what is an emerging or developing economy, the definition of an emerging market country may change as the position of previously developing market countries approach or equate, in the Investment Manager's opinion, to that of advanced economies in terms of development factors such as size, liquidity, risk profile and such countries will not be treated as emerging market countries. The Fund's investment in emerging markets will be on a worldwide basis and, due to the constantly changing definition and perception of what is an "emerging" or developing economy, such investment will not have a particular geographic focus but will encompass countries with relatively</p>

	<p>low gross national product per capita and with the potential for rapid economic growth. Emerging market countries are generally located in Asia, Africa, the Middle East, Latin America and the developing countries of Europe, including Russia. Exposure to any one emerging market country will not be more than 20% of the Fund's Net Asset Value. The Fund's total exposure to emerging market countries may be up to 100% of the Fund's Net Asset Value. Investment may nonetheless be made in debt securities and loans of borrowers domiciled outside emerging market countries which are instrumentalities of borrowers in such countries or which derive a substantial proportion of their revenue or profits from investments or business conducted in or with such countries.</p> <p>Investment will be made in debt securities and loans denominated in hard currency (including the US Dollar, Euro and the currencies of the advanced countries) and in soft currency (for example, emerging markets). The Investment Manager may, at its discretion, and without restricting the ability to take currency positions, choose to hedge all or a proportion of the non-US Dollar denominated assets of the Thames River High Income Fund into US Dollars, the Base Currency of the Fund, in order to mitigate the impact of currency fluctuations on the value of non-US Dollar denominated assets. Such hedging might incur costs, especially if forward interest rate levels are higher in non-US Dollar currencies. Any such hedging activity will be for the purposes of efficient portfolio management within the limits laid down by the Financial Regulator as set out in the Prospectus</p> <p>The loans in which the Fund may invest are assignments of the whole or part of and participation interests in fixed and floating rate loans made between a borrower ("Borrower") and one or more financial institutions provided that they are transferable securities ("Lender(s)"). Both assignments and participations must be capable of free sale and transfer to investors. Participations typically will result in the Fund having a contractual relationship only with the Lender(s) and not with the Borrower. Only participation agreements which are 'securitised' and capable of free sale and transfer to other investors and which are purchased through recognised regulated dealers are deemed to be 'transferable securities' traded on a Recognised Exchange. The Fund may not invest in leveraged participation agreements. The Fund acquires participation interests only if the Lender interpositioned between the Fund and the Borrower is determined by the Investment Manager to be creditworthy.</p>
	<p><b>Eastern European Fund</b> - The Fund may invest in equity, equity related securities and instruments including convertible bonds and warrants as well as other transferable securities such as bonds issued by corporate and governmental issuers.</p> <p>Investment will be made of at least two thirds of the total assets of the Fund (after deduction of cash) in the securities of companies having their domicile in Eastern Europe or exercising the predominant portion of their economic activities in Eastern Europe which are listed or traded on markets or exchanges in Eastern Europe although the Fund reserves the right to invest the remaining third of the total assets of the Fund (after deduction of cash) in companies whose securities are traded on other Recognised Exchanges in which the Company may invest where these derive a substantial proportion of revenue or profits from investments or business conducted in or from Eastern Europe. Eastern Europe will for this purpose include but shall not be limited to any or all of the following countries or their successor states: Bulgaria, Croatia, the Czech Republic, Estonia, Greece, Hungary, Latvia, Lithuania, Poland, Romania, Russia, the Slovak Republic, Slovenia, Turkey and Ukraine. Investment in securities of companies located in Armenia, Azerbaijan, Belarus, Georgia, Kazakhstan, Kyrgyzstan, Moldova, Tajikistan, Turkmenistan and Uzbekistan will be undertaken through depository receipts or other transferable securities such as bonds issued by corporate and governmental issuers traded on Recognised Exchanges.</p>
	<p><b>Global Emerging Markets Fund</b> – The Fund may invest primarily in Brazil, Mexico, Argentina, Chile, Venezuela, Peru, Czech Republic, Hungary, Poland, Slovakia, Slovenia, Bulgaria, Croatia, the Baltic Republics, Ukraine, Turkey, Egypt, Israel, India, Pakistan, the Middle East, South Africa, Sri Lanka, Taiwan, South Korea, North Korea, China, Hong Kong, Singapore, Malaysia, Thailand, Indonesia, the Philippines, Russia and the countries of the Former Soviet Union, and, in addition, such countries as may, at the time of investment, be in the Morgan Stanley Capital International Emerging Markets Free Index (known as "MSCI EMF"), collectively "Global Emerging Market Countries" or "Global Emerging Markets".</p> <p>Investment will be made of at least two thirds of the total assets of the Fund (after deduction of cash) in the securities of companies having their domicile in Global Emerging Markets or exercising the predominant portion of their economic activities in Global Emerging Markets which are listed or traded on markets or exchanges in Global Emerging Market Countries although the Fund reserves the right to invest the remaining third of the net asset value of the Fund (after deduction of cash) in</p>

	<p>companies whose securities are traded on other markets in which the Company may invest where these derive a substantial proportion of revenue or profits from investments or business conducted in or with Global Emerging Market Countries.</p> <p>The Fund may invest in equity, equity related securities and instruments including convertible bonds, depository receipts, warrants and low exercise price warrants as well as other securities such as bonds and preference shares issued by corporate and governmental issuers. Substantially all bonds in the Fund's portfolio will be, at the time of making the investment, rated at or above investment grade by Moody's, Standard &amp; Poor's or another of the internationally recognised credit rating agencies but up to 15 per cent. of the Net Asset Value of the Fund may be below investment grade.</p>
	<p><b>Thames River Global Bond Fund (£)</b> – The investment objective is achieved through investment in debt securities and instruments issued or guaranteed by EU/OECD Issuers which may be either fixed, floating rate or index / inflation linked. The debt securities and instruments in which investment may be made include bonds and other forms of securitised debt and may be denominated in currencies other than the Base Currency of the Fund, Sterling.</p>
	<p><b>Thames River Global Bond Fund (€)</b> – The investment objective is achieved through investment in debt securities and instruments issued or guaranteed by EU/OECD Issuers which may be either fixed, floating rate or index / inflation linked. The debt securities and instruments in which investment may be made include bonds and other forms of securitised debt and may be denominated in currencies other than the Base Currency of the Fund, the Euro.</p>
	<p><b>Thames River Global Bond Fund (\$)</b> – The investment objective is achieved through investment in debt securities and instruments issued or guaranteed by EU/OECD Issuers which may be either fixed, floating rate or index / inflation linked. The debt securities and instruments in which investment may be made include bonds and other forms of securitised debt and may be denominated in currencies other than the Base Currency of the Fund, the Dollar.</p>
	<p><b>Emerging Asia Fund</b> – The Fund invests primarily in India, Pakistan, Sri Lanka, Taiwan, South Korea, North Korea, China, Hong Kong, Singapore, Malaysia, Thailand, Indonesia, the Philippines, Vietnam, Laos, Bangladesh, Bhutan, Nepal, Myanmar, Cambodia and Mongolia and, in addition, such countries as may, at the time of investment, be in the Morgan Stanley Capital International Emerging Markets Asia Free Index (“MSCI EM Asia Index” or “the Index”) (collectively “Emerging Asian Market Countries” or “Emerging Asian Markets”). The Fund may invest in equity, equity related securities and instruments including convertible bonds, depository receipts and warrants as well as other securities such as bonds and preference shares issued by corporate and governmental issuers. Investment in Emerging Asian Markets will be achieved through at least two thirds of the total assets of the Fund (excluding assets held for liquidity or hedging purposes) being invested in the securities of companies having their domicile, incorporation or undertaking the predominant portion of their economic activities in Emerging Asian Markets. The Fund reserves the right to invest the remaining third of the total assets of the Fund (excluding assets held for liquidity or hedging purposes) in companies that derive a substantial proportion of revenue or profits from investments or business conducted in or with Emerging Asian Markets. The Fund may invest in Emerging Asian Markets through depository receipts or other transferable securities such as fixed or floating rate bonds issued by corporate and governmental issuers traded on other markets in which the Company may invest. Substantially all bonds in the Fund's portfolio will be, at the time of making the investment, rated at or above investment grade by Moody's, Standard &amp; Poor's or another of the internationally recognised credit rating agencies but up to 15 per cent. of the Net Asset Value of the Fund may be in bonds that are below investment grade.</p>
	<p><b>European Select Fund</b> – The aim is to profit from growth at either issuer or country level which arise from divergence between market valuations and the Investment Manager's expectations of earnings and macroeconomic growth. The provision of income will not normally be a major consideration. Investment in European Markets will be achieved through at least two thirds of the total assets of the Fund (excluding assets held for liquidity purposes or hedging purposes) being invested in the securities of companies having their domicile, incorporation or undertaking the predominant portion of their economic activities in European Market Countries. The Fund reserves the right to invest the remaining third of the total assets of the Fund (excluding assets held for liquidity or hedging purposes) in companies that derive a substantial proportion of their revenue or profits from investments or business conducted in or with European Markets. Subject to the limits above, the Fund may invest in European Markets through depository receipts or other transferable securities such as fixed or floating rate bonds issued by corporate and governmental issuers traded on other</p>

