MAN FUNDS PLC

(An umbrella fund with segregated liability between sub-funds incorporated as a variable capital investment company in Ireland with registered number 252520 and authorised by the Central Bank of Ireland pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended.)

PROSPECTUS

DATED 9 MARCH 2021

IMPORTANT INFORMATION

THIS PROSPECTUS

The Directors of Man Funds plc ("the **Company**") whose names appear at page viii accept responsibility for the information contained in this document. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

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

THE PORTFOLIOS

The Company offers a choice of Portfolios, each of which issues separate Share Classes to allow investors a choice of strategic allocation.

This Prospectus also sets out some general information in relation to the Company as a whole

Additional information relating to the Man GLG Portfolios (as listed below) of the Company is set out in the Man GLG Supplement which forms part of, and should be read in the context of, and together with this Prospectus.

Man GLG Global Equity
Man GLG Global Convertibles
Man GLG RI European Equity Leaders
Man GLG Japan CoreAlpha Equity
Man GLG RI Global Sustainable Growth
Man GLG Pan-European Equity Growth
Man GLG Iberian Opportunities
Man GLG European Income Opportunities
Man GLG Strategic Bond
Man GLG Asia (ex Japan) Equity

Additional information relating to the Man Numeric Portfolios (as listed below) of the Company is set out in the Man Numeric Supplement which forms part of, and should be read in the context of, and together with this Prospectus.

Man Numeric Emerging Markets Equity
Man Numeric RI US Large Cap Equity
Man Numeric RI Global Equity

Man Numeric RI European Equity
Man Numeric China A Equity
Man Numeric US High Yield

Additional information relating to the GLG LLC Portfolios (as listed below) of the Company is set out in the GLG LLC Supplement which forms part of, and should be read in the context of, and together with this Prospectus.

Man GLG Global Emerging Markets Local Currency Rates
Man GLG Global Emerging Markets Bond

The Manager has currently engaged GLG Partners LP to manage the assets of the Man GLG Portfolios, Numeric Investors LLC to manage the assets of the Man Numeric Portfolios and GLG LLC to manage the assets of the GLG LLC Portfolios.

AVAILABLE SHARE CLASSES AND SHARE CLASS NAMING CONVENTION

For the Share Classes currently available in each Portfolio, please refer to the Website. The Company may also create additional Share Classes in the Portfolios in the future in accordance with the requirements of the Central Bank with details of all such Share Classes included on the Website.

Not all combinations of Share Class characteristics as listed in the table below will be available for subscription, for example "L" and "M" Share Classes are not available in every Portfolio. Investors should refer to the Website for those Share Classes of the Portfolios currently available for subscription.

Share Classes may be distinguished on the basis of either the fee and/or the charges to the relevant Share Class (see the sub-section of each Supplement titled "*Portfolio Specific Information – Management and Performance Fees*" in respect of the relevant Portfolio for a breakdown of fees charged and the Share Classes available in individual Portfolios). The Net Asset Value per Share for one Share Class will differ from the other Share Classes, reflecting these differing fee levels and in some cases due to the initial subscription price per Share differing from the Net Asset Value per Share of Share Classes already in issue.

Under the naming convention adopted by the Company in respect of the naming of Share Classes (the "**Naming Convention**"), the letters set out below have the following significance:

Categories of Investor	
D	These Share Classes will generally have a higher management fee, performance fee and/or a lower minimum subscription amount than other Share Classes in the Company.
I	These Share Classes will generally have a lower management fee, performance fee and/or a higher minimum subscription amount than Share Classes with the "D" designation. "I" Share Classes may only be acquired with the consent of the Manager in the case of investment through the Distributor or Intermediaries that, according to regulatory requirements or based on individual fee arrangements with their clients, are not allowed to accept or retain trail commissions.
Fee Indicators	
Y	These Share Classes may have a different fee structure (as set out in the section of this Prospectus entitled "Portfolio Specific Information – Investment Objectives and Policies of the Man GLG Portfolios" and "Fees and Expenses" a portion of which may be paid to

	distributors.
X	These Share Classes will generally have a lower management fee, performance fee and/or a higher minimum subscription amount than Share Classes with the "D" or "I" designation.
XX	These Share Classes will generally have lower management fees, performance fees and/or higher minimum subscription amounts than Share Classes with the "D", "I" or "X" designation.
F	These Share Classes are intended for early and seed investors into the relevant Portfolio and further details of their availability is set out in the "Subscriptions" section of this Prospectus, as required.
U	These Share Classes may have a different fee structure as set out in the tables in respect of the relevant Portfolio in the sub-sections of the relevant Supplement headed "*Portfolio Specific Information – Management and Performance Fees*". These Share Classes may be limited to certain investors, either by region or type, at the Investment Manager's discretion.
V	These Share Classes may have a different fee structure as set out in the tables in respect of the relevant Portfolio in the sub-sections of the relevant Supplement headed "Management and Performance Fee", a portion of which may be paid to distributors. In addition these Share Classes may also pay an initial sales commission up to 5% to distributors.
J	These Share Classes may have a different fee structure as set out in the tables in respect of the relevant Portfolio in the sub-sections of the relevant Supplement headed "*Portfolio Specific Information – Management and Performance Fees",* a portion of which may be paid to distributors. These Share Classes may also be subject to a CDSC, details of which are set out in sub-section of the Prospectus headed ""*Redemption, Conversion and Transfer of Shares – CDSC*".
Hedging Policy	
H	Hedged Share Classes. These Share Classes will be hedged against the Base Currency of a Portfolio where they are denominated in a currency other than the Base Currency.
C	These Share Classes will offer currency exposure, otherwise described as amended currency risk, as explained in the section of this Prospectus titled "*Currency Exposure Share Classes*".
UH	Underlying Hedged Shares Classes. These Share Classes will hedge the underlying currencies of a Portfolio against the Share Class currency. Availability is limited to those Portfolios where the underlying currency exposure of the investments in the Portfolio is not hedged back to the base currency.
H (BRL)	BRL Hedged Share Classes. These Share Classes will generally be denominated in the Base Currency of a Portfolio and will aim to provide currency exposure to BRL using non-deliverable forward currency exchange contracts.
Performance Fee methodology	
L	LIBOR Benchmark Classes. The performance fee in respect of such Classes shall be based on outperformance of the relevant LIBOR rate in the relevant currency (ie USD LIBOR, GBP LIBOR, JPY LIBOR or EURIBOR) as set out in the "*Portfolio Specific Information – Investment Objectives and Policies*" section of the relevant Supplement and the "*Fees and Expenses"* section of the Prospectus.
M	Market/Index Benchmark Classes. The performance fee in respect of such Classes shall be based on outperformance of the relevant market or index set out in the "*Portfolio Specific Information – Investment Objectives and Policies*" section of the relevant Supplement and the "*Fees and Expenses*" section of the Prospectus.
N	Non-Benchmarked Classes. The performance fee in respect of such Classes shall be

	based on aggregate appreciation in the value of the relevant Classes, subject to the provisions in the "Fees and Expenses" section of the Prospectus regarding outperformance of the relevant Reference NAV.
Currency of Share Class	
AUD	Share Classes denominated in the lawful currency of Australia.
BRL	Share Classes denominated in the lawful currency of Brazil.
CHF	Share Classes denominated in the lawful currency of Switzerland.
DKK	Share Classes denominated in the lawful currency of Denmark.
EUR	Share Classes denominated in the lawful currency of the Euro-Zone.
GBP	Share Classes denominated in the lawful currency of the United Kingdom.
JPY	Share Classes denominated in the lawful currency of Japan.
NOK	Share Classes denominated in the lawful currency of Norway.
SEK	Share Classes denominated in the lawful currency of Sweden.
SGD	Share Classes denominated in the lawful currency of Singapore.
USD	Share Classes denominated in the lawful currency of the United States of America.
Distribution Policy	
Net-Dist	The policy of these Dist Share Classes is to distribute from net income for the relevant accounting period after the deduction of fees, charges and expenses. For the avoidance of doubt net income excludes any realised and unrealised capital gains and losses incurred during a relevant period. Please see the "*Distribution Policy*" section for more detail in this regard, including the specific naming convention applied to Net-Dist Share Classes.
G-Dist	The policy of these Dist Share Classes is to distribute from net income for the relevant accounting period before the deduction of fees, charges and expenses. The "G-Dist" Classes may deduct fees, charges and expenses from capital and distributions may also include realised and unrealised capital gains. This may result in capital erosion and therefore foregoes the potential for future capital growth. Please see the "*Distribution Policy*" section for more detail in this regard, including the specific naming convention applied to G-Dist Share Classes.
Distribution Frequency of Distribution Share Classes	
A	Distributions will be paid annually within 4 weeks of the last day of the year
BA	Distributions will be paid bi-annually within 4 weeks of 30 June and 31 December respectively
Q	Distributions will be paid quarterly within 4 weeks of the last day of each calendar quarter
MO	Distributions will be paid monthly within 4 weeks of the last day of each month

INVESTOR RESPONSIBILITY

Prospective investors should review this Prospectus and the relevant Supplement(s) carefully and in their entirety and consult with their legal, tax and financial advisers in relation to (i) the legal requirements within their own countries for the purchase, holding, exchange, redemption or disposal of Shares; (ii) any foreign exchange restrictions to which they are subject in their own countries in relation to the purchase, holding, exchange, redemption or disposal of Shares; and (iii) the legal, tax, financial or other consequences of subscribing for, purchasing, holding, exchanging, redeeming or disposing of Shares. Prospective investors should seek the advice of their legal, tax and financial advisers if they have any doubts regarding the contents of this Prospectus.

AUTHORISATION BY THE CENTRAL BANK

The Company is authorised by the Central Bank of Ireland (the "**Central Bank**") as an Undertaking for Collective Investment in Transferable Securities under the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011 (S.I. 352 of 2011), as amended. All of the current Portfolios of the Company are subject to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended (S.I. 352 of 2011). **The authorisation of the Company by the Central Bank shall not constitute a warranty as to the performance of the Company and the Central Bank shall not be liable for the performance or default of the Company. Authorisation of the Company by the Central Bank is not an endorsement or guarantee of the Company by the Central Bank nor is the Central Bank responsible for the contents of the Prospectus.**

BENCHMARK REGULATION

In accordance with the requirements of Regulation (EU) 2016/1011 of the European Parliament and of the Council of 8 June 2016 on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds (the "Benchmark Regulation"), the Company has adopted an index contingency plan to set out the actions which the Company would take in the event that a benchmark used by a Portfolio materially changes or ceases to be provided (the "**Index Contingency Plan**"). The Index Contingency Plan applies to indices referenced by financial instruments held by a Portfolio and used to calculate performance fees payable to the Investment Manager. Also, only indices that appear on a central register can be used for these purposes. As such, it may be necessary to alter the exposures achieved through certain financial instruments or the benchmark used for the calculation of performance in order to ensure only indices on the central register are used. In respect of all Portfolios utilising benchmark indices within the scope of the Benchmark Regulation, the Company is working with any applicable benchmark administrators to confirm that the benchmark administrators are, or intend to have themselves, included in the register maintained by ESMA under the Benchmark Regulation.

DISTRIBUTION AND SELLING RESTRICTIONS

The distribution of this Prospectus and the offering or purchase of the Shares may be restricted in certain jurisdictions. No persons receiving a copy of this Prospectus or the accompanying Application Form in any such jurisdiction may treat this Prospectus or such Application Form as constituting an invitation to them to subscribe for Shares, nor should they in any event use such Application Form, unless in the relevant jurisdiction such an invitation could lawfully be made to them and such Application Form could lawfully be used without compliance with any registration or other legal requirements.

The Company qualifies as a UCITS and has been recognised by the FCA in the United Kingdom under Section 264 of the Financial Services and Markets Act 2000.

No Shares shall be issued in the United States or to any US Person other than pursuant to the provisions of this Prospectus.

No Shares shall be issued in the US or to any US Person unless the Directors otherwise approve in their sole discretion and applicable US disclosures are made prior to such approval.

The Shares have not been, nor will they be, registered or qualified under the Securities Act, or any applicable securities laws of any state or other political sub divisions of the United States of America. The Shares may not be offered, sold, transferred or delivered directly or indirectly in the US or to any US Person unless otherwise approved by the Directors in their sole discretion. Any sales or transfers of Shares in violation of the foregoing shall be prohibited and treated by the Company as void. All applicants and transferees of Shares must complete an Application Form which confirms, among other things, that a purchase or a transfer of Shares would not result in a sale or transfer to a person or an entity which is a US Person unless otherwise approved by the Directors.

To the extent Shares are offered and sold within the United States or to or for the account or benefit of persons who are "US Persons" within the meaning of Regulation S under the Securities Act ("**Regulation S**"), such offers and sales will be made in transactions exempt from registration under the Securities Act pursuant to Section 4(a)(2) of the Securities Act, Rule 506(b) thereunder and the provisions of Regulation S. None of the US Securities and Exchange Commission, the US Commodity Futures Trading Commission, the securities regulatory authority of any state of the United States or the security regulatory authority of any other jurisdiction has passed upon the value of the Shares, made any recommendations as to their purchase, approved or disapproved this offering, or passed upon the adequacy or accuracy of this Prospectus. Any representation to the contrary is a criminal offense.

The Shares are subject to restrictions on transferability and resale and may not be transferred or resold except as permitted under applicable securities laws, pursuant to registration or exemption therefrom, and in compliance with the terms of this Prospectus and the organisational documents of the Company.

The Company does not permit investments by "benefit plan investors." The term "benefit plan investor" refers to (i) any "employee benefit plan" as defined in, and subject to the fiduciary responsibility provisions of ERISA, (ii) any "plan" as defined in and subject to Section 4975 of the IRC, and (iii) any entity deemed for purposes of ERISA or Section 4975 of the IRC to hold assets of any such employee benefit plan or plan due to investments made in such entity by already described benefit plan investors.

STOCK EXCHANGE LISTING

Information in relation to applications (if any) to the Irish Stock Exchange plc trading as Euronext Dublin ("**Euronext Dublin**") for the listing of Classes of Shares in the Portfolios on the Official List and trading on the Global Exchange Market or the Regulated Market of Euronext Dublin shall be set out on www.ise.ie. At the date of this Prospectus, none of the Classes of Shares in the Portfolios are listed on Euronext Dublin.

The Directors do not anticipate that an active secondary market will develop in any of the Shares of the Company.

RELIANCE ON THIS PROSPECTUS

Shares in the Company are offered only on the basis of the information contained in this Prospectus and the latest audited annual accounts and any subsequent half-yearly report of the Company. Any further information or representations given or made by any dealer, broker or other person should be disregarded and, accordingly, should not be relied upon. No person has been authorised to give any information or to make any representation in connection with the offering of Shares in the Company other than those contained in this Prospectus and in any subsequent half-yearly or annual report for the Company and, if given or made, such information or representations must not be relied on as having been authorised by the Company, the Directors, the Manager, the relevant Investment Manager, the Distributor, the Administrator or the Depositary. Statements in this Prospectus are based on the law and practice currently in force in Ireland at the date hereof and are subject to change. Neither the delivery of this Prospectus nor the issue of Shares shall, under any circumstances, create any implication or constitute any representation that the affairs of the Company have not changed since the date hereof. Neither the admission of the Shares of the Portfolios to the Global Exchange Market or the Main Securities Market of Euronext Dublin nor the approval of listing particulars pursuant to the listing requirements of Euronext Dublin shall constitute a warranty or representation by Euronext Dublin as to the competence of service providers to or any other party connected with the Company, the adequacy of information contained in the listing particulars or the suitability of the Company for investment purposes.

RISKS

Investment in the Company carries with it a degree of risk. It should be remembered that the price of Shares and the income (if any) from them may fall as well as rise and there is no guarantee or assurance that the stated investment objective of a Portfolio will be achieved and investors may not get back the amount invested. An investment in the Company should be viewed as medium to long term. An investment in the Company should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors. Your attention is also drawn to the section entitled "Certain Investment Risks". Consequently, there is a significant risk of the loss of the entire amount of the value of an investor's investment.

An investment in the Company is not in the nature of a deposit in a bank account and is not protected by any government, government agency or other guarantee scheme which may be available to protect the holder of a bank deposit account. Consequently, there is the risk that the principal invested in the Company is capable of fluctuation and there is a significant risk of the loss of the entire amount of the value of an investor's investment.

DIRECTORY

MAN FUNDS PLC

Directors: Bronwyn Wright Ronan Daly John Morton Eric Fortier **Manager:** Man Asset Management (Ireland) Limited 70 Sir John Rogerson's Quay Dublin 2 Ireland **Depositary:** The Bank of New York Mellon SA/NV, Dublin Branch Riverside Two Sir John Rogerson's Quay Dublin 2 Ireland **Legal Advisers as to matters of Irish law:** Matheson 70 Sir John Rogerson's Quay Dublin 2 Ireland **Auditors:** Ernst & Young Registered Auditors Ernst & Young Building Harcourt Centre Harcourt Street Dublin 2 **Sponsoring Euronext Dublin Broker:** Matheson 70 Sir John Rogerson's Quay Dublin 2 Ireland **Secretary and Registered Office:** Matsack Trust Limited 70 Sir John Rogerson's Quay Dublin 2 Ireland	**Investment Manager in relation to the Man GLG Portfolios:** GLG Partners LP Riverbank House 2 Swan Lane London EC4R 3AD England **Investment Manager in relation to the Man Numeric Portfolios:** Numeric Investors LLC 470 Atlantic Avenue 6th Floor Boston MA 02210 USA **Investment Manager in relation to the GLG LLC Portfolios:** GLG LLC 452 Fifth Avenue 27th Floor New York NY 10018 USA **Administrator:** BNY Mellon Fund Services (Ireland) DAC One Dockland Central Guild Street Dublin 1 Ireland **Distributor in relation to Portfolios:** Man Investments AG Huobstrasse 3 8808 Pfäffikon SZ Switzerland

THE INVESTMENT MANAGER

Information in relation to GLG LP, the Investment Manager in respect of the Man GLG Portfolios, is set out in the "*The Investment Manager*" section of the Man GLG Supplement.

Information in relation to Numeric, the Investment Manager in respect of the Man Numeric Portfolios, is set out in the "*The Investment Manager*" section of the Man Numeric Supplement.

Information in relation to GLG LLC, the Investment Manager in respect of the GLG LLC Portfolios, is set out in the "*The Investment Manager*" section of the GLG LLC Supplement.

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INVESTMENT OBJECTIVE AND POLICIES

The Company has been established for the sole purpose of investing in transferable securities and other liquid assets referred to in Regulation 68 of the UCITS Regulations of capital raised from the public and will operate on the principle of risk spreading in accordance with the UCITS Regulations. The investment objective and policies for each Portfolio will be formulated by the Directors at the time of creation of such Portfolio. The assets of the Company will be invested in accordance with the restrictions and limits set out in the UCITS Regulations and such additional investment restrictions, if any, as may be adopted by the Directors.

As the Company is availing of the provisions of the Companies Act 2014, it is intended that each Portfolio will have segregated liability from the other Portfolios and that the Company will not be liable as a whole to third parties for the liability of each Portfolio. However, investors should note the risk factor "Company's Liabilities" under "Investment Risks" below.

Investors in the Company will be provided with an opportunity to invest in a professional manner in order to achieve optimum return on capital invested.

The Company offers a choice of Portfolios, each of which issues a separate Class of Shares to allow investors a choice of strategic allocation.

RISK MANAGEMENT PROCEDURES

The Manager employs a risk management process in respect of the Company which enables it to accurately measure, monitor and manage the various risks associated with FDI. A statement of this risk management process has been submitted to the Central Bank. The Company will, on request, provide supplementary information to Shareholders relating to any risk management methods to be employed by the Company in respect of any Portfolio, including the quantitative limits that are applied, and any recent developments in the risk and yield characteristics of the main categories of investments. Any FDI contemplated by this Prospectus but which are not included in the risk management process will not be utilised until such time as a revised risk management process has been provided to the Central Bank.

INVESTMENT OBJECTIVES AND POLICIES OF THE PORTFOLIOS

Investors should note that there can be no guarantee that any Portfolio will achieve its investment objective.

The investment objectives and policies and investment restrictions in respect of each Man GLG Portfolio are set out in the Man GLG Supplement. The investment objectives and policies and investment restrictions in respect of each Man Numeric Portfolio are set out in the Man Numeric Supplement. The investment objectives and policies and investment restrictions in respect of each GLG LLC Portfolio are set out in the GLG LLC Supplement.

As outlined in the Supplements, the Company may use participation notes as a replacement for direct investment in transferable securities. Participation notes are securities the return of which is linked to the performance of underlying listed shares of a company in a market (for example, the shares in a company incorporated in India and listed on the Bombay Stock Exchange). Foreign investment in the shares of the underlying company is either usually restricted or less efficient. Participation notes give investors the opportunity to receive a return which reflects the performance of the underlying shares, without the investor having to go to the expense or difficulty of directly investing in the underlying shares.

INVESTMENT IN OTHER PORTFOLIOS OF THE COMPANY

Certain Portfolios of the Company may invest in open ended collective investment schemes. A Portfolio may only invest in another Portfolio of the Company if the Portfolio in which it is investing does not itself hold Shares in any other Portfolio of the Company. Any commission (including a rebated commission) received by the Manager or Investment Manager in respect of such investment will be paid into the assets of the Portfolio. Where a Portfolio (the "Investing Portfolio") invests in another Portfolio of the Company (the "Receiving Portfolio"), the rate of the annual management fee which Shareholders in the Investing Portfolio are charged in respect of that portion of the Investing Portfolio's assets invested in Receiving Portfolios (whether such fee is paid directly at Investing Portfolio level, indirectly at the level of the Receiving Portfolio or a combination of both) shall not exceed the rate of the maximum annual management fee which investors in the Investing Portfolio may be charged in respect of the balance of the Investing Portfolio's assets, such that there shall be no double charging of the annual management fee to the Investing Portfolio as a result of its investments in the Receiving Portfolios.

RESPONSIBLE INVESTMENT

Each Investment Manager may, in implementing the investment policy in respect of a Portfolio, seek to adopt responsible investment approaches that are appropriate for the individual investment strategies of the Portfolio. The Investment Manager may seek to incorporate extra-financial factors and sustainability themes into investment processes across all asset classes. Responsible investing focuses on the development, integration and application of non-financial considerations – environmental, social and governance (ESG) factors – in the investment decision-making process. This may lead the Investment Manager to exclude particular stocks, to apply ESG screening in respect of a potential portfolio of investments or to sell certain investments (taking due account of prevailing market conditions and the interests of the Shareholders). Such an responsible investment approach will be consistent with the investment objective, policy and investment strategy of the relevant Portfolio.

CHANGE IN INVESTMENT OBJECTIVES OR POLICIES

The Directors will only change the investment objective or implement a material change to the investment policies of a Portfolio with the approval of an Ordinary Resolution of the relevant Shareholders. In the event of a change of investment objective and/or a material change in the investment policy of a Portfolio, a reasonable notification period will be provided by the Directors to enable Shareholders to redeem their Shares prior to the implementation of such changes.

INVESTMENT POWERS AND RESTRICTIONS

The assets of each Portfolio will be invested in accordance with the investment restrictions contained in the UCITS Regulations and summarised below and such additional investment restrictions, if any, as may be adopted by the Directors for any Portfolio.

1 Permitted Investments

Investments of a UCITS are confined to:

1.1 Transferable securities and money market instruments which are either admitted to official listing on a stock exchange in a Member State or non-Member State or which are dealt on a market which is regulated, operates regularly, is recognised and open to the public in a Member State or non-Member State.

1.2 Recently issued transferable securities which will be admitted to official listing on a stock exchange or other market (as described above) within a year.

1.3 Money market instruments other than those dealt on a regulated market.

1.4 Units of UCITS.

1.5 Units of non-UCITS.

1.6 Deposits with credit institutions.

1.7 Financial derivative instruments.

2 Investment Restrictions

2.1 A UCITS may invest no more than 10% of net assets in transferable securities and money market instruments other than those referred to in paragraph 1.

2.2 A UCITS may invest no more than 10% of net assets in recently issued transferable securities which will be admitted to official listing on a stock exchange or other market (as described in paragraph 1.1) within a year. This restriction will not apply in relation to investment by the UCITS in certain US securities known as Rule 144A securities provided that:

- the securities are issued with an undertaking to register with the US Securities and Exchanges Commission within one year of issue; and
- the securities are not illiquid securities i.e. they may be realised by the UCITS within seven days at the price, or approximately at the price, at which they are valued by the UCITS.

2.3 A UCITS may invest no more than 10% of net assets in transferable securities or money market instruments issued by the same body provided that the total value of transferable securities and money market instruments held in the issuing bodies in each of which it invests more than 5% is less than 40%.

2.4 The limit of 10% (in 2.3) is raised to 25% in the case of bonds that are issued by a credit institution which has its registered office in a Member State and is subject by law to special public supervision designed to protect bond-holders. If a UCITS invests more than 5% of its net assets in these bonds issued by one issuer, the total value of these investments may not exceed 80% of the net asset value of the UCITS.

2.5 The limit of 10% (in 2.3) is raised to 35% if the transferable securities or money market instruments are issued or guaranteed by a Member State or its local authorities or by a non-Member State or public international body of which one or more Member States are members.

2.6 The transferable securities and money market instruments referred to in 2.4. and 2.5 shall not be taken into account for the purpose of applying the limit of 40% referred to in 2.3.

2.7 Cash booked in accounts and held as ancillary liquidity shall not exceed 20% of the net assets of the UCITS.

2.8 The risk exposure of a UCITS to a counterparty to an OTC derivative may not exceed 5% of net assets.

This limit is raised to 10% in the case of a credit institution authorised in the EEA; a credit institution authorised within a signatory state (other than an EEA Member State) to the Basle Capital Convergence Agreement of July 1988; or a credit institution authorised in Jersey, Guernsey, the Isle of Man, Australia or New Zealand

2.9 Notwithstanding paragraphs 2.3, 2.7 and 2.8 above, a combination of two or more of the following issued by, or made or undertaken with, the same body may not exceed 20% of net assets:

- investments in transferable securities or money market instruments;
- deposits, and/or
- counterparty risk exposures arising from OTC derivatives transactions.

2.10 The limits referred to in 2.3, 2.4, 2.5, 2.7, 2.8 and 2.9 above may not be combined, so that exposure to a single body shall not exceed 35% of net assets.

2.11 Group companies are regarded as a single issuer for the purposes of 2.3, 2.4, 2.5, 2.7, 2.8 and 2.9. However, a limit of 20% of net assets may be applied to investment in transferable securities and money market instruments within the same group.

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

The individual issuers must be listed in the prospectus and may be drawn from the following list:

OECD Governments, the Governments of Singapore, Brazil, China, India, Indonesia, Russia and South Africa (provided in each case that the relevant issues are investment grade), European Investment Bank, European Bank for Reconstruction and Development, International Finance Corporation, International Monetary Fund, Euratom, The Asian Development Bank, European Central Bank, Council of Europe, Eurofima, African Development Bank, International Bank for Reconstruction and Development (The World Bank), The Inter American Development Bank, European Union, Federal National Mortgage Association (Fannie Mae), Federal Home Loan Mortgage Corporation (Freddie Mac), Government National Mortgage Association (Ginnie Mae), Student Loan Marketing Association (Sallie Mae), Federal Home Loan Bank, Federal Farm Credit Bank, Tennessee Valley Authority and Straight A Funding LLC.

In the case of a UCITS which has invested 100% of its net assets in this manner, such UCITS must hold securities from at least 6 different issues, with securities from any one issue not exceeding 30% of net assets.

3 Investment in Collective Investment Schemes ("CIS")

3.1 Each Portfolio may acquire units in CIS provided that no more than 10% of a Portfolio's net assets be invested, in aggregate, in the units of CIS.

3.2 The CIS are prohibited from investing more than 10 per cent of net assets in other open-ended CIS.

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

3.4 Where a commission (including a rebated commission) is received by the UCITS manager/investment manager/investment adviser by virtue of an investment in the units of another CIS, this commission must be paid into the property of the UCITS.

4 Index Tracking UCITS

4.1 A UCITS may invest up to 20% of net assets in shares and/or debt securities issued by the same body where the investment policy of the UCITS is to replicate an index which satisfies the criteria set out in the UCITS Regulations and is recognised by the Central Bank

4.2 The limit in 4.1 may be raised to 35%, and applied to a single issuer, where this is justified by exceptional market conditions.

5 General Provisions

5.1 An investment company, or management company acting in connection with all of the CIS it manages, may not acquire any shares carrying voting rights which would enable it to exercise significant influence over the management of an issuing body.

5.2 A UCITS may acquire no more than:
(i) 10% of the non-voting shares of any single issuing body;
(ii) 10% of the debt securities of any single issuing body;
(iii) 25% of the units of any single CIS;
(iv) 10% of the money market instruments of any single issuing body.

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

5.3 5.1 and 5.2 shall not be applicable to:

(i) transferable securities and money market instruments issued or guaranteed by a Member State or its local authorities;

(ii) transferable securities and money market instruments issued or guaranteed by a non-Member State;

(iii) transferable securities and money market instruments issued by public international bodies of which one or more Member States are members;

(iv) shares held by a UCITS in the capital of a company incorporated in a non-member State which invests its assets mainly in the securities of issuing bodies having their registered offices in that State, where under the legislation of that State such a holding represents the only way in which the UCITS can invest in the securities of issuing bodies of that State. This waiver is applicable only if in its investment policies the company from the non-Member State complies with the limits laid down in 2.3 to 2.11, 3.1, 3.2, 5.1, 5.2, 5.4, 5.5 and 5.6, and provided that where these limits are exceeded, paragraphs 5.5 and 5.6 below are observed.

(v) Shares held by an investment company or investment companies in the capital of subsidiary companies carrying on only the business of management, advice or marketing in the country where the subsidiary is located, in regard to the repurchase of units at unit-holders' request exclusively on their behalf.

5.4 UCITS need not comply with the investment restrictions herein when exercising subscription rights attaching to transferable securities or money market instruments which form part of their assets.

5.5 The Central Bank may allow recently authorised UCITS to derogate from the provisions of 2.3 to 2.12, 3.1, 3.2, 4.1 and 4.2 for six months following the date of their authorisation, provided they observe the principle of risk spreading.

5.6 If the limits laid down herein are exceeded for reasons beyond the control of a UCITS, or as a result of the exercise of subscription rights, the UCITS must adopt as a priority objective for its sales transactions the remedying of that situation, taking due account of the interests of its unitholders.

5.7 Neither an investment company, nor a management company or a trustee acting on behalf of a unit trust or a management company of a common contractual fund, may carry out uncovered sales of:

- transferable securities;
- money market instruments;
- units of CIS; or
- financial derivative instruments.

5.8 A UCITS may hold ancillary liquid assets.

6 Financial Derivative Instruments ('FDIs')

6.1 The UCITS global exposure relating to FDI must not exceed its total net asset value.

6.2 Position exposure to the underlying assets of FDI, including embedded FDI in transferable securities or money market instruments, when combined where relevant with positions resulting from direct investments, may not exceed the investment limits set out in the Central Bank UCITS Regulations/Guidance. (This provision does not apply in the case of index based FDI provided the underlying index is one which meets with the criteria set out in the Central Bank UCITS Regulations.)

6.3 UCITS may invest in FDIs dealt in over-the-counter (OTC) provided that

- The counterparties to over-the-counter transactions (OTCs) are institutions subject to prudential supervision and belonging to categories approved by the Central Bank.

6.4 Investment in FDIs are subject to the conditions and limits laid down by the Central Bank.

The Directors may, with the Central Bank's approval, permit a Portfolio to derogate from the investment restrictions listed above for a period of up to six (6) months from the date of authorisation, provided that the Portfolio continues to observe the principle of risk spreading during such period.

Without limitation, the Directors, in accordance with the requirements of the Central Bank, may adopt additional investment restrictions to facilitate the distribution of Shares to the public in a particular jurisdiction. In addition, the investment restrictions set out above may be changed from time to time by the Directors in accordance with a change in the applicable law and regulations in any jurisdiction in which Shares are currently offered, provided that the assets of the Portfolio, at all times, will be invested in accordance with the restrictions on investments set out in the UCITS Regulations. In the event of any such addition to, or change in, the investment restrictions applicable to a Portfolio, a reasonable notification period will be provided by the Company to enable Shareholders to redeem their Shares prior to implementation of these changes. The Company will not amend such investment restrictions except in accordance with the requirements of the Central Bank and Euronext Dublin (for as long as the Shares are listed on Euronext Dublin).

The Company shall also comply with the restrictions of Euronext Dublin for so long as the Shares are listed on Euronext Dublin, provided that any such restrictions are in addition to and do not override any sections in the UCITS Regulations. None of the investment restrictions may be amended without the consent of the Central Bank and no material changes may be made without the agreement of the Shareholders by way of Ordinary Resolution.

EFFICIENT PORTFOLIO MANAGEMENT

The Manager may employ investment techniques and instruments for efficient portfolio management of the assets of any Portfolio including hedging against market movements, currency exchange or interest rate risks under the conditions and within the limits stipulated by the Central Bank under the UCITS Regulations and described below.

Techniques and instruments which are used for the purpose of efficient portfolio management, including FDIs which are not used for direct investment purposes, shall be understood as a reference to techniques and instruments which fulfil the following criteria:

(i) they are economically appropriate in that they are realised in a cost effective way;

(ii) they are entered into for one or more of the following specific aims:

- (a) reduction of risk;
- (b) reduction of cost;
- (c) generation of additional capital or income for a Portfolio with an appropriate level of risk taking into account the risk profile of the Portfolio as described in this Prospectus, the risk diversification rules set out in the UCITS Regulations;

(iii) their risks are adequately captured by the risk management procedures implemented by the Manager; and

(iv) they cannot result in a change to a Portfolio's declared investment objective or add substantial supplementary risks in comparison to the general risk policy as described in its sales documents.

While the use of such techniques and instruments will be in the best interests of the Company, individual techniques may result in increased counterparty risk and potential conflicts of interest. Details of the proposed efficient portfolio management techniques and policies adopted by the Manager in relation to their use by the Portfolios are set out below. Details of the relevant risks are set out in the "Certain Investment Risks" section of this Prospectus.

Any revenues from efficient portfolio management techniques and total return swaps not received directly by the Company, net of direct and indirect operational costs and fees (which do not include hidden revenue), will be returned to the relevant Portfolio. To the extent that the Company engages in securities lending in respect of a Portfolio it may appoint a securities lending agent which may receive a fee in relation to its securities lending activities. Any such securities lending agent shall be unrelated to the Manager, however, such securities lending agent may be an affiliate of the Depositary. Any operational costs arising from such securities lending activities shall be borne by the securities lending agent out of its fee.

The Company will ensure, at all times, that the terms of the techniques and instruments used, including any investment of cash collateral, will not impact on its ability to meet with its redemption obligations.

The annual report of the Company will contain details of (i) the counterparty exposure obtained through Portfolio Investment Techniques, (ii) counterparties to the Portfolio Investment Techniques, (iii) the type and amount of collateral received by the Portfolios to reduce counterparty exposure and (iv) revenues arising from Portfolio Investment Techniques for the reporting period, together with direct and indirect costs and fees incurred.

The techniques and instruments referred to may be utilised by the Investment Manager with the aim of reducing risk or cost for a Portfolio or for the generation of additional income or capital for the Portfolio with an appropriate level of risk. As a Portfolio may generally gain exposures by way of the techniques described below using only a fraction of the assets that would be needed to purchase the relevant securities directly, the remainder of the Portfolio's assets may be invested in other types of securities. The Investment Manager may therefore seek to achieve greater returns by utilising the techniques described below and investing a Portfolio's remaining assets in other types of securities to add excess return.

USE OF FINANCIAL DERIVATIVE INSTRUMENTS

The use of FDI (including without limitation, futures and options, exchange traded stock index contracts, exchange traded and non-exchange traded contracts for differences, total return swaps and credit default swaps, warrants, rights and convertible bonds) is permitted for efficient portfolio management purposes, subject to the general restrictions outlined under "Investment Restrictions" and in the "Investment Objectives and Policies" section above. Although the Company may be leveraged as a result of its use of FDI, the risk management process in respect of the Company aims to ensure that on any day the value-at-risk of the Portfolio will be no greater than the limits set out in the "Investment Objective and Policies" section. This process is described in detail in the statement of risk management procedures of the Company.

The Company may, for the purposes of efficient portfolio management, enter into put and call options, spot and forward contracts, financial futures, repurchase and reverse repurchase agreements and securities lending agreements.

A Portfolio may also from time to time make use of exchange traded stock index and other futures contracts for the purpose of efficient portfolio management to enable it to maintain the appropriate exposure to stock markets in accordance with the Investment Manager's recommended overall asset allocation. The use of exchange traded stock index and other futures contracts by the Company will be subject to the conditions and limits laid down by the Central Bank under the UCITS Regulations.

A Portfolio may also from time to time make use of non-exchange traded contracts for differences and total return swaps for the purpose of efficient portfolio management to enable it to reduce the cost of buying, selling and holding equity investments. A "contract for differences" is a contract intended to secure a profit or avoid a loss by reference to fluctuations in the value or price of property of any description or in an index or other factor designated for that purpose in the contract. Where a Portfolio undertakes a "total return swap" in respect of equities, financial indices, bonds or commodity indices, it will obtain a return which is based principally on the performance of the underlying assets of the swap plus or minus the financing charges agreed with the counterparty. Such swap arrangements involve the Portfolio taking on the same market risk as it would have if it held the underlying assets of the swap itself and the return sought is the same financial rewards as if the underlying assets of the swap itself and the return sought is the same financial rewards as if the Portfolio held the underlying security or index, plus or minus the financing costs that would have occurred had the transaction been fully funded from the outset.

The Company has filed an approved risk management process with the Central Bank in relation to the use of FDI by the Company. The Company will only use FDIs which are included in the risk management process approved by the Central Bank. The Prospectus and risk management process will be updated if new categories of FDI are contemplated in the future.

A Portfolio may from time to time make use of warrants, rights and convertible bonds with a view to more efficiently obtaining exposure to various investment instruments in accordance with the Portfolio's investment strategy. A "right" is a security which entitles the Portfolio to purchase new shares issued by the issuer at a predetermined price in proportion to the number of shares already held by the Portfolio. The use of "warrants" gives the Portfolio the right to subscribe to purchase securities in an issuer at a specific price within a specific timeframe. A "convertible bond" is a bond that can be converted into a predetermined amount of the issuer's equity at certain times during its life, usually at the discretion of the bondholder. A convertible bond would entitle the Portfolio to receive interest paid or accrued on debt or the dividend paid until the convertible security matures or is redeemed, converted or exchanged.

To the extent that a Portfolio uses FDI, there may be a risk that the volatility of that Portfolio's Net Asset Value may increase. However, none of the Portfolios are expected to have an above average risk profile as a result of use of FDI and, although a Portfolio may be leveraged as a result of its use of FDI, the risk management process in respect of the Company aims to ensure that on any day the value-at-risk of the Portfolio will be no greater than the limits set out in the section headed "Investment Objective and Policies". Investors should refer to the section entitled "Investment Risks" for information in relation to the risks associated with the use of FDI.

The Manager employs a risk management process in respect of the Company which enables it to accurately measure, monitor and manage the various risks associated with FDI. A statement of this risk management process has been submitted to the Central Bank. In the event of any Portfolio proposing to use any types of FDI additional to those described above for efficient portfolio management purposes, the Company will notify the Central Bank in advance and the risk management process shall be amended to reflect this intention.

WHEN ISSUED AND FORWARD COMMITMENT SECURITIES

A Portfolio may purchase securities on a "when-issued" basis and may purchase or sell securities on a "forward commitment" basis. The price, which is generally expressed in yield terms, is fixed at the time the commitment is made, but delivery and payment for the securities take place at a later date. When-issued securities and forward commitments may be sold prior to the settlement date, but a Portfolio will usually enter into when-issued and forward commitments only with the intention of actually receiving or delivering the securities or to avoid currency risk, as the case may be. No income accrues on securities which have been purchased pursuant to a forward commitment or on a when-issued basis prior to delivery of the securities. If the Portfolio disposes of the right to acquire a when-issued security prior to its acquisition or disposes of its right to deliver or receive against a forward commitment, the Portfolio may incur a gain or loss. The use of when-issued and forward commitment securities is subject to the investment restrictions and the restrictions on use of FDI.

USE OF REPURCHASE/REVERSE REPURCHASE AGREEMENTS AND SECURITIES LENDING

A Portfolio may enter into repurchase agreements under which it acquires securities from a seller (for example, a bank or securities dealer) who agrees, at the time of sale, to repurchase the security at a mutually agreed-upon date (usually not more than seven days from the date of purchase) and price, thereby determining the yield to the relevant Portfolio during the term of the repurchase agreement. The resale price reflects the purchase price plus an agreed upon market rate of interest which is unrelated to the coupon rate or maturity of the purchased security. A Portfolio may enter into reverse repurchase agreements under which it sells a security and agrees to repurchase it at a mutually agreed upon date and price. An investment by a Portfolio in repurchase and reverse repurchase agreements shall be subject to the conditions and limits set out in the UCITS Regulations.

Subject to the UCITS Regulations, a Portfolio may enter into repurchase agreements and reverse repurchase agreements ("repo contracts") only in accordance with normal market practice. Repo contracts and securities lending transactions do not constitute borrowing or lending for the purposes of the UCITS Regulations 103 and 111. A Portfolio may lend its securities to brokers, dealers and other financial institutions.