	<p>markets in which the Fund may invest. In addition, and subject to the limits above, the Investment Manager may seek to achieve the investment objective of the Fund through investment in closed-ended funds (listed or traded on a Recognised Exchange) and open-ended funds which invest in or have an exposure to European Markets.</p> <p>The Fund may also invest in equity, equity-related securities and instruments including convertible bonds and warrants as well as other securities such as bonds and preference shares issued by corporate and governmental issuers. Substantially all bonds in the Fund's portfolio will be, at the time of making the investment, rated at or above investment grade by Moody's, Standard &amp; Poor's or another of the internationally recognised credit rating agencies but up to 15 per cent of the Net Asset Value of the Fund may be in bonds that are below investment grade. With the exception of permitted investments in unlisted securities or in units of open-ended collective investment schemes, investment by the Fund is restricted to securities listed or traded on the Recognised Exchanges listed from time to time under "RECOGNISED EXCHANGES" in the Prospectus. The Investment Manager may invest up to 30 per cent. of the Net Asset Value of the Fund in securities traded on domestic Russian markets. Any investment will only be made in securities that are listed/traded on the RTS stock exchange and MICEX.</p>
	<p><b>Thames River World Government Bond Fund</b> - The debt securities and instruments in which investment may be made include principally bonds and other forms of securitised debt (such as treasury bills and strips) and may be denominated in currencies other than the Base Currency of the Fund, Sterling. Substantially all bonds will be, at the time of making the investment, rated at or above investment grade by an internationally recognised credit rating agency or if unrated shall be deemed to be of investment grade by the Investment Manager.</p> <p>The term EU/OECD Issuer includes for this purpose a government or government related agency or instrumentality of any EU or OECD member state or by any supranational or related authority of which one or more EU or OECD member states are members or are associated. Up to 20 per cent of the portfolio may be invested in debt securities and instruments issued or guaranteed by non-EU/OECD Issuers. The Fund will not invest in any corporate debt. With the exception of permitted investments in unlisted securities or in units of open ended collective investment schemes, investment by the Fund is restricted to securities listed or dealt in on the Recognised Exchanges listed under "RECOGNISED EXCHANGES" in the Prospectus. The performance of the Fund and the individual share classes may be strongly influenced by currency exchange rate movements.</p> <p>In addition, as part of its investment policy, the Fund may enter into transactions which alter the currency exposure of underlying assets in which the Fund is invested from time to time as outlined in greater detail in the Prospectus under the heading "INVESTMENT AND BORROWING POWERS AND RESTRICTIONS." Such transactions which alter the currency exposure of underlying assets in which the Fund is invested may also be entered into for efficient portfolio management purposes where this is considered economically appropriate to achieve the Fund's investment objective including for purposes involving a reduction of risk, a reduction of cost or an increase in capital or income returns for the Fund. The Fund may make use of financial derivative instruments (such as futures, swaps and options) for investment purposes and for efficient portfolio management purposes and of repurchase and stock lending agreements subject to the conditions and limits as outlined in greater detail in the Prospectus under the heading "INVESTMENT AND BORROWING POWERS AND RESTRICTIONS" and in the Prospectus under "THE COMPANY - Investment Powers and Restrictions, Restrictions on Borrowing, Lending and Dealing and Financial Derivative Instruments and Techniques for Efficient Portfolio Management." These conditions include, for example, that the Fund may engage in repurchase and stock lending agreements for the purpose of efficient portfolio management, in accordance with the Financial Regulator's requirements. The use of derivatives may also create leverage or synthetic short positions (i.e. positions which are in economic terms equivalent to short positions). The Fund may create synthetic short positions by, for example, the use of bond futures, options and contracts for difference. Such positions may be used for the purposes of directional trades and/or relative value trades between assets. Any such leverage created by synthetic short positions will be measured using the commitment approach and will not exceed the Net Asset Value of the Fund. It is not anticipated that synthetic short positions will form over 50% of the Fund's assets. The percentage of leverage included in such financial derivative instruments will also be subject to the limits set out under the above heading in the Prospectus which provides for an overall restriction on leverage of 100% of the Net Asset Value of the Fund.</p>
	<p><b>Thames River Water and Agriculture Fund</b> - The Fund will aim to achieve its objective by investing in the securities of issuers predominantly involved in water and agriculture related activities. Companies exposed to water include, but are not restricted to, water production companies, water</p>

	<p>conditioning and desalination companies, water suppliers, water bottling, transport and dispatch companies, companies specialising in the treatment of waste water, sewage and solid, liquid and chemical waste, companies operating sewage treatment plants and companies providing equipment, consumable chemicals, consulting and engineering services in connection with the above-described activities. Companies exposed to agriculture include, but are not restricted to, companies owning and trading agricultural land, companies producing or processing cereals, livestock and other foodstuffs, aquaculture based production companies, agricultural chemical manufacturers, agricultural input or product transportation and distribution, agricultural equipment manufacturers, companies developing agricultural technology and biotechnology and companies producing or transporting bioethanol or biodiesel.</p> <p>At least two-thirds of the Fund's assets (excluding assets held for liquidity purposes or hedging purposes) will be invested in companies as referred to above that trade or are incorporated or listed in global markets listed from time to time under "RECOGNISED EXCHANGES" in the Prospectus. In addition, as part of its investment policy, the Fund may enter into transactions which alter the currency exposure of underlying assets in which the Fund is invested from time to time as outlined in greater detail under the heading "INVESTMENT AND BORROWING POWERS AND RESTRICTIONS" in the Prospectus. Such transactions which alter the currency exposure of underlying assets in which the Fund is invested may also be entered into for efficient portfolio management purposes where this is considered economically appropriate to achieve the Fund's investment objective including for purposes involving a reduction of risk, a reduction of cost or an increase in capital or income returns for the Fund.</p> <p>The Fund may make use of financial derivative instruments (such as futures, swaps and options) for investment purposes and for efficient portfolio management purposes and of repurchase and stock lending agreements, subject to the conditions and limits as outlined in greater detail under the heading "INVESTMENT AND BORROWING POWERS AND RESTRICTIONS" and in the Prospectus under "THE COMPANY - Investment Powers and Restrictions, Restrictions on Borrowing, Lending and Dealing and Financial Derivative Instruments and Techniques for Efficient Portfolio Management." These conditions include, for example, that the Fund may engage in repurchase and stock lending agreements for the purpose of efficient portfolio management, in accordance with the Financial Regulator's requirements. The use of derivatives may also create leverage or synthetic short positions (i.e. positions which are in economic terms equivalent to short positions). The Fund may create synthetic short positions by, for example, the use of futures indices, options and contracts for difference. Such positions may be used for the purposes of directional trades and/or relative value trades between assets. Any such leverage created by synthetic short positions will be measured using the commitment approach and will not exceed the Net Asset Value of the Fund. Synthetic short positions may form up to 100% of the Fund's assets. The percentage of leverage included in such financial derivative instruments will also be subject to the limits set out under the above heading in the Prospectus which provides for an overall restriction on leverage of 100% of the Net Asset Value of the Fund.</p> <p>Subject to the limits above, the Fund may invest in companies active in water-related activities, as specified above, through depository receipts or other transferable securities such as fixed or floating rate bonds issued by corporate and governmental issuers on a global basis.</p> <p>In addition, and subject to the limits above, the Investment Manager may seek to achieve the investment objective of the Fund through investment in closed-ended funds (listed or traded on a Recognised Exchange) and open-ended funds which invest in or have an exposure to water-related activities. While the Company is generally authorised to invest in other open-ended collective investment schemes, as described in the Prospectus, the Fund itself will not invest more than 10 per cent. of its Net Asset Value in such schemes. The Fund may invest up to 20 per cent. of the Fund's Net Asset Value in equities listed/traded on RTS and MICEX in Russia. The Fund may also invest in equity, equity-related securities and instruments including convertible bonds and warrants as well as other securities such as bonds and preference shares issued by corporate and governmental issuers on a global basis. Substantially all bonds in the Fund's portfolio will be, at the time of making the investment, rated at or above investment grade by Moody's, Standard &amp; Poor's or another of the internationally recognised credit rating agencies but up to 15 per cent. of the Net Asset Value of the Fund may be in bonds that are below investment grade.</p>
	<p><b>Thames River UK Absolute Income Fund</b> – The Fund will aim to achieve its objective by using two main investment strategies, selling call options on shares, and running a leveraged long/short equity strategy which is designed to be market neutral. Income will be generated mainly from the premia earned on selling covered call options, plus the receipt of dividends and interest earned on cash.</p>

	<p>The Fund will invest in or gain exposure primarily to UK equities. In general, these shares will be listed on the London Stock Exchange and will be constituents of the FTSE All-Share Index. The Fund will sell call options against those equities. The Fund will also use other listed and unlisted derivatives to control risk and generate return. The Fund may also invest in fixed or floating rate bonds issued by governmental and corporate issuers and cash. Substantially all bonds will be, at the time of making the investment, rated at or above investment grade by an internationally recognised credit rating agency or if unrated shall be deemed to be of investment grade by the Investment Manager.</p> <p>The Fund will not be permitted to invest in open-ended collective investment schemes except for cash funds which have a credit rating of AAA or equivalent.</p> <p>The Fund will seek to enhance returns by selling call options against shares included in the FTSE All-Share Index. It will seek to reduce risk by purchasing put options on UK equity market indices and/or in certain circumstances on the individual shares held in the Fund. Such put options increase in value as the equity market falls, thereby reducing the market downside risk borne by the Fund. In general options will be listed and traded on recognised exchanges listed in the Prospectus. The Fund may also use over-the-counter (“OTC”) options, futures or contracts for differences (“CFDs”) to achieve the same objectives. Futures or CFDs will be utilised instead of options where the Investment Manager considers that they offer better pricing or liquidity than exchange traded options. In this event, futures or CFDs may be sold on the equities in the portfolio or on UK equity market indices (instead of or in addition to buying put options). In addition, futures or CFDs may be purchased to create an exposure to a portfolio of shares instead or in addition to purchasing the shares themselves.</p> <p>Where there is a downturn in the markets, the Fund may hold significant cash balances to reduce portfolio risk and in such circumstances the Fund may hold up to 100% of the total portfolio value in cash. The derivatives utilised by the Fund will generally be covered either by securities or cash.</p> <p>In the event that the exposure of the Fund to the underlying securities as a result of the use of derivatives causes the Fund to be leveraged, such leverage will be within the limits set down by the Financial Regulator.</p> <p>Where the Fund invests in derivatives and/or enters into stocklending arrangements, it will at all times comply with the Financial Regulator’s requirements.</p> <p>With the exception of permitted investments in unlisted securities investment by the Fund is restricted to securities listed or traded on the Recognised Exchanges listed from time to time under “RECOGNISED EXCHANGES” in the Prospectus.</p>
	<p><b>Thames River Global Credit Fund</b> - It will be the policy of the Thames River Global Credit Fund to achieve its investment objective through investment of the majority of the total assets of the Fund in debt securities including bonds (fixed and floating rate) of corporate issuers, financial institutions, sovereigns and borrowers in predominantly developed countries (though substantial emerging markets may also be included as outlined below) and those of, or guaranteed by, national and local governments and government related entities in such countries. However, investment will also be made in emerging market country issuers and borrowers, with the proportion of investment in emerging market and developed countries varying in accordance with the Investment Manager’s opinion on the relative attractiveness and accessibility of each market sector. Debt securities will predominantly be investment grade but the Fund’s portfolio will also include debt securities which are either rated below investment grade or which are, in the opinion of the Investment Manager, below equivalent credit status. The proportion of below investment grade securities will normally comprise less than 40% of the Fund’s NAV and debt securities in the portfolio are intended to have an average credit rating of BBB or an equivalent rating with an internationally recognised rating agency or deemed to be of comparable quality by the Investment Manager.</p> <p>The Thames River Global Credit Fund may also invest in currencies of emerging markets and/or developed countries, which it will do through deposits or derivatives positions (including currency futures). As the proportion of investments in currencies may vary, it is possible that a substantial portion of the Thames River Global Credit Fund could be invested in deposits with credit institutions (in accordance with the limits set out in the Prospectus under the heading “INVESTMENT POWERS AND RESTRICTIONS”).</p> <p>The Fund may engage in transactions in financial derivative instruments for investment purposes and/or hedging purposes. The financial derivative instruments which may be invested in by the Fund</p>

	<p>to provide exposure to bonds and the credit markets to achieve the Fund's investment objective include, but are not limited to, credit default swaps ("CDS") on single names and/or indices, interest rate swaps and total return swaps, CDS options, constant maturity swap bonds, foreign exchange futures and options and inflation linked bonds. Any total return swap contracts which the Fund enters will be consistent with the investment objectives and policy of the Fund and will be in accordance with the Financial Regulator's requirements and limits in respect of derivative counterparties. Additional financial derivative instruments, which are provided for in the Company's risk management process, may be added as markets change or develop. Furthermore, when hedging market risk in the Fund's portfolio, the Investment Manager may use derivatives on equities in addition to derivatives on debt and currencies, when in the Investment Manager's opinion, the extent of the correlation between the asset class involved and specific risk factors present in the Fund's portfolio justifies such market hedging to avoid adverse market movements. Derivatives may be traded by the Fund either on exchange or over-the-counter. Other techniques or instruments for efficient portfolio management may include repurchase and reverse repurchase agreements. The use of derivatives may also create leverage or synthetic short positions (i.e. positions which are in economic terms equivalent to short positions). The Fund may create synthetic short positions by, for example, the use of futures, swaps and options. Any leverage created by use of derivatives and synthetic short positions is subject to the Value at Risk ("VaR") limits referred to under "INVESTMENT AND BORROWING POWERS AND RESTRICTIONS" in the Prospectus.</p> <p>With the exception of permitted investments in unlisted securities including loans/loan participations (which are limited to 10% of the Fund's Net Asset Value), investment by the Fund in securities is restricted to securities listed or dealt in on the Recognised Exchanges listed in the Prospectus. In addition, investment in units of open-ended collective investment schemes will not exceed 10% of the Fund's Net Asset Value.</p> <p>The Fund's investment in emerging markets will be on a worldwide basis and such investment will not have a particular geographic focus but will encompass countries with relatively low gross national product per capita and with the potential for rapid economic growth. Emerging market countries are generally located in Asia, Africa, the Middle East, Latin America and the developing countries of Europe, including Russia. Exposure to any one emerging market country will not be more than 20% of the Fund's Net Asset Value and emerging markets debt securities will not exceed 45% of the Fund's Net Asset Value.</p> <p>The Fund may utilise financial derivative instruments for the purposes of currency hedging, including but not limited to futures, options, and over-the-counter swaps. The Investment Manager may, at its discretion, and without restricting the ability to take currency positions, choose to use such derivative instruments to hedge all or a proportion of the non-Euro denominated assets of the Thames River Global Credit Fund into Euro, the Base Currency of the Fund. Such hedging might incur costs, especially if forward interest rate levels are higher in non-Euro currencies. Any such hedging activity will be for the purposes of efficient portfolio management within the limits laid down by the Financial Regulator as set out in the Prospectus.</p>
	<p><b>Thames River Credit Select Fund</b> - It will be the policy of the Thames River Credit Select Fund to achieve its investment objective through investment of the majority of the total assets of the Fund in debt securities including bonds (fixed and floating rate) of corporate issuers, financial institutions, sovereigns and borrowers in predominantly developed countries (though substantial emerging markets may also be included as outlined below) and those of, or guaranteed by, national and local governments and government related entities in such countries. However, investment will also be made in emerging market country issuers and borrowers. The focus of the Thames River Credit Select Fund will be on debt securities which are rated investment grade. However, a proportion (normally 10% to 20% of the Fund's NAV) of the debt securities invested in by the Fund may be below investment grade and debt securities in the portfolio are intended to have an average credit rating of A or an equivalent rating with an internationally recognised rating agency or deemed to be of comparable quality by the Investment Manager.</p> <p>The Thames River Credit Select Fund may also invest in currencies of emerging markets and/or developed countries, which it will do through deposits or derivatives positions (including currency futures). The proportion of investment in currencies will vary in accordance with the Investment Manager's opinion on the relative attractiveness of particular currencies. As the proportion of investments in currencies may vary, it is possible that a substantial portion of the Thames River Credit Select Fund could be invested in deposits with credit institutions (in accordance with the limits set out in the Prospectus under the heading "INVESTMENT POWERS AND RESTRICTIONS").</p>

The Fund may engage in transactions in financial derivative instruments for investment purposes and/or hedging purposes. The financial derivative instruments which may be invested in by the Fund to provide exposure to bonds and the credit markets to achieve the Fund's investment objective include, but are not limited to, credit default swaps ("CDS") on single names and/or indices, interest rate swaps and total return swaps, CDS options, constant maturity swap bonds, foreign exchange futures and options and inflation linked bonds. Any total return swap contracts which the Fund enters will be consistent with the investment objectives and policy of the Fund and will be in accordance with the Financial Regulator's requirements and limits in respect of derivative counterparties. Additional financial derivative instruments, which are provided for in the Company's risk management process, may be added as markets change or develop. Furthermore, when hedging market risk in the Fund's portfolio, the Investment Manager may use derivatives on equities, commodities debt and currencies, when in the Investment Manager's opinion, the extent of the correlation between the asset class involved and specific risk factors present in the Fund's portfolio justifies such market hedging to avoid adverse market movements. Derivatives may be traded by the Fund either on exchange or over-the-counter. Other techniques or instruments for efficient portfolio management may include repurchase and reverse repurchase agreements. The use of derivatives may also create leverage or synthetic short positions (i.e. positions which are in economic terms equivalent to short positions). The Fund may create synthetic short positions by, for example, the use of futures, swaps and options. Any leverage created by use of derivatives and synthetic short positions is subject to the Value at Risk ("VaR") limits referred to below under "INVESTMENT AND BORROWING POWERS AND RESTRICTIONS."

With the exception of permitted investments in unlisted securities including loans/loan participations (which are limited to 10% of the Fund's Net Asset Value), investment by the Fund in securities is restricted to securities listed or dealt in on the Recognised Exchanges listed in the Prospectus. In addition, investment in units of open-ended collective investment schemes will not exceed 10% of the Fund's Net Asset Value.

The Fund's investment in emerging markets will be on a worldwide basis and such investment will not have a particular geographic focus but will encompass countries with relatively low gross national product per capita and with the potential for rapid economic growth. Emerging market countries are generally located in Asia, Africa, the Middle East, Latin America and the developing countries of Europe, including Russia. Exposure to emerging markets debt securities will not exceed 20% of the Fund's Net Asset Value.

The Fund may utilise financial derivative instruments for the purposes of currency hedging, including but not limited to futures, options, and over-the-counter swaps. The Investment Manager may, at its discretion, and without restricting the ability to take currency positions, choose to use such derivative instruments to hedge all or a proportion of the non-Euro denominated assets of the Thames River Credit Select Fund into Euro, the Base Currency of the Fund. Such hedging might incur costs, especially if forward interest rate levels are higher in non-Euro currencies. Any such hedging activity will be for the purposes of efficient portfolio management within the limits laid down by the Financial Regulator as set out in the Prospectus.

**Thames River Currency Alpha Fund** - The Fund will seek to achieve its investment objective by investing in a broad range of financial instruments including currencies as outlined below. The Fund will generally spread its long and short positions across a broad range of both developed market (that is, G10 countries) and emerging market currencies. The emphasis will normally (but not always) be on the G10 currencies which are US Dollar, the Euro, the Yen, the Pound Sterling, the Swiss Franc, the Canadian, Australian and New Zealand Dollars, the Swedish and Norwegian Kronors. In addition, the Fund may invest up to a maximum of 10 per cent. of its Net Asset Value in shares or units of regulated collective investment schemes and/or closed-ended funds that themselves seek to produce absolute returns from exposure to global currencies, subject to the investment limits contained under the heading "INVESTMENT POWERS AND RESTRICTIONS" contained in the prospectus (in particular those contained in sections 3 and section 4.2 (ii) under that heading). The Fund may also utilise derivatives which provide exposure to currencies including forward foreign exchange contracts, currency swaps, currency options and other currency related instruments such as currency futures and non-deliverable forwards.