The following applies to repo contracts and securities lending arrangements entered into in respect of the Company and reflects the requirements of the Central Bank and is subject to changes thereto:

(a) The Manager must have the right to terminate any securities lending arrangement which it has entered into at any time or demand the return of any or all of the securities loaned.

(b) Repo contracts, securities borrowing or securities lending do not constitute borrowing or lending for the purposes of the UCITS Regulations.

(c) Where repurchase agreements are entered into on behalf of the Company in respect of a Portfolio, the Company must be able at any time to recall any securities subject to the repurchase agreement or to terminate the repurchase agreement into which it has entered. Fixed-term repurchase agreements that do not exceed seven days should be considered as arrangements on terms that allow the assets to be recalled at any time by the Company.

(d) Where reverse repurchase agreements are entered into on behalf of a Portfolio, the Company must be able at any time to recall the full amount of cash or to terminate the reverse repurchase agreement on either an accrued basis or a mark-to-market basis. When the cash is recallable at any time on a mark-to-market basis, the mark-to-market value of the reverse repurchase agreement should be used for the calculation of the Net Asset Value. Fixed-term reverse repurchase agreements that do not exceed seven days should be considered as arrangements on terms that allow the assets to be recalled at any time by the Company.

(e) Any interest or dividends paid on securities which are the subject of such securities lending arrangements shall accrue to the benefit of the relevant Portfolio.

Each Portfolio's exposure to securities financing transactions (total return swaps, repo contracts and securities lending arrangements) will be outlined in detail in the relevant Supplement.

To the extent that a Portfolio engages in total return swaps, repo contracts and securities lending arrangements, any permitted investments of a Portfolio may be subject to such transactions.

MANAGEMENT OF COLLATERAL

Collateral obtained under a repo contract or securities lending arrangement or in respect of OTC FDIs ("Collateral") must at all times meet with the following criteria:

(i) **Liquidity:** Collateral (other than cash) must be highly liquid and traded on a regulated market or multi-lateral trading facility with transparent pricing in order that it can be sold quickly at a robust price that is close to its pre-sale valuation. Collateral should comply with the provisions of Article 56 of the UCITS Directive;

(ii) **Valuation**: Collateral must be capable of being valued on a daily basis and assets that exhibit high price volatility shall not be accepted as Collateral unless suitably conservative haircuts are in place. Collateral may be marked to market daily by the counterparty using its procedures, subject to any agreed haircuts, reflecting market values and liquidity risk and may be subject to daily variation margin requirements;

(iii) **Issuer credit quality**: Collateral must be of high quality. In making such a determination, the Manager shall ensure that: (i) where the issuer is subject to a credit rating by an agency registered and supervised by the European Securities and Markets Authority ("ESMA") that rating shall be taken into account by the Manager in the credit assessment process; and (ii) where an issuer is downgraded below the two highest short-term credit ratings from the credit rating agency referred to in (i) this shall result in a new credit assessment being conducted of the issuer without delay;

(iv) **Correlation:** Collateral must be issued by an entity that is independent from the counterparty and is expected not to display a high correlation with the performance of the counterparty;

(v) **Diversification:**

(1) Subject to (2) below, collateral must be sufficiently diversified in terms of country, markets and issuers. Non-cash Collateral will be considered to be sufficiently diversified if the Portfolio receives from a counterparty a basket of Collateral with a maximum exposure to any one issuer of 20% of the Portfolio's net asset value. When the Portfolio is exposed to a variety of different counterparties, the various baskets of Collateral are aggregated to ensure exposure to a single issuer does not exceed 20% of net asset value.

(2) A Portfolio may be fully collateralised in different transferable securities and money market instrument issued or guaranteed by a Member State, one or more of its local authorities, a third country, or a public international body to which one or more Member States belong. Any such Portfolio should receive securities from at least six different issues, but securities from any single issue should not account for more than 30% of the Portfolio's Net Asset Value. A Portfolio is able to accept transferable

securities and money market instruments issued or guaranteed by any EU Member State, its local authorities, non-EU Member States or public international body of which one or more EU Member States are members as collateral accounting for more than 20% of that Portfolio's Net Asset Value.

(vi) **Immediately Available:** Collateral must be capable of being fully enforced by the Company at any time without reference to or approval from the counterparty.

All assets received in respect of a Portfolio in the context of efficient portfolio management techniques will be considered as Collateral for the purposes of the UCITS Regulations and will comply with the criteria above. Risks linked to the management of Collateral, including operational and legal risks, are identified and mitigated by risk management procedures employed by the Company.

Where there is a title transfer, the Collateral received will be held by the Depositary, or its agent. For other types of collateral arrangement the Collateral may be held by a third party depositary which is subject to prudential supervision and which is unrelated and unconnected to the provider of the Collateral.

Until the expiry of the repo contract or securities lending arrangement, collateral obtained under such contracts or arrangements: must be marked to market daily; and is intended to equal or exceed the value of the amount invested or securities loaned. In the case of any FDI, the value of such collateral shall comply with the required limits set out at 2.9 under the "Investment Powers and Restrictions" section of this Prospectus.

PERMITTED TYPES OF COLLATERAL

In accordance with the above criteria, it is proposed that a Portfolio will accept the following types of Collateral in respect of Portfolio Investment Techniques:

(i) cash;

(ii) government or other public securities;

(iii) certificates of deposit issued by an EU credit institution, a bank authorised in the remaining Member States of the European Economic Area (EEA) (Norway, Iceland, Liechtenstein), a bank authorised by a signatory state, other than an EU Member State or a Member State of EEA, to the Basle Capital Convergence Agreement of July 1988 (Switzerland, Canada, Japan, United States) or a credit institution authorised in Jersey, Guernsey, the Isle of Man, Australia or New Zealand ("Relevant Institutions");

(iv) bonds/commercial paper issued by Relevant Institutions or by non-bank issuers where the issue or the issuer are rated A1 or equivalent;

(v) letters of credit with a residual maturity of three months or less, which are unconditional and irrevocable and which are issued by Relevant Institutions; or

(vi) equity securities traded on a stock exchange in the EEA, United Kingdom, Switzerland, Canada, Japan, the United States, Jersey, Guernsey, the Isle of Man, Australia or New Zealand.

ACCEPTABLE COUNTERPARTIES

A Portfolio may only enter into OTC FDI, repo contracts and securities lending arrangements with counterparties in accordance with the requirements of the Central Bank UCITS Regulations where a credit assessment has been undertaken. Such counterparties will be entities with legal personality typically located in OECD jurisdictions. Where the counterparty is subject to a credit rating by any agency registered and supervised by ESMA, that rating shall be taken into account in the credit assessment. Where a counterparty is downgraded to A2 or below (or comparable rating) by such a credit rating agency, a new credit assessment in respect of the counterparty will be undertaken without delay.

REINVESTMENT OF COLLATERAL

Cash received as Collateral may not be invested or used other than as set out below:

(i) placed on deposit with, or invested in certificates of deposit (which mature in no more than 12 months) issued by, Relevant Institutions;

(ii) invested in high quality government bonds;

(iii) used for the purpose of reverse repurchase agreements provided that the transactions are with credit institutions subject to prudential supervision and the Portfolio is able to recall at any time the full amount of cash on an accrued basis; or

(iv) invested in short term money market funds as defined in the ESMA Guidelines on a Common Definition of European Money Market Funds.

Re-invested cash Collateral must be diversified in accordance with the diversification requirements applicable to non-cash Collateral. The Company must be satisfied, at all times, that any investment of cash Collateral will enable it to meet with its repayment obligations. Invested cash Collateral may not be placed on deposit with, or invested in securities issued by, the counterparty or a related entity.

Non-cash Collateral cannot be sold, pledged or re-invested.

STRESS TESTING POLICY

In the event that a Portfolio receives Collateral for at least 30% of its net assets, it will implement a stress testing policy to ensure that regular stress tests are carried out under normal and exceptional liquidity conditions in order to allow it to assess the liquidity risk attached to Collateral.

HAIRCUT POLICY

The Manager has implemented a haircut policy in respect of each class of assets received as Collateral. This policy takes account of the characteristics of the relevant asset class, including the credit standing of the issuer of the Collateral, the price volatility of the Collateral and the results of any stress tests which may be performed in accordance with the stress testing policy. The value of the Collateral, adjusted in light of the haircut policy, shall equal or exceed, in value, at all times, the relevant counterparty exposure. The Manager shall ensure that each decision to apply or refrain from applying a haircut is documented.

EXPOSURE

The risk exposures to a counterparty arising from OTC FDI transactions and efficient portfolio management techniques should be combined when calculating the counterparty risk limits set out in the section of the Prospectus entitled Investment Restrictions.

There are certain risks involved in efficient portfolio management activities and the management of collateral in relation to such activities, including the reinvestment of cash collateral. Please refer to the section of this Prospectus entitled “Certain Investment Risks” and “General – Conflicts of Interest” and, in particular but without limitation, the risk factors relating to “Repurchase and Reverse Repurchase Agreements” , “Futures and Options Contracts and Hedging Strategies” and “Counterparty Risk Generally”. These risks may expose investors to an increased risk of loss.

The use of efficient portfolio management techniques may impact positively or negatively on the performance of a Portfolio.

CURRENCY TRANSACTIONS

The Base Currency of each Portfolio is set out in the relevant Supplement.

Each Portfolio may issue Share Classes denominated in a currency other than the Base Currency and details in respect of the currency of individual Share Classes are set out on the Website.

Portfolio Hedging

Each Portfolio is permitted to invest in securities denominated in a currency other than the Base Currency of the Portfolio and the Investment Manager may seek to hedge its investments against currency fluctuations which are adverse to the Base Currency of the relevant Portfolio by entering into hedging arrangements.

Subject to the restrictions imposed on the use of FDI described above and by the UCITS Regulations, each Portfolio may enter into various currency transactions, ie, forward foreign currency contracts, currency swaps, foreign exchange options or foreign currency exchange to protect against uncertainty in future exchange rates or to alter the exposure characteristics of transferable securities held by the Portfolio. Forward foreign currency contracts are agreements to exchange one currency for another – for example, to exchange a certain amount of GBP for a certain amount of EUR – at a future date. The date (which may be any agreed-upon fixed number of days in the future), the amount of currency to be exchanged and the price at which the exchange will take place are negotiated and fixed for the term of the contract at the time that the contract is entered into. Under the UCITS Regulations, uncovered positions in currency derivatives are not permitted however the Company may enter into currency derivative instruments for investment and efficient portfolio management purposes which are covered by liquid financial instruments.

Any such currency transactions must be used in accordance with the investment objective and policies of the Portfolio.

A Portfolio may “cross-hedge” one foreign currency exposure by selling a related foreign currency into the Base Currency of that Portfolio. Also, in emerging or developing markets, local currencies are often expressed as a basket of major market currencies such as USD, EUR or JPY. A Portfolio may hedge out the exposure to currencies other than its Base Currency in the basket by selling a weighted average of those currencies forward into the Base Currency.

Share Class Hedging

A Class of Shares may be designated in a currency other than the Base Currency of the relevant Portfolio. In such circumstances adverse exchange rate fluctuations between the Base Currency of a Portfolio and the relevant Class currency may result in a decrease in return and/or a loss of capital for Shareholders. The Investment Manager may try to mitigate this risk by using any of the efficient portfolio management techniques and instruments, (including currency options and forward currency exchange contracts) set out herein, within the conditions and limits imposed by the Central Bank, to hedge the foreign currency exposure of such Classes into the Base Currency of the relevant Portfolio.

In accordance with the Naming Convention, the Investment Manager will seek to hedge the foreign currency exposure of all Share Classes which have a “H” appearing in the name.

In the case of Hedged Share Classes it may not always be possible to fully or accurately hedge all currency exposure back into the Base Currency of the relevant Portfolio and there is no guarantee that the exposure of the currency in which the Shares are denominated can be fully hedged against the Base Currency of the relevant Portfolio. While it is not the intention of the Investment Manager, over-hedged or under-hedged positions may arise due to factors outside the control of the Investment Manager. However, in no case will over-hedged positions be permitted to exceed 105% of the Net Asset Value of the particular Share Class and shall not fall short of 95% of the portion of the Net Asset Value of the relevant Share Class which is to be hedged against currency risk. The Investment Manager will monitor hedging and such monitoring will incorporate a procedure to ensure positions materially in excess of 100% will not be carried forward from month to month.

BRL Hedged Share Classes are intended for Brazilian feeder funds only and aim to provide currency exposure to BRL by converting the Net Asset Value of the BRL Hedged Share Class into BRL using non-deliverable forward currency exchange contracts. The BRL Hedged Share Classes will generally be denominated in the Base Currency of the relevant Portfolio, and the Net Asset Value per Share will be calculated in such Base Currency. The performance of the BRL Hedged Share Classes is expected to fluctuate in line with the fluctuation of the exchange rate between BRL and the relevant Base Currency, therefore, the performance of such BRL Hedged Share Class may differ significantly from the performance of the other Share Classes of the relevant Portfolio. Profit or loss and costs and expenses resulting from this BRL Hedged Share Class hedging strategy will be reflected in the Net Asset Value of the relevant BRL Hedged Share Class.

Investors should be aware that, while foreign exchange hedging will protect Shareholders against a decline in the Base Currency against their Class currency, this strategy may substantially limit Shareholders of the relevant hedged Class from benefiting if the Class currency falls against the Base Currency of the relevant Portfolio, and/or the currency/currencies in which the assets of the relevant Portfolio are denominated. In such circumstances, Shareholders of the hedged Class may be exposed to fluctuations in the Net Asset Value per Shares reflecting the gains/loss on and the costs of the relevant financial instruments.

As foreign exchange hedging will be utilised for the benefit of a particular Share Class, its cost and related liabilities and/or benefits shall be for the account of that Share Class only. Accordingly, such costs and related liabilities and/or benefits will be reflected in the Net Asset Value per Share for Shares of any such Class. Transactions will be clearly attributable to the relevant Class and currency exposures of different currency Classes may not be combined or offset and currency exposure of the Portfolio's investments may not be allocated to separate Share Classes.

Where there is more than one hedged Class in a Portfolio denominated in the same currency (which is a currency other than the Base Currency of the relevant Portfolio) and it is intended to hedge the foreign currency exposure of such Classes into the Base Currency of the relevant Portfolio the Investment Manager may aggregate the foreign exchange transactions entered into on behalf of such hedged Classes and apportion the gains/loss on and the costs of the relevant financial instruments pro rata to each such hedged Class in the relevant Portfolio.

Currency Exposure Share Classes

The Portfolios may offer currency exposure Share Classes ('Currency Exposure Share Classes'). In the case of Currency Exposure Share Classes, the Investment Manager will seek to provide investors with the currency risk associated with the underlying investments of the Portfolio, or of an appropriate benchmark. This currency risk will not be hedged.

For example, if the relevant Portfolio or benchmark is invested 50% in securities denominated in the Base Currency of the sub-fund (e.g. EUR) and 50% in securities denominated in JPY, then the Investment Manager will seek to provide the currency exposure associated with the JPY denominated securities. Shareholders will be exposed to rises or falls in the value of JPY against EUR. Currency Exposure Share Classes may therefore generate greater or lesser risk, depending on the Base Currency of the Share Class and the currencies of the underlying investments of the relevant Portfolio or benchmark.

In accordance with the Naming Convention, the Investment Manager will seek to offer currency exposure for all Share Classes which have a "C" appearing in the name.

Currency Exposure Share Classes may have a significant exposure to the Base Currency of the Portfolio (if the relevant Portfolio's underlying assets are denominated in the Base Currency of the Portfolio) or may have little or no exposure to the Base Currency of the Portfolio (if the relevant Portfolio's underlying assets are denominated in a different currency). It should be noted that the currency exposure of the Currency Exposure Share Classes will vary over time and that currency gains and losses and corresponding returns may be more volatile than the non-Currency Exposure Share Classes in the same Portfolio.

Accordingly, Shareholders must bear in mind that investing via Currency Exposure Share Classes will impact their investment if the Currency Exposure Share Class currency rises or falls against the currency in which some or all of the investments of the relevant Portfolios are denominated. The impact of currency movement could result in a Currency Exposure Share Class materially underperforming the non-Currency Exposure Share Classes and Currency Exposure Share Classes in different currencies in the same Portfolio.

Underlying Hedged Share Classes

The Portfolios may offer Share Classes which seek to hedge the underlying currencies of a Portfolio against the relevant Share Class currency. However, these Share Classes will be limited to Portfolios where the underlying currency exposure of the investments in the Portfolio is not hedged back to the Base Currency of the Portfolio.

In such circumstances, adverse exchange rate fluctuations between the underlying currencies of a Portfolio against the Share Class currency of that Portfolio may result in a decrease in return and/or a loss of capital for Shareholders. The Investment Manager may try to mitigate this risk by using any of the efficient portfolio management techniques and instruments, (including currency options and forward currency exchange contracts) set out herein, within the conditions and limits imposed by the Central Bank, to hedge the foreign currency exposure of the underlying currencies of a Portfolio into the Share Class currency of the relevant Portfolio.

In accordance with the Naming Convention, the Investment Manager will seek to hedge the foreign currency exposure of the underlying currency of a Portfolio for all Share Classes which have a “UH” appearing in the name.

CERTAIN INVESTMENT RISKS

Investment in the Company carries with it a degree of risk including, but not limited to, the risks referred to below. The investment risks described below are not purported to be exhaustive and potential investors should review this Prospectus in its entirety, and consult with their professional advisers, before making an application for Shares. Certain of the risks outlined below may be of more relevance to some Portfolios than others. Different risk considerations may apply to each Portfolio, and there can be no assurance that any Portfolio will achieve its investment objective. The Net Asset Value of Shares, and the income therefrom, may go down as well as up and investors may not get back the amount invested or any return on their investment.

Where there are different sales and redemption charges applying to Shares in any Portfolio, the difference at any one time between the sale and repurchase price of such Shares, taking into account such charging differentials, means that an investment in such a Portfolio should be viewed by an investor as a medium to long term investment.

There are certain investment risks which apply in relation to techniques and instruments which the Investment Manager may employ for efficient portfolio management purposes including, but not limited to, those described below. To the extent that the Investment Manager's expectations in employing such techniques and instruments are incorrect a Portfolio may suffer a substantial loss having an adverse effect on the Net Asset Value of the Shares.

The Company will, on request, provide supplementary information to Shareholders in a given Portfolio relating to any risk management methods to be employed by such Portfolio, including the quantitative limits that are applied, and any recent developments in the risk and yield characteristics of the main categories of investments.

Whilst some of the risks outlined below will be more relevant to certain Portfolios, investors should ensure that they understand all the risks discussed in the Prospectus and the relevant Supplement, insofar as they relate to the Portfolio in which they wish to invest.

The following risk considerations detail particular risks associated with an investment in the Company, which investors are encouraged to discuss with their professional advisers. It does not purport to be a comprehensive summary of all of the risks associated with an investment in the Company.

General Risks

Speculative Investment

There can be no assurance that a Portfolio will achieve its investment objective. An investment in the Shares is not guaranteed or subject to principal or capital protection and investors could lose some or all of their investment. Both an investment in a Portfolio and the investments which the Portfolios propose to make are speculative. Furthermore, the Portfolios' investments may be subject to sudden, unexpected and substantial price movements (which may be influenced by factors such as changes in interest rates, currency exchange rate and economic and political events which are beyond the control of, and not predictable by, the Investment Manager). Unexpected and substantial price movements may lead to substantial fluctuations in the Net Asset Value per Share within a short period of time. Accordingly, an investment in the Shares should be made only by those persons who could afford to sustain a loss in such an investment. Regardless of the fact that the Investment Manager intends to manage a Portfolio diligently in pursuit of a Portfolio's investment objective, no guarantee or representation can be made that a Portfolio's investment objective and strategy will be successful, that the various investment strategies and trading strategies utilised will have low correlation with each other or that a Portfolio's returns will exhibit low correlation with an investor's traditional investment portfolio. The Portfolios may utilise a variety of investment techniques, each of which can involve substantial volatility and can, in certain circumstances, substantially increase the adverse impact to which a Portfolio's investment portfolio may be subject.

Operating and Performance History

There can be no assurance that information on the Investment Manager or the investment strategies set out in the Prospectus and/or the respective Supplements, in the key investor information documents or elsewhere, including information on past performance, will be indicative of how the Shares will perform (either in terms of profitability or low correlation with other investments) in the future. The past performance of the Manager and the Investment Manager may not be construed as an indication of the future results of an investment in the Company. There can be no assurance that the Company will achieve its investment objective.

Dependence on the Investment Manager

The success of a Portfolio is significantly dependent upon the ability of the Investment Manager to develop and implement effectively the Portfolio's investment objectives. Except as otherwise discussed in the Prospectus and the relevant Supplement, investors will be relying entirely on the Investment Manager to conduct and manage the affairs of a Portfolio. Subjective decisions made by the Investment Manager may cause a Portfolio to incur losses or to miss profit opportunities on which it could otherwise have capitalised.

The performance of the Investment Manager is largely dependent on the talents and efforts of the personnel of the Investment Manager. The success of a Portfolio depends on Investment Manager's ability to identify and willingness to provide acceptable compensation to attract, retain and motivate talented investment professionals and other personnel. There can be no assurance that Investment Manager's investment professionals will continue to be associated with the Investment Manager throughout the life of one or more of the Portfolios and there is no guarantee that the talents of the Investment Manager's investment professionals could be replaced. The failure to attract or retain such investment professionals could have a material adverse effect on the Portfolios.

In addition, certain events, such as pandemics, epidemics or outbreaks of diseases may result in the closure of the Investment Manager's or other businesses in the context of quarantines imposed by Governments. While the Company, the Manager and the Investment Manager have robust remote working and business continuity procedures in place, such events could impact the ability of the Investment Manager and their service providers to operate and implement the Portfolios' investment strategies and objectives which can ultimately have an adverse impact on the Portfolios. In addition, the Investment Manager's personnel may be directly affected by such events particularly in case of outbreak of disease where they can be impacted by the spread, both through direct exposure and exposure to family members. The spread of a disease among the Investment Manager's personnel could significantly affect its ability to properly oversee the portfolio of a Portfolio, resulting in the possibility of temporary or permanent suspension of a Portfolio or the Company's investment activities or operation.

Operational Risk

The Company depends on the Investment Manager and its affiliates to develop appropriate systems and procedures to control operational risk. These systems and procedures may not account for every actual or potential disruption of the Company's operations. The Company's business is dynamic and complex. As a result, certain operational risks are intrinsic to the Company's operations, especially given the volume, diversity and complexity of transactions that the Company is expected to enter into daily. The Company's business is highly dependent on the ability of the Investment Manager and its affiliates to process, on a daily basis, transactions across numerous and diverse markets. Consequently, the Company relies heavily on the Investment Manager's financial, accounting and other data processing systems. The ability of such systems to accommodate an increasing volume, diversity and complexity of transactions could also constrain the ability of the Company to properly manage its portfolio. Systemic failures in the systems employed by the Investment Manager, the Depositary, the Administrator, and/or counterparties, exchanges and similar clearance and settlement facilities and other parties could result in mistakes made in the confirmation or settlement of transactions, or in transactions not being properly booked, evaluated or accounted for. These and other similar disruptions in operations may cause a Portfolio to suffer, among other things, financial loss, the disruption of its businesses, liability to third parties, regulatory intervention or reputational damage.

Trading and Settlement system risks

Each Portfolio depends on the Investment Manager and its other service providers to develop and implement adequate systems for processing of each Portfolio's trading and settlement activities.

Further, the Investment Manager relies on systems and technology (and may rely on new systems and technology in the future) for various purposes including, without limitation, to trade, clear and settle transactions, to evaluate certain financial instruments, to monitor its portfolio and net capital, and to generate risk management and other reports that are critical to oversight of a Portfolio's activities. Certain of the Investment Manager's operations processes will be dependent upon systems operated by third parties, including but not limited to executing brokers, prime brokers, the administrator of the market counterparties and their sub-custodians as well as other service providers. These third-party programmes, systems and/or technology may be subject to certain limitations, including, but not limited to, those caused by computer "worms", viruses, power failures and/or other technology-related impairments. The Investment Manager's operations are highly dependent on each of these systems and technology and the successful operation of such systems and technology is often out of the Investment Manager's control. The failure of one or more systems and technology or the inability of such systems to satisfy the Investment Manager's current and evolving requirements could have a material adverse effect on the Portfolio. For example, systems failures could cause settlement of trades to fail, lead to inaccurate accounting, recording or processing of trades, and cause inaccurate reports, all or any of which may affect the ability of the Investment Manager to monitor and/or manage the investment portfolio and risks.

Non-execution of Orders

Orders may not be executed in a timely and efficient manner due to various circumstances, including, without limitation, trading volume surges or systems failures attributable to the Investment Manager, the Investment Manager's counterparties, brokers, dealers, agents or other service providers. In such event, the Investment Manager might only be able to acquire or dispose of some, but not all, of the components of such position, or if the overall position were to need adjustment, the Investment Manager might not be able to make such adjustment. As a result, the Portfolios would not be able to achieve the market position selected by the Investment Manager, which may result in a loss.

Trade error risk

The complex execution modalities operated by the Investment Manager and the speed and volume of trading invariably result in occasional trades being executed which, with the benefit of hindsight, were not required or intended by the execution strategy or occasional trades not being executed when they should have been. To the extent a trade error is caused by a counterparty, such as a broker, the Investment Manager generally, to the extent reasonable and practical, attempts to recover any loss associated with such trade error from such counterparty. To the extent a trade error is caused by the Investment Manager, a formalised process is in place for the documentation and resolution of such trade errors. Given the volume, diversity and complexity of transactions executed by the Investment Manager on behalf of each Portfolio, investors should assume that trade errors will occur on occasion. If such trade errors result in gains to the Portfolio(s), such gains will be retained by the Portfolio(s). However, if a trade error results in losses, they will be borne by the Investment Manager in accordance with its internal policies unless otherwise determined by the Directors.

Breaches in Information Technology Security

The Investment Manager and the Administrator maintain global information technology systems, consisting of infrastructure, applications and communications networks to support the Company's as well as its own business activities. These systems could be subject to security breaches such as 'cyber-crime' resulting in theft, a disruption in the ability to close out positions and the disclosure or corruption of sensitive and confidential information. Security breaches may also result in misappropriation of assets and could create significant financial and/or legal exposure for the

Company. The Investment Manager and Administrator seek to mitigate attacks on their own systems but will not be able to control directly the risks to third-party systems to which it may connect. Any breach in security of the Investment Manager's or Administrator's systems could have a material adverse effect on the Investment Manager or the Administrator and may cause the Company to suffer, among other things, financial loss, the disruption of its business, liability to third parties, regulatory intervention or reputational damage.

Cash Management

The Company may enter into arrangements by which cash not required by a Portfolio for trading purposes will be managed by the Investment Manager. Such arrangements may include the entry by a Portfolio into repurchase or reverse repurchase transactions and other cash management arrangements, including holding cash in bank accounts or secured or unsecured deposits, or investing such cash in corporate or government bonds, or such other instruments as deemed appropriate by the Investment Manager.

A repurchase transaction involves the sale of securities by a seller to a buyer for a purchase price, and an agreement for the seller to repurchase such securities on a mutually agreed future date for the same purchase price, plus interest at a negotiated rate. From the perspective of the buyer, the transaction is referred to as a reverse repurchase transaction, and involves buying securities against payment of a cash price, with the buyer agreeing to resell the securities at a future date, and the original seller agreeing to repurchase such securities at the same price, plus interest at a negotiated rate. Such transactions are economically equivalent to a cash loan collateralised by the securities.

The use of repurchase and reverse repurchase agreements by a Portfolio involves certain risks. For example, if the seller of securities to a Portfolio under a reverse repurchase transaction defaults on its obligation to repurchase the underlying securities, as a result of its bankruptcy or otherwise, the Portfolio will seek to dispose of such securities, which could involve costs or delays. The Portfolio may suffer a loss to the extent that the proceeds from the disposal of the underlying securities are less than the repurchase price due from the defaulting seller.

Borrowing for operations

The Portfolios may borrow money on a temporary basis for cash management purposes and to meet redemptions that would otherwise result in the premature liquidation of its investments. The use of short-term borrowing creates several additional risks for a Portfolio. If a Portfolio is unable to service the debt, a secured lender could liquidate the Portfolio's position in some or all of the financial instruments that have been pledged as collateral and cause the Portfolio to incur significant losses. The occurrence of other material defaults and other financing agreements, may trigger cross-defaults under the Company's agreements with other brokers, lenders, clearing firms or other counterparties, multiplying the materially adverse impact to the relevant Portfolio. The amount of debt which the Portfolios may have outstanding at any time may be large in relation to their assets. Consequently, the level of interest rates generally, and the rates at which the Portfolios can borrow particularly will affect the operating results of the Portfolios.

Performance Fees

The performance fees payable in respect of any Portfolio and described under the "*Fees and Expenses*" section of the Prospectus are based on the Net Asset Value per Share of a Class within the relevant Portfolio which includes net realised and net unrealised gains and losses as at each Calculation Date. Accordingly, a performance fee could be paid on unrealised gains which may never be realised. The performance fee attributable to the Shares is subject to additional risks as set forth in this Prospectus under the heading "*Fees and Expenses –Performance Fees*".

In the case of any Portfolio which charges a performance fee, investors should note that there will be no equalisation methods used for the purpose of determining the performance fee payable. There is a risk that a Shareholder redeeming Shares may still incur a performance fee in respect of the Shares, even though a loss in investment capital has been suffered by the redeeming Shareholder.

Performance fees may create an incentive for the Investment Manager to make investments which are riskier than would be the case in the absence of a fee based on performance.

Contingent Deferred Sales Charge

A contingent deferred sale charge ("**CDSC**") may be payable in respect of certain Share Classes where Shares are redeemed within a specified period as set out in this Prospectus. In such circumstances, Shareholders should note that in determining whether a CDSC is to be applied to Shares being redeemed, in the case of partial redemptions, the Company will adopt a first-in first-out approach such that the Shares redeemed will be those which were first subscribed for. This approach will be adopted unless the Shareholder has stipulated in the Redemption Request Form relating to the particular redemption which Shares they wish to redeem. In addition, Shares acquired through the reinvestment of distributions will not be subject to a CDSC and, in the case of a partial redemption of Shares of a Class which may be subject to a CDSC, any Shares acquired by reinvestment of distributions will be redeemed last.

A CDSC may also be applied in respect of conversions and transfers in certain circumstances.

Further detail in respect of the CDSC is detailed in sub-section of the Prospectus headed "*Redemption, Conversion and Transfer of Shares – CDSC*".

Effect of Dilution Levy

Where a dilution levy is imposed, an investor who realises his Shares after a short period may not (even with a rise in the value of the relevant investments) realise the amount originally invested. The Shares therefore should be viewed as medium to long-term investments.

Effect of Substantial Redemptions

Where Shareholders redeem their Shares in amounts which exceed the amount of cash or other liquid assets immediately available to fund such redemptions, a Portfolio may be required to liquidate additional assets to fund the redemption costs incurred. Several factors make substantial redemptions a risk factor for Shareholders. A Portfolio pursues a variety of investment strategies that take time to develop and implement. A Portfolio may not be able to readily dispose of such securities and, in some cases, may be prohibited by contractual or regulatory restrictions from disposing of such securities for a period of time. Substantial redemptions could be triggered by a number of events, including, for example, investment performance, changes in prevailing interest rates and financial market performance, transfer of investments to other funds with different fee rate arrangement, significant change in personnel or management of the Investment Manager, removal or replacement of the Investment Manager as the investment manager of a Portfolio , investor reaction to redemptions from other accounts managed by the Investment Manager or its affiliates ("Other Accounts"), legal or regulatory issues that investors perceive to have a bearing on a Portfolio or the Investment Manager, or other factors. Actions taken to meet substantial redemption requests from a Portfolio (as well as similar actions taken simultaneously in Other Accounts) could result in prices of securities held by a Portfolio decreasing and in Company expenses increasing (e.g., transaction costs and the costs of terminating agreements). A Portfolio may be forced to sell its more liquid positions which may cause an imbalance in the portfolio that could adversely affect the remaining Shareholders. Substantial redemptions could also significantly restrict a Portfolio's ability to operate or manage its investment positions within its portfolio, including without limitation, obtain financing or derivatives counterparties needed for its investment and trading strategies, which would have a further material adverse effect on a Portfolio's performance.

Use of estimates for subscriptions and redemptions

The Net Asset Value of the Shares may be based in part on estimated valuations which may prove to be inaccurate or valuations which contain significant discretionary factors. Where subscription and/or redemption prices are based on estimated Net Asset Values, it should be noted that such prices may not be revised if such estimates prove to be inaccurate. In the case that any subscriptions or redemptions are effected at prices based wholly or partly on estimates then, to the extent that these estimates are too high, net new subscriptions at this price will provide a benefit to continuing investors, to the detriment of applicants, and net new redemptions will cause continuing investors to suffer a dilution in the value of their shares, to the benefit of redeemers. If these estimates are too low, net new subscriptions at this price will cause continuing investors to suffer a dilution in the value of their shares, to the benefit of applicants and net new redemptions will provide a benefit to continuing investors, to the detriment of redeemers.

Contingent Liabilities

Under certain circumstances, a Portfolio may establish reserves and holdbacks for estimated accrued expenses, liabilities and contingencies which could reduce the amount of a distribution upon redemption.

Fraud

Of paramount concern for any investment is the possibility of material misrepresentation or omission on the part of a counterparty. Such inaccuracy or incompleteness may adversely affect the valuation of the collateral underlying an investment. The Investment Manager will rely upon the accuracy and completeness of representations made by counterparties to the extent reasonable, but cannot guarantee such accuracy or completeness. Under certain circumstances, payments to the Company may be reclaimed if any such payment or distribution is later determined to have been a fraudulent conveyance or a preferential payment.

Misconduct of Personnel of the Investment Manager and of Third Party Service Providers and Reliance on Third Party Service Providers

The Company relies on a substantial number of personnel of the Investment Manager and its affiliates, counterparties and other service providers. Accordingly, risks associated with errors by such personnel are inherent in the business and operations of the Company. Misconduct by such personnel could cause significant losses to the Company and may include binding the Company to transactions that are not properly authorized, that present unacceptable risks or that conceal unsuccessful trading activities (which may result in unknown and unmanaged risks or losses). Losses could also result from misconduct by such personnel, including, for example, failing to recognize trades and misappropriating assets. In addition, such personnel may improperly use or disclose confidential information. Any misconduct by such personnel could result in litigation or serious financial harm to the Company, including limiting the Company's business prospects or future marketing activities. Although the Investment Manager has adopted measures to prevent and detect misconduct of its personnel and transact with reliable counterparties and third party service providers, such measures may not be effective in all cases.

The Company has no employees and the Directors have been appointed on a non-executive basis. The Company is therefore reliant upon the performance of third party service providers for their executive functions. In particular the Manager, the Investment Manager and the Administrator will be performing services which are integral to the operation of the Company. Failure by any service provider to carry out its obligations to the Company in accordance with the terms of its appointment, including in circumstances where the service provider has breached the terms of its contract, could have a materially detrimental impact upon the operations of the Company.

Lack of Negotiation

The Investment Manager, the Distributor and the Manager have a common ownership structure and therefore the agreements between those parties have not been negotiated in the way in which agreements between arm's length parties may have been negotiated.

Cash Collection Accounts

Subscriptions monies received in respect of a Portfolio in advance of the issue of Shares will be held in the Cash Collection Account in the name of the Portfolio and will be an asset of the relevant Portfolio. Investors will be unsecured creditors of such Portfolio with respect to the amount subscribed until such Shares are issued, and will not benefit from any appreciation in the NAV of the Portfolio or any other shareholder rights (including distribution entitlement) until such time as Shares are issued.

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

Payment by the Portfolio of redemption proceeds and distributions is subject to receipt by the Administrator of original subscription documents and compliance with all anti-money laundering procedures. Notwithstanding this, redeeming Shareholders will cease to be Shareholders, with regard to the redeemed Shares, from the relevant redemption date. Redeeming Shareholders and Shareholders entitled to distributions will, from the redemption or distribution date, as appropriate, be unsecured creditors of the Portfolio, and will not benefit from any appreciation in the NAV of the Portfolio or any other Shareholder rights (including further distribution entitlement), with respect to the redemption or distribution amount. In the event of an insolvency of the Portfolio during this period, there is no guarantee that the Portfolio will have sufficient funds to pay unsecured creditors in full. Redeeming Shareholders and Shareholders entitled to distributions should therefore ensure that any outstanding documentation and information is provided to the Administrator promptly. Failure to do so is at such Shareholder's own risk.

Valuation methodologies may be subject to significant subjectivity

In certain circumstances, including extreme market conditions, where the Directors determine that it is appropriate to adjust the valuation of any investment in accordance with the valuation provisions set out in "*Determination and Publication and Temporary Suspension of Net Asset Value*" below and/or circumstances where a Portfolio invests in recently issued transferable securities which will be admitted to official listing on a stock exchange or other market within one year (as contemplated by investment restriction 2.2 in the "Investment Powers and Restrictions" section hereof), the Administrator may rely on methodologies for calculating the value of assets in which the Portfolios invest that third parties supply. Such methodologies are advisory only but are not verified in advance by any third party, and the nature of some of the Portfolios' investments is such that the methodologies may be subject to significant subjectivity and little verification or other due diligence and may not comply with generally accepted accounting practices or other valuation principles. Any allegation or finding that such methodologies are or have become, in whole or in part, incorrect or misleading could have an adverse effect on the valuation of the relevant Portfolios.

Lack of Secondary Market

There is not expected to be a secondary market for Shares and accordingly, it is not anticipated that Shareholders will be able to dispose of their Shares in the Portfolios in this way. Shareholders will have the redemption rights set out in the "*Redemption, Conversion and Transfer of Shares – Redemption of Shares*" section of the Prospectus and the "*Redemption of Shares*" section of the relevant Supplement.

Risks relating to investments

Current Market Conditions and Governmental Actions

The fixed income, equity, commodity and currency markets of the world have been marked by extreme uncertainty and volatility in recent years. Beginning in the fourth quarter of 2008, world financial markets experienced extraordinary market conditions, including, among other things, extreme losses and volatility in securities markets and the failure of credit markets to function. These events have largely been attributed to the combination of a real estate bubble and the securitization and deregulation of real estate mortgages in a way that made the risks of mortgage-backed securities difficult to assess. In reaction to these events, regulators in the U.K. and several other countries undertook unprecedented regulatory actions. Today, such regulators continue to consider and implement additional measures to stabilize and encourage growth in global financial markets. Nevertheless, it is uncertain whether the regulatory actions taken by regulators or any other regulatory actions will be able to prevent further losses and volatility in securities markets, or stimulate the credit markets.

Environmental and public health risks, such as natural disasters, pandemics, epidemics, outbreaks of disease or widespread fear that such events may occur, may also impact markets adversely and cause market volatility in both the short- and long-term. For instance in December 2019 China experienced an outbreak of a new and highly contagious form of coronavirus disease, or COVID-19.

Since then the disease has and is still spreading rapidly around the world. As a response to contain the spread of the disease Governments have imposed restrictions to freedom of movement, population lockdowns, quarantine and business closures.

The Company may be materially and adversely affected by the foregoing events, or by similar or other events in the future. In the long term, there may be significant new regulations that could limit the Company's activities and investment opportunities or change the functioning of capital markets, and there is the possibility the severe worldwide economic downturn could continue for a period of years. Consequently, the Company may not be capable of, or successful at, preserving the value of its assets, generating positive investment returns or effectively managing its risks.

Involuntary disclosure risk

In respect of certain Portfolios, the Investment Manager relies extensively on computer programmes, systems, technology, data and models to implement its execution strategies and algorithms. The Investment Manager's investment strategies, trading strategies and algorithms depend on its ability to establish and maintain an overall market position in a combination of financial instruments selected by the Investment Manager. There is a risk that the Investment Manager's proprietary algorithmic trading systems may not be able to adequately react to a market event without serious disruption. Further, trading strategies and algorithms may malfunction causing severe losses. While the Investment Manager has employed tools to allow for human intervention to respond to significant system malfunctions, it cannot be guaranteed that losses will not occur in such circumstances as unforeseen market events and disruptions and execution system issues.

Limited diversification and risk management failures

Except as described in the Prospectus and Supplements, including but not limited to the investment objective and policies sections relevant to the Portfolios, and the Investment Powers and Restrictions section of the Prospectus, the Company has no formal guidelines for diversification. As a result, the Portfolio could, to the extent permitted by applicable laws and the General Investment Guidelines and Restrictions become concentrated in a limited number of issues, types of financial instruments, industries, sectors, strategies, countries, or geographic regions, and any such concentration of risk may increase losses suffered by the Portfolio. This limited diversity could expose the Portfolio to losses disproportionate to market movements in general. Even when the Investment Manager attempts to control risks and diversify the portfolio, risks associated with different assets may be correlated in unexpected ways, with the result that the Portfolio faces concentrated exposure to certain risks. In addition, many pooled investment vehicles pursue similar strategies, which creates the risk that many funds would be forced to liquidate positions at the same time, reducing liquidity, increasing volatility and exacerbating losses. Although the Investment Manager attempts to identify, monitor and manage risks, these efforts do not take all risks into account and there can be no assurance that these efforts will be effective. Many risk management techniques are based on observed historical market behaviour, but future market behaviour may be entirely different. Any inadequacy or failure in the Investment Manager's risk management efforts could result in material losses for the Company.