The Fund may also hold and/or invest substantially in cash, money market instruments (such as treasury bills), government and non-government debt securities (such as promissory notes) and assets (including cash or other forms of cash such as certificates of deposit). All money market instruments and debt securities (fixed and floating rate) held by the Fund will be rated investment grade at the time of purchase and have terms of maturity up to 397 days. If the rating of such

	<p>securities and instruments falls below investment grade, the Investment Manager will seek to sell the relevant security as soon as reasonably practicable provided that the security can be realised at a price that the Investment Manager, in its absolute discretion, considers to be reasonable or in the Fund's best interest. The Fund may hold significant cash balances to reduce portfolio risk and may hold up to 100% of the total portfolio value in cash on a temporary basis at times when the Investment Manager considers it prudent to do so.</p> <p>It is anticipated that the Fund's initial investments will include a derivative contract with Deutsche Bank AG, acting through its London Branch (the "DB Derivative Contract"). The DB Derivative Contract is intended to provide exposure to a notional basket of currency related instruments (the "TRCAF Basket") which is linked to the performance of certain over-the-counter ("OTC") foreign exchange and currency option transactions.</p> <p>The DB Derivative Contract will take the form of one or more total return swaps. The return on the DB Derivative Contract is based on the performance, net of certain fees, of the TRCAF Basket. The DB Derivative Contract confers an effective economic interest but does not directly or indirectly grant the Company any rights of ownership or other rights to the positions which are from time to time comprised in the TRCAF Basket.</p> <p>The TRCAF Basket will be notionally comprised of a series of separate sub-baskets selected by the Investment Manager and managed by a range of underlying asset allocation advisors. The Investment Manager is responsible for determining which of the underlying sub-baskets of the portfolios of foreign exchange instruments are included in the TRCAF Basket and for requesting any changes to the TRCAF Basket during the term of the DB Derivative Contract. The underlying sub-baskets may provide exposure to both developed and emerging market currencies. The overall emphasis will generally be more on developed market currencies, although this may vary from time to time.</p> <p>Deutsche Bank, as the basket sponsor, will calculate the value of the TRCAF Basket but will not recommend to the Company any sub-baskets that should be included or excluded from the Basket. Deutsche Bank will have certain discretionary powers including to postpone, cancel or cease to calculate the Basket in certain defined circumstances including, but not limited to, certain force majeure events such as natural or man-made disasters, acts of terrorism or systems failures which are beyond the reasonable control of Deutsche Bank.</p> <p>Although it is intended that the Fund initially invest in the DB Derivative Contract, the Fund may terminate or close out this contract at any time and may invest in derivative contracts with other counterparties instead of, or in addition to, the DB Derivative Contract. Any derivative contracts which the Fund enters will be similar in nature to other derivative contracts which the Fund is currently a party to and consistent with the investment objectives and policy of the Fund as set out above. Exposure to each derivative counterparty will be within the limits set down by the Financial Regulator.</p> <p>The Fund may also use derivatives for hedging and efficient portfolio management purposes. Although the use of derivatives by the Fund (whether for hedging or investment purposes) may give rise to an additional leveraged exposure, any such additional exposure will be covered and the amount of resulting exposure limited through the use of a Value at Risk ("VaR") methodology in accordance with the Financial Regulator's requirements as set out below.</p> <p>With the exception of permitted investments in unlisted securities investment by the Fund is restricted to securities listed or traded on the Recognised Exchanges listed from time to time under "RECOGNISED EXCHANGES" in the Prospectus.</p>
	<p><b>Thames River Real Estate Securities Fund</b> - The investment objective of the Thames River Real Estate Securities Fund is to generate a total return greater than that produced by the FTSE EPRA/NAREIT Developed Europe Capped Total Return Index in Sterling (Bloomberg ticker 'TEORAG Index') (the "Index"). The Index is a free float-adjusted market capitalisation weighted index that is designed to represent general trends in eligible real estate equities in developed Europe by reflecting the stock performance of companies engaged in real estate activities in developed Europe. Relevant real estate activities of companies included in the Index comprises activities such as the ownership, trading and development of income-producing real estate. Constituents of the Index are capped at 10% of market capitalisation and adjustments are made if the total index weight of those constituents whose individual weights exceed 5% is greater than 40%. Further information on the Index methodology is published by FTSE (the "Index Rules"). The Fund will aim to outperform the Index in both rising and falling markets. The Fund will seek to maintain a volatility similar to the annualised volatility of the Index (which was 30% annualised for the 12 months ending 30 January</p>

2010). By way of comparison, investors should note the volatility of the MSCI European Index (measuring the broader European equity markets) was 23% over the same period. These volatility levels may be considered high relative to the long term average, in common with all equity markets over this period. However, this volatility level may vary significantly with changes in the market. There can be no assurance that the Fund will achieve its objective or maintain this level of volatility.

The Thames River Real Estate Securities Fund will aim to achieve its objective by investing in the securities, and indices of securities which meet the Financial Regulator's requirements, of listed property companies and other listed companies related to the real estate sector (such as construction companies, property service providers and real estate fund managers), mainly in developed Europe. The Fund may also invest in convertible securities and rated and unrated debt securities of real estate companies and companies related to the real estate sector (for example, construction companies, property service providers and real estate fund managers as noted above).

The Fund may engage in transactions in financial derivative instruments for investment purposes to gain exposure to real estate securities and indices of real estate securities. Such financial derivative instruments include, but are not limited to futures, forwards, options, swaps and contracts for difference. Derivatives may be traded by the Fund either on exchange or over-the-counter. The use of derivatives may also create leverage or synthetic short positions (i.e. positions which are in economic terms equivalent to short positions). The Fund may create synthetic short positions by, for example, the use of futures, swaps and options. The Fund may utilise derivatives for hedging and efficient portfolio management purposes and as part of its investment policy. Further information on the Fund's use of derivatives is set out in the Prospectus under the heading "*Further Detail on the Use of Financial Derivative Instruments.*" Where the use of derivatives creates leverage, any such leverage will be measured using the commitment approach and will not exceed the Net Asset Value of the Fund. Any synthetic short positions will be in accordance with the Financial Regulator's requirements.

Investment will be made in respect of approximately 90% of the Net Asset Value (after deduction of cash) of the Fund in the securities of companies which have their domicile in Europe, or which are listed or traded on markets or exchanges in Europe, or which are listed elsewhere but derive a substantial proportion of their revenue or profits from investments or business conducted in or with Europe. Europe will for this purpose include the member states of the EU, the EEA and Switzerland, Turkey and non-EU/EEA member states in Eastern Europe.

The remainder of the Fund's Net Asset Value (after deduction of cash) may be invested in real estate related securities that provide an exposure to companies outside Europe as investment opportunities arise, and in response to the Investment Manager's views on market prospects, prices and values in such securities. Such investment outside Europe will not have a particular geographic focus or a focus on developed or emerging markets but may include countries such as Hong Kong, Japan and the United States of America.

In respect of the Fund's investment in the securities of companies in Europe, the Fund will focus on the securities of companies incorporated or listed in developed Europe. The Fund may invest up to 20% of the Net Asset Value of the Fund (after deduction of cash) in the securities of companies in Europe which are classified in the Index Rules as being in emerging market countries (the Index Rules currently list the Czech Republic, Hungary, Poland and Turkey as emerging market countries).

With the exception of permitted investments in unlisted securities or in units of open ended collective investment schemes, investment by the Fund is restricted to the Recognised Exchanges listed from time to time under "RECOGNISED EXCHANGES" in the Prospectus. The Fund may gain exposure to real estate securities through investing in listed real estate investment trusts ('REITs') and other closed-ended funds (including exchange traded funds) that meet the Financial Regulator's requirements.

Investment in unlisted securities or units of open-ended collective investment schemes will not exceed 10% of the Fund's Net Asset Value.

The Investment Manager may invest up to 5% of the Net Asset Value of the Fund in securities traded on domestic Russian markets. Any investment will only be made in securities that are listed/traded on the RTS stock exchange and MICEX.

In the first six months of the Fund's activities, the Fund's portfolio may comprise significant amounts of cash and cash equivalents including money market instruments (such as treasury

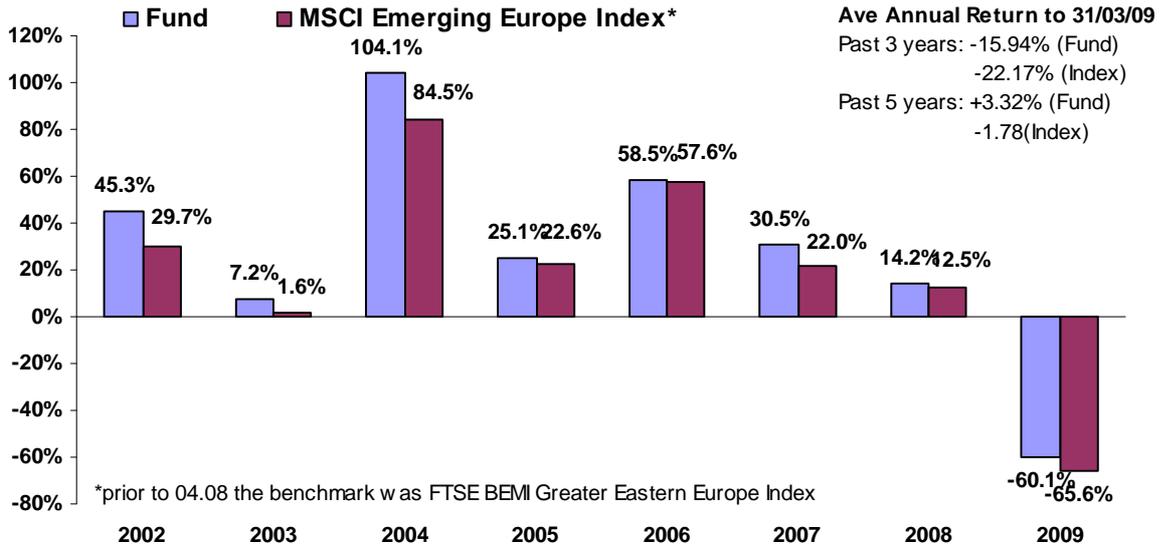
	<p>bills), government and non-government debt securities (such as promissory notes) and assets (including cash or other forms of cash such as certificates of deposit) and cash funds that meet the Financial Regulator's requirements. All money market instruments and debt securities (fixed and floating rate) held by the Fund will be rated investment grade (or, if unrated, determined by the Investment Manager to be of comparable quality) at the time of purchase and have terms of maturity up to 397 days.</p> <p>Potential investors in the Fund are also referred to the general policies applicable to each Fund of the Company which appear under "THE COMPANY - Investment Objectives and Policies" in the Prospectus.</p>
	<p><b>General</b> - The investment and borrowing powers and restrictions to which the Funds are subject are described under "THE COMPANY - Investment Powers and Restrictions" and the following sections on "Restrictions on Borrowing, Lending and Dealing, Financial Derivative Instruments and Techniques for Efficient Portfolio Management, Changes to Investment and Borrowing Restrictions and Non-Member State Companies in the main body of the Prospectus. However, while the Company is generally authorised to invest in other open-ended collective investment schemes, as described in the section of the Prospectus referred to above, the Funds will not invest more than 10% of their respective Net Asset Value in such schemes.</p> <p>The use of financial derivative instruments and of repurchase and stock lending agreements is permitted for the Funds, subject to the conditions and limits set out under "THE COMPANY - Investment Powers and Restrictions, Restrictions on Borrowing, Lending and Dealing and Financial Derivative Instruments and Techniques for Efficient Portfolio Management" in the main body of the Prospectus. These conditions include, for example, a requirement to ensure that any short positions are covered by holding the underlying security or an equivalent amount of cash.</p> <p>As described in the main body of the Prospectus, these instruments and techniques permit the relevant Fund to employ a number of different strategies to manage risk and invest more efficiently. These strategies include increasing and reducing stock specific and market risk by leveraging or de-leveraging the relevant Fund's portfolio in response to the Investment Manager's views on market prospects and prices and values.</p>
<b>Risk Profile</b>	<p><i>There are significant risks associated with investment in the Company and in the Shares of each Fund. Each prospective investor should carefully consider these risks before investing in the Company and in the Shares of any of its Funds. In addition to those Risk Factors referred to in the relevant Fund Particulars Supplement applicable to a particular Fund, investors should take into account the following factors when considering the risks associated with investment in the Company and in Shares of any particular Fund or class:-</i></p>
General	<p>Potential investors should note that the investments of each Fund are subject to market fluctuations and other risks inherent in investing in securities of the kind and nature in which the Fund invests and there can be no assurance that any appreciation in value will occur. The value of investments and the income from them can go down as well as up and an investor may not get back the amount he invests. Changes in exchange rates between currencies may also cause the value of the investments to diminish or increase. An investor who realises Shares of a Fund after a short period may not realise the amount originally invested and investment in the Fund should be viewed as medium to long term.</p>
Political and/or Regulatory Risks	<p>The value of the assets attributable to a Fund may be affected by uncertainties such as national, regional or international political developments, changes in government policies, changes in taxation, restrictions on foreign investment and currency repatriation, currency fluctuations and other developments in the laws and regulations of countries in which investment may be made. Furthermore, the legal infrastructure and accounting, auditing and reporting standards in certain countries in which investment may be made may not provide the same degree of investor protection or information to investors as would generally apply in major securities markets.</p>
Foreign Exchange/ Currency Risk and Hedged Classes	<p>Although Shares of a Fund may be denominated in one or more currencies these may be different from the Base Currency of account of the Fund and the Fund may invest its assets in securities denominated in a wide range of currencies, some of which may not be freely convertible. The Net Asset Value of the Fund and the Net Asset Value of different denominations of Shares of a Fund will fluctuate in accordance with the changes in the foreign exchange rate between the relevant</p>

	<p>currencies. A Fund and its Shares may therefore be exposed to a foreign exchange/currency risk.</p> <p>The Company may (but is not obliged to) enter into certain currency related transactions in order to hedge the currency exposure of the assets of a Fund attributable to a particular Class into the currency of denomination of the relevant Class for the purposes of efficient portfolio management. In addition, a Class designated in a currency other than the Base Currency may be hedged against exchange rate fluctuation risks between the designated currency of the Class and the Base Currency. Any financial instruments used to implement such strategies with respect to one or more Classes shall be assets/liabilities of a Fund as a whole but will be attributable to the relevant Class (es) and the gains/losses on and the costs of the relevant financial instruments will accrue solely to the relevant Class. Where a Class of Shares is to be hedged this will be disclosed in the Fund Particulars Supplement for the Fund in which such Class is issued. Any currency exposure of a Class may not be combined with or offset against that of any other Class of a Fund. The currency exposure of the assets attributable to a Class may not be allocated to other Classes. Where the Manager seeks to hedge against currency fluctuations, while not intended, this could result in over-hedged or under-hedged positions due to external factors outside the control of the Company. However over-hedged positions will not exceed 105% of the Net Asset Value and hedged positions will be kept under review to ensure that positions in excess of 100% of Net Asset Value will not be carried forward from month to month. To the extent that hedging is successful for a particular Class the performance of the Class is likely to move in line with the performance of the underlying assets with the result that investors in that Class will not gain if the Class currency falls against the Base Currency and/or the currency in which the assets of the particular Fund are denominated.</p>
<p>Counterparty and Settlement Considerations</p>	<p>A Fund will be exposed to credit risk on the counterparties with which it trades in relation to options, futures and other derivative financial instruments that are not traded on a Recognised Exchange. Such instruments are not afforded the same protections as may apply to participants trading futures or options on organised exchanges, such as the performance guarantee of an exchange clearing house. A Fund will be subject to the possibility of the insolvency, bankruptcy or default of a counterparty with which the Company trades such instruments, which could result in substantial losses to the Company and the relevant Fund.</p> <p>The Company will be obliged to pay margin deposits and option premiums to brokers in relation to futures and option contracts entered into for each Fund. While exchange traded contracts are generally guaranteed by the relevant exchange, the Fund may still be exposed to the fraud or insolvency of the broker through which the transaction is undertaken. The Investment Manager will seek to minimise this risk by trading only through high quality names.</p> <p>A Fund will also be exposed to a credit risk on parties with whom the Company trades securities, and may also bear the risk of settlement default, in particular in relation to debt securities such as bonds, notes and similar debt obligations or instruments. Shareholders should also note that settlement mechanisms in emerging markets 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 the Company and the relevant Fund in respect to investments in emerging markets. Shareholders should also note that the securities of small capitalisation companies as well as the securities of companies domiciled in emerging markets are less liquid and more volatile than more developed stock markets and this may result in fluctuations in the price of the Shares of the relevant Fund.</p>
<p>Cross-Liability of Funds</p>	<p>The Company has availed itself of recently introduced provisions of the UCITS Regulations to convert itself to an umbrella fund with segregated liability between sub-funds. As a result, as a matter of Irish law, any liability attributable to a particular Fund may only be discharged out of the assets of that Fund, and the assets of other Funds may not be used to satisfy any such liability. In addition, any contract entered into by the Company will by operation of law include an implied term to the effect that the counterparty to the contract may not have any recourse to assets of any of the Funds other than the Fund in respect of which the contract was entered into. These provisions are binding both on creditors and in any insolvency.</p> <p>These provisions, while binding in an Irish court which would be the primary venue for an action to enforce a debt against the Company, have not been tested in other jurisdictions, and there remains a possibility that a creditor might seek to attach or seize assets of one Fund in satisfaction of an obligation owed in relation to another Fund in a jurisdiction which would not recognise the principle of segregation of liability between sub-funds.</p>