Delay in receiving subscription monies

In the light of the fact that subscription monies in respect of any Subscription Dealing Deadline are only due after the said Subscription Dealing Deadline, the adjustment of the investment exposure of the Portfolio in anticipation of the payment of said subscription monies is unavoidable. Whilst market practice suggests it to be a remote scenario, there may be circumstances where an investor fails to pay such subscription monies to the Portfolio for any reason. However, the performance of the Portfolio may be affected (positively or negatively) until the investment exposure can be adjusted. As such the Portfolio may be substantially over-exposed to the investment strategy (depending on the size of the amount of subscription monies in question relative to the Net Asset Value of the Portfolio) and whilst the Directors have the right to make an adjustment prior to the next Subscription Dealing Deadline in their sole, absolute discretion, in the ordinary course such adjustment will only be made on the next Subscription Dealing Deadline. This means that Shareholders will bear the full effects of any over-exposure until such adjustment to the investment exposure is next made and no extraordinary steps will be taken to mitigate this risk. Please note that there is no committed facility in place by which the effects of the failure by an investor to pay outstanding subscription monies would be mitigated.

Should a transaction fail to settle, the Directors shall at their discretion be entitled to cancel the relevant Shares issued in relation to such transaction.

Risks of Investments in Securities Generally

An investment in the Company involves risks, including the risk that the entire amount invested may be lost. A Portfolio invests in and actively trades securities and other financial instruments using investment techniques with certain risk characteristics, including, without limitation, risks arising from the volatility of the equity markets, the potential illiquidity of securities and other financial instruments and the risk of loss from counterparty defaults. No guarantee or representation is made that a Portfolio's investment objective will be achieved. A Portfolio may utilise such investment techniques as leverage and margin transactions, limited diversification and options and derivative trading, which practices can, in certain circumstances, increase the adverse impact to which a Portfolio may be subject.

Investment Selection

The Investment Manager may select investments on the basis of information and data filed by the issuers of such securities with various regulatory bodies or made directly available to the Investment Manager by the issuers of the securities and other instruments or through sources other than the issuers. Although the Investment Manager evaluates all such information and data and seeks independent corroboration when it considers it appropriate and when it is reasonably available, the Investment Manager is not in a position to confirm the completeness, genuineness or accuracy of such information and data.

Ramp-up Periods

During a “ramp-up period” of a new strategy, a Portfolio may not be fully invested, in order to avoid impact on the relevant markets, which may result in a reduction in expected investment returns for the duration of this period.

Competition; Availability of Investments

Certain markets in which a Portfolio may invest are extremely competitive for attractive investment opportunities and, as a result, there may be reduced expected investment returns. There can be no assurance that the Investment Manager will be able to identify or successfully pursue attractive investment opportunities in such environments. Among other factors, competition for suitable investments from other pooled investment vehicles, the public equity markets and other investors may reduce the availability of investment opportunities. There has been significant growth in the number of firms organised to make such investments, which may result in increased competition to a Portfolio in obtaining suitable investments.

Market Risk

The Investments of each Portfolio are subject to normal market fluctuations and the risks inherent in investment in international securities markets and there can be no assurances that appreciation will occur. Each Portfolio will endeavour to maintain a diversified portfolio of Investments in accordance with the UCITS Regulations so as to reduce risk but the price of the Shares can go down as well as up and investors may not realise their initial investment.

Investing in underdeveloped countries, generally involves special risks. The value of investments in particular countries may be affected by a number of factors including changes in currency rates, exchange control regulations, expropriation or nationalisation of a company’s assets, taxes, delays in settlement of transactions, changes in governmental economic or monetary policies or other political and economic factors. There may also be additional risks attendant to holding securities in sub-depositaries located in developing or emerging market countries.

Investments in emerging market countries may involve further risks in addition to those identified above for investments in international securities. Economies in emerging market countries generally are dependent heavily upon international trade and, accordingly, have been and may continue to be affected adversely by trade barriers, exchange controls, managed adjustments in relative currency values and other protectionist measures imposed or negotiated by the countries with which they trade. These economies also have been and may continue to be affected adversely by economic conditions in the countries in which they trade. There may be a lack of liquidity for emerging market securities; interest rates and relevant currency exchange rates may be more volatile; sovereign limitations on these investments may be more likely to be imposed; there may be significant balance of payment deficits; and their economies and markets may respond in a more volatile manner to economic changes than those of developed countries.

Lack of adequate custodial systems in some emerging market countries may prevent investment in a given country or may require the Company to accept greater custodial risks than in developed countries in order to invest in such countries. Shareholders should note that settlement mechanisms in emerging market countries are generally less developed and reliable than those in more developed countries and that this, therefore, increases the risk of settlement default, which could result in substantial losses for the Company in respect to its investments in emerging market countries. In addition, the legal infrastructure and accounting, auditing and reporting standards in emerging market countries in which the Company may invest may not provide the same degree of information to investors as would generally apply in more developed markets. In particular, valuation of assets, depreciation, exchange differences, deferred taxation, contingent liabilities and consolidation may be treated differently from accounting standards in more developed markets.

Investment in securities listed on Russian exchanges is subject to heightened risks. Political and economic instability may occur and is likely to have a greater impact on the securities markets and the economy in Russia. Foreign investment is affected by repatriation and currency convertibility. Adverse government policies and taxation laws may also have an impact on the Portfolio's investments. The legal and regulatory environment is sometimes uncertain and the standards of corporate governance, accounting, auditing and reporting standards may not provide the same degree of investor information and protection as would apply in more developed markets. Furthermore, the settlement, clearing, registration and custody procedures may be underdeveloped which increases the risk of error, fraud or default.

Liquidity risk

Trading volumes in the underlying investments of the Portfolios may fluctuate significantly depending on market sentiment. There is a risk that investments made by the Portfolios may become less liquid in response to market developments, adverse investor perceptions or regulatory and government intervention (including the possibility of widespread trading suspensions implemented by domestic regulators). In extreme market conditions, there may be no willing buyer for an investment and that investment cannot be readily sold at the desired time or price, and consequently the relevant Portfolio may have to accept a lower price to sell the relevant investment or may not be able to sell the investment at all. An inability to sell a particular investment or portion of a Portfolio's assets can have a negative impact of the value of the relevant Portfolio or prevent the relevant Portfolio from being able to take advantage of other investment opportunities.

Investment in equity securities issued by unlisted companies, small and mid-capitalisation companies and companies based in emerging countries are particularly subject to the risk that during certain market conditions, the liquidity of particular issuers, sectors or industries, or all securities within a particular investment category, will reduce or disappear suddenly and without warning as a result of adverse economic, market or political events, or adverse market sentiment.

Liquidity risk also includes the risk that relevant Portfolios, including those Portfolios with a concentrated exposure to such issuers, sectors or industries, may be forced to defer redemptions, issue in specie redemptions or suspend dealing because of stressed market conditions, an unusually high volume of redemption requests, or other factors beyond the control of the Investment Manager. To meet redemption requests, the relevant Portfolios may be forced to sell investments at an unfavourable time and/or conditions, which may have a negative impact on the value of your investment.

Systemic Risk

Credit risk may arise through a default by one of several large institutions that are dependent on one another to meet their liquidity or operational needs, so that a default by one institution causes a series of defaults by the other institutions. This is sometimes referred to as a “systemic risk” and may adversely affect financial intermediaries, such as clearing agencies, clearing houses, banks, securities firms and exchanges, with which the Portfolios interact on a daily basis.

Interest and Exchange Rate Risks

Fluctuations in interest rates may significantly affect the return derived from a Portfolio’s investments, as well as the market values of, and the corresponding levels of gains or losses on, such investments.

Fluctuations in exchange rates could cause the value of investments made by Shareholders to increase or decrease. The Portfolios may have exposure to foreign exchange and/or interest rate risks. The Investment Manager may seek to mitigate its risks through hedging transactions. To the extent these hedging transactions are imperfect or are only placed over a portion of the target investment exposure, the relevant Shareholders will realise the resulting benefit or loss.

The Portfolios may hold assets that are denominated in currencies other than Base Currency of the relevant Portfolio and therefore will be exposed to currency risk and fluctuations in foreign exchange rates which can impact performance.

If the Shares of a Share Class of a Portfolio can be subscribed and redeemed in a currency other than the Base Currency of the Portfolio, a fluctuation in exchange rates could cause the value of an investment made by a Shareholder to diminish or increase irrespective of performance and therefore substantially impact the performance of such Share Class expressed in the corresponding Share Class currency. The Investment Manager may seek to mitigate such risks through hedging transactions such as treasury locks, forward contracts, futures contracts and cross-currency swaps. The cost and related liabilities and/or benefits related to the foreign exchange hedging will be reflected in the Net Asset Value per Share. It may not be practicable to adjust these hedging transactions to account for the changes in the foreign exchange exposure arising between two roll dates, in which case any losses caused by adverse movements of the exchange rate between the currency of a Share Class and the Base Currency of the Portfolio will be borne by the Shareholders of that Share Class. In addition, to the extent these hedging transactions are imperfect or are only placed over a portion of the foreign exchange exposure, the Shareholders of that Share Class will bear the resulting benefit or loss. There is no guarantee that it will be possible to remove all currency exposure.

Attention is further invited to the risk that with respect to the different currency Share Classes within a Portfolio, currency transactions for one Share Class may in extreme cases adversely affect the Net Asset Value of the other Share Classes within the relevant Portfolio since the single Share Classes do not constitute a legally independent portfolio. Through entering into the aforementioned hedging transactions, a Portfolio will become exposed to the credit of the counterparty to such transactions. In the event of a bankruptcy or insolvency of a counterparty, a Portfolio could experience delays in liquidating the position and incur fees and expenses by enforcing its rights. There is also a possibility that the above agreements and derivative techniques are terminated due, for instance, to bankruptcy, supervening illegality or change in the tax or accounting laws relative to those at the time the agreement was originated.

Investors should be also aware that currency fluctuations between the currency of the Share Class and the investors’ currency of reference may adversely affect the value of an investment in a Portfolio.

To the extent unhedged, the value of a Portfolio’s direct or indirect positions in investments in a currency other than the base currency of the Portfolio will fluctuate with exchange rates of the reference currency of the Portfolio as well as with the price changes of the investments in the various local markets and currencies. In such cases, an increase in the value of the base currency of a Portfolio compared to the other currencies in which the relevant Portfolio makes investments will reduce the effect of any increases and magnify the effect of any decreases in the prices of the relevant Portfolio’s financial instruments in their local markets and may result in a loss to the relevant Portfolio.

Conversely, a decrease in the value of the base currency of a Portfolio will have the opposite effect on a Portfolio's investments in a currency other than the base currency of the relevant Portfolio.

The Net Asset Value of each Portfolio will be computed in the Base Currency of such Portfolio whereas the Investments held for the account of such Portfolio may be acquired in other currencies. The value of the Investments of each such Portfolio, which may be designated in any currency, may rise and fall due to exchange rate fluctuations in respect of the relevant currencies against the Base Currency. Adverse movements in currency exchange rates can result in a decrease in return and a loss of capital. It may not be possible or practicable to successfully hedge against the consequent currency risk exposure in all circumstances. A Class of Shares may be designated in a currency other than the Base Currency of the relevant Portfolio.

Emerging Markets

Some of the Portfolios may invest in investments in various markets, some of which may be considered as "emerging markets" or "frontier markets". Many emerging markets or frontier markets are developing both economically and politically and may have relatively unstable governments and economies based on only a few commodities or industries. Many emerging market or frontier markets countries do not have firmly established product markets and companies may lack depth of management or may be vulnerable to political or economic developments such as nationalisation of key industries. Investments in companies and other entities in emerging markets or frontier markets and investments in emerging market or frontier market sovereign debt may involve a high degree of risk and may be speculative. The Investment Manager considers that frontier markets are similar to emerging markets. However, they have smaller and fewer companies, fewer investors and less trading than emerging markets. There is also less regulation, information on companies and transparency in frontier markets. It is generally expected that frontier markets will be the next generation of emerging markets.

Risks include: (i) greater risk of expropriation, confiscatory taxation, nationalisation, social and political instability (including the risk of changes of government following elections or otherwise) and economic instability; (ii) the relatively small current size of some of the markets for securities and other investments in emerging markets issuers and the current relatively low volume of trading, resulting in lack of liquidity and in price volatility; (iii) certain national policies which may restrict a Portfolio's investment opportunities including restrictions on investing in issuers or industries deemed sensitive to relevant national interests; (iv) the absence of developed legal structures governing private or foreign investment and private property; (v) the potential for higher rates of inflation or hyper-inflation; (vi) currency risk and the imposition, extension or continuation of foreign exchange controls; (vii) interest rate risk; (viii) credit risk; (ix) lower levels of democratic accountability; (x) differences in accounting standards and auditing practices which may result in unreliable financial information; (xi) different corporate governance frameworks; (xii) lack of quality, timing and reliability of official data published by governments or government agencies; and (xiii) political instability due to government or military intervention in decision making, terrorism, civil unrest, extremism, hostilities between neighbouring countries.

The emerging markets or frontier markets risks described above increase counterparty risks for those Portfolios invested in these markets. In addition, investor risk aversion to emerging markets or frontier markets can have a significant adverse effect on the value and/or liquidity of investments made in or exposed to such markets and can accentuate any downward movement in the actual or anticipated value of such investments which is caused by any of the factors described above.

Emerging markets or frontier markets are characterised by a number of market imperfections, analysis of which requires long experience in the market and a range of complementary specialist skills. These inefficiencies include: (i) the effect of politics on sovereign risk and asset price dynamics; (ii) institutional imperfections in emerging markets, such as deficiencies in formal bureaucracies and historical or cultural norms of behaviour at the level of individual economic factors; (iii) the fact that asset classes in emerging markets are still developing and the information driving markets is a small proportion of the available information, and underlying development and sovereign risk fundamentals may take days, months and sometimes years to impact asset prices; (iv) liquidity imperfections and the unpredictability of market concentration; and (v) information asymmetries, most typically the result of experience and local knowledge and the fact that some market participants have access to relevant market information that others do not. The Investment Manager will seek to take advantage of these market imperfections to achieve the investment objectives of the relevant Portfolios. It is not, however, guaranteed that it will be able to do so at any time.

In the recent past, the tax systems of some emerging markets or frontier markets countries have been marked by rapid change, which has sometimes occurred without warning and has been applied with retroactive effect. In these countries, a large national budget deficit often gives rise to an acute government need for tax revenues, while the condition of the economy has reduced the ability of potential taxpayers to meet their tax obligations. In some cases, there is widespread non-compliance with tax laws, insufficient personnel to deal with the problem and inconsistent enforcement of the laws by the inexperienced tax inspectors.

In addition, the market practices in relation to settlement of securities transactions and custody of assets may not be as developed as in developed countries, increasing the risk of conducting transactions in those countries.

Investments in the PRC

Stock Connect

A Portfolio may make investments through the Shanghai-Hong Kong Stock Connect or the Shenzhen–Hong Kong Stock Connect mutual market access model ("**Stock Connect**"). This may be subject to the following risks:

(a) *Quota limitations:* Stock Connect is subject to quota limitations. The investment quota does not belong to the Company and is utilized on a first-come-first-serve basis. In particular, once the remaining balance of the northbound trading daily quota drops to zero or the northbound trading daily quota is exceeded during the opening call session, new buy orders will be rejected (though investors will be allowed to sell their cross-boundary securities regardless of the quota balance). A Portfolio's ability to invest in China A-shares through the Stock Connect may be affected.

(b) *Suspension risk:* The Stock Exchange of Hong Kong Limited (the "**SEHK**"), the Shanghai Stock Exchange (the "**SSE**") and the Shenzhen Stock Exchange (the "**SZSE**") reserve the right to suspend northbound and/or southbound trading if necessary for ensuring an orderly and fair market and that risks are managed prudently. Consent from the relevant regulator would be sought before a suspension is triggered. Where a suspension in northbound trading is effected, a Portfolio's ability to access the Chinese market through Stock Connect will be adversely affected.

(c) *Operational risk:* Stock Connect provides a channel for investors from Hong Kong and overseas to access the PRC stock market directly. Market participants are able to participate in this program subject to meeting certain information technology capability, risk management and other requirements as may be specified by the relevant exchange and/or clearing house. As the securities regimes and legal systems of the two markets differ significantly, market participants may need to address issues arising from such differences on an on-going basis in order for the program to operate.

Further, the "connectivity" in the Stock Connect requires routing of orders across the border. This requires the development of new information technology systems on the part of the SEHK and exchange participants. There is no assurance that the systems of the SEHK and market participants will function properly or will continue to be adapted to changes and developments in both markets. In the event that the relevant systems failed to function properly, trading in both markets through the program could be disrupted.

(d) *Recalling of eligible stocks:* If a stock is recalled from the scope of eligible stocks for trading via the Stock Connect, the stock can only be sold and cannot be bought. This may affect a Portfolio's investment portfolio or strategy if, for example, the Investment Manager wishes to purchase a stock which is recalled from the scope of eligible stocks.

(e) *Clearing and settlement risk:* Hong Kong Securities and Clearing Company Limited ("**HKSCC**") and China Securities Depositary and Clearing Corporation Limited ("**CSDCC**") have established the clearing links and each has become a participant of each other to facilitate clearing and settlement of cross-boundary trades. For cross-boundary trades initiated in a market, the clearing house of that market will on one hand clear and settle with its own clearing participants, and on the other hand undertake to fulfil the clearing and settlement obligations of its clearing participants with the counterparty clearing house. Should the remote event of CSDCC default occur and the CSDCC be declared as a defaulter, HKSCC's liabilities in northbound trades under its market contracts with clearing participants will be limited to assisting clearing participants in pursuing their claims against the CSDCC. HKSCC will in good faith seek recovery of the outstanding stocks and monies from the CSDCC through available legal channels or through the CSDCC's liquidation. In that event, a Portfolio may suffer delay in the recovery process or may not be able to fully recover its losses from the CSDCC.

(f) *Nominee arrangements:* HKSCC is the nominee holder of the SSE securities and SZSE securities acquired by Hong Kong and overseas investors through Stock Connect.

The Chinese Stock Connect rules expressly provide that investors enjoy the rights and benefits of the securities acquired through Stock Connect in accordance with applicable laws. Such rules are departmental regulations having legal effect in China. However, the application of such rules is untested, and there is no assurance that Chinese courts will recognize such rules (for example, in liquidation proceedings of PRC companies).

It should be noted that, under the Central Clearing and Settlement System ("**CCASS**") rules, HKSCC as nominee holder shall have no obligation to take any legal action or court proceedings to enforce any rights on behalf of the investors in respect of the SSE securities and SZSE securities in the PRC or elsewhere. Therefore, although the Company's ownership may be ultimately recognized, a Portfolio may suffer difficulties or delays in enforcing its rights in SSE securities or SZSE securities.

(g) *Participation in corporate actions and shareholders' meetings:* HKSCC will keep CCASS participants informed of corporate actions of SSE securities and SZSE securities. Hong Kong and overseas investors (including the Company) will need to comply with the arrangement and deadline specified by their respective brokers or custodians (i.e. CCASS participants). The time for them to take actions for some types of corporate actions of SSE securities and SZSE securities may be as short as one business day only. Therefore, a Portfolio may not be able to participate in some corporate actions in a timely manner.

Overseas investors (including the Company) hold SSE securities and SZSE Securities traded via Stock Connect program through their brokers or custodians. According to existing PRC practice, multiple proxies are not available. Therefore, the Company may not be able to appoint proxies to attend or participate in shareholders' meetings in respect of the SSE securities and SZSE securities.

(h) *No Protection by Investor Compensation Fund:* Investment through the Stock Connect program is conducted through broker(s), and is subject to the risks of default by such brokers' on their obligations. A Portfolio's investment through northbound trading under Stock Connect is not covered by Hong Kong's Investor Compensation Fund or the PRC equivalent. Investors should note that the Company is exposed to the risk of default of the broker(s) it engages for its northbound trading through the program.

(i) *Regulatory risk:* The Stock Connect is evolving, and will be subject to regulations promulgated by regulatory authorities and implementation rules made by the stock exchanges in China and Hong Kong. Further, new regulations may be promulgated from time to time by the regulators in connection with operations and cross-border legal enforcement in connection with cross-border trades under the Stock Connect. The regulations are untested and there is no certainty as to how they will be applied, and are subject to change. There can be no assurance that the Stock Connect will not be abolished.

(j) *Taxation risk:* Although the relevant authorities have announced that corporate income tax and value-added tax will be temporarily exempted on gains derived by Hong Kong and overseas investors (including the Company) on the trading of China A-shares through the Stock Connect, dividends from China A-share investments via the Stock Connect paid to Hong Kong and overseas investors will continue to be subject to 10% Chinese withholding income tax and the company distributing the dividend has the withholding obligation. The PRC regulators have issued a circular concerning the tax treatment for the Shanghai-Hong Kong Stock Connect (Caishui [2014] No. 81 – The Circular Concerning the Tax Treatment for the Pilot Program of the Shanghai-Hong Kong Stock Connect) (the "Notice No. 81") and a circular concerning the tax treatment for the Shenzhen-Hong Kong Stock Connect (Caishui [2016] No. 127 – The Circular Concerning the Tax Treatment for the Pilot Program of the Shenzhen-Hong Kong Stock Connect) (the "Notice No. 127"), pursuant to which corporate income tax will be temporarily exempted on gains derived from the trading of China A-shares via the Stock Connect. Investors should note that the tax exemption under Notice No. 81 and Notice No. 127 was granted on a temporary basis and there is no assurance that the Company will continue to enjoy the tax exemption over a long period of time. If the exemption under Notice No. 81 and Notice No. 127 is withdrawn, or if guidance is issued in relation to the tax position for China A-shares traded via the Stock Connect which differs from the current practice of the Investment Manager, any tax on capital gains derived from the trading of China A-shares via the Stock Connect may be directly borne by the relevant Portolio and may result in a substantial impact to the Portfolio's Net Asset Value.

The Chinese tax rules and practices in relation to the Stock Connect are relatively new and their implementation is untested and uncertain. It is possible that any future announcement by the Chinese tax authority may subject the Portfolio to unforeseen tax obligations, which may have retrospective effect.

(k) *Differences in trading days:* Stock Connect only operates on days when the SEHK market and the mainland market (SSE and SZSE) are open for trading, and banking services are available in both markets on the corresponding settlement days. Accordingly, there may be occasions when it is a trading day for the PRC market but not a trading day for the Hong Kong market. On these occasions, a Portfolio may be subject to a risk of price fluctuations in China A-shares as the Portfolio will not be able to trade China A-shares through Stock Connect.

(l) *Shenzhen-Hong Kong Stock Connect Specific Risks:* The Shenzhen-Hong Kong Stock Connect is more recently launched and does not have an operating history and the risks identified above are particularly relevant to the Shenzhen-Hong Kong Stock Connect due to the limited operating history. Investors should note that the performance of the Shenzhen-Hong Kong Stock Connect may not be the same as the performance of the Shanghai-Hong Kong Stock Connect to date.

(m) *Front-end monitoring risk:* PRC regulations require that in order for an investor to sell any China A-Shares on a certain trading day, there must be sufficient China A-Shares in the investor's account before market opens on that day. If there are insufficient China A-Shares in the investor's account, the sell order will be rejected by the SSE or the SZSE. The SEHK carries out pre-trade checking on SSE securities and SZSE securities sell orders of its participants (i.e. stock brokers) to ensure that this requirement is satisfied. If the Portfolio intends to sell certain China A-Shares it holds, it must transfer such securities to the accounts of its brokers before the market opens on the trading day unless its brokers can otherwise confirm that the Portfolio has sufficient China A-Shares in its accounts. If it fails to meet this deadline, it will not be able to sell China A-Shares on the relevant trading day. Because of this requirement, the Portfolio may not be able to dispose of holdings of China A-Shares in a timely manner.

Alternatively, if the Portfolio maintains its China A-Shares with a custodian which is a custodian participant or general clearing participant participating in CCASS, the Company may request such custodian to open a special segregated account ("SPSA") in CCASS to maintain its holdings in China A-Shares under the enhanced pre-trade checking model. Each SPSA will be assigned a unique "Investor ID" by CCASS for the purpose of facilitating the Stock Connect system to verify the holdings of an investor such as the Portfolio. Provided that there is sufficient holding in the SPSA when a broker inputs the Portfolio's sell order, the Portfolio will only need to transfer China A-Shares from its SPSA to its broker's account after execution and not before placing the sell order and the Portfolio will not be subject to the risk of being unable to dispose of its holdings of China A-Shares in a timely manner due to failure to transfer China A-Shares to its brokers in a timely manner. If the Portfolio is unable to utilize this model, it would have to deliver China A-Shares to brokers before the trading day and the above risks may still apply.

(n) *Risks associated with the Small and Medium Enterprise ("**SME**") Board and/or ChiNext Board: A* Portfolio may from time to time invest in the SME Board and/or the ChiNext Board of the SZSE via the Shenzhen-Hong Kong Stock Connect. Investments in the SME Board and/or ChiNext Board may result in significant losses for a Portfolio and its investors. The following additional risks apply:

- Higher fluctuation on stock prices – Companies listed on the SME Board and/or ChiNext Board are usually of an emerging nature with smaller operating scale. Hence, they may be subject to higher price fluctuation and lower liquidity and have higher risks and turnover ratios than companies listed on the main board of the SZSE.

- Over-valuation risk – Stocks listed on the SME Board and/or ChiNext Board may be overvalued and such exceptionally high valuation may not be sustainable. Stock price may be more susceptible to manipulation due to fewer circulating shares.

- Differences in regulations – The rules and regulations regarding companies listed on ChiNext Board are less stringent in terms of profitability and share capital than those in the main board and SME Board.

- Delisting risk – It may be more common and faster for companies listed on the SME Board and/or ChiNext Board to delist. This may have an adverse impact on Portfolio if the companies that it invests in are delisted.

Access Products

A Portfolio may obtain exposure to the China A-share market by investing into securities (such as notes, warrants, options or participation certificates) linked to China A-shares or portfolios of China A-shares which aim to synthetically replicate the economic benefit of the relevant China A-shares or portfolios of China A-shares (each an "**Access Product**").

An Access Product represents only an obligation of the counterparty issuing the Access Product to provide to the Portfolio the economic performance equivalent to holding the underlying China A-shares. An Access Product does not provide any beneficial or equitable entitlement or interest in the China A-shares to which the Access Product is linked. An Access Product constitutes an unsecured contractual obligation of the relevant issuer. Accordingly, the Portfolio will be subject to credit risk of the issuer of any Access Product invested in by the Portfolio. A Portfolio may suffer a loss, potentially equal to the full value of the Access Product, if the issuer becomes bankrupt or otherwise fails to perform its obligations under the Access Product due to financial difficulties.

Any Access Product will be subject to the terms and conditions imposed by its issuer and such terms and conditions may lead to delays in implementing the investment strategy of the Portfolio. Access Products typically have no active secondary market and so have limited liquidity. In order to liquidate investments, the Portfolio will rely upon the issuer quoting a price to unwind part of the Access Product. Accordingly the ability to adjust positions may be restricted which may have an impact on the performance of a Portfolio.

Under the relevant PRC laws and regulations, the ability of a QFII to acquire China A-shares in certain PRC companies may be limited from time to time due to the imposition of certain investment restrictions. These restrictions may restrict the ability of an issuer to issue, and therefore the ability of a Portfolio to purchase, Access Products linked to certain China A-shares. In extreme circumstances, the Investment Manager may not be able to fully implement or pursue the investment strategy of the Portfolio due to such restrictions.

Withholding tax has been enforced on payment of dividends and interest to QFIIs from companies listed in the PRC at the rate of 10% (unless reduced under a tax treaty).

The "Notice on the temporary exemption of Corporate Income Tax on capital gains derived from the transfer of PRC equity investment assets such as PRC domestic stocks by QFII and RQFII" (Caishui [2014] No.79) promulgated on November 14, 2014 (the "Notice No. 79") states that (i) PRC corporate income tax will be imposed on capital gains obtained by QFIIs and RQFIIs from the transfer of PRC equity investment assets (including PRC domestic stocks) realized prior to November 17, 2014 in accordance with laws; and (ii) QFIIs and RQFIIs, which do not have an establishment or place of business in the PRC or have an establishment or place in the PRC but the income so derived in China is not effectively connected with such establishment, will be temporarily exempt from corporate income tax on gains derived from the transfer of PRC equity investment assets (including China A-shares) effective from November 17, 2014.

When the tax authorities in the PRC seek to collect withholding tax on capital gains realized by a QFII on the sale of China A-shares, this tax liability would be payable by the QFII. However, the terms of any Access Product issued by a QFII may provide for any tax levied on and payable by the QFII to be passed on to the Portfolio to the extent such tax is indirectly attributable to the Portfolio. In addition, when the Portfolio sells any part of an Access Product, the sale price may take account of the potential tax liability of the relevant QFII.

Certain issuers of Access Products have indicated their intention to withhold an amount representing any withholding tax which could be payable in respect of such capital gains on an actual sale of the China A-shares to which the Access Product is linked. Depending on the terms of the relevant Access Product, amounts withheld may be retained for a specified period or an indefinite period, pending clarification of the tax rules by the relevant tax authorities. Where, following clarification by the relevant tax authorities, it is ultimately determined that the amount withheld is in excess of or insufficient to meet the actual tax liability, the Portfolio may receive, or may be required to pay, the balance, as applicable. Depending on the terms of the relevant Access Product, the right to receive and the obligation to pay, as applicable, the balance of any tax liability may lapse if a determination is not made within a specified period.

Investing in the PRC

In addition to the usual investment risk, investing in the PRC is subject to certain other inherent risks and uncertainties.

Accounting and reporting standards: PRC companies are required to follow PRC accounting standards and practice which follow international accounting standards to a certain extent. However, the accounting, auditing and financial reporting standards and practices applicable to PRC companies may be less rigorous, and there may be significant differences between financial statements prepared in accordance with the PRC accounting standards and practice and those prepared in accordance with international accounting standards. As the financial reporting and regulatory standards in the PRC are less stringent than in more developed markets, there may be substantially less publicly available information about issuers in the PRC on which the Investment Manager can base investment decisions.

Developing legal and regulatory system: The PRC legal system is a codified legal system comprising written statutes, regulations, circulars, administrative directives, internal guidelines and their interpretation by the Supreme People's Court. Since 1979, the PRC government has been developing a comprehensive system of commercial laws, and considerable progress has been made in introducing laws and regulations dealing with economic matters such as foreign investment, corporate organization and governance, commerce taxation and trade. However, experience in the implementation, interpretation and enforcement of the laws and regulations and of commercial contracts, undertakings and commitments entered into is also limited.

Foreign Exchange Controls: The PRC government still imposes exchange controls making it impossible to freely convert local currency into other currencies. The imposition of currency controls by the PRC government may negatively impact performance and liquidity in a Portfolio as capital may become trapped in the PRC.

Since 2005, the exchange rate of the RMB has not been pegged to the US Dollar and has moved to a managed floating exchange rate based on market supply and demand with reference to a basket of foreign currencies. The daily trading price of RMB against other major currencies in the inter-bank foreign exchange market would be allowed to float within a narrow band around the central parity published by the PRC. As the exchange rates are based primarily on market forces, the exchange rates for RMB against other currencies are susceptible to movements based on external factors. It should be noted that RMB is currently not a freely convertible currency as it is subject to foreign exchange control policies of the PRC government. The possibility that the appreciation of RMB will be accelerated cannot be excluded. On the other hand, there can be no assurance that RMB will not be subject to devaluation. Any devaluation of RMB could adversely affect the value of investors' investments in a Portfolio. Further, the PRC government's imposition of restrictions on the repatriation of RMB out of the PRC may limit the depth of the RMB market in Hong Kong and reduce the liquidity of a Portfolio's investments. The PRC government's policies on exchange control and repatriation restrictions are subject to change and a Portfolio's or the investors' position may be adversely affected.

Investors may be adversely affected by movements of exchange rates between the RMB and other currencies: Where a Portfolio invests in RMB-denominated assets, currency risk arises where (i) an investor subscribes to Shares (denominated in a non-RMB currency) and the subscription monies (denominated in a non-RMB currency) are converted into RMB in order to make RMB-denominated portfolio investments, and (ii) RMB-denominated portfolio investments are liquidated and RMB funds are converted back into the relevant currency to pay redemption proceeds. The calculation of the Net Asset Value of any Class not denominated in RMB will also be adversely impacted by movements in the exchange rate between the RMB and the Base Currency of the Portfolio.

Nationalization and expropriation: After the formation of the Chinese socialist state in 1949, the Chinese government renounced various debt obligations and nationalized private assets without providing any form of compensation. In recent years, the PRC government has adopted a more friendly attitude towards foreign investment in the PRC. However, there can be no assurance that the PRC government will not take similar actions in the future.

Political and economic considerations: Since 1978, the PRC has implemented economic reform measures emphasizing utilization of market forces in the development of the PRC's economy and a high level of management autonomy. The economy of the PRC has experienced significant growth in the past twenty years, but there can be no assurance that the PRC government will continue to pursue the same economic policies or, if it does, that those policies will continue to be successful. Economic growth has been uneven both geographically and among various sectors of the economy. Economic growth has also been accompanied by periods of high inflation. The PRC government may from time to time adopt corrective measures to restrain the rate of economic growth and/or control inflation, which may have an adverse impact on the performance of a Portfolio. The PRC economy is heavily dependent upon international trade and, accordingly, has been and may continue to be adversely affected by trade barriers, exchange controls, and other protectionist measures imposed or negotiated by the countries with which they trade. Political changes, social instability and adverse diplomatic developments in the PRC could result in the imposition of additional government restrictions including the expropriation of assets, confiscatory taxes or nationalization or other measures which could adversely affect the assets of a Portfolio.

Regulation: PRC regulations under which non-resident investors, such as the Company, can invest directly into equity and debt securities of domestic companies, are new, evolving and untested judicially. In addition, the supporting regulatory framework, such as applicable tax codes and foreign exchange regulations, have not yet been specifically amended or clarified with regard to their application to foreign investors and investments held by foreign investors. Therefore, these regulations and the underlying legislation may be amended, clarified, interpreted by judicial or administrative ruling or superseded in the future. Such alterations could impact adversely on a Portfolio's operation and performance.

Securities Markets: The stock exchanges and markets in the PRC have experienced significant fluctuations in the prices of securities, and no assurance can be given that such volatility will not continue in the future. The PRC's securities markets are undergoing a period of growth and change which may lead to difficulties in the settlement and recording of transactions and in interpreting and applying the relevant regulations. The PRC's regulatory authorities have only recently been given the power and duty to prohibit fraudulent and unfair trade practices relating to securities markets, including insider trading and market abuse, and to regulate substantial acquisitions of shares and takeovers of companies.

Ability to enforce legal rights: Because the judicial and legal system in the PRC is relatively less robust, the Company (or any underlying company into which a Portfolio invests) may have difficulty in successfully pursuing claims in the courts in the PRC as compared to other more developed countries. Further, to the extent that the Company (or any underlying company into which a Portfolio invests) may obtain a judgement but is required to seek its enforcement in the PRC courts, there can be no assurance that such judgement will or can be enforced.

QFII system

The Company itself is not a QFII, but may invest in China A-shares via the QFII investment quota obtained by one or more third party QFIIs. To the extent that a Portfolio uses the investment quota of a QFII for investments in the PRC, the following additional risks may apply:

Developing system: The application and interpretation of the regulations which govern investments by QFIIs in the PRC and the repatriation and currency conversion is relatively untested and there is no certainty as to how they will be applied. The China Securities Regulatory Commission (the "**CSRC**") and the State Administration of Foreign Exchange (the "**SAFE**") have been given wide discretions in the regulations and there is no certainty as to how these discretions might be exercised. It is not possible to predict the future development of the QFII system and there can be no assurance that changes to the regulations will not prejudice QFIIs, or that the QFII investment quotas, which are subject to review from time to time by the CSRC and the SAFE, will not be removed substantially or entirely. Any such changes may adversely affect a Portfolio.

QFII tax risk: Pursuant to Notice No. 79, QFIIs are temporarily exempted from corporate income tax on gains derived from the transfer of onshore PRC securities (including China A-shares) effective from November 17, 2014. In addition, Caishui [2016] No. 36 (the "Notice No. 36") and Caishui [2016] No. 70 (the "Notice No. 70") states that gains derived by QFIIs from the trading of onshore PRC securities (including China A-Shares) are exempt from value-added tax from May 1, 2016. Investors should note that any tax exemption granted is temporary in nature and there is no assurance that the QFII or the Company will continue to enjoy the tax exemption over a long period of time. It should also be noted that the actual applicable tax imposed by PRC tax authorities may be different and may change from time to time. There is a possibility of the rules and practices being changed and taxes being applied retrospectively. Because only the QFII's interests in China A-shares are recognized under PRC law, any tax liability would, if it arises, be payable by the QFII. However, in such event any tax levied on and payable by the QFII in the PRC may be passed on to and borne by a Portfolio.

QFII investment restrictions: Although the Investment Manager does not anticipate that QFII investment restrictions will impact the ability of a Portfolio to achieve its investment objective, investors should note that the relevant PRC laws and regulations may limit the ability of a QFII to acquire China A-shares in certain PRC issuers from time to time. This may occur in a number of circumstances, such as: (i) where the QFII holds in aggregate 10% of the total share capital of a listed PRC issuer (regardless of the fact that the QFII may hold its interest on behalf of a number of different ultimate clients); and (ii) where the aggregated holdings of all QFIIs (whether or not connected in any way to the Company) already equal 20% of the total share capital of a listed PRC issuer. In the event that these limits are exceeded the relevant QFIIs will be required to dispose of the China A-shares in order to comply with the relevant requirements and, in respect of (ii), each QFII will dispose of the relevant China A-shares on a "last in first out" basis.

Repatriation: Repatriation of capital is subject to the approval of the SAFE and there are restrictions imposed on the repatriation amount and interval. The regulations on repatriation of capital and profits are applied to each QFII investment quota as a whole. In this regard, the capacity of a Portfolio to make investments in China A-shares and the ability to repatriate monies from the QFII investment quota granted to the QFII may be adversely affected by the investments, performance and/or repatriation of monies invested by other clients of the QFII utilizing its QFII investment quota.

QFII Custodian: Any China A-shares or other permissible securities acquired for a Portfolio through the QFII investment quota of a QFII will be maintained by the QFII's custodian, in electronic form via a securities account in such name as may be permitted or required in accordance with PRC law with CSDCC. The Portfolio may incur losses due to the acts or omissions of the QFII's custodian and will be exposed to the risk involved in the execution or settlement of any transaction or in the transfer of any funds or securities in the PRC settlement system.

Ownership of China A-shares: Although a QFII will maintain records of the assets attributable to a Portfolio, it is possible that in the event of any insolvency proceedings being brought against the QFII in the PRC, the courts in the PRC would not recognize the right of a Portfolio to the assets held by the QFII in respect of the Portfolio. In such circumstances, the Portfolio would be treated as an unsecured creditor of the QFII and accordingly may be unable to recover such assets in full.

Risks associated with investments in distressed debt

A Portfolio may invest in obligors and issuers in weak financial condition, experiencing poor operating results, having substantial financial needs or negative net worth, facing special competitive problems, or in obligors and issuers that are involved in bankruptcy or reorganization proceedings. Among the problems involved in investments in troubled obligors and issuers is the fact that it may frequently be difficult to obtain full information as to the conditions of such obligors and issuers. The market prices of such investments are also subject to abrupt and erratic market movements and significant price volatility, and the spread between the bid and offer prices of such investments may be greater than normally expected. It may take a number of years for the market price of such investments to reflect their intrinsic value. Some of the investments held by a Portfolio may not be widely traded, and depending on the investment profile of a particular Portfolio, that Portfolio's exposure to such investments may be substantial in relation to the market for those investments. In addition, there may be no recognised market for some of the investments held in a Portfolio, with the result that such investments are likely to be illiquid. As a result of these factors, the investment objectives of the relevant Portfolio may be more difficult to achieve.

Potential Illiquidity of Assets

A Portfolio may make investments or hold trading positions in markets that are volatile and which may become illiquid. Timely divestiture or sale of trading positions can be impaired by decreased trading volume, increased price volatility, concentrated trading positions, limitations on the ability to transfer positions in highly specialised or structured transactions to which it may be a party, and changes in industry and government regulations. It may be impossible or costly for the Portfolio to liquidate positions rapidly in order to meet margin calls, withdrawal requests or otherwise, particularly if there are other market participants seeking to dispose of similar assets at the same time or the relevant market is otherwise moving against a position or in the event of trading halts or daily price movement limits on the market or otherwise.

Assumption of Business, Terrorism and Catastrophe and Outbreaks of Disease Risks

Opportunities involving the assumption by a Portfolio of various risks relating to particular assets, markets or events may be considered from time to time. A Portfolio's portfolio is subject to the risk of loss arising from exposure that it may incur, directly or indirectly, due to the occurrence of various events, including, without limitation, hurricanes, earthquakes, and other natural disasters, terrorism, other catastrophic events, health pandemics, epidemics or outbreaks of disease and other events that could adversely affect, freedom of movement, the health or life expectancy of people. These risks of loss can be substantial, could greatly exceed all income or other gains, if any, received by a Portfolio in assuming these risks and, depending on the size of the loss, could adversely affect the return of such Portfolio.