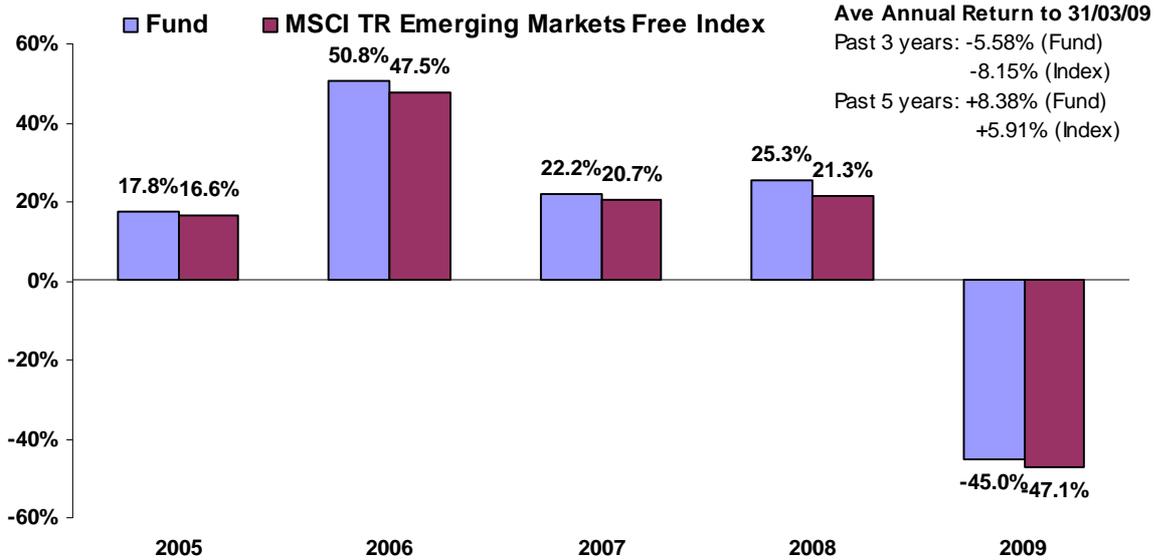
Emerging Markets Risk	<p>Certain Funds may invest in securities of issuers in emerging markets such as Russia. Such securities may involve a high degree of risk and may be considered speculative. Risks include (i) greater risk of expropriation, confiscation, taxation, nationalisation, and social, political and economic instability; (ii) the smaller markets for securities of emerging markets issuers and lower volumes of trading, resulting in lack of liquidity and in greater price volatility, (iii) certain national policies which may restrict the investment opportunities available in respect of a Fund, including restrictions on investing in issuers or industries deemed sensitive to relevant national interests and on the realisation or repatriation of foreign investment; (iv) currency instability and hyper-inflation; and (v) the absence of developed legal structures governing private or foreign investment and private property.</p> <p>The accounting, auditing and financial reporting standards of countries in which the Company may invest in respect of a Fund are likely to be less extensive than those applicable to United States or United Kingdom companies, particularly in emerging markets.</p> <p>The market value of corporate debt securities rated below investment grade and comparable unrated securities also tends to be more sensitive to company-specific developments and changes in economic conditions than higher rated securities. Issuers of these securities are often highly leveraged, so that their ability to service debt obligations during an economic downturn may be impaired. In addition, such issuers may not have more traditional methods of financing available to them, and may be unable to repay debt at maturity by refinancing. The risk of loss due to default in payment of interest or principal by such issuers is significantly greater than in the case of investment grade securities because such securities frequently are subordinated to the prior payment of senior indebtedness.</p>
Derivatives Risk	<p>The prices of derivative instruments, including futures and options prices, are highly volatile. Price movements of forward contracts, futures contracts and other derivative contracts are influenced by, among other things, interest rates, changing supply and demand relationships, trade, fiscal, monetary and exchange control programmes and policies of governments, and national and international political and economic events and policies. In addition, governments from time to time intervene, directly and by regulation, in certain markets, particularly markets in currencies and interest rate related futures and options. Such intervention often is intended directly to influence prices and may, together with other factors, cause all of such markets to move rapidly in the same direction because of, among other things, interest rate fluctuations. The use of derivatives for hedging purposes also involves certain special risks, including (1) dependence on the ability to predict movements in the prices of securities being hedged and movements in interest rates, (2) imperfect correlation between the hedging instruments and the securities or market sectors being hedged, (3) the fact that skills needed to use these instruments are different from those needed to select the Fund's securities and (4) possible impediments to effective portfolio management or the ability to meet redemption.</p>
Use of Leverage	<p>The use of derivatives to increase the exposure of a Fund to the market or to leverage the Fund, whether by taking positive or short positions, will make the value of the Fund's investments change more quickly in response to increases or decreases in general market prices than would be the case with an unleveraged fund.</p> <p>If the market recognises the fundamental value the Investment Manager ascribes to a security, or the Investment Manager correctly anticipates the direction in which the market or the specific security price will move, the result will be improved Fund performance by a greater extent than would be possible with an unleveraged fund. Where the Investment Manager takes short positions, the Fund may even profit when security prices fall.</p> <p>Conversely, if the Investment Manager's assessment of fundamental value or market direction proves to be incorrect, the Fund may be adversely affected to a much greater extent than the actual change in security prices might suggest due to the multiplier effect of using leverage.</p> <p><i>The above should not be considered to be an exhaustive list of the risks that potential investors should consider before investing in any of the Funds. Potential investors should be aware that an investment in a Fund may be exposed to other risks of an exceptional nature from time to time. A complete description of risk factors is set out in the Prospectus and the Fund Particulars Supplements.</i></p>

Performance Data	<p style="text-align: center;"><b>Thames River European Dynamic Growth Fund (€) Annualised Return to Mar 2009</b></p> <p style="text-align: right;"><b>Ave Annual Return to 31/03/09</b> Past 3 years: -15.86% Past 5 years: -2.54%</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>Year</th> <th>Annualised Return (%)</th> </tr> </thead> <tbody> <tr><td>2000</td><td>58.9%</td></tr> <tr><td>2001</td><td>-16.4%</td></tr> <tr><td>2002</td><td>-1.3%</td></tr> <tr><td>2003</td><td>-36.9%</td></tr> <tr><td>2004</td><td>32.4%</td></tr> <tr><td>2005</td><td>11.6%</td></tr> <tr><td>2006</td><td>32.2%</td></tr> <tr><td>2007</td><td>9.5%</td></tr> <tr><td>2008</td><td>-14.4%</td></tr> <tr><td>2009</td><td>-36.5%</td></tr> </tbody> </table>	Year	Annualised Return (%)	2000	58.9%	2001	-16.4%	2002	-1.3%	2003	-36.9%	2004	32.4%	2005	11.6%	2006	32.2%	2007	9.5%	2008	-14.4%	2009	-36.5%
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	<p style="text-align: center;"><b>High Income Fund (€Dbn Closed) Annualised Return to Mar 2009</b></p> <p style="text-align: right;"><b>Ave Annual Return to 31/03/09</b> Past 3 years: -6.60% Past 5 years: -0.86%</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>Year</th> <th>Annualised Return (%)</th> </tr> </thead> <tbody> <tr><td>2002</td><td>21.8%</td></tr> <tr><td>2003</td><td>13.4%</td></tr> <tr><td>2004</td><td>21.9%</td></tr> <tr><td>2005</td><td>7.3%</td></tr> <tr><td>2006</td><td>9.6%</td></tr> <tr><td>2007</td><td>6.5%</td></tr> <tr><td>2008</td><td>3.6%</td></tr> <tr><td>2009</td><td>-26.1%</td></tr> </tbody> </table>	Year	Annualised Return (%)	2002	21.8%	2003	13.4%	2004	21.9%	2005	7.3%	2006	9.6%	2007	6.5%	2008	3.6%	2009	-26.1%				
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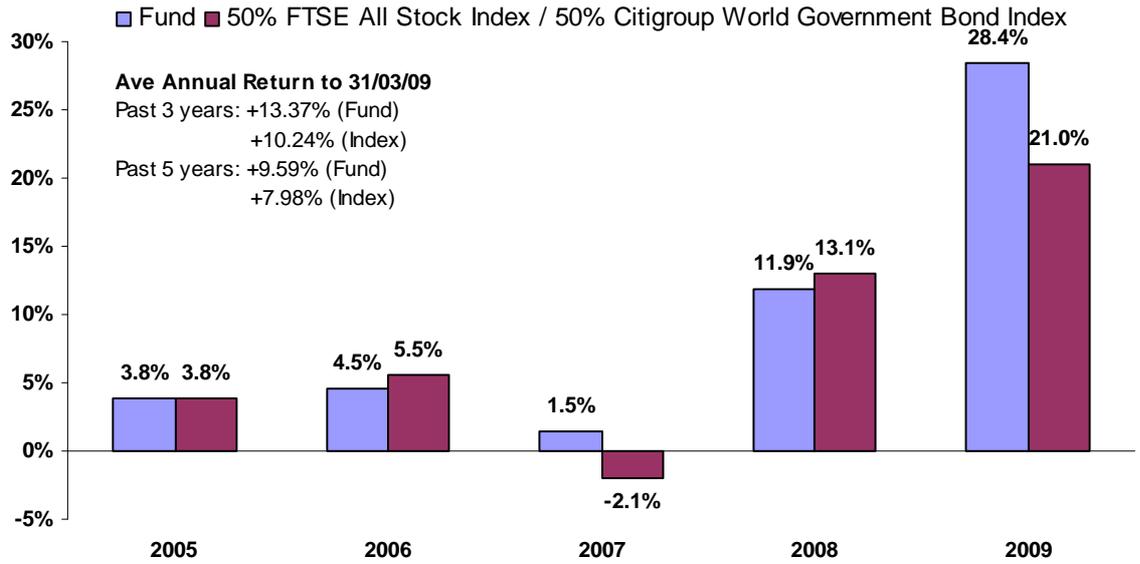
**Eastern European Fund (\$) Annualised Return to Mar 2009**



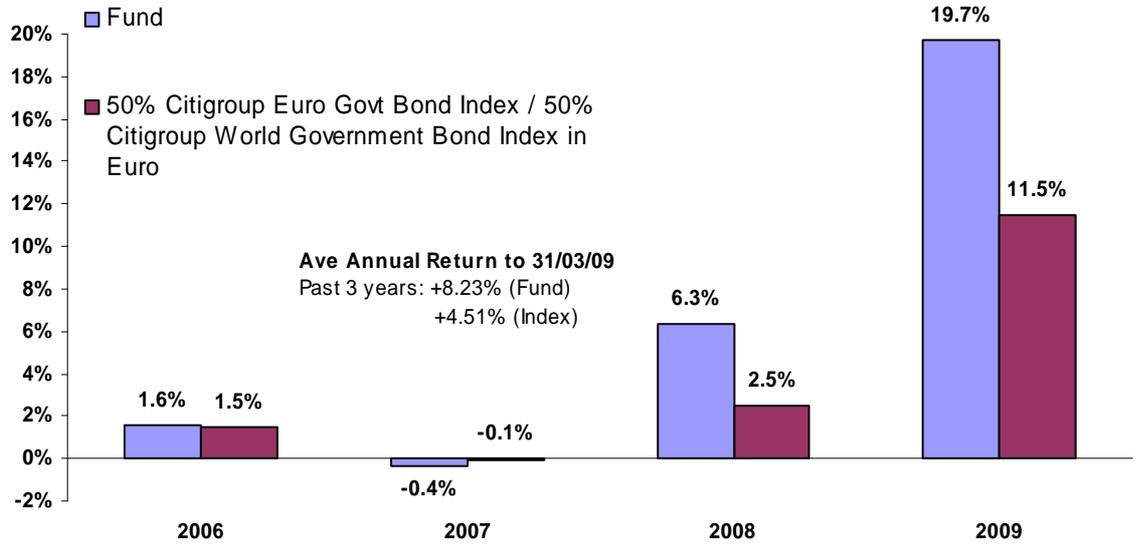
**Global Emerging Markets Fund (\$ Dbn) Annualised Return to Mar 2009**