Additionally, the risks related to health pandemics, epidemics or outbreaks of disease are heightened due to uncertainty as to whether such an event would qualify as a force majeure event. The applicability, or lack thereof, of force majeure provisions could be relevant in connection with contracts that a Portfolio and its investments have entered into, which could ultimately work to their detriment. The factors that are considered when determining whether a force majeure event has occurred are entirely dependent on the specific force majeure provision included in each contract. If a force majeure event is determined to have occurred, a counterparty to a Portfolio or a Portfolio investment may be relieved of its obligations under certain contracts to which it is a party, or, if it has not, the Portfolio and its investments may be required to meet their contractual obligations, despite potential constraints on their operations and/or financial stability. Either outcome could also adversely affect a Portfolio's investments and the return of such Portfolio.

Counterparty Risk Generally

A Portfolio will have significant credit and operational risk exposure to its counterparties, which will require the Company to post collateral to support its obligations in connection with transactions involving forwards, swaps, futures, options and other derivative instruments. Additionally, for example, the Company may lend securities on a collateralised and an uncollateralised basis, from a Portfolio's portfolio.

Investments will normally be entered into between the Company and brokers as principal (and not as agent). Accordingly, the Company is exposed to the risk that brokers may, in an insolvency or similar event, be unable to meet its contractual obligations to the Company. Should any counterparty transacting with the Company become insolvent, any claim that the Company may have against such counterparties would ordinarily be unsecured.

Such "counterparty risk" is accentuated for contracts with longer maturities where events may intervene to prevent settlement, or where the Company has concentrated its transactions with a single or small group of counterparties. If there is a default by the counterparty to a transaction, the Company will under most normal circumstances have contractual remedies and in some cases collateral pursuant to the agreements related to the transaction. However, exercising such contractual rights may involve delays or costs which could result in the Net Asset Value of a Portfolio being less than if the Company had not entered into the transaction.

If one or more of the Company's counterparties were to become insolvent or the subject of liquidation proceedings, there exists the risk that the recovery of the Company's securities and other assets from such counterparty will be delayed or be of a value less than the value of the securities or assets originally entrusted to such prime broker or broker-dealer.

In addition, the Company may use counterparties located in various jurisdictions. Such local counterparties are subject to various laws and regulations in various jurisdictions that are designed to protect their customers in the event of their insolvency. However, the practical effect of these laws and their application to the Company's assets are subject to substantial limitations and uncertainties. Because of the large number of entities and jurisdictions involved and the range of possible factual scenarios involving the insolvency of a counterparty, it is impossible to generalize about the effect of their insolvency on the Company and its assets.

Investors should assume that the insolvency of any Company counterparty would result in a loss to the Company, which could be material.

Generally, the Company will not be restricted from dealing with any particular counterparties. The Investment Manager's evaluation of the creditworthiness of their counterparties may not prove sufficient. The lack of a complete and "foolproof" evaluation of the financial capabilities of the Company's counterparties and the absence of a regulated market to facilitate settlement may increase the potential for losses by the Company.

Regardless of the measures that the Company may implement to reduce counterparty credit risk there can be no assurance that a counterparty will not default or that the Company will not sustain losses on the transactions as a result. The Company will, however, ensure that it will not exceed the amount specified in the Investment Powers and Restrictions section of the Prospectus as the maximum risk exposure taken on any single such counterparty.

Transfer of collateral

In order to use derivatives the Portfolios may enter into arrangements with counterparties which may require the payment of collateral or margin out of a Portfolio's assets to act as cover to any exposure by the counterparty to the Portfolio. If the title to any such collateral or margin transferred is transferred to the counterparty, it becomes an asset of such counterparty and may be used by the counterparty as part of its business. Collateral so transferred will not be held in custody by the Depositary for safekeeping, but collateral positions will be overseen and reconciled by the Depositary.

Off-Exchange Transactions

A Portfolio may enter into off-exchange transactions. Off-exchange contracts are not regulated and such contracts are not guaranteed by an exchange or clearing house. Consequently, trading in these contracts is subject to more risks than future or options trading on regulated exchanges, including, but not limited to, the risk that a counterparty will default on an obligation. Off-exchange transactions are also subject to legal risks, such as the legal incapacity of a counterparty to enter into a particular contract or the declaration of a class of contracts as being illegal or unenforceable.

Risks of Clearing Houses, Counterparties or Exchange Insolvency

The liquidity of a secondary market in derivatives is subject to the risk of trading halts, suspensions, exchange or clearing house equipment failures, government intervention, insolvency of a brokerage firm, clearing house or exchange or other disruptions of normal trading activity.

Leverage and Financing Arrangements

The Company may borrow on a temporary basis and/or utilise various forms of leverage including leveraged or short positions under derivative instruments. While leverage presents opportunities for increasing total return, it has the effect of potentially increasing losses as well. Accordingly, any event which adversely affects the value of an investment would be magnified to the extent leverage is employed, and substantial losses may result from unwinding short positions.

As a general matter, the banks and dealers that provide financing to the Company for temporary borrowing purposes can apply essentially discretionary margin, haircut financing as well as security and collateral valuation policies. For example, should the financial instruments pledged to brokers to secure the Company's margin accounts decline in value, the Company could be subject to a "margin call", pursuant to which the Company must either deposit additional funds or financial instruments with the broker or suffer mandatory liquidation of the pledged financial instruments to compensate for the decline in value. In the event of a sudden drop in the value of the Company's portfolio, the Company might not be able to liquidate financial instruments quickly enough to satisfy their margin requirements. Increases in the amount of margin or similar payments could result in the need for trading activity at times and prices which could be disadvantageous to the Company.

As a consequence of leverage, interest expense may be material as a percentage of the assets of the Company. Interest expense could force a reduction in the exposure of the Shares to the relevant investment strategies. The use of such leverage means that even comparatively small losses, or insufficient profits to offset expenses, could rapidly deplete the capital available to the Company and reduce or eliminate its profit potential. Further fees relating to any financing arrangements (for temporary borrowing purposes) such as arrangement, commitment, minimum utilisation and renewal fees may also be payable. Changes by banks and dealers in such policies, or the imposition of other credit limitations or restrictions, whether due to market circumstances or government, regulatory or judicial action, may result in large margin calls, loss of financing, forced liquidations of positions at disadvantageous prices, termination of swap and repurchase agreements and cross-defaults to agreements with other dealers. Any such adverse effects may be exacerbated in the event that such limitations or restrictions are imposed suddenly and/or by multiple market participants. The imposition of any such limitations or restrictions could compel the Company to liquidate all or part of its portfolio at disadvantageous prices, which may lead to a complete loss of the Company's equity.

There can be no assurance that the Company will be able to maintain adequate financing arrangements or avoid having to close out positions at losses which if held would have been profitable. There is also no assurance that any financing arrangement will be renewed and, if any financing arrangement in respect of the Shares is renewed, it may be renewed on less favourable terms. In particular, third parties may not be available to act as financing providers and the Man Group itself may face regulatory, commercial or other constraints, resulting in it not offering or renewing a financing arrangement. Additionally, any financing arrangement may be subject to early termination in accordance with its terms and may be terminated by a counterparty. A loss of, a termination of, or a reduction in, a financing arrangement may have the effect of causing the Company to reduce its overall investment exposure in respect of the Shares with a corresponding reduction in investment return expectations. The renewal of a financing arrangement might be subject to a change in terms of that financing arrangement including but not limited to a change in applicable interest margins.

Single Region / Country / Industry

Certain Portfolios may be specialist country-specific or geographic regional fund, the investment carries greater risk than a more internationally diversified portfolio.

These Portfolios may focus on single or a limited number of industries therefore, may be susceptible to greater risks and market fluctuations than investment in a broader range of investments covering different economic sectors

Model and data risk

In respect of certain Portfolios, the Investment Manager relies heavily on proprietary mathematical quantitative models (each a "**Model**" and collectively, "**Models**") and data developed both by the Investment Manager and those supplied by third parties (collectively, "**Data**") rather than granting trade-by-trade discretion to the Investment Manager's investment professionals. In combination, Models and Data are used to construct investment decisions, to value both current and potential investments (including, without limitation, for trading purposes, and for the purposes of determining the Net Asset Value of the Company), to provide risk management insights and to assist in hedging the Portfolio's positions and investments. Models and Data are known to have errors, omissions, imperfections and malfunctions (collectively, "**System Events**").

The Investment Manager seeks to reduce the incidence and impact of System Events, to the extent feasible, through a combination of internal testing, simulation, real-time monitoring, use of independent safeguards in the overall portfolio management process and often in the software code itself. Despite such testing, monitoring and independent safeguards, System Events will result in, among other things, the execution of unanticipated trades, the failure to execute anticipated trades, delays in the execution of anticipated trades, the failure to properly allocate trades, the failure to properly gather and organise available data, the failure to take certain hedging or risk reducing actions and/or the taking of actions which increase certain risk(s)—all of which may have a materially adverse effects on the Portfolios. System Events in third-party provided Data is generally entirely outside of the control of the Investment Manager. The research and modeling processes engaged in by the Investment Manager on behalf of its managed Portfolios is extremely complex and involves the use of financial, economic, econometric and statistical theories, research and modeling; the results of this investment approach must then be translated into computer code. Although the Investment Manager seeks to hire individuals skilled in each of these functions and to provide appropriate levels of oversight and employ other mitigating measures and processes, the complexity of the individual tasks, the difficulty of integrating such tasks, and the limited ability to perform "real world" testing of the end product, even with simulations and similar methodologies, raise the chances that Model code may contain one or more coding errors, thus potentially resulting in a System Event and further, one or more of such coding errors could adversely affect the Portfolios' investment performance.

The investment strategies of the Investment Manager are highly reliant on the gathering, cleaning, culling and performing of analysis of large amounts of Data. Accordingly, Models rely heavily on appropriate Data inputs. However, it is impossible and impracticable to factor all relevant, available Data into forecasts, investment decisions and other parameters of the Models. The Investment Manager will use its discretion to determine what Data to gather with respect to each Investment Strategy and what subset of that Data the Models take into account to produce forecasts which may have an impact on ultimate investment decisions. In addition, due to the automated nature of Data gathering, the volume and depth of Data available, the complexity and often manual nature of Data cleaning, and the fact that the substantial majority of Data comes from third-party sources, it is inevitable that not all desired and/or relevant Data will be available to, or processed by, the Investment Manager at all times. Irrespective of the merit, value and/or strength of a particular Model, it will not perform as designed if incorrect Data is fed into it which may lead to a System Event potentially subjecting the Portfolio to a loss. Further, even if Data is input correctly, "model prices" anticipated by the Data through the Models may differ substantially from market prices, especially for financial instruments with complex characteristics, such as derivatives, in which the Portfolios may invest.

Where incorrect or incomplete Data is available, the Investment Manager may, and often will, continue to generate forecasts and make investment decisions based on the Data available to it. Additionally, the Investment Manager may determine that certain available Data, while potentially useful in generating forecasts and/or making investment decisions, is not cost effective to gather due to, amoung other factors, the technology costs or third-party vendor costs and, in such cases, the Investment Manager will not utilise such Data. The Investment Manager has full discretion to select the Data it utilises. The Investment Manager may elect to use or may refrain from using any specific Data or type of Data in generating forecasts or making trading decisions with respect to the Models. The Data utilised in generating forecasts or making trading decisions underlying the Models may not be (i) the most accurate data available or (ii) free of errors. The Data set used in connection with the Models is limited. The foregoing risks associated with gathering, cleaning, culling and analysis of large amounts of Data are an inherent part of investing with a quantitative, process-driven, systematic adviser such as the Investment Manager.

When Models and Data prove to be incorrect, misleading or incomplete, any decisions made in reliance thereon expose the Company to potential losses and such losses may be compounded over time. For example, by relying on Models and Data, the Investment Manager may be induced to buy certain investments at prices that are too high, to sell certain other investments at prices that are too low, or to miss favourable opportunities altogether. Similarly, any hedging based on faulty Models and Data may prove to be unsuccessful and when determining the Net Asset Value of the Portfolio, any valuations of the Portfolio's investments that are based on valuation Models may prove to be incorrect. In addition, Models may incorrectly forecast future behaviour, leading to potential losses on a cash flow and/or a mark-to-market basis. Furthermore, in unforeseen or certain low-probability scenarios (often involving a market event or disruption of some kind), Models may produce unexpected results which may or may not be System Events.

Errors in Models and Data are often extremely difficult to detect, and, in the case of Models, the difficulty of detecting System Events may be exacerbated by the lack of design documents or specifications. Regardless of how difficult their detection appears in retrospect, some System Events may go undetected for long periods of time and some may never be detected. Finally, the Investment Manager will detect certain System Events that it chooses, in its sole discretion, not to address or fix, and the third party software will lead to System Events known to the Investment Manager that it chooses, in its sole discretion, not to address or fix. The degradation or impact caused by these System Events can compound over time. The Investment Manager generally will not perform a materiality analysis on the potential impact of a System Event. The Investment Manager believes that the testing and monitoring performed on Models will enable the Investment Manager to identify and address those System Events that a prudent person managing a quantitative, systematic and computerised investment programme would identify and address by correcting the underlying issue(s) giving rise to the System Events, however there is no guarantee of the success of such processes. Investors should assume that System Events and their ensuing risks and impact are an inherent part of investing with a process-driven, systematic investment manager such as the Investment Manager. Accordingly, the Investment Manager does not expect to disclose discovered System Events to its investors.

The Portfolios will bear the risks associated with the reliance on Models and Data including bearing all losses related to System Events.

Obsolescence risk

The Investment Manager is unlikely to be successful in the deployment of its quantitative, systematic, investment strategies unless the assumptions underlying the Models are realistic and either remain realistic and relevant in the future or are adjusted to account for changes in the overall market environment. If such assumptions are inaccurate or become inaccurate and are not promptly adjusted, it is likely that the Models will not generate profitable trading signals. If and to the extent that the Models do not reflect certain relevant factors, and the Investment Manager does not successfully address such omission through its testing and evaluation by modifying the Models accordingly, major losses may result—all of which will be borne by the Portfolios. The Investment Manager will continue to test, evaluate and add new Models which may lead to the existing Models being modified from time to time. Investors will not be informed of nor will approve the addition, modification or removal of the Models and investment strategies. There can be no assurance as to the effects (positive or negative) of any changes including additions, modifications and removal of the Models or Investment Strategies on a Portfolio's performance.

Crowding/convergence

There is significant competition among quantitatively-focused managers and the ability of the Investment Manager to deliver returns that have a low correlation with global aggregate equity markets and other hedge funds is dependent on its ability to employ Models that are simultaneously profitable and differentiated from those employed by other managers. To the extent that the Investment Manager is not able to develop sufficiently differentiated Models, the Company's investment objective may not be met, irrespective of whether the Models are profitable in an absolute sense. In addition, to the extent that the Models come to resemble those employed by other managers, there is an increased risk that a market disruption may negatively affect predictive Models such as those employed by the Company, as such a disruption could accelerate reductions in liquidity or rapid re-pricing due to simultaneous trading across a number of funds utilising Models (or similar quantitatively focused investment strategies) in the marketplace.

Hedging Transactions

The Investment Manager is not required to attempt to hedge portfolio positions in a Portfolio. Furthermore, the Investment Manager may not anticipate a particular risk so as to hedge against it. A Portfolio may utilise a variety of financial instruments (including options and other derivatives), both for investment purposes and for risk management purposes in order to: (i) protect against possible changes in the market value of a Portfolio's investment portfolio resulting from fluctuations in the securities markets and changes in interest rates; (ii) protect the unrealised gains in the value of a Portfolio's investment portfolio; (iii) facilitate the sale of any such investments; (iv) enhance or preserve returns, spreads or gains on any investment in a Portfolio's portfolio; (v) hedge the interest rate or currency exchange rate on any of a Portfolio's liabilities or assets; (vi) protect against any increase in the price of any securities a Portfolio anticipates purchasing at a later date; or (vii) for any other reason that the Investment Manager deems appropriate.

The success of the Investment Manager's hedging strategy is subject to the Investment Manager's ability to correctly assess the degree of correlation between the performance of the instruments used in the hedging strategy and the performance of the investments in the portfolios being hedged. Since the characteristics of many securities change as markets change or time passes, the success of the instances when the Investment Manager hedges portfolio positions in a Portfolio is also subject to the Investment Manager's ability to continually recalculate, readjust and execute hedges in an efficient and timely manner. While a Portfolio may enter into certain hedging transactions to seek to reduce risk, such transactions may result in a poorer overall performance for a Portfolio than if they had not engaged in any such hedging transactions. For a variety of reasons, the Investment Manager may not seek to establish a perfect correlation between such hedging instruments and the portfolio holdings being hedged. Such imperfect correlation may prevent a Portfolio from achieving the intended hedge or expose a Portfolio to risk of loss. The successful utilisation of hedging and risk management transactions requires skills complementary to those needed in the selection of a Portfolio's portfolio holdings.

Futures and Options Contracts and Hedging Strategies

Each Portfolio may use futures and options for efficient portfolio management and to attempt to hedge or reduce the overall risk of its investments or for investment purposes as outlined in the section headed "*Investment Objective and Policies*" of the Prospectus and the "*Portfolio Specific Information*" section of the respective Supplement. A Portfolio's ability to use these strategies may be limited by market conditions, regulatory limits and tax considerations. Use of these strategies involves certain special risks, including: (i) dependence on the Investment Manager's ability to predict movements in the price of securities being hedged and movements in interest rates; (ii) imperfect correlation between movements in the securities or currency on which a futures or options contract is based and movements in the securities or currencies in the relevant Portfolio; (iii) the absence of a liquid market for any particular instrument at any particular time; (iv) the risk of non-performance by the counterparty, including risks relating to the financial soundness and creditworthiness of the counterparty (see "OTC Derivative Instruments and Counterparty Risk"); (v) the degree of leverage inherent in futures trading, i.e., the low margin deposits normally required in futures trading means that futures trading may be highly leveraged; and (vi) possible impediments to effective portfolio management or the ability to meet repurchase requests or other short-term obligations because of the percentage of a Portfolio's assets segregated to cover its obligations. Accordingly, a relatively small price movement in a futures contract may result in an immediate and substantial loss to the Company.

Risk management activities may adversely affect the return on a Portfolio's investments

When managing its exposure to market risks, a Portfolio may from time to time use forward contracts, options, swaps, credit default swaps, caps, collars and floors or pursue other strategies or use other forms of derivative instruments to limit exposure to changes in the relative values of investments that may result from market developments, including changes in prevailing interest rates, currency exchange rates and commodity prices. The success of any hedging or other derivative transactions generally will depend on the ability to correctly predict market changes, the degree of correlation between price movements of a derivative instrument, the position being hedged, the creditworthiness of the counterparty and other factors. As a result, while a Portfolio may enter into a transaction in order to reduce exposure to market risks, the transaction may result in poorer overall investment performance than if it had not been executed. Such transactions may also limit the opportunity for gain if the value of a hedged position increases. A Portfolio might seek to implement a complex hedging strategy by taking exposure to a commodity index where the index relates to a particular security or sector in which the Portfolio has invested. For example, the Portfolio may seek to take exposure to an oil index in circumstances where the Portfolio has invested in securities of companies within the airline or general transport sectors. While the underlying commodity index may have a bearing on the performance of such issuers, there can be no guarantee that they will bear a correlation or that a fall in value of a particular security or sector would be offset by a rise in the given commodity index and Shareholders should note that such a strategy may increase the risk profile of a Portfolio.

Due Diligence Process

Before making investments, the Investment Manager will conduct due diligence that it deems reasonable and appropriate based on the facts and circumstances applicable to each investment. When conducting due diligence, the Investment Manager may be required to evaluate important and complex business, financial, tax, accounting, environmental and legal issues. Outside consultants, legal advisors, accountants and investment banks may be involved in the due diligence process in varying degrees depending on the type of investment. Nevertheless, when conducting due diligence and making an assessment regarding an investment, the Investment Manager will rely on the resources available to it, including information provided by the target of the investment and, in some circumstances, third-party investigations. The due diligence investigation that the Investment Manager will carry out with respect to any investment opportunity may not reveal or highlight certain facts that could adversely affect the value of the investment.

Equities

The Portfolios may invest in equity securities and equity derivatives. The value of these financial instruments generally will vary with the performance of the issuer and movements in the equity markets. As a result, the Portfolios may suffer losses if they invest in equity instruments of issuers whose performance diverges from the Investment Manager's expectations or if equity markets generally move in a single direction and the Portfolio has not hedged against such a general move. The Portfolios also may be exposed to risks that issuers will not fulfil contractual obligations such as, in the case of convertible securities, delivering marketable common stock upon conversions of convertible securities and registering restricted securities for public resale.

Underlying Funds

The Portfolios may invest part or all their assets in regulated collective investment schemes, including in other Portfolios of the Company, or other pooled vehicles managed by the Investment Manager and/or other members of the Man Group plc group of companies and/or independent investment managers. In addition, investors in the Company would be subject to fees (except those fees which are attributable to a member of the Man Group plc group of companies, in the case of funds so managed) both at the level of the Company and at the level of the underlying fund. Should an underlying fund through which the Company directly or indirectly invests fail for any reason (including, but not limited to, failures relating to fraud, operations, valuations or the custody of assets) the Net Asset Value per Share may reduce accordingly.

Exchange Traded Funds ("ETFs")

The Portfolios may invest in ETFs, which are shares of publicly-traded unit investment trusts, open-ended funds, or depository receipts that seek to track the performance and dividend yield of specific indexes or companies in related industries. These indexes may be either broad-based, sector, or international. However, ETF shareholders are generally subject to the same risk as holders of the underlying securities they are designed to track. ETFs are also subject to certain additional risks, including, without limitation, the risk that their prices may not correlate perfectly with changes in the prices of the underlying securities they are designed to track, and the risk of trading in an ETF halting due to market conditions or other reasons, based on the policies of the exchange upon which the ETF trades. In addition, the Portfolios may bear, along with other shareholders of an ETF, its pro rata portion of the ETF's expenses, including management fees. Accordingly, in addition to bearing their proportionate share of the Portfolio's expenses (i.e. the management fee and operating expenses), Shareholders may also indirectly bear similar expenses of an ETF, which can have a material adverse effect on the return on capital of the Portfolio.

Debt Securities

The Company may invest in corporate and government debt securities and instruments, and may take short positions in these securities. The Company may invest in these securities when they offer opportunities for capital appreciation (or capital depreciation in the case of short positions) and may also invest in these securities for temporary defensive purposes and to maintain liquidity. Debt securities include, among others: bonds, notes and debentures issued by corporations; debt securities issued or guaranteed by a sovereign government; municipal securities; and mortgage-backed securities (MBS) and asset backed securities (ABS), including securities backed by collateralised debt obligations (CDO). The Company may also be exposed to the underlying credit worthiness of corporations, municipalities and sovereign states (among others) by the use of credit default swaps (CDS), as described in "*Derivative instruments generally*", and "*Swaps*" below. These securities may pay fixed, variable or floating rates of interest, and may include zero coupon obligations.

Debt securities are subject to the issuer's capacity to pay interest and repay principal in accordance with the terms of the obligations (i.e. credit risk) and are subject to price volatility resulting from, among other things, interest rate sensitivity, market perception of the creditworthiness of the issuer and general market liquidity (i.e. market risk). An economic recession could severely disrupt the market for most of these securities and may have an adverse impact on the value of such instruments. It is likely that any such economic downturn could adversely affect the ability of the issuers of such securities to repay principal and pay interest thereon and increase the incidence of default for such securities.

The Company may invest in both investment grade debt securities and non-investment grade debt securities (commonly referred to as junk bonds), as well as unrated debt securities. Non-investment grade debt securities in the lowest rating categories and unrated debt securities may involve a substantial risk of default or may be in default. Adverse changes in economic conditions or developments regarding the individual issuer are more likely to cause price volatility and weaken the capacity of the issuers of non-investment grade debt securities to make principal and interest payments than issuers of higher grade debt securities. Moreover, the market for lower grade debt securities may be thinner and less active than for higher grade debt securities.

The financial crisis demonstrated that even securities backed by very large pools of assets may be subject to volatility where markets may be subject to volatility levels which are higher than might ordinarily be expected. Pre-crisis, debt securities backed by CDOs were considered to be low-risk instruments, as historical statistics appeared to demonstrate that cash flows from a sufficiently large pool of assets, such as credit card debts or mortgage debts, should be highly stable. Accordingly, ratings agencies frequently assigned investment grade ratings to these securities and, in many cases, "AAA" or equivalent ratings. In spite of such high ratings, during the financial crisis, the holders of many of these debt securities suffered significant losses due, among other factors, to statistically unprecedented levels of defaults by underlying debtors. There can be no assurance that, in comparable markets, MBS or ABS held by the Company would not be subject to similar losses.

Where the Company invests in MBS and other debt securities secured by real estate, it will be exposed to the fluctuations and cycles in value which are characteristic of real estate markets, as well as specific risks including, among others: adverse changes in national or international economic conditions; changes in supply of or demand for properties; the financial condition of tenants, buyers and sellers of properties; changes in the availability of debt financing; changes in interest rates, exchange rates, real estate tax rates and other operating expenses; and government actions including potential regulations on rent control, environmental laws and regulations, real estate laws and regulations, zoning and planning laws, regulations and other rules and fiscal policies.

Futures

The value of futures depends upon the price of the financial instruments, such as equity securities, underlying them. The prices of futures are highly volatile, and price movements of futures contracts can be 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, investments in futures are also subject to the risk of the failure of any of the exchanges on which the Company's positions trade or of its clearing houses or counterparties.

Futures positions may be illiquid because certain exchanges limit fluctuations in certain futures contract prices during a single day by regulations referred to as "daily price fluctuation limits" or "daily limits". Under such daily limits, during a single trading day no trades may be executed at prices beyond the daily limits. Once the price of a particular futures contract has increased or decreased by an amount equal to the daily limit, positions in that contract can neither be taken nor liquidated unless traders are willing to effect trades at or within the limit. This could prevent the Company from promptly liquidating unfavourable positions and subject the Company to substantial losses or prevent it from entering into desired trades. In extraordinary circumstances, a futures exchange or other regulator could suspend trading in a particular futures contract, or order liquidation or settlement of all open positions in such contract.

The price of stock index futures contracts may not correlate perfectly with the movement in the underlying stock index because of certain market distortions. First, all participants in the futures market are subject to margin deposit and maintenance requirements. Rather than meeting additional margin deposit requirements, shareholders may close futures contracts through offsetting transactions that would distort the normal relationship between the index and futures markets. Secondly, from the point of view of speculators, the deposit requirements in the futures market are less onerous than margin requirements in the securities market. Therefore, increased participation by speculators in the futures market also may cause price distortions. Successful use of stock index futures contracts by the Company also is subject to the Investment Manager's ability to correctly predict movements in the direction of the market.

Options

The Company may incur risks associated with the sale and purchase of call options and/or put options.

The seller (writer) of a call option, which is covered (i.e. the writer holds the underlying security), assumes the risk of a decline in the market price of the underlying security below the purchase price of the underlying security less the premium received, and gives up the opportunity for gain on the underlying security above the exercise price of the option. The seller of an uncovered call option assumes the risk of a theoretically unlimited increase in the market price of the underlying security above the exercise price of the option. The securities necessary to satisfy the exercise of an uncovered call option may be unavailable for purchase, except at much higher prices, thereby reducing or eliminating the value of the premium. Purchasing securities to cover the exercise of an uncovered call option can cause the price of the securities to increase, thereby exacerbating the loss. The buyer of a call option assumes the risk of losing its entire premium investment in the call option.

The seller (writer) of a put option which is covered (i.e. the writer has a short position in the underlying security) assumes the risk of an increase in the market price of the underlying security above the sales price (in establishing the short position) of the underlying security plus the premium received, and gives up the opportunity for gain on the underlying security if the market price falls below the exercise price of the option. The seller of an uncovered put option assumes the risk of a decline in the market price of the underlying security below the exercise price of the option. The buyer of a put option assumes the risk of losing its entire investment in the put option.

Forward Contracts

The Company may make extensive use of forward contracts. Forward contracts are transactions involving an obligation to purchase or sell a specific instrument or entitlement at a future date at a specified price. Forward contracts may be used by the Company for hedging purposes, such as to protect against uncertainty in the level of future foreign currency exchange rates. Forward contracts may also be used to attempt to protect the value of the Company's existing holdings of securities held in currencies other than the Base Currency of the relevant Portfolio. As is the case for any attempt at hedging downside risk, there is a risk that there is an imperfect correlation between the value of the securities and the forward contracts entered into with respect to those holdings resulting in an unprotected loss. Forward contracts may also be used for investment, non-hedging purposes to pursue the Company's investment objective, for example where it is anticipated that a particular currency will appreciate or depreciate in value.

Forward contracts and options thereon, unlike futures contracts, are not traded on exchanges and are not standardised; rather, banks and dealers act as principals in these markets, negotiating each transaction on an individual basis. However, certain forward currency exchange contracts are regulated as swaps by the CFTC and are being voluntarily traded on swap execution facilities. To the extent the Investment Manager's swap counterparty is a US person (for the purposes of the CFTC's swap regulations), some of these contracts may be required to be centrally cleared by a regulated US clearinghouse, and may be required to be traded on regulated exchanges or execution facilities in the future. See 'Enhanced regulation of the OTC derivatives markets', below. Interbank forward and "cash" trading is substantially unregulated; there is no limitation on daily price movements and speculative position limits are not applicable. As in the case of a futures contract, a forward usually only requires a much smaller amount of margin to be provided relative to the economic exposure which the forward contract provides to the relevant investment; it creates a 'gearing' or 'leverage' effect. This means that a small margin payment can lead to enhanced losses as well as enhanced gains. It also means that a relatively small movement in the underlying instrument can lead to a much greater proportional movement in the value of the forward contract. The principals who deal in the forward markets are not required to continue to make markets in the currencies they trade, and these markets can experience periods of illiquidity, sometimes of significant duration. There have been periods during which certain participants in these markets have refused to quote prices for certain currencies or have quoted prices with an unusually wide spread between the price at which they were prepared to buy and that at which they were prepared to sell. Disruptions can occur in forward markets, particularly the currency markets, due to unusually high trading volume, political intervention, market dislocations, unanticipated third country events affecting the underlying asset, unscheduled holidays and market closures or other factors. The imposition of controls by governmental authorities might also limit such forward trading to less than that which the Investment Manager would otherwise recommend, to the possible detriment of the Company. Market illiquidity or disruption could result in major losses to the Company.

Contracts for Difference ("CFD")

A contract for difference is a contract between two parties, buyer and seller, stipulating that the seller will pay the buyer the difference between the current value of an asset (a security, instrument, basket or index) and its value at contract time. If the difference is negative then, instead, the buyer pays instead to the seller. Contracts for differences allow investors to take synthetic long or synthetic short positions with a variable margin, which, unlike futures contracts, have no fixed expiry date or contract size. Unlike shares, with CFDs the buyer is potentially liable for far more than the amount they paid on margin.

Swap Agreements

A Portfolio may enter into swap transactions. Swaps are entered into in an attempt to obtain a particular return without the need to purchase the underlying reference asset. The use of total return swaps, price return swaps, volatility swaps, variance swaps, performance swaps, rate swaps, basis swaps, forward rate transactions, swaptions, basket swaps, index swaps, cap transactions, floor transactions, collar transactions, currency swap transactions, cross-currency rate swap transactions or any other similar transactions, whether referencing fixed income, equity or hybrid securities, credit, rates, currencies, baskets or indices (including any option with respect to any of these transactions) is a highly specialised activity that involves investment techniques and risks different from those associated with ordinary securities transactions. Swaps are individually negotiated transactions where each party agrees to make a one-time payment or periodic payments to the other party. Certain swap agreements require one party's payments to be "up-front" and timed differently than the other party's payments (such as is often the case with currency swaps), in which case the entire principal value of the swap may be subject to the risk that the other party to the swap will default on its contractual delivery obligations. Other swap agreements, such as interest rate swaps, typically do not obligate the parties to make "principal" payments, but only to pay the agreed rates or amounts as applied to an agreed "notional" amount. Accordingly, the Company's risk of credit loss may be the amount of interest payments it is entitled to receive on a net basis. As swap transactions are not typically fully funded, a payment of margin is often required by the counterparty. Where a trade is 'in the money', a Portfolio is further exposed to the creditworthiness of the counterparty until any excess margin is returned.

Swap agreements are currently principal-to-principal transactions in which performance is the responsibility of the individual counterparty and not an organised exchange or clearinghouse. As such, a Portfolio is exposed to the risk of counterparty default and counterparty credit risk. In addition, the margin rate associated with the transaction is often at the discretion of the Portfolio's counterparty, which may result, in certain circumstances, in an unexpectedly large margin call and an associated liquidity drain for the Portfolio. However, global regulators have recently moved to more closely regulate the over-the-counter market, and accordingly will require that a substantial portion of over-the-counter swaps be executed in regulated markets, submitted for clearing through regulated clearinghouses, and subject to mandated margin requirements. It is unclear as to how effective this regulatory change will be at reducing counterparty risk and increasing the efficiency of the market. The future costs associated with such trades and the liquidity impact of providing collateral is also uncertain and may be significantly more than is currently the case, thereby potentially reducing returns. In addition, a swap transaction is a contract whose value is derived from another underlying asset. As such, a move in the price of the underlying asset can, due to the embedded leverage in the swap, magnify any gains or losses resulting from the transaction. As is the case with any derivative transaction, the counterparty hedge-based pricing and funding costs on entry and exit may be more costly than buying the underlying reference asset directly. Moreover, the Investment Manager's forecasts of market values, interest rates, and currency exchange rates may be inaccurate and may result in overall investment performance results that are worse than the results that would have been achieved if the Portfolio did not engage in swap transactions.

OTC Derivative Instruments and Counterparty Risk

In general there is less governmental regulation and supervision of transactions in the OTC markets than in organised stock exchanges. Many of the protections afforded to transactions on organised exchanges, such as the performance guarantee of an exchange clearing house may not exist for OTC transactions. Therefore there is a risk of counterparty default. To mitigate this risk, the Company must contract with counterparties which meet the UCITS requirements and may use preferred counterparties which it believes to be creditworthy and may reduce the exposure incurred in connection with such transactions through the use of a letter of credit or collateral. However, there can be no guarantee that a counterparty will not default, or that the Company will not sustain losses as a result.

The Investment Manager will continuously assess the credit or counterparty risk as well as the potential risk which, for trading activities, is the risk resulting from adverse movements in the level of volatility of market prices and the Investment Manager will assess the hedging effectiveness on an ongoing basis. The Investment Manager will define specific internal limits applicable to these kinds of operations and monitor the counterparties accepted for these transactions.

In addition to the above the OTC market may be illiquid and it may not always be possible to execute a transaction quickly at an attractive price. From time to time the counterparties with which the Company effects the transactions might cease making markets or quoting prices in certain of the instruments. In such instances the Company might be unable to enter into a desired transaction in currencies, credit default swaps or total return swaps or enter into an offsetting transaction with respect to an open position which might adversely affect its performance. Further, in contrast to exchange traded instruments, forward, spot and option contracts on currencies do not provide the Investment Manager with the possibility to offset the Company's obligations through an equal and opposite transaction. For this reason entering into forward, spot or options contracts, the Company may be required, and must be able to, perform its obligations under the contracts.

The Company will be exposed to credit risk on the counterparties with which it trades in relation to non-exchange traded forwards and options, interest rate swaps as well as any other "over-the-counter" transaction. 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. Non-exchange traded futures and options are agreements specifically tailored to the needs of an individual investor which enable the user to structure precisely the date, market level and amount of a given position. The counterparty for these agreements will be the specific company or firm involved in the transaction rather than a recognised exchange and accordingly the insolvency, bankruptcy or default of a counterparty with which the Company trades such options or contracts for difference could result in substantial losses to the Company. The participants in "over-the-counter" or "interdealer" markets are typically not subject to the regulatory oversight to which members of "exchange-based" markets are subject. The lack of oversight of over-the-counter markets may expose the Company to the risk that a counterparty will not settle a transaction in accordance with its terms and conditions because of a dispute over the terms of the contract (whether or not bona fide) or because of a credit or liquidity problem, thus causing the Company to suffer a loss. Such "counterparty risk" is accentuated for contracts with longer maturities where events may intervene to prevent settlement, or where the Company has concentrated its transactions with a single or small group of counterparties. If there is a default by the counterparty to a transaction, the Company will under most normal circumstances have contractual remedies and in some cases collateral pursuant to the agreements related to the transaction. However, exercising such contractual rights may involve delays or costs which could result in the Net Asset Value of the relevant Portfolio being less than if the Portfolio had not entered into the transaction.

Repurchase and Reverse Repurchase Agreements

In the event of the insolvency, bankruptcy or default of the seller under a repurchase agreement, the Company may experience both delays in liquidating the underlying securities and losses, including the possible decline in the value of securities, during the period while it seeks to enforce its rights thereto, possible sub-normal level of income and lack of access to income during the period and expenses in enforcing its rights.

Fixed Income Securities

Fixed income securities are subject to the risk of an issuer's ability to meet principal and interest payments on the obligation (credit risk), and may also be subject to price volatility due to such factors as interest rate sensitivity, market perception of the creditworthiness of the issuer and general market liquidity (market risk). The fixed-income securities in which each Portfolio may well invest are interest rate sensitive. An increase in interest rates will generally reduce the value of fixed-income securities, while a decline in interest rates will generally increase the value of fixed-income securities. The performance of each Portfolio will therefore depend in part on the ability to anticipate and respond to such fluctuations on market interest rates, and to utilise appropriate strategies to maximise returns, while attempting to minimise the associated risks to investment capital.

Lower Rated Securities

Lower rated or unrated securities may have a higher yield than securities rated "A1" or better by Moody's or "A" or better by S&P but are more likely to react to developments affecting market and credit risk than such higher rated securities, which primarily react to movements in the general level of interest rates. Lower rated or unrated securities are generally subject to a greater default risk than such higher rated securities. An economic downturn or a period of rising interest rates could adversely affect the market for these securities and impact the liquidity and reduce a Portfolio's ability to sell these securities. The market for lower rated or unrated securities may be thinner and less active than that for higher quality securities which can adversely affect the price at which securities can be sold. To the extent that there is no regular secondary market trading for certain lower rated or unrated securities, there may be difficulties in valuing such securities and in turn a Portfolio's assets.

Derivative Instruments Generally

Each Portfolio may enter into swaps and other derivative instruments, such as credit derivatives. These swaps, options and other derivative instruments are subject to various types of risks, including market risk, custody risk, liquidity risk, the risk of non-performance by the counterparty, including risks relating to the financial soundness and creditworthiness of the counterparty (see "OTC Derivative Instruments and Counterparty Risk" above), legal risk, and operations risk. These instruments may produce an unusually or unexpectedly high amount of losses. In addition, a Portfolio may, in the future, take advantage of opportunities with respect to certain other derivative instruments that are not presently contemplated for use or that are currently not available. A Portfolio may not use such other derivative instruments until the conditions for their use have been included in the Risk Management Process of the Company and have been submitted to and approved by the Central Bank. Special risks may apply in the future that cannot be determined at this time. The regulatory and tax environment for derivative instruments in which the Portfolios may participate is evolving, and changes in the regulation or taxation of such securities may have a material adverse effect on the Portfolios.

A Portfolio may also use derivative instruments to take short positions in some investments. Should the value of such investments increase, it will have a negative impact on the Portfolio's value. In extreme market conditions, the Portfolio may be faced with theoretically unlimited losses. Such extreme market conditions could mean that Shareholders could, in certain circumstances, face minimal or no returns, or may even suffer a loss on their investments.

There is no assurance that the objectives of this strategy will be achieved, or specifically that the long positions will not decrease in value and the short positions will not increase in value, causing the fund losses on both components of the transaction. Many jurisdictions have recently imposed restrictions and reporting requirements on short selling. In particular, in autumn of 2008, the SEC temporarily suspended short selling on stocks of over 950 publicly traded companies while as a result of significant volatility in the financial markets in the summer of 2011, various jurisdictions imposed restrictions or prohibitions on short selling. These restrictions and reporting requirements may prevent the fund from successfully implementing its investment strategies, including, without limitation, as part of any long/short strategy or in connection with hedging its investments, and to achieving its investment objective and, even if it is able to achieve its investment objective, it may only be able to do so at significantly higher costs than in the absence of such regulations. In addition, reporting requirements relating to short selling may provide transparency to the fund's competitors as to its short positions, thereby having detrimental impact on the fund's returns.

Non-investment Grade Securities

Certain Portfolios may invest a significant proportion of their assets in non-investment grade securities (such as "high yield" securities) are considered higher risk investments that may cause income and principal losses for the relevant Portfolio. They are instruments which credit agencies have given a rating which indicates a higher risk of default. The market values for high yield bonds and other instruments tend to be volatile and they are less liquid than investment grade securities.

Hybrid Securities

Certain Portfolios may invest in contingent convertible ("coco") bonds. The performance of such bonds is dependent on a number of factors including interest rates, credit and equity performance, and the correlations between factors. As such these securities introduce significant additional risk to an investment in the relevant Portfolio.

Settlement Risks

The Company will also be exposed to a credit risk on parties with whom it 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 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.

Depositary Receipts

Portfolios may purchase sponsored or unsponsored ADRs, EDRs and GDRs (collectively "Depositary Receipts") typically issued by a bank or trust company which evidence ownership of underlying securities issued by a corporation. Generally, Depositary Receipts in registered form are designed for use in the US securities market and Depositary Receipts in bearer form are designed for use in securities markets outside the United States. Depositary Receipts may not necessarily be denominated in the same currency as the underlying securities into which they may be converted. Depositary Receipts may be issued pursuant to sponsored or unsponsored programs. In sponsored programs, an issuer has made arrangements to have its securities trade in the form of Depositary Receipts. In unsponsored programs, the issuer may not be directly involved in the creation of the program. Although regulatory requirements with respect to sponsored and unsponsored programs are generally similar, in some cases it may be easier to obtain financial information from an issuer that has participated in the creation of a sponsored program. Accordingly, there may be less information available regarding issuers of securities underlying unsponsored programs and there may not be a correlation between such information and the market value of the Depositary Receipts.

Sustainability Risks

Environmental

Environmental risks are associated with environmental events or conditions and their effect on the value of assets to which a Portfolio may have exposure. Such risks may arise in respect of a company itself, its affiliates or in its supply chain and/or apply to a particular economic sector, geographical or political region. Environmental risks include:

Climate change: risks arising from climate change, including the occurrence of extreme weather events (for example major droughts, floods, or storms) may adversely impact the operations, revenue and expenses of certain industries and may result in physical loss or damage of, or otherwise loss in value of, assets, and in particular physical assets such as real estate and infrastructure. Global warming may result in extreme heat waves, increased localised or widespread flooding and rising sea levels, compromising infrastructure, agriculture and ecosystems, increasing operational risk and the cost of insurance, which may affect the utility and value of investments. To the extent that companies in which a Portfolio invests have historically contributed to climate change, they could face enforcement action by regulators and/or be subject to fines or other sanctions. The likelihood and extent of any such action might be unknown at the time of investment.

Natural resources: the relationship between businesses and natural resources is becoming increasingly important due to the scarcity of fresh water, loss of biodiversity and risks arising from land use. Water is critical to agricultural, industrial, domestic, energy generation, recreational and environmental activities. Reduced supply or allocation of water and/or increased cost in supply and controls over its use may adversely impact the operations, revenue and expenses of certain industries in which a Portfolio may invest. Biodiversity underpins ecosystem services such as food, clean water, genetic resources, flood protection, nutrient cycling and climate regulation. A continued loss of biodiversity may adversely affect the operations, revenue and expenses of certain industries in which a Portfolio may invest, such as land users and marine industries, agriculture, the extractives industries (cement and aggregates, oil, gas and mining) forestry and tourism. Land use and land use management practices have a major impact on natural resources. In particular, industries dependant on commodities linked to deforestation such as soy, palm oil, cattle and timber may suffer an adverse impact on their operations, revenue and expenses as a result of measures taken to manage land use.

Pollution and waste: pollution adversely affects the environment and may for example, result in negative impact on human health, damage to ecosystems and biodiversity and reduced crop harvests. Measures introduced by governments or regulators to transition to a low-carbon economy and more broadly reduce pollution and control and reduce waste may adversely impact the operations, revenue and expenses of industries in which a Portfolio may invest. Technologies linked to environmentally harmful materials or practices may become obsolete, resulting in a decrease in value of investments.

Social

Social risks may be internal or external to a business and are associated with employees, local communities and customers of companies in which a Portfolio may invest or otherwise have exposure. Social risks also relate to the vulnerability of a business to, and its ability to take advantage of, broader social "megatrends". Such risks may arise in respect of the company itself, its affiliates or in its supply chain. Social risks include:

Internal social factors: human capital considerations such as human rights violations, lack of access to clean water, food and sanitary living environment, human trafficking, modern slavery / forced labour, inadequate health and safety, discrimination, breaches of employee rights and use of child labour which may, in particular, give rise to negative consumer sentiment, fines and other regulatory sanctions and/or investigations and litigation. The profitability of a business reliant on adverse treatment of human capital may appear materially higher than if appropriate practices were followed.

External social factors: for example, restrictions on or abuse of the rights of consumers including consumer personal data, management of product safety, quality and liability, relationships with and infringements of rights of local communities and indigenous populations may, in particular, give rise to negative consumer sentiment, fines and other regulatory sanctions and/or investigations and litigation.

Social "megatrends": trends such as globalisation, automation and the use of artificial intelligence in manufacturing and service sectors, inequality and wealth creation, digital disruption and social media, changes to work, leisure time and education, changes to family structures and individual rights and responsibilities of family members, changing demographics including though health and longevity and urbanisation are all examples of social trends that can have a material impact on businesses, sectors, geographical regions and the vulnerability and inability to adapt or take advantage of such trends may result in a material negative impact on a Portfolio's investments.

Governance

Governance risks are associated with the quality, effectiveness and process for the oversight of day to day management of companies in which a Portfolio may invest or otherwise have exposure. Such risks may arise in respect of the company itself, its affiliates or in its supply chain. These risks include:

Lack of diversity at board or governing body level: the absence of a diverse and relevant skillset within a board or governing body may result in less well informed decisions being made without appropriate debate and an increased risk of "group think". Further, the absence of an independent chairperson of the board, particularly where such role is combined with the role of chief executive officer, may lead to a concentration of powers and hamper the board's ability to exercise its oversight responsibilities, challenge and discuss strategic planning and performance, input on issues such as succession planning and executive remuneration and otherwise set the board's agenda.

Inadequate external or internal audit: ineffective or otherwise inadequate internal and external audit functions may increase the likelihood that fraud and other issues within a company are not detected and/or that material information used as part of a company's valuation and/or the Manager's investment decision making is inaccurate.

Infringement or curtailment of rights of (minority) shareholders: the extent to which rights of shareholders, and in particular minority shareholders (which may include a Portfolio) are appropriately respected within an company's formal decision making process may have an impact on the extent to which the company is managed in the best interest of its shareholders as a whole (rather than, for example, a small number of dominant shareholders) and therefore the value of an investment in it.

Bribery and corruption: the effectiveness of a company's controls to detect and prevent bribery and corruption both within the company and its governing body and also its suppliers, contractors and sub-contractors may have an impact on the extent to which a company is operated in furtherance of its business objectives.

Lack of scrutiny of executive pay: failure to align levels of executive pay with performance and long-term corporate strategy in order to protect and create value may result in executives failing to act in the long-term interest of the company.

Poor safeguards on personal data / IT security (of employees and/or customers): the effectiveness of measures taken to protect personal data of employees and customers and, more broadly, IT and cyber security will affect a company's susceptibility to inadvertent data breaches and its resilience to "hacking".

The absence of appropriate and effective safeguards for employment related risks: discriminatory employment practices, workplace harassment, discrimination and bullying, respect for rights of collective bargaining or trade unions, the health and safety of the workforce, protection for whistleblowers and non-compliance with minimum wage or (where appropriate) living wage requirements may ultimately reduce the talent pool available to the company, the wellbeing, productivity and overall quality of its workforce and may lead to increased employment and other business costs.

Legal, regulatory and taxation risks

Business and Regulatory Risks

Legal, tax, and regulatory changes are likely to occur during the term of the Company and some of these changes may adversely affect the Company, perhaps materially. The financial services industry generally, and the activities of collective investment schemes and their managers, in particular, have been subject to intense and increasing regulatory scrutiny. Such scrutiny may increase the Company's exposure to potential liabilities and to legal, compliance, and other related costs. Increased regulatory oversight may also impose additional administrative burdens on the Investment Manager, including, without limitation, responding to investigations and implementing new policies and procedures. Such burdens may direct the Investment Manager's time, attention, and resources from portfolio management activities. In addition, certain regulatory changes, including restrictions imposed, may be imposed by reference to the overall assets managed by the Investment Manager rather than solely in respect of the assets of the Company. In such circumstances, compliance by the Investment Manager with such restrictions may give rise to a conflict of interest.

In addition, securities and futures markets are subject to comprehensive statutes, regulations, and margin requirements. The Central Bank, the FCA, other regulators, self-regulatory organizations, and exchanges are authorized to take extraordinary actions in the event of market emergencies. The regulation of derivatives transactions and funds that engage in such transactions is an evolving area of law and is subject to modification by government and judicial actions.

In July 2010 the US President signed the Dodd-Frank Wall Street Reform and Consumer Protection Act (the "**Dodd-Frank Act**"), which aims to reform various aspects of the US financial markets. The Dodd-Frank Act covers a broad range of market participants including banks, non-banks, rating agencies, mortgage brokers, credit unions, insurance companies, payday lenders, broker-dealers, and investment advisers. The Dodd-Frank Act directly affects the Investment Manager by mandating additional new reporting requirements, including, but not limited to, position information, use of leverage and counterparty and credit risk exposure. These reporting requirements impose additional burdens on the Investment Manager's time, attention and resources. The Dodd-Frank Act may also affect the Company in a number of other ways. The Dodd-Frank Act created the Financial Stability Oversight Council that is charged with monitoring and mitigating systemic risk. As part of this responsibility, the Financial Stability Oversight Council has the authority to subject banks and other financial firms to regulation by the Federal Reserve Board, which could limit the amount of risk-taking engaged in by the Company.

Additionally, the recent election of a new president of the United States and the results of the recent US congressional elections could lead to substantial changes in US regulations applicable to the Company and/or the Investment Manager as well as other changes in US economic and tax policy, laws and regulations. It is unclear what impact these developments may have on the Company and the Investment Manager.

More generally, it is impossible to predict what, if any, changes in regulation applicable to the Company, the Investment Manager, the markets in which they trade and invest, or the counterparties with which they do business may be instituted in the future. The effect of any future regulatory change on the Company could be substantial and adverse.

Investors should understand that the Company's business is dynamic and is expected to change over time. Therefore, the Company may be subject to new or additional regulatory constraints in the future. This Prospectus cannot address or anticipate every possible current or future regulation that may affect the Investment Manager, the Company, or their businesses. Such regulations may have a significant impact on the Shareholders or the operations of the Company, including, without limitation, restricting the types of investments the Company may make, preventing the Company from exercising its voting rights with regard to certain financial instruments, requiring the Company to disclose the identity of their investors, or otherwise. The Directors, in consultation with the Investment Manager, may cause a Portfolio to be subject to such regulations if it believes that an investment or business activity is in such Portfolio's interests, even if such regulations may have a detrimental effect on one or more Shareholders. Prospective Shareholders are encouraged to consult their own advisers regarding an investment in the Company.

Enhanced regulation of the OTC derivatives markets

The European Market Infrastructure Regulation ("**EMIR**") seeks comprehensively to regulate the OTC derivatives market in Europe for the first time including, in particular, imposing mandatory central clearing, trade reporting and, for non-centrally cleared trades, risk management obligations on counterparties including timely confirmation, portfolio reconstruction, dispute resolution and margining requirements. In addition, the revised Markets in Financial Instruments Directive (the "**MiFID II Directive**") and Markets in Financial Instruments Regulation ("**MiFIR**" and together with the MiFID II Directive, "**MiFID II**") will require certain standardized OTC derivatives (including all those subject to a mandatory clearing obligation under EMIR) to be executed on regulated trading venues. In addition, MiFID II introduces a new trading venue, the "Organised Trading Facility", which is intended to provide greater price transparency and competition for bilateral trades. The overall impact of such changes on the Company is highly uncertain and it is unclear how the OTC derivatives markets will adapt to this new regulatory regime.

Similarly, the Dodd-Frank Act includes provisions that substantially increase the regulation of the OTC derivatives markets for the first time. The Dodd-Frank Act will require that a substantial portion of OTC derivatives must be executed in regulated markets and be submitted for clearing to regulated clearinghouses. For example, certain interest rate swaps, including certain foreign exchange forwards defined as swaps by the CFTC, and credit default index swaps are required by the CFTC to be submitted for clearing if traded by US persons. These OTC trades submitted for clearing will be subject to minimum initial and variation margin requirements set by the relevant clearinghouse, as well as margin requirements mandated by the CFTC, SEC and/or federal prudential regulators. OTC derivative dealers also are required to post margin to the clearinghouses through which they clear their customers' trades instead of using such margin in their operations, as was widely permitted before the Dodd-Frank Act. This has increased and will continue to increase the dealers' costs, which costs are generally passed through to other market participants in the form of higher fees and less favorable dealer marks. Taken together, these regulatory developments will increase the OTC derivative dealers' costs, and these increased costs are expected to be passed through to other market participants in the form of higher upfront and mark-to-market margin, less favorable trade pricing, and new or increased fees, including clearing account maintenance fees.

The CFTC also now requires certain derivatives transactions that were previously executed on a bi-lateral basis in the OTC markets to be executed through a regulated futures or swap exchange or execution facility. The SEC is also expected to impose similar requirements on certain security-based derivatives in the near future, though it is not yet clear when these parallel SEC requirements will go into effect and how such requirements may be affected by the recent administration change in the US, as noted above. If the Company decides to become a direct member of one or more of these exchanges or execution facilities, the Company would be subject to all of the rules of the exchange or execution facility, which would bring additional risks and liabilities, and potential additional regulatory requirements. Similarly, under EMIR, European regulators may require a substantial proportion of such derivatives transactions to be brought on exchange and/or centrally cleared. Such requirements may make it more difficult and costly for investment funds, including the Company, to enter into highly tailored or customized transactions. They may also render certain strategies in which the Company might otherwise engage impossible or so costly that they will no longer be economical to implement. They may also increase the overall costs for OTC derivative dealers, which are likely to be passed along, at least partially, to market participants in the form of higher fees or less advantageous dealer marks. The overall impact of EMIR, MiFID II and the Dodd-Frank Act on the Company is highly uncertain and it is unclear how the OTC derivatives markets will adapt to these new regulatory requirements.

The "Volcker Rule" component of the Dodd-Frank Act materially restricts proprietary speculative trading by banks, "bank holding companies" and other regulated entities. As a result, there has been a significant influx of new portfolio managers into private investment funds who had previously traded institutional proprietary accounts. Such influx can only increase the competition for the Company from other talented portfolio managers trading in the Company's investment sector.

Position limits

"Position limits" imposed by various regulators or exchanges may limit the Company's ability to effect desired trades. Position limits are the maximum amounts of gross, net long or net short positions that any one person or entity may own or control in a particular financial instrument. All positions owned or controlled by the same person or entity, even if in different accounts, may be aggregated for purposes of determining whether the applicable position limits have been exceeded. Thus, even if the Company does not intend to exceed applicable position limits, it is possible that the Investment Manager's Other Accounts together with the Company may be aggregated. To the extent that the Company's position limits were collapsed with an affiliate's position limits, the effect on the Company and resulting restriction on its investment activities may be significant. If at any time positions managed by the Investment Manager were to exceed applicable position limits, the Investment Manager would be required to liquidate positions, which might include positions of the Company, to the extent necessary to come within those limits. Further, to avoid exceeding the position limits, the Company might have to forego or modify certain of its contemplated trades.

In addition, the Dodd-Frank Act significantly expands the CFTC's authority to impose position limits with respect to futures contracts, options on futures contracts, swaps that are economically equivalent to futures or options on futures, swaps that are traded on a regulated US exchange and certain swaps that perform a significant price discovery function. In response to this expansion of its authority, in 2012, the CFTC proposed a series of new speculative position limits with respect to futures and options on futures on so-called "exempt commodities" (which includes most energy and metals contracts) and with respect to agricultural commodities. Those proposed speculative position limits were vacated by a United States District Court, but the CFTC has again proposed a new set of speculative position rules which are not yet finalized (or effective). If the CFTC is successful in this second try, the counterparties with which the Company deals may further limit the size or duration of positions available to the Company. All accounts owned or managed by the Investment Manager are likely to be combined for speculative position limit purposes. The Company could be required to liquidate positions it holds in order to comply with such limits, or may not be able to fully implement trading instructions generated by its trading models, in order to comply with such limits. Any such liquidation or limited implementation could result in substantial costs to the Company.

MiFID II introduces position limit and position reporting requirements in relation to certain commodity derivatives. The precise implication and scope of these requirements is not yet known, as the implementing measures are not yet finalized. However, it is likely that these measures will impose restrictions on the positions that the Company and the Investment Manager on behalf of all accounts owned or managed by it may hold in certain commodity derivatives and will require the Investment Manager to more actively monitor such positions. If the Company's and/or the Investment Manager's positions reach the position limit thresholds, the Investment Manager will be required to reduce those positions in order to comply with such limits.

Litigation

With regard to certain of the Company's investments, it is a possibility that the Investment Manager and/or the Company may be plaintiffs or defendants in civil proceedings. The expense of prosecuting claims, for which there is no guarantee of success, and/or the expense of defending against claims by third parties and paying any amounts pursuant to settlements or judgments would generally be borne by the Company and would or may reduce net assets.

Legal risk in emerging markets

Many of the laws that govern private and foreign investment, financial instruments transactions, creditors' rights and other contractual relationships in emerging markets are new and largely untested. As a result, the Company may be subject to a number of unusual risks, including inadequate investor protection, contradictory legislation, incomplete, unclear and changing laws, ignorance or breaches of regulations on the part of other market participants, lack of established or effective avenues for legal redress, lack of standard practices and confidentiality customs characteristic of developed markets, and lack of enforcement of existing regulations.

Regulatory controls and corporate governance of companies in developing countries may confer little protection on investors. Anti-fraud and anti-insider trading legislation is often rudimentary. The concept of fiduciary duty is also limited when compared to such concepts in developed countries. In certain instances, management may take significant actions without the consent of investors. This difficulty in protecting and enforcing rights may have a material adverse effect on the Company and its operations. Furthermore, it may be difficult to obtain and enforce a judgment in certain of emerging market countries in which assets of the Company are invested.

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Investment and Repatriation Restrictions

Some emerging countries have laws and regulations that currently preclude direct foreign investment in the securities of their companies. However, indirect foreign investment in the securities of companies listed and traded on the stock exchanges in these countries is permitted by certain emerging countries through investment funds which have been specifically authorised. Subject to provisions of its investment policy and of the UCITS Regulations, a Portfolio may invest in these investment funds. If a Portfolio invests in such investment funds, the investors will bear not only the expenses of such Portfolio, but also will indirectly bear similar expenses of the underlying investment funds. In addition to the foregoing investment restrictions, prior governmental approval for foreign investments may be required under certain circumstances in some emerging countries.

Repatriation of investment income, assets and the proceeds of sales by foreign investors may require governmental registration and/or approval in some emerging countries. A Portfolio could be adversely affected by delays in or a refusal to grant any required governmental registration or approval for such repatriation or by withholding taxes imposed by emerging market countries on interest or dividends paid on securities held by such Portfolio or gains from the disposition of such securities.

US source payments may be subject to withholding under FATCA

The US legislation commonly known as the Foreign Account Tax Compliance Act ("**FATCA**") generally imposes a 30% withholding tax on certain payments to non-US financial institutions (including investment entities) of US source income and proceeds from the sale of property of a type which can produce US source interest or dividends unless the financial institution discloses to the IRS the name, address and taxpayer identification number of certain US persons that hold, directly or indirectly, an account with the financial institution, as well as certain other information relating to any such account. The United States and Ireland have entered into a "Model 1" intergovernmental agreement with respect to FATCA (the "**US IGA**"). The US IGA modifies the foregoing requirements but generally requires similar information to be disclosed to the Irish government and ultimately to the IRS. The Company and each Portfolio intends to comply with any obligations imposed on it under FATCA and the US IGA to avoid the imposition on it of any withholding tax under FATCA, but there can be no assurances that it will be successful in this regard.

Tax considerations

The Directors may take positions on certain tax issues which depend on legal conclusions not yet addressed by the courts. Additionally, no assurance can be given that legislative, administrative or judicial changes will not occur which will alter, either prospectively or retroactively, the tax considerations or risk factors discussed in this Prospectus.

The Company may be audited by one or more tax authorities. An income tax audit may result in an increased tax liability of the Company, including with respect to years when an investor was not a Shareholder of the Company, which could reduce the Net Asset Value of the Company and affect the return of all Shareholders.

Certain EU Member States have taken steps towards implementing a “financial transactions tax” (“FTT”), applicable to transactions in securities or other financial instruments where at least one party to the transaction, the issuer of the securities or other financial instruments, or the relevant broker, is located in the European Union. If implemented, the FTT may result in substantial loss to the Company, both directly through increased transaction costs and also indirectly through reduced liquidity in markets in securities and other financial instruments. The FTT may also render economically unviable certain investment strategies which the Investment Manager might otherwise have pursued, which may impair the Investment Manager’s ability to generate returns for Shareholders.

The regulatory or tax environment for derivative and related instruments is evolving and may be subject to government or judicial action, which may affect the value or liquidity of investments held by the Company (directly or indirectly) or the Company’s ability to obtain the leverage it might otherwise obtain.

Where the Company invests in securities that are not subject to withholding tax at the time of acquisition, there can be no assurance that tax may not be withheld in the future as a result of any change in applicable laws, treaties, rules or regulations or the interpretation thereof. The Company will not be able to recover such withheld tax and so any change would have an adverse effect on the Net Asset Value of the Shares. Where the Company sells securities short that are subject to withholding tax at the time of sale, the price obtained will reflect the withholding tax liability of the purchaser. In the event that in the future such securities cease to be subject to withholding tax, the benefit thereof will accrue to the purchaser and not to the Company.

Accounting for uncertainty in income taxes

Accounting Standards Codification Topic No. 740, "Income Taxes" (in part formerly known as "**FIN 48**") ("**ASC 740**"), provides guidance on the recognition of uncertain tax positions. ASC 740 prescribes the minimum recognition threshold that a tax position is required to meet before being recognised in an entity's financial statements. It also provides guidance on recognition, measurement, classification and interest and penalties with respect to tax positions. A prospective investor should be aware that, among other things, ASC 740 could have a material adverse effect on the periodic calculations of the Net Asset Value of a Portfolio, including reducing the Net Asset Value of a Portfolio to reflect reserves for income taxes, such as US and foreign withholding taxes and income taxes payable on income effectively connected with a trade or business, that may be payable by a Portfolio. This could cause benefits or detriments to certain investors, depending upon the timing of their entry and exit from a Portfolio.

Foreign taxes

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

Automatic Reporting of Shareholder Information to Other Tax Authorities

The automatic exchange of information regime known as the “Common Reporting Standard” applies in Ireland. Under these measures, the Company is required to report information to the Irish Revenue Commissioners relating to Shareholders, including the identity, residence and tax identification number of Shareholders and details as to the amount of income and sale or redemption proceeds received by Shareholders in respect of the Shares. As a result, Shareholders may be required to provide such information to the Company. Such information will be collected for compliance reasons only and will not be disclosed to unauthorised persons.

Company’s Liabilities

Pursuant to Irish law, the Company should not be liable as a whole to third parties and there should not be the potential for cross contamination of liabilities between Portfolios. However, there can be no categorical assurance that, should an action be brought against the Company in the courts of another jurisdiction, the segregated nature of the Portfolios will necessarily be upheld.

Market Abuse Regime

The Market Abuse Regulation (Regulation 596/2014) ("**MAR**") repealed and replaced the previous EU rules on civil market abuse, contained in the Market Abuse Directive (Directive 2003/6/EC) ("**MAD**") and implementing legislation, with effect from 3 July 2016. The Directive on Criminal Sanctions for Market Abuse (Directive 2014/57/EU) ("**CSMAD**") was also required to be transposed into the national law of participating member states by 3 July 2016.

MAR has expanded the scope of the civil market abuse regime under MAD to cover, for the first time, different trading systems and financial instruments and takes into account technological developments, notably algorithmic trading and high frequency trading. MAR addresses the interaction between spot markets and derivative markets, including commodity markets, and potential sources of abuse and manipulation between them, including through provisions allowing member states to introduce criminal sanctions for market abuse offences.

Notwithstanding that the operation of a common regulatory framework on civil market abuse in the EU is expected to provide greater legal certainty and consistency across the markets of the member states in which the Company operates, the broader scope of the market abuse regime post 3 July 2016 has led to increased operational and compliance requirements and costs for market participants, including the Company.

MiFID II

The MiFID II Directive together with the delegated and implementing EU regulations made thereunder, laws and regulations introduced by Member States of the EU to implement it (together referred to as "**MiFID II**") impose new regulatory obligations on those Investment Managers regulated as investment firms in the EU who are subject to its terms (GLG LP as at the date of this Prospectus).

These regulatory obligations may impact on, and constrain the implementation of, the investment strategy of a Portfolio and lead to increased compliance obligations upon and accrued expenses for any impacted Investment Manager and/or the Company.

Extension of pre- and post-trade transparency

MiFID II introduces wider transparency regimes in respect of trading on EU trading venues and with EU counterparties. MiFID II extends the pre- and post-trade transparency regimes from equities traded on a regulated market to cover equity-like instruments, such as depositary receipts, exchange-traded funds and certificates that are traded on regulated trading venues, as well as to cover non-equities, such as bonds, structured finance products, emission allowances and derivatives.

The increased transparency regime under MiFID II, together with the restrictions on the use of "dark pools" and other non-regulated trading venues, may lead to enhanced price discovery across a wider range of asset classes and instruments which could disadvantage the Company, particularly in the fixed income markets. Such increased transparency and price discovery may have macro effects on trading globally, which may have an adverse effect on the Net Asset Value of a Portfolio.

Equities – mandatory on-exchange trading

MiFID II introduces a new rule that an EU regulated firm may execute an equity trade only on an EU trading venue (or with a firm which is a systematic internaliser or an equivalent venue in a third country). The instruments in scope for this requirement are any equities admitted to trading on any EU trading venue, including those with only a secondary listing in the EU. The effect of this rule is to introduce a substantial limit on the possibility of trading off-exchange or OTC in EU listed equities with EU counterparties. The overall impact of this rule on an impacted Investment Manager's ability to implement a Portfolio's investment objective and investment strategy is uncertain.

Access to research

MiFID II prohibits an EU authorised investment firm from receiving investment research unless it is paid for directly by the firm out of its own resources or from a separate research payment account. EU research providers that are MiFID firms will be obliged to price their research services separately from their execution services. Where an Investment Manager and the Company agree to utilise a research payment account in respect of a Portfolio, details shall be set out in the relevant Supplement.

Changes to use of direct market access

MiFID II introduces new requirements on EU banks and brokers which offer direct market access ("**DMA**") services to allow their clients to trade on EU trading venues via their trading systems. EU DMA providers will be required to impose trading and credit thresholds on their clients, and to have the benefit of monitoring rights. It will also be necessary for the EU DMA provider to enter into a binding written agreement with its clients, which deals with compliance with MiFID II and the trading venue rules. These changes may affect the implementation of the Company's investment strategy.

Changes to conduct rules for EU brokers

Historically, certain EU sell-side firms have used initial public offering ("**IPO**") and secondary allocations as a way of rewarding their most valued buy-side clients (in terms of trading volumes or commissions) for the business that they have given to the firm previously or to incentivise future business. MiFID II requirements effectively prohibit such behaviour, as MiFID II precludes a sell-side firm from allocating issuances to clients either (a) to incentivise the payment of a large amount of fees for unrelated services provided by the EU firm or (b) which is conditional on the receipt of future orders or the purchase of any other service from the EU firm by a client. As a result, the manner in which the Investment Manager is allocated IPOs and secondary issuances by its sell-side service providers is likely to change significantly, which may have an adverse effect on the Investment Manager's ability to implement the Company's investment strategy.

Changes to policies and procedures and costs of compliance

MiFID II may require significant changes to each impacted Investment Manager's policies and procedures, including with respect to best execution, payment for and access to research, algorithmic trading, high frequency trading and conflicts of interest. There is no guarantee that these changes will not adversely impact the Company's investment strategy. Compliance with these requirements is likely to have a significant cost implication and it is possible that the Company may bear, directly or indirectly, a certain proportion of the Investment Manager's costs of compliance with MiFID II which are relevant to the Company.

Potential Implications of Brexit

In a referendum held on June 23, 2016, the electorate of the United Kingdom resolved to leave the European Union. The result has led to political and economic instability and volatility in the financial markets of the United Kingdom and more broadly across Europe. It may also lead to weakening in consumer, corporate and financial confidence in such markets as the UK finalises the terms of its exit from the EU. The extent of the impact will depend in part on the nature of the arrangements that are put in place between the UK and the EU following the eventual Brexit deal and the extent to which the UK continues to apply laws that are based on EU legislation. The longer term process to implement the political, economic and legal framework that is agreed between the UK and the EU is likely to lead to continuing uncertainty and periods of exacerbated volatility in both the UK and in wider European markets. The UK's exit from the EU, the anticipation of the exit or the terms of the exit could also create significant uncertainty in the UK (and potentially global) financial markets, which may materially and adversely affect the performance of the Portfolios, their Net Asset Values, the Portfolios' earnings and returns to Shareholders. It could also potentially make it more difficult to raise capital in the EU and/or increase the regulatory compliance burden which could restrict some or all of the Portfolios' future activities and thereby negatively affect returns.

Volatility resulting from this uncertainty may mean that the returns of the Portfolios and their investments are adversely affected by market movements, potential decline in the value of Sterling and/or Euro, and any downgrading of UK sovereign credit rating. This may also make it more difficult, or more expensive, for the Portfolios to execute prudent currency hedging policies.

This mid to long term uncertainty may have an adverse effect on the economy generally and on the ability of the Portfolios and their investments to execute their respective strategies and to receive attractive returns, and may also result in increased costs to the Portfolios.

Local Intermediaries

Local regulations in EEA Member States may require the appointment of paying agents, correspondent banks and/or other local agents and the maintenance of accounts by such agents through which subscriptions and redemption monies may be paid. Such local intermediaries shall be appointed in accordance with the requirements of the Central Bank. Investors who choose or are obliged under local regulations to pay/receive subscription/redemption monies via such an intermediary entity rather than directly to or from the Depositary (e.g. a sub-distributor or agent in the local jurisdiction) will bear a credit risk against that intermediate entity with respect to (a) subscription monies prior to the transmission of such monies to the Depositary and (b) redemption monies payable by such intermediate entity to the relevant investor.

CIBM Direct Entry Specific Risks

Regulatory Risks

An investment in the CIBM by Portfolio is subject to regulatory risks. The relevant rules and regulations on investments in the CIBM are subject to changes which may have potential retrospective effect. In the event that the relevant PRC authorities suspend accounts opening or trading in CIBM, a Portfolio's ability to invest in CIBM will be limited and, after exhausting other trading alternatives, the Portfolio may suffer substantial losses as a result.

Moreover, although there is no quota restriction under the CIBM investment regulations, relevant information about a Portfolio's investments, such as the investment term, needs to be filed with the PBOC and an update filing will be required if there is any significant change to the filed information. It cannot be predicted whether the PBOC will make any comments on or require any changes with respect to such information for the purpose of filing. If so required, the Portfolio will need to follow PBOC instructions and make the relevant changes accordingly, which, may not be in the best interests of the relevant Portfolio and the Shareholders from a commercial perspective.

Liquidity and Volatility

Market volatility and potential lack of liquidity due to low trading volume of certain debt securities in the CIBM may result in prices of certain debt securities traded on such market fluctuating significantly. A Portfolio investing in such market is therefore subject to liquidity and volatility risks. The bid and offer spreads of the prices of such securities may be large, and a Portfolio may therefore incur significant trading and realisation costs and may even suffer losses when disposing of such investments.

Settlement Agent and Procedures

An onshore settlement agent shall be engaged by the relevant Investment Manager to make the filing on behalf of a Portfolio and conduct trading and settlement agency services for the relevant Portfolio. To the extent that a Portfolio transacts in the CIBM, the relevant Portfolio may also be exposed to risks associated with settlement procedures and default of counterparties. The counterparty which has entered into a transaction with the relevant Portfolio may default in its obligation to settle the transaction by delivery of the relevant security or by payment for value.

Since the relevant filings and account opening for investment in the CIBM have to be carried out via the onshore settlement agent, a Portfolio is also subject to the risks of default or errors on the part of the onshore settlement agent.

Moreover, PBOC will exercise on-going supervision on the onshore settlement agent and the relevant Portfolio's trading activities under the CIBM investment regulations. In the occurrence of any non-compliance of these regulations by either the onshore settlement agent or the relevant Portfolio, the PBOC may take relevant administrative actions such as suspension of trading or business and mandatory exit against the onshore settlement agent, the relevant Portfolio and/or the relevant Investment Manager. The relevant Portfolio and the Shareholders may suffer substantial losses due to such suspension or mandatory exit.

Remittance and Repatriation

The CIBM investment regulations allow foreign investors to remit investment amounts in CNH or foreign currency into China for investing in the CIBM. For repatriation of funds out of China by the relevant Portfolio, the ratio of CNH to foreign currency should generally match the original currency ratio when the investment principal was remitted into China, with a maximum permissible deviation of 10%. Such requirements may change in the future which may have an adverse impact on a Portfolio's investment in the CIBM.

BORROWING POLICY AND LEVERAGE

Under the Articles, the Directors are empowered to exercise all of the borrowing powers of the Company, subject to any limitations under the UCITS Regulations, and to charge the assets of the Company as security for any such borrowings. Under the UCITS Regulations, the Company may not borrow money, grant loans or act as guarantor on behalf of third parties, except as follows: (i) foreign currency may be acquired by means of a back-to-back loan, and (ii) the Company may incur temporary borrowings for the account of any Portfolio in an amount not exceeding 10% of the net assets of the Portfolio, and the assets of the relevant Portfolio may be charged as security for such borrowings.

Information relating to the pledge agreements into which the Company has entered in respect of the Portfolios shall be set out in the "*Portfolio Specific Information – Borrowing Policy and Leverage*" section of the relevant Supplement.

A Portfolio may be leveraged as a result of its use of derivatives. However, any such leverage will be subject to the limit on value-at-risk as set out in the relevant Supplement and the limits specified for each Portfolio in the "*Portfolio Specific Information*" section of the relevant Supplement in respect of leverage and long-short exposure.

SUBSCRIPTIONS

The Directors are given authority to effect the issue of Shares of any series or Class in respect of a Portfolio and with the approval of the Central Bank to create new series or Classes of Shares on such terms as they may from time to time determine in relation to any Portfolio. Issues of Shares will be made with effect from a Dealing Day.

The table below sets out the information in relation to minimum initial subscriptions and minimum ongoing shareholding requirements of the Share Classes of the Company bearing the relevant letter designations. For details on the specific Share Classes of the Portfolios, please refer to the Website.

	D, DF, DL, DM, DMF, DJ, DV, DY	**I, IF, IL, IM, IMF, IV**	**IX, IXF**	**IU, IMU**	**IXX**
	Minimum Initial Subscription / Minimum Ongoing Holding	**Minimum Initial Subscription / Minimum Ongoing Holding[1]**	**Minimum Initial Subscription / Minimum Ongoing Holding**	**Minimum Initial Subscription / Minimum Ongoing Holding**	**Minimum Initial Subscription / Minimum Ongoing Holding**
AUD	AUD 1,000	AUD 1,000,000	AUD 100,000,000	AUD 1,000,000	AUD 300,000,000
BRL	BRL 4,000	BRL 4,000,000	BRL 400,000,000	BRL 4,000,000	BRL 600,000,000
CHF	CHF 1,000	CHF 1,000,000	CHF 100,000,000	CHF 1,000,000	CHF 300,000,000
DKK	DKK 5,000	DKK 5,000,000	DKK 800,000,000	DKK 5,000,000	DKK 2,400,000,000
EUR	EUR 1,000	EUR 1,000,000	EUR 100,000,000	EUR 1,000,000	EUR 300,000,000
GBP	GBP 1,000	GBP 1,000,000	GBP 100,000,000	GBP 1,000,000	GBP 300,000,000
JPY	JPY 500,000	JPY 100,000,000	JPY 12,000,000,000	JPY 100,000,000	JPY 36,000,000,000
NOK	NOK 5,000	NOK 5,000,000	NOK 800,000,000	NOK 5,000,000	NOK 2,400,000,000
SEK	SEK 5,000	SEK 5,000,000	SEK 800,000,000	SEK 5,000,000	SEK 2,400,000,000
SGD	SGD 1,000	SGD 1,000,000	SGD 100,000,000	SGD 1,000,000	SGD 300,000,000
USD	USD 1,000	USD 1,000,000	USD 100,000,000	USD 1,000,000	USD 300,000,000

The Share Classes which are listed above as having a minimum initial subscription are hereinafter referred to as the "Available Shares". The Share Classes differ in terms of their currency denomination and in terms of the rate of fees to be applied to each in calculating the Net Asset Value per Share as described in this Prospectus.

With the exception of Class F Shares and certain Share Classes of Man GLG Strategic Bond, the Classes of Available Shares that have not yet launched will be available for subscription at the Initial Offer Price as set out in the table below. Thereafter they will be offered at the prevailing Net Asset Value of the Class:

Currency of the Share Class	**Initial Offer Price**
AUD	AUD 100
BRL	BRL 100
CHF	CHF 100
DKK	DKK 100
EUR	EUR 100
GBP	GBP 100
JPY	JPY 10,000
NOK	NOK 100

1. Investors in the Portfolios prior to 13 February 2018 are not subject to this minimum holding requirement as it did not apply as at their date of subscription.

SEK	SEK 100
SGD	SGD 100
USD	USD 100

The Initial Offer Period for the Shares Classes which are intended to be offered to investors upon the approval of a Portfolio will begin at 9:00 am (Irish time) on the next Business Day following the date of the relevant Supplement and will end at 1:00 pm six months later, or such earlier time on which the Administrator receives the first application for subscription in the relevant Class or such other date as the Directors may determine in accordance with the Central Bank's requirements.

The Initial Offer Period for any additional Share Classes in a Portfolio which may be created in the future will start on the launch date of the Share Class (as disclosed in the Key Investor Information Documents available online at www.man.com) at 9:00 am (Irish time) and will close at 1:00 pm (Irish time) on such date, or such other date as the Directors may determine in accordance with the Central Bank's requirements.

Please refer to the Website for the details relating to the Available Share Classes.

In respect of "F" Share Classes, such Share Classes shall only be available until such time as the Net Asset Value of the relevant Share Class reaches such level as the Directors may determine from time to time and which will be available from the Distributor on request.

In circumstances where a portfolio of any other collective investment scheme managed by the Investment Manager or another subsidiary of Man Group plc (the "Merging Portfolio") merges into a Portfolio of the Company (the "**Receiving Portfolio**"), the Directors may in their absolute discretion determine that the Initial Offer Price for Shares of the Receiving Portfolio shall be equal to the closing net asset value per share of the Merging Portfolio.

Thereafter, (and in the case of all other Classes of Available Shares in the Company, from the date of this Prospectus) Shares will be subscribed for and will be issued at the Net Asset Value per Share as calculated in respect of that Dealing Day, together with any applicable subscription charges and any fiscal duties and charges incurred in connection with any change of securities for Shares.

All Available Share Classes in each of the Portfolios are available for subscription in accordance with the terms of this Prospectus and the relevant Supplement.

Subscription of Shares

Each Business Day is both a Dealing Day and a Valuation Day for the Portfolios. Application forms received prior to the Dealing Deadline in respect of a Dealing Day will receive shares at the Net Asset Value per share calculated for that Dealing Day's Valuation Point as set out in the relevant Supplement. The table below illustrates this process*:

Dealing Day	**Subscription Dealing Deadline**	**Valuation Point**	**Contract Note**	**Settlement**
Any Business Day	Trades received before 1:00 pm Irish Time will be included for that Dealing Day.	Trades included for a particular Dealing Day will be processed using the relevant Portfolio's specified Valuation Point in respect of the Dealing Day.	Trade confirmations will normally be issued within 24 hours of the Net Asset Value being finalised.	Settlement proceeds must be received within the settlement period as set out in the relevant Supplement.

* Please note that the above table is illustrative only. Further detail in relation to the dealing procedures for each Portfolio and in particular the Subscription Dealing Deadline, is set out in the "*Portfolio Specific Information – Dealing Terms*" sub-section of the relevant Supplement.

Investors should note that neither the Company nor the Manager will be responsible for monitoring the level of investment by Shareholders in the Share Classes of the Company or for recommending appropriate actions by Shareholders in respect of such levels of investment, such as Share Class conversions.

Applications for Subscriptions

Applications for Shares should be made in the relevant Application Form which should be sent by post, facsimile or such other form of electronic communication agreed in advance by the Administrator to the contact details on the Application Form.

In order to receive Shares at the Net Asset Value per Share as calculated on that Dealing Day, Application Forms must be received before the relevant Subscription Dealing Deadline (as set out in the "*Dealing Terms*" sub-section of the relevant Supplement) or such later time as the Manager may from time to time permit in exceptional circumstances (with the Manager ensuring that such exceptional circumstances are fully documented), provided that applications will not be accepted after the Valuation Point in respect of the relevant Dealing Day. Applications received after the Subscription Dealing Deadline (where a later time for receipt has not been permitted by the Manager) will be held over until the following Dealing Day and will receive the Net Asset Value per Share calculated on the following Dealing Day.

Where the Application Form is sent by facsimile or any other form of electronic communication agreed in advance by the Administrator this must be accompanied by supporting documentation in relation to money laundering prevention checks and the signed original Application Form together with the original supporting documentation in relation to money laundering prevention checks must be sent by post immediately thereafter. Notwithstanding the above, the Administrator may, in its absolute discretion, process subscription/redemption requests on behalf of certain low risk investors (as determined by the Administrator) absent an original Application Form and original or original ink certified copies of anti-money laundering documentation. However, any amendments to an investor's payment instructions will only be effected on receipt of original documentation.