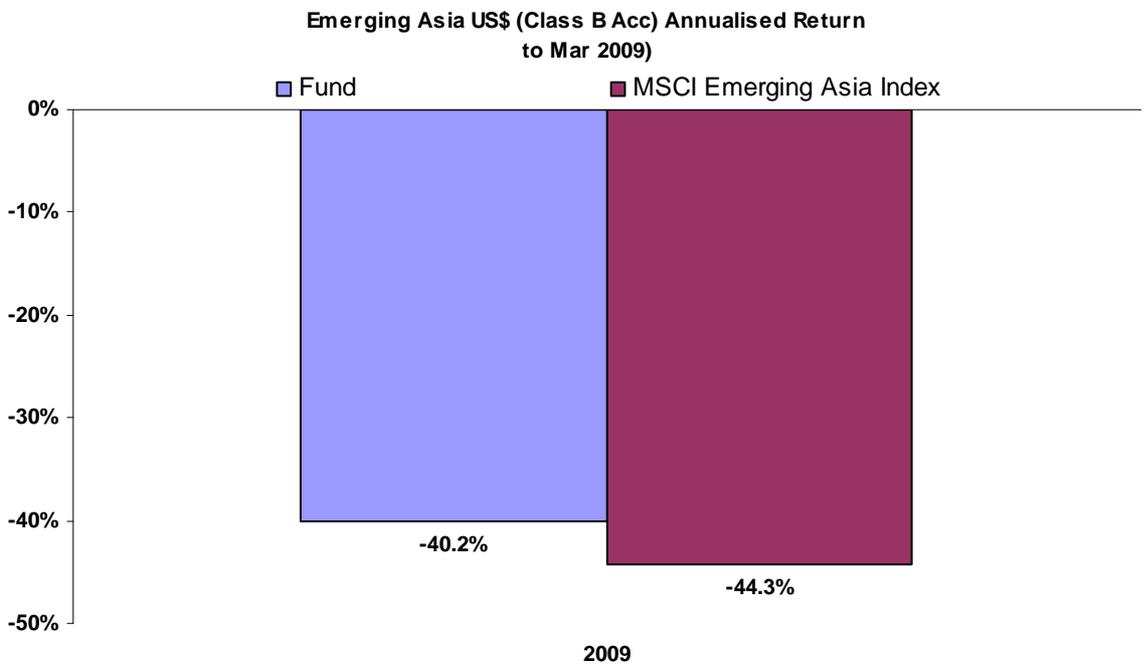
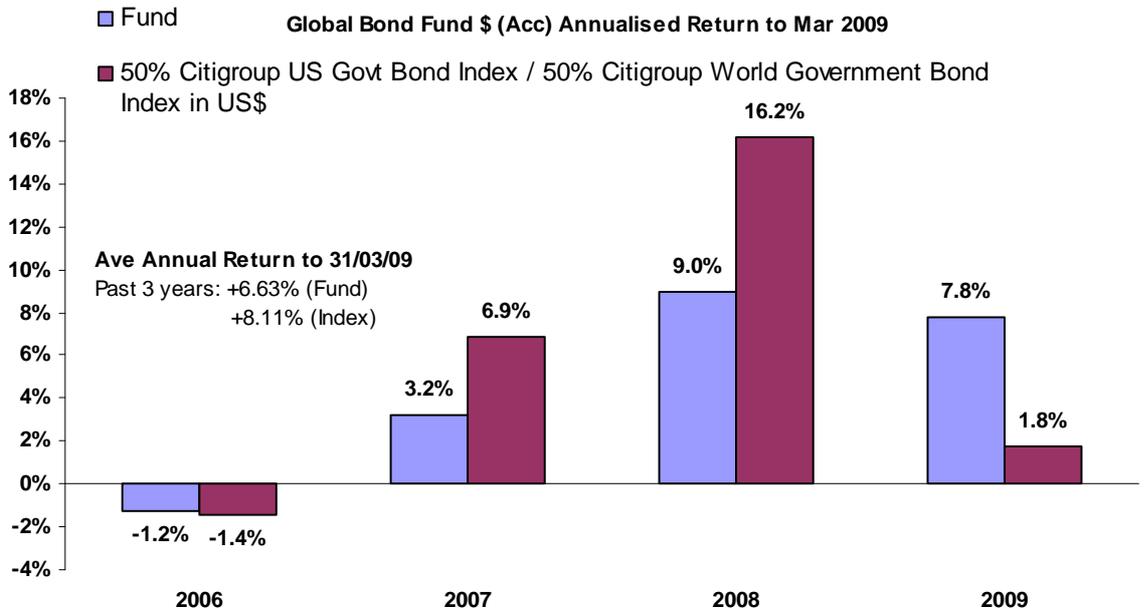


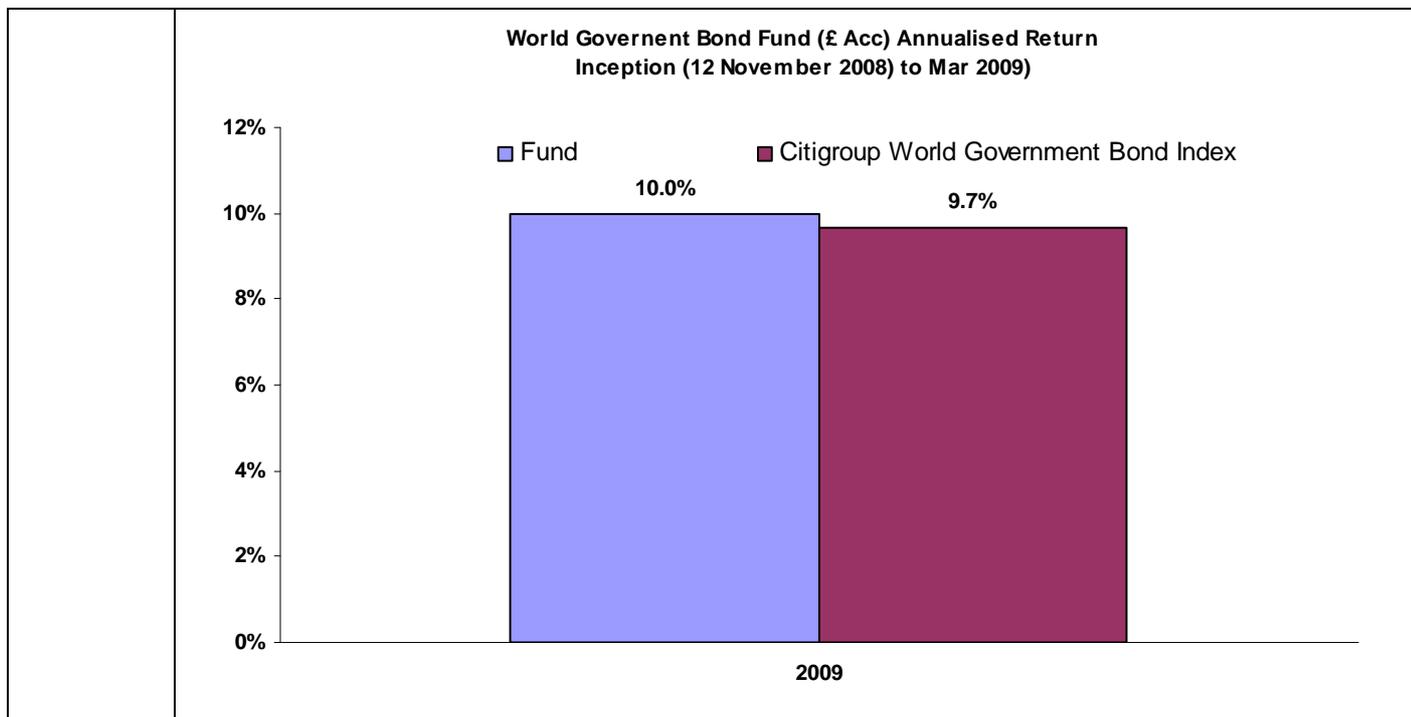
**Global Bond Fund £ (Dbn) Annualised Return to Mar 2009**



**Global Bond Fund € (Acc) Annualised Return to Mar 2009**







**Please note that past performance is not necessarily a guide to the future performance of the Funds of the Company. The data is exclusive of subscription and redemption fees.**

Returns are calculated net of tax and charges. Performance data does not include subscription and redemption charges.