Minimum Subscription

The minimum initial subscription for each Share Class of any Portfolio will be as set out in the table above or, in the case of investors from certain jurisdictions, such higher amount as may be disclosed in the country supplement for those jurisdictions to ensure compliance with local regulatory requirements.

The Directors may, in their absolute discretion, waive the minimum initial subscription and the minimum ongoing holding amounts. The Directors have waived the minimum initial subscription and the minimum ongoing holding amounts in respect of investors who are resident in any country where there is a regulatory restriction or prohibition on payment or receipt of commissions. The Directors have waived the minimum initial subscription and the minimum ongoing holding amounts for certain distribution platforms and other institutional relationships which, in the reasonable opinion of the Directors, have resulted in, or are likely to result in significant inflows into the Portfolios and which also meet approved criteria set by the Directors. In addition, the Directors reserve the right, on notice to Shareholders, to impose a subscription cap in respect of a Portfolio. Distribution platforms may be exempted from such cap.

Settlement

Subscription for Share Classes should be made by electronic transfer to the accounts set out in the relevant Application Form by the deadline outlined in the "*Subscriptions*" section of the relevant Supplement.

Subscriptions for Shares in a Class must be in the designated currency of said Class unless the Directors otherwise agree to accept subscriptions in any freely convertible currency approved by the Administrator, in which case such subscriptions will be converted into the relevant currency available to the Administrator at prevailing exchange rates and the cost of conversion will be deducted from the subscription monies. Any credit interest accruing on subscription monies received prior to the deadline for receipt thereof shall be credited to the account of the relevant Portfolio. Overdraft interest charged as a result of the late receipt of subscription monies may be debited to the account of the relevant Portfolio at the discretion of the Directors and the Directors, in the exercise of such discretion, have determined that in certain circumstances such overdraft interest will be debited to the account of the relevant Portfolio.

In the event that subscription monies are not received by the Company before the Subscription Dealing Deadline, Shares will be provisionally allotted and the Company may (subject to the restrictions set out in the section titled "Borrowing Policy") temporarily borrow an amount equal to the subscription monies and invest such monies in accordance with the investment objectives and policies of the Company. Once the subscription monies are received the Company will use such subscription monies to repay the relevant borrowings and reserves the right to charge that investor interest on such outstanding subscription monies at normal commercial rates. In addition the Company reserves the right to cancel the provisional allotment of Shares in those circumstances. In addition, the investor shall indemnify the Company, the Distributor and the Administrator for any loss of any nature suffered as a result of the investor's failure to transmit the subscription monies in a timely fashion. In addition, the Company may redeem or sell all or part of a Shareholder's holding of Shares and use the proceeds to make good any loss suffered as a result of the investor's failure to transmit the subscription monies within the time set out in the relevant Supplement.

Issuance of Shares

A contract note will be sent to applicants within one Business Day of the publication of the Net Asset Value. The contract note will provide full details of the transaction and a Shareholder number. The Shareholder number should be used for all future dealings with the Company and the Administrator.

Any Shares purchased and settled by an applicant through a settlement system such as Euroclear, Fundsettle or Clearstream, will be registered in the nominee name of that entity.

The Directors may issue Shares in exchange for Investments in which the Company is permitted to invest in accordance with the UCITS Regulations and the particular investment objective and policies of the relevant Portfolio. No Shares may be issued in exchange for such Investments unless the Directors are satisfied that (i) the number of Shares issued in the relevant Portfolio will not be more than the number which would have been issued for settlement in cash having valued the Investments to be exchanged in accordance with the valuation provisions set out in the Articles and summarised herein; and (ii) all fiscal duties and charges arising in connection with the vesting of such Investments in the Depositary for the account of the relevant Portfolio are paid by the person to whom the Shares in such Portfolio are to be issued or, at the discretion of the Directors, partly by such person and partly out of the assets of such Portfolio, and the Depositary is satisfied that the terms of such exchange shall not materially prejudice the Shareholders in the relevant Portfolio and that the Investments have been vested in the Depositary.

Shares are issued in registered, but uncertificated, form. Written confirmation of ownership will be sent to Shareholders within ten (10) days of registration. The uncertificated form enables the Company to deal with requests for redemption without undue delay. The number of Shares issued will be rounded to the nearest one thousandth of a Share and any surplus money will be credited to the Company. Shares purchased by investors in certain jurisdictions may be purchased on behalf of the underlying investors, pursuant to nominee arrangements (and subject to any applicable anti-money laundering requirements as set out below). In certain jurisdictions, the purchase of the Shares can be arranged through plans providing that the investor shall pay the subscription price through periodic instalments of a pre-arranged amount.

Identification of applicants for anti-money laundering purposes

Measures aimed towards the prevention of money laundering may require a detailed verification of the applicant's identity. Depending on the circumstances of each application, a detailed verification might not be required where the application is made through a recognised intermediary. This exception will only apply if the intermediary referred to above is within a country recognised by Ireland as having equivalent anti-money laundering regulations.

The Company, the Distributor, the Administrator and the Manager reserve the right to request such additional information and / or confirmations as are necessary to verify the identity of an applicant (ie a subscriber or a transferee) before an application can be processed. In the event of delay or failure by the applicant to produce any information required for verification purposes, the Company (and the Administrator acting on behalf of the Company) may refuse to accept the application and all subscription monies, in which case any funds received may be returned without interest to the account from which they were debited. By way of example an individual may be required to produce a copy of a passport or identification card duly certified by a notary public, together with evidence of his/her address such as a utility bill or bank statement and date of birth. In the case of corporate applicants this may require production of a certified copy of the certificate of incorporation (and any change of name), memorandum and articles of association (or equivalent), the names, occupations, dates of birth and residential and business addresses of all directors. The Distributor, the Administrator, the Manager and the Company shall be held harmless and indemnified against any loss arising where information which they have requested has not been provided by the applicant.

Fees and Charges

The Company may issue fractional Shares (rounded to the nearest one thousandth of a Share). If Shares in any of the Portfolios are issued in return for Investments, the Directors are entitled to add a charge in respect of any fiscal duties and charges incurred in connection with any permitted exchange of Investments for Shares.

Application during Temporary Suspensions

Applications for Shares received during any period when the issue or valuation of Shares has been temporarily suspended in the circumstances described under the section entitled "*Determination and Publication and Temporary Suspension of Net Asset Value*", will not be dealt with until dealings have recommenced. Such applications will be dealt with on the next Dealing Day after dealings have recommenced, unless such application has been withdrawn during the period of suspension of dealings.

Rejection of Applications

The Directors reserve the right to reject an application for Shares for any reason in whole or in part, in which event the application monies or any balance thereof will be returned to the applicant by transfer to the applicant's account or by post at the applicant's cost and risk.

Operation of the Subscription and Redemption Collection Accounts

The Company has established individual collection accounts at a sub-fund level (the "Cash Collection Accounts"). All subscriptions into and redemptions and distributions due from the Portfolios will be paid into the relevant Cash Collection Accounts.

Pending the issue of Shares, and pending payment of redemption proceeds or distributions, such monies in the Cash Collection Account are assets of the relevant Portfolio, and the relevant investor will be an unsecured creditor of the Portfolio in respect of amounts paid by or due to it.

All subscriptions (including subscriptions received in advance of the issue of Shares) attributable to, and all redemptions or cash distributions payable from a Portfolio will be channelled and managed through that Portfolio's Cash Collection Account. Redemptions and distributions, including blocked redemptions or distributions, will be held in the relevant Cash Collection Account until payment due date (or such later date as blocked payments are permitted to be paid), and will then be paid to the relevant or redeeming Shareholder.

The Cash Collection Accounts have been opened on behalf of each Portfolio with the relevant Bank set out in the Application Form. The Depositary will be responsible for safe-keeping and oversight of the monies in the Cash Collection Accounts. Monies in the Cash Collection Account will be taken into account in the calculation of the NAV, and assessing compliance with investment restrictions by the relevant Portfolio.

Where subscription monies are received in a Cash Collection Account without sufficient documentation to identify the investor, such monies shall be returned to the relevant investor within 5 days. Subscription monies received into an incorrect Cash Collection Account will be returned to the relevant investor within the same timescales. Failure to provide the necessary complete and accurate documentation, and or to make payment into the correct Cash Collection Account, is at the investor's risk.

PRIVACY NOTICE

Prospective investors and Shareholders are referred to the Company's privacy notice which is provided as an addendum to the Subscription Agreement (the "**Privacy Notice**").

The Privacy Notice explains how the Company processes personal data about individuals who invest in the Portfolios and who apply to invest in the Portfolios. The Privacy Notice also explains how the Company processes personal data about the directors, officers and ultimate beneficial owners of institutional investors.

The Company may update the Privacy Notice from time to time. The latest version of the Privacy Notice is available at https://www.man.com/privacy-notice-investor and is also available upon request from Man Group at privacy@man.com or Data Protection, Man Group plc, Riverbank house, 2 Swan Lane, London EC4A 3AD, United Kingdom.

By signing the Subscription Agreement, prospective investors are deemed to have received the Privacy Notice.

REDEMPTION, CONVERSION AND TRANSFERS OF SHARES

Redemption of Shares

Each Business Day is both a Dealing Day and a Valuation Day for the Portfolios. Shareholders may request the Company to redeem their Shares in a Portfolio on and with effect from any Dealing Day at a price based on the Net Asset Value per Share on such Dealing Day (subject to such adjustments, if any, as may be specified in respect of any Portfolio including, without limitation, any adjustment required for Duties and Charges) in accordance with the redemption dealing procedures specified below. If a redemption order reduces the shareholding to below any minimum holding required in respect of a Portfolio, such order may at the discretion of the Directors be treated as an order to redeem the entire shareholding. Redemption requests will be processed on receipt of faxed instructions only where payment is made to the account of record. The table below illustrates this process:

Dealing Day	Redemption Dealing Deadline*	Valuation Point	Contract Note	Settlement
Any Business Day	Trades received before 1:00 pm Irish time will be included for that Dealing Day	Trades included for a particular Dealing Day will be processed using the relevant Portfolio's specified Valuation Point on the Dealing Day	Trade confirmations will normally be issued within 24 hours of the Net Asset Value being finalised	The expected period for the payment of redemption proceeds is set out in the relevant Supplement.

* Please note the table is illustrative only. Further detail in relation to the dealing procedures for each Portfolio and, in particular, the Redemption Dealing Deadline is set out in the "*Portfolio Specific Information – Dealing Terms*" sub-section of the relevant Supplement.

Applications for Redemptions

In order to receive the Net Asset Value per Share as calculated on that Dealing Day, a Redemption Request Form should be posted, sent by facsimile or by any other form of electronic communication agreed in advance with the Administrator and the Central Bank, so as to arrive at the Administrator no later than the relevant Redemption Dealing Deadline (as set out in the "*Dealing Terms*" section of the relevant Supplement) In exceptional circumstances, the Manager may from time to time permit redemptions after the Redemption Dealing Deadline, provided that applications will not be accepted after the Valuation Point of the relevant Dealing Day (with the Manager ensuring that such exceptional circumstances are fully documented). Prior to placing their redemption request, Shareholders may contact the Administrator to confirm whether a later Dealing Deadline has been approved in respect of any Portfolio of the Company. If a Redemption Request Form is received by the Administrator after the time specified for receipt of same for a particular Dealing Day, it shall be treated as a request for redemption on the next Dealing Day and will receive the Net Asset Value per Share calculated on the following Dealing Day.

No redemption proceeds will be paid until all documentation required by the Company and the Administrator (including any documentation required in connection with anti-money laundering procedures) have been received and the anti-money laundering procedures have been complied with.

When a Share is redeemed at any time other than a Calculation Date (as detailed "*Fees and Expenses*" in the relevant Supplement): (i) the performance fee attributable to such Share may be different from the performance fee that would be payable if such Share was not redeemed until the Calculation Date; and (ii) the holder redeeming such Share may not receive either the possible benefit or disadvantage of the allocation of the performance fee across the Class as a whole as more fully described above under the heading "*Fees and Expenses – Performance Fees*" in this Prospectus.

Redemption orders may not be withdrawn without the consent of the Company except when the redemption of Shares has been temporarily suspended in the circumstances described under the section entitled "*Determination and Publication and Temporary Suspension of Net Asset Value*".

Settlement

The Company expects to pay redemption proceeds within the timeframe as outlined in the relevant Supplement, however, on occasion the payment of redemption proceeds may take longer subject always to the provision that redemption proceeds will be paid within ten (10) Business Days of the relevant Dealing Day. Redemption proceeds will be paid by telegraphic transfer to the Shareholder's account specified in the Redemption Request Form. If, however, the account specified in the Redemption Request Form differs from that previously specified by the Shareholder for receipt of redemption proceeds, an original Redemption Request Form where required must be received by the Administrator before the proceeds will be paid.

Any amount payable to a Shareholder in connection with the redemption or repurchase of Shares (net of any applicable CDSC where such CDSC is payable), may, with the consent of the Shareholder concerned, be paid by the transfer to such Shareholder of the assets of the Company in specie provided that the nature of the assets and the type of assets to be transferred to each Shareholder shall be determined by the Directors on such basis as the Directors in their sole discretion shall deem equitable and not materially prejudicial to the interests of the remaining Shareholders and the allocation of assets has been approved by the Depositary. For the foregoing purposes the value of assets shall be determined on the same basis as used in calculating the Redemption Price of the Shares being so repurchased. Where the Shareholder has requested the redemption of Shares representing 5% or more of the Net Asset Value of the relevant Portfolio, the redemption proceeds may be paid in specie solely at the discretion of the Manager. An individual Shareholder may request that the assets be sold, at the Shareholder's expense, and determine to receive the cash proceeds instead.

Redemption proceeds will not be despatched in relation to a certificated Shareholding until a correctly renounced certificate has been received by or on behalf of the Company in respect of the relevant certificated Shares. In the case of a partial redemption of certificated Shares, a certificate in respect of the balance of Shares held after such redemption shall be despatched to the Shareholder within twenty-eight (28) days of the relevant Dealing Day.

Compliance with applicable laws and regulations

Holders of Shares in the Company are required to notify the Company immediately when, at any time following their initial subscription for Shares in the Company, they become US Persons or Irish Residents or cease to be Exempt Investors, or the Declaration made by or on their behalf is no longer valid. Shareholders are also required to notify the Company immediately in the event that they hold Shares for the account or benefit of US Persons or Irish Residents or Irish Residents who cease to be Exempt Investors and in respect of which the Declaration made on their behalf is no longer valid or where they hold Shares in the Company in breach of any law or regulation or otherwise in circumstances having or which may have any adverse regulatory, pecuniary, legal or material administrative disadvantage for the Company or its Shareholders as a whole; or if the information contained on their application form for Shares is no longer correct.

Where the Directors become aware that a Shareholder in the Company (a) is a US Person or is holding Shares for the account of a US Person; or (b) is holding Shares in breach of any law or regulation or otherwise in circumstances having or which may have adverse regulatory, legal, pecuniary, tax or material administrative disadvantage for the Company, the relevant Portfolio or its Shareholders as a whole, the Directors may: (i) direct such Shareholder to dispose of the relevant Shares to a person who is qualified or entitled to own or hold such Shares; or (ii) redeem the relevant Shares at the Net Asset Value of the Shares as at the Dealing Day immediately following the date of notification of such mandatory redemption to the relevant Shareholder.

Under the Articles, any person who becomes aware that he is holding Shares in contravention of any of the above provisions and who fails to transfer, or deliver for redemption, his Shares if so directed by the Directors pursuant to the above provisions or who fails to make the appropriate notification to the

Company is obliged to indemnify and hold harmless each of the Directors, the Company, the Administrator, the Depositary, the Investment Manager and the Shareholders of the Company (each an "**Indemnified Party**") from any claims, demands, proceedings, liabilities, damages, losses, costs and expenses directly or indirectly suffered or incurred by such Indemnified Party arising out of or in connection with the failure of such person to comply with his obligations pursuant to any of the above provisions.

The Directors may reduce the redemption proceeds in respect of any Shareholder to the extent the Company is required by US law, by agreement with the US Treasury Department or similar government division or department or by any applicable intergovernmental agreement or implementing legislation to withhold in respect of a payment of redemption proceeds to such Shareholder or otherwise withhold any amount in respect of such Shareholder.

Redemption in special circumstances

The Company may redeem the Shares of any Shareholder whose holding in any Portfolio falls below the minimum ongoing holding amount in respect of the relevant Share Class as set out in the table in the section headed "Subscriptions" above.

In respect of all Portfolios, where outstanding redemption requests from all holders of Shares of a particular series on any Dealing Day total in aggregate more than 10% of all the Shares of such series in issue on such Dealing Day, the Manager shall be entitled at its discretion to refuse to redeem such number of Shares in issue in that series on that Dealing Day in respect of which redemption requests have been received in excess of 10% of the Shares of such series in issue as the Manager shall determine. If the Manager refuses to redeem Shares for this reason, the requests for redemption on such date shall be reduced rateably and the Shares to which each request relates which are not redeemed by reason of such refusal shall be treated as if a request for redemption has been made in respect of each subsequent Dealing Day, provided that the Manager shall not be obliged to redeem more than 10% of the total number of Shares of a particular series outstanding on any Dealing Day, until all the Shares of the series to which the original request related have been redeemed. In the event that redemption requests in respect of a series are restricted in accordance with the above provisions for ten consecutive Dealing Days, the Board shall convene a meeting to determine whether it is appropriate to suspend dealings in the relevant Portfolio in accordance with the provisions of the section entitled "*Determination and Publication and Temporary Suspension of Net Asset Value*". The Directors may, in their sole discretion, apply different restrictions on redemption requests to those set out in this paragraph in respect of particular Portfolios and details of such restrictions, if any, shall be set out in the relevant Supplement.

The Company may redeem all of the Shares of any series or Class in issue if the Shareholders in that series or Class pass a Special Resolution providing for such redemption at a general meeting of the holders of the Shares of that series or Class, or if the redemption of the Shares in that series or Class is approved by a resolution in writing signed by all of the holders of the Shares in that series or Class or if the Net Asset Value of the series or Class falls below such amount as specified below. Please see the section entitled "*Termination of Portfolios*" in this Prospectus for further detail in this regard. In such cases, Shares will be repurchased at the Net Asset Value per Share on the relevant Dealing Day less such sums as the Directors in their absolute discretion may from time to time determine as an appropriate provision for duties and charges in relation to the realisation or cancellation of the Shares to be repurchased.

The Articles permit the Company to redeem the Shares where during a period of six (6) years no acknowledgement has been received in respect of any Share certificate, contract note or other confirmation of ownership of the Shares sent to the Shareholder, and require the Company to hold the redemption monies in a separate interest bearing account.

The Company may also compulsorily redeem Shares in a Portfolio in the following circumstances:

(1) if a redemption order would result in the Net Asset Value of the Shares held by a Shareholder falling below the minimum holding amount set out in the table above, the Company may treat the redemption order as an order to redeem the entire shareholding; or

(2) if at any time after the first anniversary of the first allotment of Shares in a Portfolio the Net Asset Value of the Portfolio falls below USD50,000,000 on any Valuation Day.

CDSC

"J" Share Classes

"J" Share Classes will be subject to a CDSC of 1% of the Net Asset Value per Share of each redeemed Share where such Share has been held for less than 12 months. Such CDSC shall be payable to the Distributor.

On redemption, the CDSC per Share is calculated based on the Net Asset Value per Share at the time of redemption of such Share. On submitting a redemption request, investors are entitled to stipulate which Shares held are to be redeemed. In the absence of any stipulation, the Shares redeemed shall be deemed to be those first subscribed for by the Shareholder.

Shares acquired through the reinvestment of distributions will not be subject to a CDSC and, in the case of a partial redemption of Shares of a Class which may be subject to a CDSC, any Shares acquired by reinvestment of distributions will be redeemed last.

A CDSC may also be payable in respect of such "J" Share Classes on the conversion or transfer of Shares as detailed below.

Conversion of Shares

Except where dealings in Shares have been temporarily suspended in the circumstances described in this Prospectus, the Shareholders will be entitled to exchange any or all of their Shares of any series representing any Portfolio ("Original Class") for Shares of any other series in respect of any other Portfolio available for issue at that time ("New Class"). Conversion shall be effected by notice in writing to the Company in such form as the Directors may request or approve. The general provisions and procedures relating to redemptions of Shares of the Original Class and subscriptions for Shares of the New Class will apply to any conversion of Shares, including the provisions in relation to anti-dilution levies. Accordingly, for these purposes, a conversion notice will be treated as a Redemption Request Form in respect of the Original Class and as an Application Form in respect of Shares of the New Class. The number of Shares of the New Class to be issued on conversion will be calculated in accordance with the following formula:

$$N = R \times \frac{(RP \times ER)}{SP}$$

where:

N = the number of Shares of the New Class to be issued;

R = the number of Shares of the Original Class to be converted;

ER = (i) in the case of conversion from and to Shares designated in the same currency, 1, and

(ii) in any other case, the currency conversion factor determined by the Directors as representing the effective rate of exchange for settlement at the relevant Valuation Point;

RP = the redemption price per Share of the Original Class to be converted calculated as of the relevant Valuation Point; and

SP = the subscription price per Share for the New Class calculated as of the relevant Valuation Point.

When requesting the conversion of Shares as an initial investment in a Portfolio, Shareholders should ensure that the Net Asset Value of the Shares converted is equal to or exceeds any minimum holding limits (if any) for the relevant Portfolio. In the case of a conversion of a partial holding only, the value of the remaining holding must also be at least equal to any minimum holding limits for the relevant Portfolio. If the number of Shares of the New Class to be issued on conversion is not an integral number of Shares, the Company may issue fractional new Shares or return the surplus arising to the Shareholder seeking to convert the Shares of the Original Class.

On an exchange of Shares between Portfolios, such conversion charge (if any) as may be specified under "Fees and Expenses" may be charged and deducted from the Net Asset Value of the Shares of the Original Class to be converted, provided that any such conversion charge shall not exceed the amount of any initial sales charge which may previously have been imposed in relation to a subscription for Shares of the Original Class.

In the case of "J" Share Classes, a CDSC may be payable on an exchange of such "J" Share Classes where a CDSC would have been payable at the exchange date had the Shares to be exchanged been redeemed. In such circumstances, the exchange shall be treated as a redemption for the purposes of determining and calculating any CDSC payable.

Transfers of Shares

Transfers of Shares must be effected by transfer in writing in any usual or common form or in any other form approved by the Directors in their absolute discretion from time to time. Every form of transfer must state the full name and address of each of the transferor and the transferee and must be signed by or on behalf of the transferor. The Directors may decline to register any transfer of Shares unless the transfer form is deposited at the registered office of the Company, or such other place as the Directors may reasonably require, accompanied by such other evidence as the Directors may reasonably require to show the right of the transferor to make the transfer. The transferor shall be deemed to remain the holder of the Shares until the name of the transferee is entered in the register. A transfer of Shares will not be registered unless the transferee, if not an existing Shareholder, has completed an Application Form and supplied all required anti-money laundering documentation to the satisfaction of the Directors.

Shares are freely transferable except that the Directors may decline to register a transfer of Shares (a) if the transfer is in the US or to a US Person; (b) if the transfer is in breach of US securities laws; (c) if in the opinion of the Directors the transfer would be unlawful or result or be likely to result in any adverse regulatory, legal, pecuniary, tax or material administrative disadvantage to the Company, the relevant Portfolio or its Shareholders as a whole; (d) in the absence of satisfactory evidence of the transferee's identity; or (e) where the Company is required to redeem appropriate or cancel such number of Shares as are required to meet the appropriate tax of the Shareholder on such transfer. A proposed transferee may be required to provide such representations, warranties or documentation as the Directors may require in relation to the above matters. In the event that the Company does not receive a Declaration in respect of the transferee, the Company will be required to deduct appropriate tax in respect of any payment to the transferee or any sale, transfer, cancellation, redemption, repurchase or other payment in respect of the Shares as described in the section headed "*Taxation*" below.

In the case of "J" Share Classes, a CDSC may be payable on a transfer of such "J" Share Classes only where:

(i) the transfer will result in a change in the beneficial ownership of the Shares; and

(ii) a CDSC would have been payable at the transfer date had the Shares to be transferred been redeemed.

In such circumstances, the transfer shall be treated as a redemption for the purposes of determining and calculating any CDSC payable.

Any Shares so transferred will not be subject to a new CDSC unless the transferee who received the Shares under such transfer had been introduced by the Distributor's network of sub-distributors and accordingly a distribution fee had been paid by the Distributor in respect of such transferee. In such circumstances where the transferee was so introduced, a new CDSC shall apply for any transfers or redemptions by that transferee within the standard 12-month CDSC period.

MANAGEMENT FEES

The Manager shall be entitled to the management fees in respect of the various Share Class types as outlined for each Portfolio in the "*Portfolio Specific Information – Management and Performance Fees*" section of each Supplement. These fees will be payable out of the assets of the relevant Portfolio. The amount of the management fee shall be determined by the category of the investor as referenced in the Naming Convention.

Calculation of Management Fees

The management fees set out in the "*Portfolio Specific Information- Management and Performance Fees*" section of the relevant Supplement in respect of each Class of Shares shall be calculated by the Administrator and accrue pro-rata at each Valuation Point and be payable monthly in arrears at a rate of 1/12 of the rate set out in the "*Portfolio Specific Information- Management and Performance Fees*" section of the relevant Supplement in respect of each Class of Shares as applied on the average Net Asset Value of such Class of Shares for the relevant month.

PERFORMANCE FEES

The Manager shall be entitled to the performance fees in respect of the various Share Class types as outlined for each Portfolio in the relevant Supplement. These fees will be payable out of the assets of the relevant Portfolio. Investors should refer to the Naming Convention in the "*Important Information*" section of this Prospectus where a breakdown is provided of the Share Class types. Share Classes with an "L" designation are LIBOR benchmark Share Classes. Share Classes with an "M" designation are market/index benchmark Share Classes. Details of the manner by which performance fees are calculated is set out in more detail below.

Calculation of Performance Fees

The performance fees payable in respect of each Share Class are set out below. The manner in which the appreciation in value in the case of the "L" Share Classes and the outperformance of the "M" Share Classes are calculated for these purposes is also described in more detail below. In addition, the manner in which the investor's Benchmark Return is calculated for the purposes of calculating the performance fee is also described in more detail below.

The calculation of the performance fees is verified by the Depositary.

"L" Share Classes

In relation to all Share Classes with "L" in the Share Class name (the "L" Share Classes), the performance fee shall be calculated by applying the rate set out in the table disclosed in the "*Portfolio Specific Information – Management and Performance Fees*" section of each Supplement to the aggregate appreciation in value on each investor's Shares in that Class over the LIBOR rate benchmark return for the relevant "L" Share Class, as described in further detail below, subject to the provisions below that a performance fee will only be payable in respect of increases above the Reference NAV.

Calculation Methodology

The appreciation in Net Asset Value in respect of each investor's Shares in the relevant "L" Share Class shall be calculated as at each Calculation Date by deducting the "Reference NAV" for those Shares from the "Closing NAV" of those Shares for that performance period (the "Current Appreciation"). For the purposes of such calculation, the "Reference NAV" for each Share shall be the higher of the last Net Asset Value per Share as at which a performance fee was payable in respect of that Share or, in the case of Shares in respect of which no performance fee has previously been payable, the Net Asset Value per Share at which those Shares were issued. The "Closing NAV" shall be the Net Asset Value per Share at the Calculation Date as at which the calculation is being made before accrual of the performance fee, except that in respect of an investor who redeems Shares in that performance period other than as at the Calculation Date, the Closing NAV shall be the Net Asset Value per Share at the date of redemption, before accrual of the performance fee.

As further described below, calculating the performance fee on a Share-by-Share basis is done in order to maintain a single Net Asset Value per Share within each Class. As of each Calculation Date, the aggregate amount of Current Appreciation in the Net Asset Value with respect to all Shares within a Class for the relevant performance period is determined. A performance fee equal to a percentage of such aggregate amount of Current Appreciation over the amount of the investors benchmark return for those Shares (as disclosed in the relevant Supplement) is charged to such Class as a whole. This means that, where a performance fee is payable in respect of a Class, the Net Asset Value per Share of all Shares in that Class is reduced equally to reflect the payment of the per Share average of the aggregate performance fee for the Class as a whole and not the individual performance of those Shares during the relevant performance period. Accordingly, it is possible that the Net Asset Value of Shares in a Class held by a Shareholder may reflect the payment of a performance fee even though the Net Asset Value of such Shares experienced no appreciation or even depreciated during the relevant period. Since the Net Asset Value per Share of all Shares within each Class is reduced to reflect the payment of the performance fee attributable to such Class, it is also possible that the Net Asset Value of Shares held by a Shareholder may bear a disproportionate amount of the performance fee in relation to the actual appreciation that such Shares experienced during the relevant period. However, the performance fee attributable to a Share that is redeemed at any time other than at a Calculation Date shall be based on the difference between the Closing NAV of such Share (before accrual of the performance fee) as of the end of the Dealing Day on which such Share is redeemed and the Reference NAV of such Share. Accordingly, when a Share is redeemed at any time other than at a Calculation Date: (i) the performance fee attributable to such Share could be different from the performance fee that would be payable if such Share was not redeemed until the Calculation Date; and (ii) the holder redeeming such Share would not get the benefit of, or suffer the disadvantage of, the allocation of the performance fee across the Class as a whole.

Application of Benchmark Return

In the case of the “L” Share Classes, the investors benchmark return applicable to such Share Class in any performance period shall be the aggregate notional return which would have accrued in that performance period had a sum equal in value to the Net Asset Value per Share at the preceding Calculation Date been invested at the commencement of the performance period at the average rate of the relevant three month LIBOR rate (or its currency equivalent) as disclosed herein, set on the first Business Day of each calendar quarter and accruing simply (and not compounding) day by day on the basis of a 360 day year.

Calculation of Benchmark Return

The investor’s benchmark return applicable to the relevant Class Shares for L Class Shares in any performance period shall be the aggregate notional return which would have accrued in that performance period had a sum equal in value to the Net Asset Value per Share at the preceding Calculation Date (together with subscriptions received during the performance period) been invested at the commencement of the performance period at the average rate of three month LIBOR for the relevant denomination (calculated as described below) set on the first Business Day of each calendar quarter and accruing simply (and not compounding) day by day on the basis of a 360 day year.

“M” Share Classes

In relation to all Share Classes with “M” in the Share Class name (the “M” Share Classes), the performance fee shall be calculated by applying the rate set out in the table disclosed in the “*Portfolio Specific Information – Management and Performance Fees*” section of each Supplement to the aggregate outperformance of each investor’s Shares in the relevant “M” Share Class over the relevant market or index based benchmark return or fixed rate return in respect of those Shares, as described in further detail below.

Calculation Methodology

The outperformance of the relevant benchmark or fixed rate return in respect of each investor's Shares in the relevant "M" Share Class shall be calculated as at each Calculation Date by deducting the "Benchmark Level" for those Shares from the "Closing NAV" of those Shares for that performance period (the "Outperformance"). For the purposes of such calculation, the "Benchmark Level" will be the Net Asset Value per Share at the preceding Calculation Date plus the Benchmark Return. The Benchmark Return for each Share shall be the aggregate notional return which would have accrued in that performance period had a sum equal in value to the Net Asset Value per Share at the preceding Calculation Date been invested at the commencement of the performance period in the relevant market or index or at the relevant fixed rate return in the currency in which the relevant Class is denominated. The "Closing NAV" shall be the Net Asset Value per Share at the Calculation Date as at which the calculation is being made before accrual of the performance fee, except that in respect of an investor who redeems Shares in that performance period other than as at the Calculation Date, the Closing NAV shall be the Net Asset Value per Share at the date of redemption, before accrual of the performance fee.

In the event that the performance of a Share over a performance period is less than the Benchmark Return, no performance fee shall be payable in respect of that Share until such underperformance relative to its Benchmark Return has been recovered.

As further described below, calculating the performance fee on a Share-by-Share basis is done in order to maintain a single Net Asset Value per Share within each Class. As of each Calculation Date, the aggregate amount of Outperformance with respect to all Shares within a Class for the relevant performance period is determined. A performance fee equal to a percentage of such aggregate amount of Outperformance for those Shares (as disclosed in the relevant Supplement) is charged to such Class as a whole. This means that, where a performance fee is payable in respect of a Class, the Net Asset Value per Share of all Shares in that Class is reduced equally to reflect the payment of the per Share average of the aggregate performance fee for the Class as a whole and not the individual performance of those Shares during the relevant performance period. Accordingly, it is possible that the Net Asset Value of Shares in a Class held by a Shareholder may reflect the payment of a performance fee even though the Net Asset Value of such Shares experienced no outperformance or even an underperformance during the relevant period. Since the Net Asset Value per Share of all Shares within each Class is reduced to reflect the payment of the performance fee attributable to such Class, it is also possible that the Net Asset Value of Shares held by a Shareholder may bear a disproportionate amount of the performance fee in relation to the actual outperformance that such Shares experienced during the relevant period. However, the performance fee attributable to a Share that is redeemed at any time other than at a Calculation Date shall be based on the difference between the Closing NAV of such Share (before accrual of the performance fee) as of the end of the Dealing Day on which such Share is redeemed and the Benchmark Level in respect of such Share. Accordingly, when a Share is redeemed at any time other than at a Calculation Date: (i) the performance fee attributable to such Share could be different from the performance fee that would be payable if such Share was not redeemed until the Calculation Date; and (ii) the holder redeeming such Share would not get the benefit of, or suffer the disadvantage of, the allocation of the performance fee across the Class as a whole.

Application of Benchmark Return

In the case of the "M" Share Classes, the investors benchmark return applicable in any performance period shall be the aggregate notional return which would have accrued in that performance period had a sum equal in value to the Net Asset Value per Share at the preceding Calculation Date been invested at the commencement of the performance period in the relevant market or index or had received the fixed rate return in the currency in which the relevant Class is denominated.

Calculation of Benchmark Return

The investor's benchmark return shall be calculated as follows for M Share Classes:

For the purpose of the text below, the relevant index is the index set out in respect of any relevant Portfolios in the "*Portfolio Specific Information – Management and Performance Fees*" section of the relevant Supplement.

(a) the investor's benchmark return applicable to the relevant Class Shares in any performance period shall be the aggregate notional return which would have accrued in that performance period had a sum equal in value to either:

(i) the Net Asset Value of the investor's Shares in the relevant Class at the preceding Calculation Date at which a performance fee was payable; or

(ii) in the case of Shares in respect of which no performance fee has previously been payable, the Net Asset Value per Share at which those Shares were issued;

together with subscriptions received during the performance period, been invested in the relevant index, as applicable at the date of the investor's investment in the Portfolio.

In the event that the performance of the relevant Class Shares does not exceed that of the investor's benchmark return for a performance period, no performance fee shall be payable in respect of such Class until any underperformance of the investor's benchmark return has been recovered.

Calculation Frequency

Performance fees are accrued at each Valuation Point and are calculated by the Administrator in respect of each Share Class on the dates set out in the "*Fees and Expenses*" section of the relevant Supplement (each a "Calculation Date").

If a Share is redeemed at any time other than at a Calculation Date, any performance fee that has been accrued in respect of the redeemed Share will crystallise and be paid by the Company to the Manager as soon as possible at the beginning of the month immediately following the month in which such redemption takes place.

For the purposes of calculating the performance fees, a performance period shall generally commence on the Business Day following the immediately preceding Calculation Date and end on the Calculation Date as at which the performance fee is to be calculated. If, however, a Share was issued subsequent to the preceding Calculation Date, the performance period for that Share shall commence on the date of issue of that Share and end on the Calculation Date as at which the performance fee is to be calculated. Finally, if a Share was redeemed between the immediately preceding Calculation Date and the Calculation Date as at which the performance fee is to be calculated, the performance period for that Share shall commence on the Business Day following: (i) the immediately preceding Calculation Date; or (ii) the date of the issuance of the Share, as applicable, and end on the Dealing Day in respect of which that Share is to be redeemed.

In the case of Shares which have yet to commence trading, the first calculation period following the issue of such Shares will run from the end of the relevant Initial Offer Period, or such later date at which they may be issued in accordance with the provisions of this Prospectus, to the next following Calculation Date (31 December 2020 as at the date of this Prospectus). The Reference NAV in respect of such Shares shall be the relevant Initial Offer Price.

In the case of the "Available Shares" which have yet to commence trading and which are subject to a performance fee, the first calculation period following the issue of such Shares will run from the end of the relevant Initial Offer Period, or such later date at which they may be issued in accordance with the provisions of this Prospectus, to the next following Calculation Date. The Reference NAV in respect of such Available Shares shall be the relevant Initial Offer Price.

"N" Share Classes

In relation to all Share Classes with "N" in the Share Class name (the "N" Share Classes), the performance fee shall be calculated at the rate set out in the "Portfolio Specific Information –

Management and Performance Fees" section of the relevant Supplement in the manner set out in the "Fees and Expenses" section of the relevant Supplement.

Application of Benchmark Return

In the case of the "N" Share Classes, please see the "Fees and Expenses" section of the relevant Supplement.

General Information

Without prejudice to the above, the Manager may from time to time and at its sole discretion and out of its own resources decide to rebate to some or all Shareholders or to intermediaries, part or all of the management and performance fees. Any such rebates may be applied in paying up additional Shares to be issued to the Shareholder. Such Shares shall be issued to the Shareholders at their Net Asset Value.

The Manager shall also be entitled to reimbursement of all out-of-pocket expenses incurred for the benefit of the Company including expenses incurred by the Investment Manager, the Administrator and/or by the Distributor and charged to it. The Manager will pay the fees of the Investment Manager out of its management and performance fees and the Investment Manager will pay the Investment Advisers (if any) out of its fees.

Dilution Levy

Details in relation to the application of a dilution levy (if any) with respect to any Portfolio will be set out in the relevant Supplement.

ADMINISTRATION AND DEPOSITARY FEES

The following information relates to all of the Portfolios.

The Company incurs the following additional costs, charges, fees and expenses (together, the "Costs") which relate to the administration of each Portfolio:

- Costs for administration services provided to the Company which includes fees paid to the Administrator and may include services provided by other entities outside of the Man Group ("**Administration Costs**" described below); and
- Costs for administrative support services oversight provided by GLG LP or its delegates pursuant to the Administrative Services Agreement ("**Administrative Support Services**" described below).

The Company will be subject to an annual "Administration Fee" of 0.30% of the Net Asset Value of each Portfolio to cover the Administration Costs and Administrative Support Services. The Administration Fee shall accrue on a daily basis and shall be payable monthly in arrears on the last Business Day of each month at a rate of 1/12 of 0.30% of the average Net Asset Value of the relevant Portfolio in the relevant month.

A part of the Administration Fee relating to the Administration Costs will be paid by the Company to the Manager (for on-payment as applicable to entities outside of the Man Group) and the remainder of the Administration Fee will be paid by the Company to GLG LP or its delegates for Administrative Services.

In addition, the Company will incur costs which may include but are not limited to: fund registrations, expenses due to regulatory, supervisory or fiscal authorities in various jurisdictions, professional fees (including the Auditors and the legal advisors) and tax reporting services ("**Other Expenses**"). Other Expenses will be charged to each Portfolio in addition to the Administration Fee. If an expense is not readily attributable to any particular Portfolio the Directors shall have discretion to determine the basis on which the expense shall be allocated between the Portfolios. In such cases the expense can be allocated to all Portfolios *pro rata* to the value of the net assets of the Relevant Portfolio.

The Company will also reimburse the Manager out of the assets of the Company for reasonable out-of-pocket expenses incurred by the Administrator and GLG LP. The Manager will be responsible for reimbursing the Administrator and GLG LP for these expenses. GLG LP or its delegates may waive or rebate to an individual Portfolio a portion or all of what it receives from the Administration Fee for its provision of the Administrative Support Services. GLG LP or its delegates or the relevant Investment Manager may also choose to reimburse the Company for all or part of the Administration Costs and/or all or part of the Other Expenses incurred by a Portfolio. For certain share classes of the Portfolios, GLG LP or its delegates or the relevant Investment Manager has chosen to apply a permanent fee cap to the Administration Fee and Other Expenses payable and such fee cap is disclosed on the Website, where applicable.

The Administration Costs may include but are not limited to:

- Fund administration costs, including fund valuation services, as well as transfer agency and client services
- Middle office costs including all relevant position and cash reconciliation processes, cash management and other verification procedures
- Additional independent valuation services where applicable
- Investor trade processing and order routing systems
- Regulatory reporting
- Relevant middle and back office software and systems
- Industry data feeds relating to the provision of the Administrative Support Services
- Investment trade matching services
- SWIFT or similar messaging services
- Membership of relevant industry, rating and classification bodies
- Investor mailing and associated costs

The Administrative Support Services may include but are not limited to:

- provision and support for portfolio management and risk systems to enable the Company's operation, validation of position, price and profit and loss information on a daily basis;
- Production of daily profit and loss analysis and performance attribution;
- Reconciliation and validation of Net Asset Value in conjunction with the Administrator;
- Daily reconciliation of cash and positions for all of the Company's holdings;
- Provision of operational support to the Company;
- OTC servicing including the review and tracking of documentation;
- Reconciliation and facilitation of settlement; and
- Provision of services in connection with treasury and stock loans to the Company to enable efficient funding and settlement of transactions.

Depositary Fee

The Company will pay the Depositary a depositary fee which will not exceed 0.04% per annum of the Net Asset Value of the relevant Portfolio together with value added tax, if any, applicable to such fees.