<b>Profile of a Typical Investor:</b>	
	<b>Thames River European Dynamic Growth Fund</b> – for investors seeking to achieve capital growth over a 5 to 10 year period who are prepared to accept a moderate level of volatility.
	<b>Thames River High Income Fund</b> – for investors seeking to maximise total return over a minimum 5 year period who are prepared to accept a moderate level of volatility.
	<b>Eastern European Fund</b> – for investors seeking to achieve capital appreciation over a 5 to 10 year period who are prepared to accept a higher level of volatility.
	<b>Global Emerging Markets Fund</b> – for investors seeking to achieve capital appreciation over a 5 to 10 year period who are prepared to accept a higher level of volatility.
	<b>Thames River Global Bond Fund (£)</b> – for investors seeking to achieve a total return over a minimum 5 year period who are prepared to accept a moderate level of volatility.
	<b>Thames River Global Bond Fund (€)</b> – for investors seeking to achieve a total return over a minimum 5 year period who are prepared to accept a moderate level of volatility.
	<b>Thames River Global Bond Fund (\$)</b> – for investors seeking to achieve a total return over a minimum 5 year period who are prepared to accept a moderate level of volatility.
	<b>Emerging Asia Fund</b> – for investors seeking to achieve capital appreciation over a 5 to 10 year period who are prepared to accept a higher level of volatility.
	<b>European Select Fund</b> – for investors seeking to achieve capital appreciation over a 5 to 10 year period who are prepared to accept a higher level of volatility.
	<b>Thames River World Government Bond Fund</b> - for investors seeking to achieve a total return over a minimum 5 year period who are prepared to accept a moderate level of volatility.
	<b>Thames River Water and Agriculture Fund</b> - for investors seeking to achieve a total return over a minimum 5 year period who are prepared to accept a moderate level of volatility.
	<b>Thames River UK Absolute Income Fund</b> – the distributing shares are suitable for investors seeking income. The shares are intended as a medium to long term investment and therefore investors would be expected to have a reasonable tolerance for volatility of net asset value from time to time.
	<b>Thames River Global Credit Fund</b> - for investors seeking to maximise total return over a minimum 5 year period who are prepared to accept a moderate level of volatility.
	<b>Thames River Credit Select Fund</b> - for investors seeking to maximise total return over a minimum 5 year period who are prepared to accept a low to medium level of volatility.
	<b>Thames River Currency Alpha Fund</b> - for investors seeking to maximise total return over a minimum 5

	year period who are prepared to accept a moderate level of volatility.	
	<b>Thames River Real Estate Securities Fund</b> - for investors seeking to achieve capital appreciation over a 5 to 10 year period who are prepared to accept a higher level of volatility.	
<b>Distribution Policy</b>	If sufficient net income, after expenses, is available in any Fund, the Directors' current intention is to make distributions in each financial year of substantially the whole of the net income (including interest and dividends) of any Fund. Unless a Shareholder elects otherwise, any distributions will be applied in the purchase of further Shares of the relevant Fund. The dividend distribution dates (both interim and final) to be made in respect of each Fund are set out in the Supplement for the relevant Fund.	
<b>Fees and Expenses</b>		
Shareholder Expenses	Subscription Charge	Up to 5 per cent.
	Redemption Charge	Generally no redemption charge is imposed. However, a redemption charge payable out of the proceeds of redemption may be imposed in respect of redemptions of Shares held for less than twelve months. The redemption charge is payable to the Investment Manager and may not exceed 5 per cent.
	Switching Fee	No switching fee between share classes in the same Fund will generally be applied.

<b>Annual Operating Expenses for the period from 1 April 2008 to 31 March 2009.</b>	<b>Fund</b>	<b>Admin Fee<sup>1</sup></b>	<b>Custodian Fee<sup>2</sup></b>	<b>Mgt Fee</b>	<b>Perf Fee</b>	<b>TER ex perf fees)</b>	<b>TER (inc perf fees)</b>	<b>PTR</b>
	<b>Thames River European Dynamic Growth Fund</b>	Up to 0.165 %	0.070%	1.75% <sup>5</sup>	10% <sup>6</sup>	2.33%	2.33%	0.94
	<b>Thames River High Income Fund</b>	Up to 0.165 %	0.070%	1.5%	15%	1.78%	1.80%	2.21
	<b>Eastern European Fund</b>	Up to 0.165 %	0.070%	1.75%	20%	2.20%	2.20%	2.27
	<b>Global Emerging Markets Fund</b>	Up to 0.165 %	0.070%	1.75%	20%	2.08%	2.08%	1.69
	<b>Thames River Global Bond Fund (£)</b>	Up to 0.165 %	0.070%	1.00%	10%	1.27%	1.63%	6.73
	<b>Thames River Global Bond Fund (€)</b>	Up to 0.165 %	0.070%	1.00%	10%	2.72%	4.39%	8.19
	<b>Thames River Global Bond Fund (\$)</b>	Up to 0.165 %	0.070%	1.00%	10%	3.04%	3.04%	8.93
	<b>Emerging Asia Fund</b>	Up to 0.165 %	0.070%	Class A 1.25% Class B 1.75%	20%	2.08%	2.08%	(1.10)
	<b>European Select Fund</b>	Up to 0.165 %	0.070%	1.75%	10%	3.93%	3.93%	2.29
	<b>Thames River World Government Bond Fund</b>	Up to 0.165 %	0.070%	1.00%	10%	1.29% <sup>3</sup>	1.29% <sup>3</sup>	9.71 <sup>3</sup>
	<b>Thames River Water and Agriculture Fund</b>	Up to 0.165 %	0.070%	1.75%	10%	4.75% <sup>3</sup>	4.75% <sup>3</sup>	4.90 <sup>3</sup>
	<b>Thames River UK Absolute Income Fund</b>	Up to 0.165 %	0.070%	Class A, B and C 1.5%  Class X, Y and Z 0.85%	15%	Not available <sup>4</sup>	Not available <sup>4</sup>	Not available <sup>4</sup>
	<b>Thames River Global Credit Fund</b>	Up to 0.165 %	0.070%	Class A 1.5% Class B 1.00%	12.5%	Not available <sup>4</sup>	Not available <sup>4</sup>	Not available <sup>4</sup>
	<b>Thames River Credit Select Fund</b>	Up to 0.165 %	0.070%	Class A 1.5% Class B 1.00%	10%	Not available <sup>4</sup>	Not available <sup>4</sup>	Not available <sup>4</sup>
	<b>Thames River Currency Alpha Fund</b>	Up to 0.165 %	0.070%	1.5%	10%	Not available <sup>4</sup>	Not available <sup>4</sup>	Not available <sup>4</sup>
	<b>Thames River Real Estate Securities Fund</b>	Up to 0.165 %	0.070%	Class A 1.5% Class B	15%	Not available <sup>4</sup>	Not available <sup>4</sup>	Not available <sup>4</sup>

				1.00%				
	TER (total expense ratio) and PTR (portfolio turnover rate) figures for previous years may be obtained from <i>Northern Trust International Fund Administration Services (Ireland) Limited</i> . Please contact <i>Deirdre Dunne</i> on +353 1 542 2000.							
	<p><sup>1</sup> The fee which will be accrued daily, and payable monthly in arrears, will be calculated on a rate of up to 0.165% of the Net Asset Value of the Company.</p> <p><sup>2</sup> 0.070 per cent. per annum of the Net Asset Value of each Fund subject to a monthly minimum of Sterling £850 in respect of each Fund. In addition, the Custodian shall be entitled to a transaction fee of sterling £25 for each transaction. The fees in respect of each Fund shall be calculated and payable in the Base Currency of the Fund.</p> <p>Out of pocket expenses of the Custodian, Administrator and Investment Manager are paid out of the relevant Fund's assets. Each Fund shall bear its proportion of all reasonable out of pocket expenses incurred by the Investment Manager, Administrator, the Custodian or any sub-custodian.</p> <p><sup>3</sup> The figures for these Funds are from the launch date of 10 November 2008 to 31 March 2009.</p> <p><sup>4</sup> As the relevant Fund launched after 31 March 2009, this information is not available.</p> <p><sup>5</sup> With effect from 26 November 2009, the fee will be 1.75% for Class A Shares and 1.00% for Class B Shares.</p> <p><sup>6</sup> This Fund began operation of a performance fee with effect from 26 November 2009.</p>							
<b>Taxation</b>	<p>The Company is resident in Ireland for tax purposes and is not subject to Irish taxation charges on income or capital gains. No Irish stamp duty is payable on the issue, redemption or transfer of Shares in the Company.</p> <p><i>Shareholders and potential investors should consult with their professional advisers in relation to the tax treatment of their holdings in the Company.</i></p>							
<b>Publication of Share Price</b>	<p>The net asset value per Share of each Fund is available from the office of the Administrator and on the following websites: <a href="http://www.thamesriver.co.uk">www.thamesriver.co.uk</a> for Funds for which Thames River Capital LLP is Investment Manager and <a href="http://www.nevskycapital.com">www.nevskycapital.com</a> for Funds for which Nevsky Capital LLP is Investment Manager.</p>							
<b>How to Buy/Sell Shares</b>	<p>Application to buy and sell Shares may be made by contacting:</p> <p>Traditional Funds plc  c/o Investor Services Department  Northern Trust International Fund Administration Services (Ireland) Limited  George's Court, 54 -62 Townsend Street, Dublin 2, Ireland. Tel 00 3531 542 2000; Fax 00 3531 670 1185  (Hours of business 9am to 5pm (Irish Time) Mon – Fri)</p>							
<b>Additional Important Information</b>	<p>Custodian Northern Trust Fiduciary Services (Ireland) Limited  Administrator Northern Trust International Fund Administration Services (Ireland) Limited  Distributor Thames River Capital LLP  Auditor PricewaterhouseCoopers  Promoter Thames River Capital LLP  Investment Manager  (i) Thames River Capital LLP investment manager for:  Thames River European Dynamic Growth Fund  Thames River High Income Fund  Thames River Global Bond Fund (£)  Thames River Global Bond Fund (€)  Thames River Global Bond Fund (\$)  Thames River World Government Bond Fund  Thames River Water and Agriculture Fund  Thames River UK Absolute Income Fund  Thames River Global Credit Fund  Thames River Credit Select Fund  Thames River Currency Alpha Fund  Thames River Real Estate Securities Fund</p> <p>(ii) Nevsky Capital LLP investment manager for:  Eastern European Fund  Global Emerging Markets Fund  Emerging Asia Fund  European Select Fund</p>							

Additional information and copies of the Prospectus, the latest annual and half yearly reports may be obtained (free of charge) from the Administrator at:

Northern Trust International Fund Administration Services (Ireland) Limited  
George's Court,  
54-62 Townsend Street,  
Dublin 2,  
Ireland