The Company will also reimburse the Depositary out of the assets of the relevant Portfolio for reasonable out-of-pocket expenses incurred by the Depositary and for fees (which will not exceed normal commercial rates) and reasonable out-of-pocket expenses of any sub-depositary appointed by the Depositary and will be liable for transaction charges. The fees and expenses of the Depositary shall accrue on a daily basis and shall be payable monthly in arrears.

DISTRIBUTOR'S FEES

All of the fees payable to the Distributor will be paid by the Manager out of the up-front sales fees, management fees or performance fees received by the Manager from the Company. Accordingly, the up-front sales fees described above are paid to the Manager who will pay the fees of the Distributor.

The Manager may appoint additional distributors in respect of the distribution and sale of the Shares from time to time. The fees of any such distributors will be borne by the Manager out of its management fees, performance fees or out of the up-front sales fees received by the Manager.

CDSC

A CDSC may be payable in respect of "J" Share Classes as detailed in sub-section of the Prospectus headed "*Redemption, Conversion and Transfer of Shares – CDSC*".

SWITCHING BETWEEN PORTFOLIOS

There is no sales or distribution charge payable on an exchange of Shares in a Portfolio for Shares in any other Portfolio of the Company, save that for "J" Share Classes a CDSC may be payable in respect of "J" Share Classes as set out above in sub-section of the Prospectus headed ""*Redemption, Conversion and Transfer of Shares – Conversion of Shares".*

ESTABLISHMENT AND OPERATING EXPENSES

The establishment expenses and amortisation period in relation to each Portfolio is set out in the "*Fees and Expenses – Establishment Expenses*" section of the relevant Supplement.

The Company's formation expenses were approximately USD100,000. As at the date of this Prospectus, these expenses have been fully amortised. To the extent that any such expenses were borne by the Manager and/or the Investment Manager they have been reimbursed by the Company.

In each case the amortisation period commenced or will commence immediately upon the launch of the relevant Portfolio and the tables in the Supplements provide details of those Portfolios which have fully amortised their costs as at the date of the relevant Supplement.

The Manager and/or the Investment Manager may initially incur any or all of these estimated formation expenses on behalf of the Company, in which case they are entitled to be reimbursed by the Company.

In circumstances where the Directors believe that the organisational expenses shall not be material in the context of the overall net asset value of a Portfolio and that it may be fair and equitable that the initial Shareholders in a Portfolio should not bear all of the organisational costs, they may determine that the Portfolio will amortise its organisational costs over the first five years following launch of the relevant Portfolio. The Directors are satisfied that the approach to be adopted by the Company accords with market practice in Ireland and are satisfied that based on the information available to them, the amortisation costs are not likely to be material and the auditors' report is unlikely to be qualified in this regard.

The Company may also pay certain other costs and expenses incurred in its operation, including without limitation, withholding taxes that may arise on Investments, clearing and registration fees and other expenses due to regulatory, supervisory or fiscal authorities in various jurisdictions, insurance, interest, brokerage costs, promotional and marketing expenses, market, risk, consumer and industry data and information and other alternative data (e.g. news and quotation equipment and services, including fees due to data and software providers, exchanges and other third party data and information vendors (including expert networks (subscription based networks which allow investors, such as the Investment Manager, and fund industry experts, to connect), and other non-traditional data and information sources) and all fees for academic research data (together referred to as "**Ongoing Data Charges**") and all professional, legal and other fees and expenses in connection with the operation of the Company and its Portfolios and the cost of publication of the Net Asset Value of the Shares. Unless otherwise stated in the Supplement, each of the Portfolios will incur, directly or indirectly, the Ongoing Data Charges in the course of its operations.

The cost and charges documents available through the hyperlink below seek to provide illustrations of the amount of costs and charges that might be applied to each Share Class over a future 12 month period and the potential effect of such costs and charges on hypothetical investment amounts. The figures presented in these documents are based on historic costs and charges data which serves as a proxy for expected future costs and charges. The figures are calculated on a best efforts basis, are subject to revision and may vary materially from the actual costs and charges incurred by the Share Classes over the 12 month periods. The Costs and Charges documents can be found here: www.man.com/ccd/man-funds-plc.

Expenses will be allotted to the Portfolio or Portfolios to which, in the opinion of the Directors, they relate. If an expense is not readily attributable to any particular Portfolio the Directors shall have discretion to determine the basis on which the expense shall be allocated between the Portfolios. In such cases the expense can be allocated to all Portfolios *pro rata* to the value of the net assets of the relevant Portfolio.

Under the Articles, the Directors are entitled to a fee in remuneration for their services at a rate to be determined from time to time by the Directors, but so that the aggregate amount of Directors' remuneration in any one year shall not exceed USD50,000 in respect of any Portfolio. The Directors and any alternate Directors may also be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Directors or any other meetings in connection with the business of the Company.

The Manager may, at its discretion, contribute directly towards the expenses attributable to the establishment and/or operation of the Company or any particular Portfolio and/or the marketing, distribution and/or sale of Shares and may from time to time at its sole discretion waive part of the management fee in respect of any particular payment period.

DISTRIBUTION POLICY

The Articles empower the Directors to declare distributions in respect of any distributing Shares Class ("Dist Share Classes") out of income (including dividend and interest income) and the excess of realised and unrealised capital gains over realised and unrealised losses in respect of investments of the Company.

Types of Dist Share Classes

Net-Dist	The policy of these Dist Share Classes is to distribute from net income for the relevant accounting period after the deduction of fees, charges and expenses. For the avoidance of doubt net income excludes any realised and unrealised capital gains and losses incurred during a relevant period.
G-Dist	The policy of these Dist Share Classes is to distribute from net income for the relevant accounting period before the deduction of fees, charges and expenses. The "G-Dist" Classes may deduct fees, charges and expenses from capital and distributions may also include realised and unrealised capital gains. This may result in capital erosion and therefore foregoes the potential for future capital growth.

Calculation of Distribution to Shareholders of Dist Share Classes

For the purposes of calculating the Distribution Amount per Share, distributable income (relevant to the type of Dist Share Class) is allocated to the Class on a daily basis over the Distribution Accrual Period. The allocation is based on the Class's share of the Fund's Net Asset Value on each day. The total income allocated over the Distribution Accrual Period is then divided by the average Net Asset Value of the Class during that period to determine a Distribution Rate. This Distribution Rate is then applied to the final Net Asset Value per Share of the Class at the Distribution Calculation Day to calculate the Distribution Amount per Share.

Distribution Frequency of Distribution Share Classes

Dist Share Classes may differ in terms of their distribution frequency. Dist Share Classes may distribute monthly, quarterly, bi-annually or annually determined at the launch of the relevant Share Class. Dist Share Classes will use the following letters to denote frequency of payment.

Class Naming	**Description**
A	Distributions will be paid annually within 4 weeks of the last day of the year
BA	Distributions will be paid bi-annually within 4 weeks of 30 June and 31 December respectively
Q	Distributions will be paid quarterly within 4 weeks of the last day of each calendar quarter
MO	Distributions will be paid monthly within 4 weeks of the last day of each month

The Directors reserve the right to increase or decrease the frequency of payments for a Dist Share Class at their discretion on prior notice to Shareholders in the relevant Class.

Payment of Distributions to Shareholders of Dist Share Classes

Distributions will be paid by wire transfer in accordance with the bank account details nominated by the Shareholder on the Application Form unless the Shareholder shall have elected that distributions otherwise payable in cash be automatically re-invested in further Shares in the relevant Portfolio. The distribution in respect of such Share Classes may be reduced by the Directors at their absolute discretion and upon prior notice to holders of Shares in the relevant Classes.

Shares acquired through the reinvestment of distributions will not be subject to a CDSC and, in the case of a partial redemption of Shares of a Class which may be subject to a CDSC, redemptions are made last from Shares so acquired.

At the discretion of the Directors, dividends in respect of Shares in any Portfolio may be paid in a currency other than the currency of denomination of the relevant Class at the exchange rate applicable on the relevant distribution date. Any dividend unclaimed after a period of six (6) years from the date of declaration of such dividend shall be forfeited and shall revert to the relevant Portfolio.

DETERMINATION AND PUBLICATION AND TEMPORARY SUSPENSION OF NET ASSET VALUE

Determination and Publication of Net Asset Value

In respect of each Portfolio, unless specified otherwise in the relevant Supplement, the Directors have determined that the Net Asset Value shall be calculated on each Business Day, each Business Day shall be a Valuation Day and a Valuation Day shall be a Dealing Day.

The valuation policies and procedures relating to the Company seek to establish a consistent framework and methodology for the determination, validation, approval, regular monitoring and review of pricing all positions used in the determination of the Net Asset Value of the Portfolios. The Company is committed to maintaining standards for the valuation of assets consistent with best industry practices. A supplement detailing the Company's current valuation policy is available upon request.

The Directors have appointed an Independent Pricing Committee ("**IPC**") to undertake certain services concerning the valuation policies and procedures relating to the Company.

The IPC is an independent body set up to: (1) establish a pricing matrix (a table which lays out a pricing source for certain assets and liabilities) which the Directors have adopted for the Company and which is used by the Administrator to calculate the value of the assets and liabilities held by the Company; and (2) to establish the prices of any positions held in the Company that do not have an independently ascertainable value as per the pricing matrix. In addition, the IPC provides general governance and oversight of the valuation process.

Neither the Directors nor the Administrator, the Investment Manager or the Depositary shall be under any liability if a price reasonably believed by them to be the latest available price or, as the case may be, middle market quotation for the time being, may be found not to be such.

The Net Asset Value of a Portfolio shall be calculated by ascertaining the value of the assets of the Portfolio and deducting from such amount the liabilities of the Portfolio (which shall include all fees and expenses payable and/or accrued and/or estimated to be payable by the Company to the Manager, the Investment Manager, the Depositary and the Administrator). The Net Asset Value per Share in each Portfolio shall be calculated by dividing the Net Asset Value of the Portfolio by the number of Shares of the relevant Portfolio in issue, subject to such adjustments, if any, as may be necessary to reflect different fee arrangements, in respect of different Classes of Shares in the relevant Portfolios and shall be expressed in the denomination applicable to the relevant Share Class. The Investment Manager may hedge the foreign currency exposure of Hedged Share Classes denominated in a currency other than the Base Currency in order that investors in those Hedged Share Classes receive a return in the currency of the relevant Hedged Share Class substantially in line with the investment objective of the Portfolio. As foreign exchange hedging will be utilised for the benefit of a particular Share Class, its cost and related liabilities and/or benefits shall be for the account of that Share Class only. Accordingly, such costs and related liabilities and/or benefits will be reflected in the Net Asset Value per Share for Shares of any such Class. There is no guarantee that the exposure of the currency in which the Shares are denominated can be fully hedged against the Base Currency of the relevant Portfolio. Share Classes may not be leveraged as a result of currency hedging transactions.

Investors should be aware that while holding Shares denominated in a currency other than the Base Currency of a Portfolio may protect investors from a decline in the value of the Base Currency against the currency in which their Shares are denominated, investors will not benefit if the currency in which their Shares are denominated appreciates against the Base Currency.

The up-to-date Net Asset Value per Share shall be posted on Bloomberg (www.bloomberg.com) and/or such other newspapers or through such other media as the Directors may from time to time determine, on each Business Day. The Net Asset Value per Share shall also be available from the Administrator at its offices at One Dockland Central, Guild Street, Dublin 1, Ireland.

In determining the value of the assets of any Portfolio, each Investment which is quoted, listed or traded on or under the rules of any Recognised Market shall be valued by reference to the price appearing to the Manager to be the last traded price, or (if bid and offer quotations are made) the latest available middle market quotation, on the relevant Recognised Market at the relevant Valuation Point. The value of any Investments listed, quoted or traded on a Recognised Market but acquired or traded at a premium or discount outside of or off the Recognised Market may be valued taking into account the level of premium or discount as of the date of valuation of the instrument and the Depositary must ensure that the adoption of such a procedure is justifiable in the context of establishing the probable realisation value of the relevant asset. If the Investment is normally quoted, listed or traded on or under the rules of more than one Recognised Market, the relevant Recognised Market shall be that which the Manager determines provides the fairest criterion of value for the Investment. If prices for an Investment quoted, listed or traded on the relevant Recognised Market are not available as at the Valuation Point or are unrepresentative in the opinion of the Manager or its delegates, such Investment shall be valued at such value as shall be certified with care and good faith as the probable realisation value of the Investment by a competent professional person, firm or corporation (appointed for such purpose by the Manager or its delegates and approved for that purpose by the Depositary) or at such other value as the Manager (in consultation with the Investment Manager and the Administrator and with the approval of the Depositary) consider in the circumstances to be the probable realisation value of the Investment. None of the Directors, the Administrator, the Investment Manager, or the Depositary shall be under any liability if a price reasonably believed by them to be the latest available price or, as the case may be, middle market quotation for the time being, may be found not to be such.

The value of any Investment which is not normally quoted, listed or traded on or under the rules of a Recognised Market (including over-the-counter derivatives) shall be valued with care and in good faith at its probable realisation value as determined by the Manager, who are approved for such purpose by the Depositary, in consultation with the Investment Manager or by a competent person appointed for such purpose by the Manager and approved for such purpose by the Depositary.

Fixed income securities may be valued by reference to the valuation of the securities which are considered comparable in rating, yield, due date and other characteristics where reliable market quotations are not available, using a methodology which will be compiled by the Manager or its delegate.

Units or Shares in collective investment schemes which are not valued in accordance with the provisions above shall be valued on the basis of the latest available net asset value per unit as published by the collective investment scheme.

Cash deposits and similar investments shall be valued at their face value together with accrued interest unless in the opinion of the Manager (in consultation with the Investment Manager and the Depositary) any adjustment should be made to reflect the fair value thereof.

Derivative instruments including but not limited to exchange traded swaps, interest rate futures contracts and other financial futures and options contracts which are traded on a Recognised Market shall be valued by reference to the price appearing to the Manager to be the settlement price as of the relevant Valuation Point as determined by the relevant Recognised Market provided that where it is not the practice of the relevant Recognised Market to quote a settlement price, or if a settlement price is not available for any reason, such instruments shall be valued at their probable realisation value estimated with care and in good faith by a competent person appointed by the Manager and approved for that purpose by the Depositary.

Over-the-counter ("OTC") derivatives will be valued either using the counterparty's valuation or an alternative valuation, including valuation by the Company or by an independent pricing vendor appointed by the Directors and approved for this purpose by the Depositary. OTC derivatives shall be valued at least daily. If using the counterparty's valuation, such valuation must be approved or verified on a weekly basis by a party independent of the counterparty (which may include the Company or a party related to the OTC counterparty provided that it is an independent unit within the same group and which does not rely on the same pricing models employed by the counterparty) and approved by the Depositary. If using an alternative valuation, the Company will follow international best practice and adhere to the principles on valuation of OTC instruments established by bodies such as IOSCO and AIMA. In the event that the Company opts to use an alternative valuation, the Company will use a competent person appointed by the Directors, approved for this purpose by the Depositary, or will use a valuation by any other means provided that the value is approved by the Depositary. All alternative valuations will be reconciled with the counterparty's valuation on at least a monthly basis. Any significant differences to the counterparty valuation will be promptly investigated and explained.

Forward foreign exchange and interest rate swap contracts may be valued in accordance with the provisions of the paragraph immediately above or, alternatively, by reference to freely available market quotations.

Where the investment policy of a Portfolio is primarily to invest in cash and high quality money market securities which have a remaining maturity of 397 days or less (or which have regular yield adjustments at least every 397 days or have a risk profile that corresponds to financial instruments with a maturity of up to 397 days), the Portfolio may be valued by using the amortised cost method of valuation whereby the relevant security is valued at its cost of acquisition adjusted for amortisation of premium or accretions of discount on the security. In addition, where any other Portfolio invests in securities which have a remaining maturity of three months or less and have no specific sensitivity to market parameters, including credit risk, such securities may also be valued by using the amortised cost method of valuation. The Manager, or its delegate, will review the valuation of such securities in accordance with the requirements of the Central Bank.

Notwithstanding the above provisions the Manager may, with the prior consent of the Depositary and in consultation with the Investment Manager, adjust the valuation of any Investment or permit some other method of valuation to be used if, having regard to currency, applicable rate of interest, maturity, marketability and/or such other considerations as it deems relevant, it considers that such adjustment is required to reflect more fairly the value thereof.

Values of assets expressed in a currency other than the Base Currency of the relevant Portfolio will be converted by the Administrator into the Base Currency of the relevant Portfolio at the latest available exchange rate at the Valuation Point.

In the absence of bad faith or manifest error, every decision taken by the Manager or any duly authorised person on behalf of the Company in calculating the Net Asset Value per Share or the Net Asset Value of a Portfolio, shall be final and binding on the Company and on present, past and future Shareholders.

Dividends, interest and capital gains (if any) which the Company receives with respect to its investments (other than securities of Irish issuers) may be subject to taxes, including withholding taxes, in certain countries in which the issuers of investments are located. It is anticipated that the Company may not be able to benefit from reduced rates of withholding tax in double taxation agreements between Ireland and such countries. If this position changes in the future and the application of a lower rate results in a repayment to the Company, the Net Asset Value will not be re-stated and the benefit will be allocated to the existing Shareholders rateably at the time of the repayment.

Notwithstanding any other provisions of the Articles, the Manager, may determine that, in relation to any Portfolio, the value of the relevant Investments shall be calculated by reference to the bid price, where redemptions exceed subscriptions by more than 10% on that Business Day, or by reference to the offer price, where subscriptions exceed redemptions by more than 10% on that Business Day, for such Investments as at the Valuation Point. Any such policy shall be applied consistently in respect of a Portfolio and in respect of all Investments of that Portfolio.

Temporary Suspension of Net Asset Value

The Directors may at any time, with the approval of the Depositary, temporarily suspend the issue, valuation, sale, purchase, redemption or conversion of Shares during:

(a) any period when any Recognised Market on which a substantial portion of the Investments for the time being comprised in the relevant Portfolio are quoted, listed or dealt in is closed otherwise than for ordinary holidays, or during which dealings in any such Recognised Market are restricted or suspended;

(b) any period where, as a result of political, military, economic or monetary events or other circumstances beyond the control, responsibility and power of the Directors, the disposal or valuation of Investments for the time being comprised in the relevant Portfolio cannot, in the opinion of the Directors, be effected or completed normally or without prejudicing the interest of Shareholders;

(c) any breakdown in the means of communication normally employed in determining the value of any Investments for the time being comprised in the relevant Portfolio or during any period when for any other reason the value of Investments for the time being comprised in the relevant Portfolio cannot, in the opinion of the Directors, be promptly or accurately ascertained;

(d) any period when the Company is unable to repatriate funds for the purposes of making redemption payments or during which the realisation of Investments for the time being comprised in the relevant Portfolio, or the transfer or payment of funds involved in connection therewith cannot, in the opinion of the Directors, be effected at normal prices or normal rates of exchange;

(e) any period after a notice convening a meeting of Shareholders for the purpose of dissolving the Company or terminating a Portfolio has been issued, up to and including the date of such meeting of Shareholders;

(f) any period during which dealings in a collective investment scheme in which the Portfolio has invested a significant portion of its assets are suspended;

(g) any period in which the repurchase of Shares would, in the opinion of the Directors, result in a violation of applicable laws; or

(h) any period when the Directors determine that it is in the best interests of Shareholders to do so.

Notice of any such suspension shall be published by the Company at its registered office and in such newspapers and through such other media as the Directors may from time to time determine in respect of any Portfolio, if in the opinion of the Directors, it is likely to exceed fourteen days, and shall be notified within the same Business Day to the Central Bank and without delay to Euronext Dublin and the Shareholders. Where possible, all reasonable steps will be taken to bring any period of suspension to an end as soon as possible. Shareholders who have requested issue or redemption of Shares of any series or Class will have their subscription or redemption request dealt with on the first Dealing Day after the suspension has been lifted unless applications or redemption requests have been withdrawn prior to the lifting of the suspension.

Save where the determination of the Net Asset Value per Share has been temporarily suspended in the circumstances described above, the Net Asset Value per Share as of the most recent Valuation Day shall be made public at the office of the Administrator, on at least a fortnightly basis, and will be notified by the Administrator without delay to Euronext Dublin.

In the event the Company is required by US law, by agreement with the US Treasury Department or similar government division or department or by any applicable intergovernmental agreement or implementing legislation to withhold amounts in respect of any Shareholder, the Company may, in the discretion of the Directors, direct that such Shareholder shall be charged for such withholding or redeem all or a portion of such Shareholder's shares so as to ensure that no other Shareholder in the Company will suffer any reduction in the value of their shares as a consequence of such withholding.

TERMINATION OF PORTFOLIOS

The Company may terminate any Portfolio or Class, and redeem all of the Shares of such Portfolio or Class, if:

(a) the Shareholders of the Portfolio or Class pass a Special Resolution to approve the redemption of all the Shares in the Portfolio or Class; or

(b) after the first anniversary of the first allotment of Shares in a Portfolio if the Net Asset Value of the relevant Portfolio falls below USD50,000,000 or the Net Asset Value of the Class falls below USD10,000,000; or

(c) the Depositary has served notice of its intention to retire under the terms of the Depositary Agreement (and has not revoked such notice) and no new depositary has been appointed by the Company with the approval of Central Bank within six months of the date of service of such notice.

THE COMPANY

The Company is an investment company with variable capital and with segregated liability between sub-funds, incorporated in Ireland under registration number 252520 on 1 August 1996 and is authorised by the Central Bank as a UCITS pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended. The sole object of the Company, as set out in Clause 2 of the Memorandum and Articles of Association, is the collective investment in transferable securities and other liquid financial assets referred to in Regulation 68 of the UCITS Regulations of capital raised from the public, operating on the principle of risk spreading in accordance with the UCITS Regulations. Authorisation by the Central Bank does not constitute a warranty by the Central Bank as to the creditworthiness or financial standing of the Company and the Central Bank shall not be liable by virtue of that authorisation or by reason of its exercise of the functions conferred on it by the UCITS Regulations for any default of the Company. Authorisation of the Company by the Central Bank is not an endorsement or guarantee of the Company by the Central Bank nor is the Central Bank responsible for the contents of the Prospectus.

The Company has been structured as an umbrella fund which means that different Portfolios of assets may be created from time to time by the Directors with the prior approval of the Central Bank. Each Portfolio will be represented by different series of Shares and will be invested in accordance with the investment objective and policies applicable to such Portfolio. Shares of any particular series may be divided into different Classes to accommodate different subscription and/or redemption charges and/or fee arrangements and the Directors may, on prior notice to and upon clearance in advance by the Central Bank, create new Classes of Shares on such terms as the Company may from time to time determine. Pursuant to Irish law, the Company should not be liable as a whole to third parties and there should not be the potential for cross contamination of liabilities between Portfolios. However, there can be no categorical assurance that, should an action be brought against the Company in the courts of another jurisdiction, the segregated nature of the Portfolios will be necessarily upheld.

The Company is promoted by GLG LP, details of which are included in the section of the Man GLG Supplement entitled "*The Investment Manager*".

The Directors are responsible for managing the business affairs of the Company. Under the Articles, the Directors have delegated certain of their powers, duties, discretions and/or functions to the Manager which has in turn delegated (i) the management of the assets and investments of the Company to the Investment Manager; (ii) the day-to-day administration of the Company's affairs (including the calculation of the Net Asset Value and the Net Asset Value per Share, Shareholder registration and transfer agency services and distribution and related services) to the Administrator and (iii) the marketing, distribution and sale of Shares to the Distributor.

The Directors and alternate directors are listed below with their principal occupations. None of the Directors has entered into a service contract with the Company nor is any such contract proposed and none of the Directors is an executive of the Company. The Company has granted indemnities to the Directors in respect of any loss or damages which they may suffer save where this results from the Directors' fraud, negligence or wilful default. The Articles do not stipulate a retirement age for Directors and do not provide for retirement of Directors by rotation. The address of the Directors is the registered office of the Company.

Directors

Bronwyn Wright (Irish) is a former Citigroup Managing Director having worked in Capital Markets and Banking, where she was Head of Securities and Fund Services for Citi Ireland with responsibility for the management, growth and strategic direction of the securities and fund services business which included funds, custody, security finance and global agency and trust. Due to her role in managing, leading and growing Citi's European fiduciary business, Ms Wright has extensive knowledge of regulatory requirements and best market practice in the UK, Luxembourg, Jersey and Ireland. She has sat and chaired the boards of the applicable legal vehicles for the fiduciary businesses in each jurisdiction. Due to her engagement in due diligence exercises, she also understands the Nordics and Asia. Ms Wright holds a degree in Economics and Politics as well as a Masters degree in Economics from University College Dublin. Ms Wright is past chairperson of the Irish Funds Industry Association committee for Trustee Services. She is a former lecturer for the Institute of Bankers in the Certificate and Diploma in Mutual Funds. She is co-author of the Institute of Bankers Diploma in Legal and Regulatory Studies. She has written numerous industry articles, chaired and participated in industry seminars in Europe and the US. She was on an Executive Committee for the DIT School of Accounting and Finance.

Ronan Daly (British citizen, Irish resident) is a director of a number of investment funds. Mr. Daly qualified as a solicitor in England and Wales in 1992 and as a barrister and attorney in Bermuda in 1995. Mr. Daly is the co-founder of Centaur Fund Services Limited and previously held senior roles at Citi Fund Services, BISYS, Hemisphere Management and The Bank of Bermuda Limited from 1994 to 2008. Mr. Daly was educated at The University of Manchester and The College of Law, London. He worked at London law firm, Berwin Leighton, from 1989 to 1993. Mr. Daly has spoken at many conferences and written extensively on the funds industry. He was involved in the IOSCO report on Principles for the Valuation of Hedge Fund Portfolios and the AIMA reports on Sound Practice for Hedge Fund Valuations and Alternative Fund Directors. Mr. Daly is a British citizen and is resident in Ireland.

John Morton (British) John Morton, is a qualified solicitor and a member of the Law Society of England and Wales. He has previously worked as a corporate solicitor at Cameron McKenna LLP prior to joining Morgan Grenfell Asset Management team as in-house counsel in 1994. In 2000, he joined Société Générale Asset Management UK (SGAM UK) as Head of Legal and his role was subsequently expanded in 2003 to include responsibility for Compliance. Following the take-over of SGAM UK in 2009 by GLG LP, Mr Morton took over responsibility for provision of legal advice for a wide range of regulated funds and products before assuming his previous role in October 2016 as Global Co-Head of Legal of Man Group plc. In December 2018, Mr Morton was appointed as Chief Executive Officer ("**CEO**") of the Manager in December 2018.

Eric Fortier (Canadian citizen, US resident) acts as an independent non-executive director and consultant to the funds industry. Mr Fortier has over thirty years' experience in the asset management industry, including trading experience. Mr Fortier, from 2008 until 2010, acted as a hedge fund consultant providing advice to the Investment Manager into aspects of the Canadian financial and securities markets and acted from 2006 to 2008 as a finder and freelance marketer of Montreal based HR Strategies' HRS Holdings and HRS Canadian Opportunities Fund. From 1994 to 2001, he was vice-president of Greenwich Capital Markets in Greenwich, Connecticut, managing Greenwich Capital Markets' OTC bond option market making activities for US Treasury and Agency securities. Mr Fortier's other experience includes positions from 1989 to 1992 as vice-president of Bankers Trust Company based in Montreal, Canada and New York responsible for government derivatives market-making, proprietary trading and risk positioning as part of their Global Trading department and from 1986 to 1989 as an associate with Goldman Sachs, US Treasury Bond Options in New York. Mr Fortier graduated from Concordia University, Montreal with a Bachelor of Commerce (B.Comm, High Distinction) in Finance and International Business in 1982 and was awarded a Masters of Business Administration in Finance from the University of Chicago, Graduate School of Business in 1986. Mr Fortier is a director of a number of other companies including funds managed or advised by the Manager and the Investment Manager.

The Company Secretary is Matsack Trust Limited whose registered office is at 70 Sir John Rogerson's Quay, Dublin 2, Ireland.

None of the Directors have had any unspent convictions in relation to indictable offences, been involved in any bankruptcies, receiverships, liquidations, administrations, voluntary arrangements of such person or any company or partnership where such person was a director with an executive function or partner at the time of or within the 12 months preceding such event, nor have had any official public incrimination and/or sanctions by statutory or regulatory authorities (including designated professional bodies) nor has any director ever been disqualified by a court from acting in the management or conduct of the affairs of any company.

THE MANAGER

The Manager of the Company is Man Asset Management (Ireland) Limited which was incorporated in Ireland as a private limited liability company on 17 June 1996 under registration number 250493. The authorised share capital of the Manager is EUR1,499,750 and the issued and paid up share capital of the Manager is EUR138,888.75. The Manager is an indirect wholly-owned subsidiary of Man Group. The Manager is authorised by the Central Bank as a UCITS management company and an alternative investment fund manager. The Manager acts as alternative investment fund manager to a number of other Man investment funds and as manager to a number of Man Irish UCITS funds. The secretary of the Manager is Matsack Trust Limited.

Under the Amended and Restated Management Agreement between the Company and the Manager dated 29 May 2009 (as amended and/or restated from time to time, the "**Management Agreement**"), the Manager will provide or procure the provision of management, administration, accounting, registration, transfer agency, distribution and investment management or advisory services to or for the benefit of the Company. Either party may terminate the Management Agreement at any time on thirty (30) days' notice in writing to the other party, provided that the Company shall not serve a notice of termination unless the holders of not less than 50% of the outstanding issued shares of the Company have previously voted in favour of the termination of the Management Agreement at a general meeting of the Company convened for such purpose. Either party may terminate the Management Agreement immediately in the event of the other party (i) committing any material breach, or persistent breaches, of the Management Agreement which is or are either incapable of remedy or have not been remedied within thirty (30) days of the non-defaulting party serving notice requiring the remedying of the default; (ii) being incapable of performing its duties or obligations under the Management Agreement; (iii) being unable to pay its debts as they fall due or otherwise becoming insolvent or entering into any composition or arrangement with or for the benefit of its creditors of any class thereof; (iv) being the subject of any petition for the appointment of an examiner or similar officer to it; (v) having a receiver appointed over all or any substantial part of its undertaking, assets or revenues; (vi) being the subject of an effective resolution for its winding up except in relation to a voluntary winding up for the purposes of reconstruction or amalgamation upon terms previously approved in writing by the other party, or (vii) being the subject of a court order for its winding up. The Company can terminate the Management Agreement at any time by notice in writing to the Manager in the event that the Manager's tax certificate under Section 446 of the Taxes Consolidation Act 1997 is revoked or that notice of intention to revoke such tax certificate is received by the Manager or if the Manager is otherwise no longer permitted by the Central Bank to perform its duties or exercise its powers under the Management Agreement.

The Management Agreement provides that in the absence of negligence, wilful default, fraud or bad faith, the Manager shall not be liable for any loss or damage arising out of the performance of its obligations and duties under the Management Agreement. The Manager shall not be liable for special, indirect or consequential damages, or for lost profits or loss of business arising out of or in connection with the performance or non-performance of its duties, or the exercise of its powers, under the Management Agreement. The Management Agreement provides further that the Company shall indemnify the Manager (and each of its directors, officers and agents) from and against any and all claims, actions, proceedings, damages, losses, liabilities, costs and expenses (including legal fees and expenses) directly or indirectly suffered or incurred by the Manager arising out of or in connection with the performance of its duties and/or the exercise of its powers under the Management Agreement (including, without limitation, the delegation of any or all of its duties and powers to the Administrator, the Distributor and/or the Investment Manager) in the absence of negligence, wilful default, fraud or bad faith by the Manager in relation thereto.

The Directors of the Manager are Mr John Morton, (details of whom are set out under the section entitled "The Company"), Mr Michael Jackson, Mr Paul Bastable, Mr Gary Palmer and Ms Karen Nolan, details of whom are set out below.

Michael Jackson (Irish) is managing partner of Matheson, the legal advisors to the Company as to matters of Irish law. He joined Matheson in September 1991 following graduation from University College Cork with a Bachelor of Civil Laws Degree. In 1994 Mr Jackson worked in the investment funds department of a leading international law firm based in the United States returning to Matheson in October 1994. Between September 1998 and January 1999 he was seconded to the private client services division of a major international investment firm based in London. Mr Jackson returned to Matheson in January 1999 and was admitted to partnership in January 2000. He was head of the Asset Management and Investment Funds Group until his appointment as Managing Partner in 2016. He is a member of the Incorporated Law Society of Ireland. He is also a member of the Irish Financial Services Centre Funds Group. Mr Jackson was a member of the Primary Market Committee and Funds Listing Committee of Euronext Dublin (formerly the Irish Stock Exchange) and is a former member of the Council and the former Chairman of the Irish Funds Industry Association.

Paul Bastable (Irish) is the Head of Global Sales Operations for Man Group, where he has worked since May 2006. The role is part of Man's global sales management team and encompasses sales management, sales infrastructure and client service. Mr. Bastable has previously worked for Man's distribution business unit in the United Arab Emirates and the United Kingdom and has gained experience of distribution across multiple product types, markets and regulatory regimes. Prior to joining Man, Mr. Bastable was Operations Manager for Irish Life International, an international life insurance company operating as part of the IFSC in Dublin, Ireland. Mr. Bastable has a BBS (Hons) from Dublin City University and is a member of the Board of Directors of Man (Europe) AG.

Gary Palmer (Irish) is the Chief Executive of the Irish Debt Securities Association and a non-executive director. Until April 2012 and for the previous thirteen years, Mr Palmer was the Chief Executive of the Irish Funds Industry Association (IFIA). A former director, board member and member of the management committee of the European Funds and Asset Management Association (EFAMA) where Mr Palmer chaired the Valuations Committee; he is also a former director of the US based, National Investment Company Service Association (NICSA). Mr Palmer was a member of the Irish Prime Minister's Clearing House Group where he chaired the Investment Funds Committee and was a member of the Financial Regulator's Consultative Industry Panel and chaired the EU and International advisory group. Mr Palmer holds a degree in Economics and an MBS from University College Dublin and has been awarded the Certified Investment Fund Director designation from the Institute of Banking.

Karen Nolan (Irish) is an Irish resident, compliance consultant (LCOI) and qualified accountant (ACCA) with over 25 years' experience in the funds industry. Karen has a diverse skill set with experience in a variety of roles including compliance for administration and UCITS/AIFMD funds and management companies, fund accounting, financial reporting and finance. Karen has previously worked as Head of Designated Persons Services with Bridge Consulting, worked with International Fund Managers (Ireland) Limited (the former Irish fund administration business of Baring Asset Management, now part of Northern Trust) and Bank of Ireland Securities Services Limited (now part of Northern Trust), and has also worked as an independent compliance consultant for a number of other financial services companies in Dublin. Karen holds a Degree in Accounting & Finance from Dublin City University, is a Fellow of the Association of Chartered Certified Accountants and is a Licentiate of the Association of Compliance Officers in Ireland.

REMUNERATION POLICIES AND PRACTICES

The Manager is subject to remuneration policies, procedures and practices (together, the "Remuneration Policy"). The Remuneration Policy is consistent with and promotes sound and effective risk management. It is designed not to encourage risk-taking which is inconsistent with the risk profile of the Portfolios. The Remuneration Policy is in line with the business strategy, objectives, values and interests of the Manager, the Company and the Portfolios, and includes measures to avoid conflicts of interest. The Remuneration Policy applies to staff whose professional activities have a material impact on the risk profile of the Manager or the Portfolios, and ensures that no individual will be involved in determining or approving their own remuneration. The Remuneration Policy will be reviewed annually.

Details of the up-to-date Remuneration Policy, including a description of how remuneration and benefits are calculated, the identity of persons responsible for awarding the remuneration and benefits, including the composition of the remuneration committee (if any) are available via www.man.com/gpam-remuneration-policy. The Remuneration Policy will be made available for inspection and a paper copy may be obtained, free of charge, at the registered office of the Company.

FUND ADMINISTRATION

The Manager has appointed BNY Mellon Fund Services (Ireland) DAC to act as administrator, registrar and transfer agent of the Company with responsibility for performing the day to day administration of the Company, including the calculation of the Net Asset Value and the Net Asset Value per Share of each Portfolio.

The Administrator is a wholly-owned indirect subsidiary of The Bank of New York Mellon Corporation. BNY Mellon is a global financial services company focused on helping clients manage and service their financial assets, operating in 35 countries and serving more than 100 markets. BNY Mellon is a leading provider of financial services for institutions, corporations and high-net-worth individuals, providing superior asset management and wealth management, asset servicing, issuer services, clearing services and treasury services through a worldwide client-focused team. As at end of December 2019, it had US$35.8 trillion in assets under custody and administration and US$1.9 trillion in assets under management.

The Administration Agreement between the Manager and the Administrator dated 6 January 1997, as amended, shall continue in force until terminated by either party thereto on ninety (90) days' notice in writing to the other party and may be terminated by either party immediately by notice in writing to the other party (the "Defaulting Party") if the other party shall at any time during the continuance of the Agreement (i) commit any material breach of the Agreement which is either incapable of remedy or has not been remedied within thirty (30) days of the other party serving notice upon the Defaulting Party requiring it to remedy same; (ii) be unable to pay its debts as they fall due or otherwise become insolvent or enter into any composition or arrangement with or for the benefit of its creditors or any class thereof; (iii) be the subject of any petition for the appointment of an examiner or similar officer to it; (iv) have a receiver appointed over all or any substantial part of its undertaking, assets or revenues; (v) be the subject of an effective resolution for its winding up except in relation to a voluntary winding up for the purposes of reconstruction or amalgamation upon terms previously approved in writing by the other party; (vi) be the subject of a court order for its winding up. The Manager may terminate the Administration Agreement immediately if the Administrator receives notice of intention to revoke the tax certificate issued to it under Section 446 of the Taxes Consolidation Act 1997 (the "Tax Certificate"), or has the Tax Certificate revoked or is otherwise no longer permitted to perform its obligations under applicable law.

In the absence of negligence, wilful default or fraud, the Administrator will not be liable for any loss arising as a result of the performance by the Administrator of its obligations and duties under the Administration Agreement. The Manager has agreed to indemnify the Administrator against losses suffered by the Administrator in the proper performance of its obligations and duties under the Agreement, except for losses arising out of the negligence, wilful default or fraud of the Administrator in the performance of its obligations and duties under the Agreement. The Administration Agreement may be terminated forthwith by either party to the Agreement upon termination of the Management Agreement.

In addition to the services provided by the Administrator to the Company, the Company has also appointed the relevant Investment Manager to provide in respect of the Portfolios which it manages certain additional administrative services including provision and support for portfolio management and risk systems to enable the Company's operation, validation of position, price and profit and loss information on a daily basis; production of daily profit and loss analysis and performance attribution, reconciliation and validation of Net Asset Value in conjunction with the Administrator; daily reconciliation of cash and positions for all of the Company's holdings; provision of operational support to the Company, including trade booking, settlement, trade matching etc.; management of corporate actions on behalf of the Company; OTC servicing including the review and tracking of documentation, reconciliation and facilitation of settlement; and provision of services in connection with treasury and stock loans to the Company to enable efficient funding and settlement of transactions. Pursuant to the relevant Administrative Services Agreement, the relevant Investment Manager may also, with the consent of the Manager, delegate some or all of these duties and responsibilities to a third party.

THE DEPOSITARY

The Company has appointed The Bank of New York Mellon SA/NV, Dublin Branch to act as the depositary of the Company's assets pursuant to the Depositary Agreement. The Depositary is a private limited liability company incorporated in Ireland on 13th October 1994. The principal activity of the Depositary is to act as the depositary of the assets of collective investment schemes. The Depositary is authorised by the Central Bank under the Investment Intermediaries Act, 1995.

The duty of the Depositary is to provide safekeeping, oversight and asset verification services in respect of the assets of the Company and each Portfolio in accordance with the provisions of the UCITS Regulations. The Depositary will also provide cash monitoring services in respect of each Portfolio's cash flows and subscriptions.

The Depositary will be obliged, inter alia, to ensure that the sale, issue, repurchase and cancellation of Shares in the Company is carried out in accordance with the UCITS Regulations and the Articles of Association. The Depositary will carry out the instructions of the Company, unless they conflict with the UCITS Regulations or the Articles. The Depositary is also obliged to enquire into the conduct of the Company in each financial year and report thereon to Shareholders.

Under the Depositary Agreement, the Depositary has power to delegate the whole or any part of its depositary functions, however, its liability will not be affected by the fact that it has entrusted to a third party some or all of the assets in its safekeeping. The Depositary has delegated its safe-keeping duties in respect of financial instruments in custody to The Bank of New York Mellon SA/NV and/or The Bank of New York Mellon. The list of sub delegates appointed by The Bank of New York Mellon SA/NV or The Bank of New York Mellon is set out in Appendix V hereto. The use of particular sub delegates will depend on the markets in which the Company invests.

Potential conflicts of interest affecting the Depositary and its delegates may arise from time to time, including, without limitation, where the Depositary or a delegate has an interest in the outcome of a service or an activity provided to the Company, or a transaction carried out on behalf of the Company, which is distinct from the Company's interest, or where the Depositary or a delegate has an interest in the outcome of a service or activity provided to another client or group of clients which is in conflict with the Company's interests. From time to time conflicts may also arise between the Depositary and its delegates or affiliates, such as where an appointed delegate is an affiliated group company and is providing a product or service to the Company and has a financial or business interest in such product or service. The Depositary maintains a conflict of interest policy to address such conflicts.

Where a conflict or potential conflict of interest arises, the Depositary will have regard to its obligations to the Company, applicable law, and its conflicts of interest policy. Up-to-date information regarding the duties of the Depositary, any conflicts of interest that may arise and the Depositary's delegation arrangements will be made available to investors by the Company on request.

In respect of the loss of a financial instrument held in custody by the Depositary or its delegate, the Depositary shall replace the financial instrument held in custody or pay its value to the Company without undue delay, unless the Depositary can prove that the loss resulted from an external event, beyond the reasonable control of the Depositary, the consequences of which would have been unavoidable despite all reasonable efforts to the contrary.

Other than in respect of the loss of a financial instrument held in custody, the Depositary will also be liable for any losses suffered by the Company or the Shareholders as a result of the Depositary's negligence or its intentional failure to properly fulfil its obligations under the UCITS requirements. The Depositary Agreement provides for the indemnification of the Depositary for losses suffered in the proper performance of its duties under the Depositary Agreement subject to exclusions in the case of the Depositary's negligence or its intentional failure to properly fulfil its obligations under the UCITS requirements. Under the UCITS Regulations, the Depositary is obliged to enquire into the conduct of the Company in each financial year and to report thereon to the Shareholders stating whether in the Depositary's opinion the Company has been managed in accordance with the limitations imposed on the investing and borrowing powers of the Company and Depositary described in this Prospectus and in all other respects in accordance with the Memorandum and Articles of Association of the Company and the UCITS Regulations and, if it has not been so managed, in what respects it has not been so managed and the steps which the Depositary has taken to rectify the situation.

The Depositary Agreement shall continue in force until terminated by either party thereto on ninety (90) days' notice in writing to the other party provided that such termination shall only take effect upon the appointment of a successor with the approval of the Central Bank. In addition, either party may terminate the Depositary Agreement at any time (i) upon or after the other party going into liquidation, except voluntary liquidation for the purposes of reconstruction or amalgamation upon terms previously approved in writing by the other party, which approval shall not be unreasonably withheld; (ii) if the other party is unable to pay its debts within the meaning of Section 570 of the Companies Act 2014 of Ireland; (iii) in the event of the appointment of a receiver over any of the assets of the other party; (iv) if an examiner is appointed to the other party or if some event having an equivalent effect occurs; or (v) if the other party commits any material breach of its obligations under the Depositary Agreement and fails to correct the breach within thirty (30) days of the receipt of a notice served by the other party requiring it to do so. The Company may terminate the Depositary Agreement at any time if the Depositary ceases to be authorised under applicable law to carry out its functions pursuant to the Depositary Agreement.

The Depositary is a wholly-owned indirect subsidiary of The Bank of New York Mellon Corporation. BNY Mellon is a global financial services company focused on helping clients manage and service their financial assets, operating in 35 countries and serving more than 100 markets. BNY Mellon is a leading provider of financial services for institutions, corporations and high-net-worth individuals, providing superior asset management and wealth management, asset servicing, issuer services, clearing services and treasury services through a worldwide client-focused team. As at end of December 2019, it had US$35.8 trillion in assets under custody and administration and US$1.9 trillion in assets under management.

THE DISTRIBUTOR

The Manager has appointed Man Investments AG ("**MIAG**") as non-exclusive distributor in relation to the distribution and sale of Shares in the Portfolios.

Under the Distribution Agreement dated 14 October 2010 between the Manager and MIAG, (the "**MIAG Distribution Agreement**") MIAG has agreed to distribute Shares in the Portfolios directly to investors and to establish, optimise, co-ordinate and maintain global distribution networks regarding the distribution of the Shares in the Portfolios via independent sub-distributors appointed by MIAG.

MIAG is obliged to carry out its duties in accordance with applicable laws. Under the Distribution Agreement, none of MIAG (or its shareholders, directors, officers, employees and agents), nor its respective successors or assigns, shall be liable to the Manager for any in respect of any act or omission, except that MIAG shall be liable to the Manager for acts or omissions by it or any of its shareholders, directors, officers, employees and agents with respect to the provision of services under the Agreement which constitute negligence, wilful default, fraud or bad faith. Where any action or proceeding is threatened against MIAG by a third party as a result of any act, omission or error on the part of any Portfolio and in the absence of the negligence, wilful default, fraud or bad faith of MIAG, the Manager has agreed to indemnify MIAG against any liability, penalty, fine, cost or expense reasonably incurred by MIAG (including, without limitation, legal expenses) out of the assets of the relevant Portfolio.

The Distribution Agreement will continue in force until terminated by either party thereto on ninety (90) days' notice in writing to the other party. In addition, either party may terminate the Distribution Agreement in the event that (i) an administrator is appointed over the other party, if a receiver is appointed over the other party's assets, or in the event that the other party becomes insolvent, goes into liquidation (other than a voluntary liquidation for the purpose of reconstruction or amalgamation) or seeks to enter into an arrangement with creditors or is subject to analogous proceedings in accordance with the laws applicable to that party's jurisdiction; (ii) the Distribution Agreement, or any portion thereof is determined to be in violation of any applicable law or any jurisdiction or regulatory authority; and (iii) in respect of MIAG's appointment in relation to the Portfolios, upon the termination of the Management Agreement.

The Manager may appoint additional distributors in respect of the distribution and sale of the Shares from time to time. Such appointments shall be in accordance with the requirements of the Central Bank.

Distributors appointed by MIAG or the Manager must consider such information about the relevant Portfolio and its Share Classes as is made available by the relevant Investment Manager for the purposes of the product governance regime including, without limitation, target market information and negative target market information.

Distributors and intermediaries may obtain such information by registering and accessing the distributor-only zone of the Investment Manager's website at www.man.com/emt/man-funds-plc.

LOCAL INTERMEDIARIES

Local regulations in EEA Member States may, from time to time, require the appointment of paying agents and/or other local agents and the maintenance of accounts by such agents through which subscriptions and redemption monies may be paid. Such local intermediaries shall be appointed in accordance with the requirements of the Central Bank.

The fees of any such intermediate entity will be at normal commercial rates and will be borne by the Manager out of its management fee or by the Shareholders who will avail of the services provided by such agent. In certain circumstances such fees may be borne by the Company out of the assets of the relevant Portfolio or Portfolios. Where the fee is based on the Net Asset Value of the Portfolio, all Shareholders may avail of the services provided by the local intermediary or the fee will be payable only out of the Net Asset Value attributable to the Class/Classes of the Portfolio in respect of which Shareholders are entitled to avail of such services.

Investors who choose or are obliged under local regulations to pay/receive subscription/redemption monies via such an intermediary entity rather than directly to or from the Depositary (e.g. a sub-distributor or agent in the local jurisdiction) will bear a credit risk against that intermediate entity with respect to (a) subscription monies prior to the transmission of such monies to the Depositary and (b) redemption monies payable by such intermediate entity to the relevant investor.

As at the date hereof, the Company has appointed the following entities as local intermediaries in respect of the Portfolios:

BNP Paribas Securities Services, Milan Branch
Via Ansperto, 5
20123 Milan
Italy

Société Générale
29 boulevard Haussmann,
75009, Paris
France

ODDO BHF Aktiengesellschaft
Bockenheimer Landstrasse 10
60323, Frankfurt am Main
Germany

Raiffeisen Bank International AG.
Am Stadtpark 9
A-1030 Vienna
Republic of Austria

Skandinaviska Enskilda Banken AB (publ) through its entity Custody Services, SEB Merchant Banking
Sergels Torg 2
SE-106 40 Stockholm
Sweden

Nordea Bank Danmark A/S
Strandgade 3
DK-0900 Copenhagen C
Denmark.

The Bank of New York Mellon (Luxembourg) S.A.
2-4 rue Eugène Ruppert
L-2453 Luxembourg

BNY Mellon Trust Company (Ireland) Limited
One Dockland Central
Guild Street
Dublin 1
Ireland

CACEIS Belgium (formerly Fund Administration Service & Technology Network Belgium S.A.)
Avenue du Port 86 C b320
B - 1000 Brussels
Belgium

Man Investments AG
Huobstrasse 3
8808 Pfäffikon SZ
Switzerland

RBC Investor Services Bank S.A.
Esch-sur Alzette
Zurich Branch
Switzerland

Man Asset Management (Ireland) Limited
70 Sir John Rogerson's Quay
Dublin 2
Ireland

GLG Partners LP
Riverbank House
2 Swan Lane
London EC4R 3AD
England

LGT Bank AG
Herrengasse 12
EL-9490 Vaduz
Liechtenstein

TAXATION

The following is a summary of certain Irish tax consequences of the purchase, ownership and disposal of Shares. The summary does not purport to be a comprehensive description of all of the Irish tax considerations that may be relevant. The summary relates only to the position of persons who are the absolute beneficial owners of Shares and may not apply to certain other classes of persons.

The summary is based on Irish tax laws and the practice of the Irish Revenue Commissioners in effect on the date of this Prospectus (and is subject to any prospective or retroactive change). Potential investors in Shares should consult their own advisors as to the Irish or other tax consequences of the purchase, ownership and disposal of Shares.

Taxation of the Company

The Company intends to conduct its affairs so that it is Irish tax resident. On the basis that the Company is Irish tax resident, the Company qualifies as an 'investment undertaking' for Irish tax purposes and, consequently, is exempt from Irish corporation tax on its income and gains.

The Company will be obliged to account for Irish income tax to the Irish Revenue Commissioners if Shares are held by non-exempt Irish resident Shareholders (and in certain other circumstances), as described below. Explanations of the terms '*resident*' and '*ordinarily resident*' are set out at the end of this summary.

Taxation of non-Irish shareholders

Where a Shareholder is not resident (or ordinarily resident) in Ireland for Irish tax purposes, the Company will not deduct any Irish tax in respect of the Shareholder's Shares once the Declaration set out in the Application Form has been received by the Company confirming the Shareholder's non-resident status. The Declaration may be provided by an Intermediary who hold Shares on behalf of investors who are not resident (or ordinarily resident) in Ireland, provided that, to the best of the Intermediary's knowledge, the investors are not resident (or ordinarily resident) in Ireland. An explanation of the term '*Intermediary*' is set out at the end of this summary.

If this declaration is not received by the Company, the Company will deduct Irish tax in respect of the Shareholder's Shares as if the Shareholder was a non-exempt Irish resident Shareholder (see below). The Company will also deduct Irish tax if the Company has information which reasonably suggests that a Shareholder's declaration is incorrect. A Shareholder will generally have no entitlement to recover such Irish tax, unless the Shareholder is a company and holds the Shares through an Irish branch and in certain other limited circumstances. The Company must be informed if a Shareholder becomes Irish tax resident.

Generally, Shareholders who are not Irish tax resident will have no other Irish tax liability with respect to their Shares. However, if a Shareholder is a company which holds its Shares through an Irish branch or agency, the Shareholder may be liable to Irish corporation tax in respect of profits and gains arising in respect of the Shares (on a self-assessment basis).

Taxation of exempt Irish shareholders

Where a Shareholder is resident (or ordinarily resident) in Ireland for Irish tax purposes and falls within any of the categories listed in section 739D(6) TCA, the Company will not deduct Irish tax in respect of the Shareholder's Shares once the Declaration set out in the Application Form has been received by the Company confirming the Shareholder's exempt status.

The categories listed in section 739D(6) TCA can be summarised as follows:

1. Pension schemes (within the meaning of section 774, section 784 or section 785 TCA).

2. Companies carrying on life assurance business (within the meaning of section 706 TCA).

3. Investment undertakings (within the meaning of section 739B TCA).

4. Investment limited partnerships (within the meaning of section 739J TCA)

5. Special investment schemes (within the meaning of section 737 TCA).

6. Unauthorised unit trust schemes (to which section 731(5)(a) TCA applies).

7. Charities (within the meaning of section 739D(6)(f)(i) TCA).

8. Qualifying managing companies (within the meaning of section 734(1) TCA).

9. Specified companies (within the meaning of section 734(1) TCA).

10. Qualifying fund and savings managers (within the meaning of section 739D(6)(h) TCA).

11. Personal Retirement Savings Account (PRSA) administrators (within the meaning of section 739D(6)(i) TCA).

12. Irish credit unions (within the meaning of section 2 of the Credit Union Act 1997).

13. The National Asset Management Agency.

14. The National Treasury Management Agency or a Fund Investment Vehicle (within the meaning of section 37 of the National Treasury Management Agency (Amendment) Act 2014) of which the Minister for Finance is the sole beneficial owner, or Ireland acting through the National Treasury Management Agency.

15. Qualifying companies (within the meaning of section 110 TCA).

16. Any other person resident in Ireland who is permitted (whether by legislation or by the express concession of the Irish Revenue Commissioners) to hold Shares in the Company without requiring the Company to deduct or account for Irish tax.

Irish resident Shareholders who claim exempt status will be obliged to account for any Irish tax due in respect of Shares on a self-assessment basis.

If this declaration is not received by the Company in respect of a Shareholder, the Company will deduct Irish tax in respect of the Shareholder's Shares as if the Shareholder was a non-exempt Irish resident Shareholder (see below). A Shareholder will generally have no entitlement to recover such Irish tax, unless the Shareholder is a company within the charge to Irish corporation tax and in certain other limited circumstances.

Taxation of other Irish shareholders

Where a Shareholder is resident (or ordinarily resident) in Ireland for Irish tax purposes and is not an 'exempt' Shareholder (see above), the Company will deduct Irish tax on distributions, redemptions and transfers and, additionally, on 'eighth anniversary' events, as described below.

Distributions by the Company

If the Company pays a distribution to a non-exempt Irish resident Shareholder, the Company will deduct Irish tax from the distribution. The amount of Irish tax deducted will be:

1. 25% of the distribution, where the distributions are paid to a Shareholder who is a company which has made the appropriate declaration for the 25% rate to apply; and

2. 41% of the distribution, in all other cases.

The Company will pay this deducted tax to the Irish Revenue Commissioners.

Generally, a Shareholder will have no further Irish tax liability in respect of the distribution. However, if the Shareholder is a company for which the distribution is a trading receipt, the gross distribution (including the Irish tax deducted) will form part of its taxable income for self-assessment purposes and the Shareholder may set off the deducted tax against its corporation tax liability.

Redemption and Transfers of shares

If the Company redeems Shares held by a non-exempt Irish resident Shareholder, the Company will deduct Irish tax from the redemption payment made to the Shareholder. Similarly, if such an Irish resident Shareholder transfers (by sale or otherwise) an entitlement to Shares, the Company will account for Irish tax in respect of that transfer. The amount of Irish tax deducted or accounted for will be calculated by reference to the gain (if any) which has accrued to the Shareholder on the Shares being redeemed or transferred and will be equal to:

1. 25% of such gain, where the Shareholder is a company which has made the appropriate declaration for the 25% rate to apply; and

2. 41% of the gain, in all other cases.

The Company will pay this deducted tax to the Irish Revenue Commissioners. In the case of a transfer of Shares, to fund this Irish tax liability the Company may appropriate or cancel other Shares held by the Shareholder. This may result in further Irish tax becoming due.

Generally, a Shareholder will have no further Irish tax liability in respect of the redemption or transfer. However, if the Shareholder is a company for which the redemption or transfer payment is a trading receipt, the gross payment (including the Irish tax deducted) less the cost of acquiring the Shares will form part of its taxable income for self-assessment purposes and the Shareholder may set off the deducted tax against its corporation tax liability.

If Shares are not denominated in euro, a Shareholder may be liable (on a self-assessment basis) to Irish capital gains taxation on any currency gain arising on the redemption or transfer of the Shares.

Eighth Anniversary Events

If a non-exempt Irish resident Shareholder does not dispose of Shares within eight years of acquiring them, the Shareholder will be deemed for Irish tax purposes to have disposed of the Shares on the eighth anniversary of their acquisition (and any subsequent eighth anniversary). On such deemed disposal, the Company will account for Irish tax in respect of the increase in value (if any) of those Shares over that eight year period. The amount of Irish tax accounted for will be equal to:

1. 25% of such increase in value, where the Shareholder is a company which has made the appropriate declaration for the 25% rate to apply; and

2. 41% of the increase in value, in all other cases.

The Company will pay this tax to the Irish Revenue Commissioners. To fund the Irish tax liability, the Company may appropriate or cancel Shares held by the Shareholder.

However, if less than 10% of the Shares (by value) in the Company are held by non-exempt Irish resident Shareholders, the Company may elect not to account for Irish tax on this deemed disposal. To claim this election, the Company must:

1. confirm to the Irish Revenue Commissioners, on an annual basis, that this 10% requirement is satisfied and provide the Irish Revenue Commissioners with details of any non-exempt Irish

resident Shareholders (including the value of their Shares and their Irish tax reference numbers); and

2. notify any non-exempt Irish resident Shareholders that the Company is electing to claim this exemption.

If the exemption is claimed by the Company, any non-exempt Irish resident Shareholders must pay to the Irish Revenue Commissioners on a self-assessment basis the Irish tax which would otherwise have been payable by the Company on the eighth anniversary (and any subsequent eighth anniversary).

Any Irish tax paid in respect of the increase in value of Shares over the eight year period may be set off on a proportionate basis against any future Irish tax which would otherwise be payable in respect of those Shares and any excess may be recovered on an ultimate disposal of the Shares.

Share exchanges

Where a Shareholder exchanges Shares on arm's length terms for other Shares in the Company or for Shares in another Portfolio of the Company and no payment is received by the Shareholder, the Company will not deduct Irish tax in respect of the exchange.

Stamp duty

No Irish stamp duty (or other Irish transfer tax) will apply to the issue, transfer or redemption of Shares. If a Shareholder receives a distribution *in specie* of assets from the Company, a charge to Irish stamp duty could potentially arise.

Gift and Inheritance tax

Irish capital acquisitions tax (at a rate of 33%) can apply to gifts or inheritances of Irish situate assets or where either the person from whom the gift or inheritance is taken is Irish domiciled, resident or ordinarily resident or the person taking the gift or inheritance is Irish resident or ordinarily resident.

The Shares could be treated as Irish situate assets because they have been issued by an Irish company. However, any gift or inheritance of Shares will be exempt from Irish gift or inheritance tax once:

1. the Shares are comprised in the gift or inheritance both at the date of the gift or inheritance and at the 'valuation date' (as defined for Irish capital acquisitions tax purposes);

2. the person from whom the gift or inheritance is taken is neither domiciled nor ordinarily resident in Ireland at the date of the disposition; and

3. the person taking the gift or inheritance is neither domiciled nor ordinarily resident in Ireland at the date of the gift or inheritance.

FATCA

Ireland has an intergovernmental agreement with the United States of America (the "**IIGA**") in relation to FATCA, of a type commonly known as a 'model 1' agreement. Ireland has also enacted regulations to introduce the provisions of the IIGA into Irish law. The Company intends to carry on its business in such a way as to ensure that it is treated as complying with FATCA, pursuant to the terms of the IIGA. Unless an exemption applies, the Company shall be required to register with the US Internal Revenue Service as a 'reporting financial institution' for FATCA purposes and report information to the Irish Revenue Commissioners relating to Shareholders who, for FATCA purposes, are specified US persons, non-participating financial institutions or passive non-financial foreign entities that are controlled by specified US persons. Exemptions from the obligation to register for FATCA purposes and from the obligation to report information for FATCA purposes are available only in limited circumstances. Any information reported by the Company to the Irish Revenue Commissioners will be communicated to the US Internal Revenue Service pursuant to the IIGA. It is possible that the Irish Revenue Commissioners may also communicate this information to other tax authorities pursuant to the terms of any applicable double tax treaty, intergovernmental agreement or exchange of information regime.

The Company should generally not be subject to FATCA withholding tax in respect of its US source income for so long as it complies with its FATCA obligations. FATCA withholding tax would only be envisaged to arise on US source payments to the Company if the Company did not comply with its FATCA registration and reporting obligations and the US Internal Revenue Service specifically identified the Company as being a 'non-participating financial institution' for FATCA purposes.

OECD Common Reporting Standard

The automatic exchange of information regime known as the "Common Reporting Standard" proposed by the Organisation for Economic Co-operation and Development applies in Ireland. Under these measures, the Company is required to report information to the Irish Revenue Commissioners relating to Shareholders, including the identity, residence and tax identification number of Shareholders and details as to the amount of income and sale or redemption proceeds received by Shareholders in respect of the Shares. This information may then be shared by the Irish Revenue Commissioners with tax authorities in other EU member states and other jurisdictions which implement the OECD Common Reporting Standard.

The OECD Common Reporting Standard regime was adopted by the EU Union in Directive 2014/107/EU. In Ireland, regulations implementing the OECD Common Reporting Standard came into effect on 31 December 2015.

Meaning of terms

Meaning of 'Residence' for Companies

A company which has its central management and control in Ireland is tax resident in Ireland irrespective of where it is incorporated. A company which does not have its central management and control in Ireland but which was incorporated in Ireland on or after 1 January 2015 is tax resident in Ireland except where the company is regarded as not resident in Ireland under a double taxation treaty between Ireland and another country.

A company which does not have its central management and control in Ireland but which was incorporated before 1 January 2015 in Ireland is resident in Ireland except where:

1. the company (or a related company) carries on a trade in Ireland and either the company is ultimately controlled by persons resident in EU member states or in countries with which Ireland has a double tax treaty, or the company (or a related company) are quoted companies on a recognised stock exchange in the EU or in a tax treaty country; or

2. the company is regarded as not resident in Ireland under a double tax treaty between Ireland and another country.

Finally, a company that was incorporated in Ireland before 1 January 2015 will also be regarded as resident in Ireland if the company is (i) managed and controlled in a territory with which a double taxation agreement with Ireland is in force (a 'relevant territory'), and such management and control would have been sufficient, if exercised in Ireland, to make the company Irish tax resident; and (ii) the company would have been tax resident in that relevant territory under its laws had it been incorporated there; and (iii) the company would not otherwise be regarded by virtue of the law of any territory as resident in that territory for the purposes of tax.

Meaning of 'Residence' for Individuals

An individual will be regarded as being tax resident in Ireland for a calendar year if the individual:

1. spends 183 days or more in Ireland in that calendar year; or

2. has a combined presence of 280 days in Ireland, taking into account the number of days spent in Ireland in that calendar year together with the number of days spent in Ireland in the preceding year. Presence in Ireland by an individual of not more than 30 days in a calendar year will not be reckoned for the purposes of applying this 'two year' test.

An individual is treated as present in Ireland for a day if that individual is personally present in Ireland at any time during that day.

Meaning of 'ordinary residence' for individuals

The term 'ordinary residence' (as distinct from 'residence') relates to a person's normal pattern of life and denotes residence in a place with some degree of continuity. An individual who has been resident in Ireland for three consecutive tax years becomes ordinarily resident with effect from the commencement of the fourth tax year. An individual who has been ordinarily resident in Ireland ceases to be ordinarily resident at the end of the third consecutive tax year in which the individual is not resident. For example, an individual who is resident and ordinarily resident in Ireland in 2018 and departs Ireland in that year will remain ordinarily resident in Ireland up to the end of the tax year in 2021.

Meaning of 'intermediary'

An 'intermediary' means a person who:

1. carries on a business which consists of, or includes, the receipt of payments from a regulated investment undertaking resident in Ireland on behalf of other persons; or

2. holds units in such an investment undertaking on behalf of other persons.

UNITED STATES

The following is a summary of certain aspects of the US federal income taxation of the Company, its Portfolios and its Shareholders that should be considered by a prospective investor. This summary is based on the US federal income tax laws, regulations, administrative rulings and judicial decisions in effect or available on the date of this Prospectus. No assurance can be given that administrative, judicial or legislative changes will not occur that would make the statements herein incorrect or incomplete. This summary does not discuss all of the tax consequences that may be relevant to a particular investor or to certain investors subject to special treatment under the US federal income tax laws. In addition, this summary does not address the US federal income tax considerations applicable to an investment in the Company by persons other than non-resident alien individuals and foreign corporations. Each prospective investor should consult its own tax advisors regarding the US federal income tax consequences of an investment in the Company.

The Company and each Portfolio. The Directors and the Company intend to take the position that each Portfolio will be treated as a separate corporation for US federal income tax purposes, and will file all tax returns required to be filed by the Company or a Portfolio in a manner consistent with this treatment. The remainder of this US tax discussion assumes that this treatment will apply to each Portfolio. As a foreign corporation, a Portfolio generally will not be subject to US federal income taxation on income or gain realised by it from trading and investment activities provided that such Portfolio is not engaged in, or deemed to be engaged in, a US trade or business to which such income or gain is treated as effectively connected. A Portfolio should not be considered to be so engaged, so long as (i) such Portfolio is not considered a dealer in stocks, securities or commodities, and does not regularly offer to enter into, assume, offset, assign, or otherwise terminate positions in derivatives with customers, (ii) such Portfolio's US business activities (if any) consist solely of investing in and/or trading stocks or securities, commodities of a kind customarily dealt in on an organised commodity exchange (if the transaction is of a kind customarily consummated at such place) and derivatives for its own account, and (iii) any entity in which such Portfolio invests that is classified as a disregarded entity or partnership for US federal income tax purposes is not engaged in, or deemed to be engaged in, a US trade or business. Generally, each Portfolio intends to conduct its affairs in a manner that meets such requirements. However, because a Portfolio cannot give complete assurance that it will not be treated as conducting a trade or business within the United States, it should be noted that if a

Portfolio were engaged in, or deemed to be engaged in, a US trade or business in any year, such Portfolio (but not any of the Shareholders) would be required to file a US federal income tax return for such year and pay tax on its income and gain that is effectively connected with such US trade or business at US corporate tax rates. In addition, such Portfolio generally would be required to pay a branch profits tax equal to 30% of the earnings and profits of such US trade or business that are not reinvested therein.

A Portfolio will also be subject to a 30% US withholding tax on the gross amount of (i) any US source interest income that falls outside the portfolio interest exception or other available exception to withholding tax, (ii) any US source dividend income or dividend equivalent payments, and (iii) any other US source fixed or determinable annual or periodical gains, profits, or income, in each case to the extent such amounts are not effectively connected with a US trade or business. For these purposes, interest will generally qualify for the portfolio interest exception if it is paid on an obligation issued after July 18, 1984 that (i) is in registered form, provided that the Portfolio provide certain required certifications; or (ii) was issued on or before March 18, 2012 and meets certain requirements as a foreign-targeted obligation for US federal income tax purposes. In addition, interest on an obligation will not qualify for the portfolio interest exception if (i) the Portfolio is considered a 10% shareholder of the issuer of the obligation; (ii) the Portfolio is a controlled foreign corporation and is considered to be a related person with respect to the issuer of the obligation; or (iii) such interest is determined by reference to certain financial information of the issuer of the obligation (e.g., the issuer's receipts, sales, income, or profits) or is otherwise considered to be contingent interest.

Non-US Shareholders. Shareholders that are non-resident alien individuals or foreign corporations (each a "Non-US Shareholder") generally should not be subject to US federal income taxation on gain realised from the sale, exchange, or redemption of Shares held as a capital asset or on income realized from a distribution unless such gain or income is otherwise effectively connected with a US trade or business or, in the case of a non-resident alien individual, such individual is present in the United States for 183 days or more during a taxable year and certain other conditions are met.

Compliance with US Withholding Requirements

FATCA generally imposes a 30% withholding tax on certain payments to non-US financial institutions (including investment entities) of US source income and proceeds from the sale of property of a type which can produce US source interest or dividends unless the financial institution discloses to the IRS the name, address and taxpayer identification number of certain US persons that hold, directly or indirectly, an account with the financial institution, as well as certain other information relating to any such account. The United States and Ireland have entered into the US IGA. The US IGA modifies the foregoing requirements but generally requires similar information to be disclosed to the Irish government and ultimately to the IRS. The Company and each Portfolio intends to comply with any obligations imposed on it under FATCA and the US IGA to avoid the imposition on it of any withholding tax under FATCA, but there can be no assurances that it will be successful in this regard.

Shareholders should consult their own tax advisers regarding the possible implications of these rules on their investments in the Company.

U.K. Taxation

Brief details of the taxation treatment in the U.K. are set out below. The summary is relevant only to persons holding Shares in the Company as an investment, and who are resident for tax purposes in the U.K. (except in so far as express reference is made to the treatment of non- U.K. residents). The summary does not apply to special classes of Shareholder, such as financial traders, pension funds or insurance companies, to whom separate rules may apply. The summary is based on current U.K. law and published practice as at the date of this document, which law or practice is, in principle, subject to any subsequent changes. If you are in any doubt as to your tax position, you should consult your own professional advisers. In particular, if you are resident in, or a citizen of, a country other than the U.K. you may be subject to the tax laws and requirements of those jurisdictions and you should seek your own professional advice in respect of your taxation position in those jurisdictions.

The Company

The Directors intend to manage and conduct the affairs of the Company in such a way that it is not resident in the U.K. for U.K. tax purposes. In these circumstances, the Company should not be subject to U.K. tax on its income and gains (other than potential U.K. withholding tax on interest or certain other kinds of income received by the Company that have a U.K. source), provided that the Company is not regarded for U.K tax purposes as carrying on a trade in the U.K. through a fixed place of business or an agent situated therein that constitutes the Company's U.K. "permanent establishment".

The Company may, under U.K. tax legislation, be regarded as carrying on a trade in the United Kingdom through the agency of the Investment Manager. It is, however, intended that the affairs of the Company, the Manager and the Investment Manager should be managed and conducted in such a way that neither the Investment Manager nor any of the persons or entities that are partners in the Investment Manager constitutes a U.K. "permanent establishment" of the Company, by reason of an exemption contained in sections 1142 and 1146 to 1150 (inclusive) of the U.K. Corporation Tax Act 2010. This exemption is often referred to as the Investment Manager Exemption ("**IME**").

In organising their affairs such that the Company is able to meet the IME conditions, the Company, the Manager and the Investment Manager will take account of a revised statement of practice published by the U.K. tax authorities that sets out their interpretation of the law. However, it cannot be assured that the conditions of the IME will be met at all times in respect of the Company. Failure to qualify for the IME in respect of the Company could subject the Company to U.K. tax liability which could be substantial.

The Shareholders

(A) Income

The Directors do not anticipate paying any dividends in respect of the Shares. See, however, under the heading "Gains" below for a discussion of the tax treatment of any income reported by a Class of Shares in the event that it seeks and obtains reporting fund status.

(B) Gains

Shareholders who are resident in the U.K. for U.K. tax purposes should be aware that their Shares will constitute interests in an "offshore fund" (as defined in section 355 Taxation (International and Other Provisions Act) 2010 for the purpose of the Offshore Funds (Tax) Regulations 2009, as amended, which took effect on 1 December 2009.

Each Class of Shares in each Portfolio is an "offshore fund" and is subject to the new offshore funds regime which came into effect for accounting periods commencing on or after 1 December 2009. Under this regime, gains realised on the disposal of Shares are subject to tax as income in the hands of U.K. taxpaying investors unless the relevant Class is a "reporting fund" throughout the period during which the Shares have been held by the relevant investor. Prospective investors should consult their own professional advisers as to the implications of this.

A list of the Portfolios which currently have 'reporting fund' status is available at https://www.gov.uk/government/publications/offshore-funds-list-of-reporting-funds. The reportable income for each of the reporting Classes can be found at www.man.com (fund centre section). Reporting funds must report their income within six (6) months of their accounting period end. Alternatively please contact your sales representative on +44 207 016 7000.

If a Class is not a reporting fund for an accounting period, then the UK tax position of any UK-taxpaying investors who hold Shares in the relevant Class for any part of that period will be affected. Any gain arising on the sale, redemption or other disposal of such Shares (including on death) held by UK taxpaying investors will be taxed at the time of that sale, redemption or disposal as income and not as a capital gain. Accordingly, such individual investors will be liable to income tax on the gain, not capital gains tax, and such corporate investors will be liable to corporation tax on the gain as if the gain were income, without any allowances or relief applicable to capital gains.

If a Class is a reporting fund for every accounting period during any part of which a relevant Shareholder has held its Shares of the Class, UK taxpaying individuals will be liable to capital gains tax on gains realised on disposals of holdings in the Class according to their personal circumstances, and UK corporation tax paying companies will similarly be subject to corporation tax on such gains as chargeable gains.

In order for a Class to be a "reporting fund", very broadly, the Class must either distribute and / or report all its income to investors each year. Shareholders who are UK taxpayers should be aware that they will be taxable on any amounts reported, regardless of the fact that they may not receive a physical distribution of such income.

Special rules apply in certain circumstances for determining the income of a Class if it is a reporting fund. Where a Class invests in other funds which are themselves reporting funds, any income received from or reported by such funds must be included in the reportable income of the Class for the period. However, where a Class invests in a non-reporting fund, there are two possible outcomes. Broadly, where the Class has sufficient information to allow it to compute the income of the underlying fund, then generally the Class can use the appropriate proportion of this for the purposes of computing its own income and treat the Class's holding in the underlying fund as if such underlying fund is a reporting fund. If this is not possible, then the Class must bring the fair value increase of its holding in the underlying fund over the Class's accounting period (i.e. it computes the fair value at the beginning of the period and deducts that amount from the fair value at the end of the period) into account as its income. This would result in the Class reporting this amount to its Shareholders as income, which would generally be unfavourable for tax paying UK Shareholders. There is provision for carry forward of fair value losses, so that they can be offset against future fair value gains.

It is intended that where reasonably possible and considered to be beneficial for the Shareholders in a Class as a whole, the Directors, at their sole discretion, may conduct the affairs of the Company so as to enable the Class to make an election to become a "reporting fund" from the date of its launch and, in such circumstances, application for approval of the Class as a reporting fund will be made to HMRC. If considered appropriate, the Directors will endeavour to ensure that reporting fund status is obtained and maintained, however, this cannot be guaranteed. Shareholders should contact the Administrator or Investment Manager to determine whether such certification has been obtained (and continues to be maintained) in relation to a particular Class.

If a Class is a reporting fund, then Shareholders who are UK taxpayers will generally be liable to UK income tax or corporation tax in respect of any reported income in accordance with their own tax circumstances.

For the purposes of the above, reported income includes distributed income and any excess of reportable income over distributions, which is deemed to be distributed for UK tax purposes upon the final day of the relevant accounting period.

Excess reportable income will generally be taxed as a dividend. If so, U.K. resident individuals should generally be entitled to a non-payable dividend tax credit equal to $1/9^{th}$ of the dividend paid or deemed to be paid. Individuals liable to U.K. income tax at the higher rate will have to pay income tax, after taking into account the tax credit, equivalent to twenty five (25) per cent of their net receipt or deemed receipt. (However, taxpayers subject to the additional rate of income tax will have to pay income tax, after taking into account the tax credit, approximately equivalent to thirty one (31) per cent of their net receipt or deemed receipt.) Individuals who are exempt from U.K. tax will not be liable to tax on the dividends, but will not be able to reclaim the dividend tax credit. A shareholder within the charge to U.K. corporation tax, which is not a "small company", should generally be exempt from U.K. corporation tax on dividends and deemed dividends unless certain anti-avoidance provisions apply.

Dividends and other income distributions paid to individuals by a Portfolio will be taxed as interest where a Portfolio fails to satisfy the "qualifying investments test". If so, no tax credit would be available in respect of the dividend and the applicable rates of tax would be twenty (20) per cent for basic rate tax payers and forty (40) per cent for higher rate taxpayers (increasing to forty five (45) per cent for taxpayers subject to the additional rate of income tax). Individuals who are exempt from U.K. tax will not be liable to tax on the deemed interest. Also, persons within the charge to U.K. corporation tax should note that under the loan relationships regime, if at any time in an accounting period such a person holds an interest in a Portfolio, and there is a time in that period when the Portfolio fails to satisfy the "qualifying investments test", the interest held by such a person will be treated for that period as if it were rights under a creditor relationship for the purposes of the regime. A Portfolio will fail to satisfy the "qualifying investments test" at any time when more than sixty (60) per cent of its assets (broadly, other than cash awaiting investment) by market value comprise government and corporate debt, securities or cash on deposit or certain derivative contracts or holdings in other funds which at any time in the relevant accounting period do not themselves satisfy the "qualifying investments test".

Anti-Avoidance Provisions

The U.K. tax rules contain a number of anti-avoidance codes that can apply to U.K. investors in offshore funds in particular circumstances. It is not anticipated that they will normally apply to Shareholders. Any U.K. taxpaying investor who (together with connected persons) holds over twenty five (25) per cent of the Company should take specific advice.

Hong Kong Taxation

The Company

Exposure to Hong Kong profits tax will only arise if the Company is treated as carrying on a trade or business in Hong Kong either on its own account or through the agency of an Investment Adviser If the Company is treated as carrying on business in Hong Kong, a liability to profits tax, the rate of which is currently sixteen and a half per cent (16.5%), will only exist in respect of any profits which arise in or are derived from Hong Kong from that trade or business and which are not capital profits. Such amounts may include profits arising from the disposal of Securities (except those held as capital assets) listed on the Hong Kong Stock Exchange, unlisted Securities where the purchase or sale contracts are effected in Hong Kong and interest income arising from certain debt instruments where the loan funds were first made available to the issuer in Hong Kong. There is no withholding tax on dividends.

Under the Revenue (Profits Tax Exemption for Offshore Funds) Ordinance 2006, funds resident outside Hong Kong ("**Offshore Funds**") are exempted from Hong Kong profits tax providing certain conditions are met. It is the intention of the Directors to conduct the affairs of the Company as far as possible to comply with the conditions for exemption from profits tax.

People's Republic of China

By investing in securities (including China A-shares) issued by PRC tax resident enterprises, irrespective of whether such securities are issued or distributed onshore or offshore, a Portfolio may be at risk of being subject to PRC taxes.

There is a possibility that the current tax laws, rules, regulations and practice in the PRC and/or the current interpretation or understanding thereof may change in the future and such change(s) may have retrospective effect. The Company could become subject to additional taxation that is not anticipated as at the date of this Prospectus or when the relevant investments are made, valued or disposed of. Any of those changes may reduce the income from and/or the value of a Portfolio.

Other Taxes

Prospective Shareholders should consult their own counsel regarding tax laws and regulations of any other jurisdiction which may be applicable to them.

THE TAX AND OTHER MATTERS DESCRIBED IN THIS PROSPECTUS DO NOT CONSTITUTE, AND SHOULD NOT BE CONSIDERED AS, LEGAL OR TAX ADVICE TO PROSPECTIVE SHAREHOLDERS.

GENERAL

THE SHARE CAPITAL

The authorised share capital of the Company is EUR38,092.14 divided into 30,000 Subscriber Shares of EUR1.269 each and 500,000,000,000 Shares of no par value initially designated as unclassified Shares. The Directors are empowered to issue up to 500,000,000,000 Shares of no par value designated as Shares of any series or Class on such terms as they think fit.

The Subscriber Shares entitle the holders to attend and vote at general meetings of the Company but do not entitle the holders to participate in the profits or assets of the Company except for a return of capital on a winding-up. The Shares entitle the holders to attend and vote at general meetings of the Company and to participate in the profits and assets of the Company. There are no pre-emption rights attaching to the Shares.

VARIATION OF SHARE CAPITAL

The Company may from time to time by Ordinary Resolution increase its capital, consolidate its Shares or any of them into a smaller number of Shares, sub-divide Shares or any of them into a larger number of Shares or cancel any Shares not taken or agreed to be taken by any person. The Company may by Special Resolution from time to time reduce its share capital in any way permitted by Irish law.

VARIATION OF SHAREHOLDER RIGHTS

The rights attached to each series of Shares (and for these purposes, reference to any series of Shares shall include reference to any Class of that series) may, whether or not the Company is being wound up be varied with the consent in writing of the holders of three-fourths of the issued Shares of that series or with the sanction of a Special Resolution passed at a separate general meeting of the holders of the Shares of that series. The provisions of the Articles in relation to general meetings shall apply to every such separate general meeting except that the necessary quorum at any such meeting shall be two persons holding or representing by proxy at least one-third of the issued Shares of the series in question or, at an adjourned meeting, one person holding Shares of the series in question or his proxy. Any holder of Shares representing one tenth of the Shares in issue of the series in question present in person or by proxy may demand a poll. The rights attaching to any series of Shares shall not be deemed to be varied by the creation or issue of further Shares of that series or of any other series ranking *pari passu* with Shares already in issue, unless otherwise expressly provided by the terms of issue of those Shares.

VOTING RIGHTS

The Articles provide that on a show of hands at a general meeting of the Company every Shareholder and Subscriber Shareholder present in person or by proxy shall have one vote and on a poll at a general meeting every Shareholder and Subscriber Shareholder shall have one vote in respect of each Share or Subscriber Share, as the case may be, held by him; provided, however, that, in relation to a resolution which in the opinion of the Directors affects more than one series or Class of Shares or gives or may give rise to a conflict of interest between the shareholders of the respective series or Classes, such resolution shall be deemed to have been duly passed, only if, in lieu of being passed through a single meeting of the Shareholders of those series or Classes, such resolution shall have been passed at a separate meeting of the Shareholders of each such series or Class.

MEMORANDUM AND ARTICLES OF ASSOCIATION

The sole object of the Company, as set out in Clause 2 of the Memorandum and Articles of Association, is the collective investment of its funds in either or both transferable securities and other liquid financial assets referred to in Regulation 68 of the UCITS Regulations of capital raised from the public operating on the principle of risk-spreading.

All holders of Shares are entitled to the benefit of, are bound by and are deemed to have notice of, the provisions of the Memorandum and Articles of Association of Company, copies of which are available as described under the section entitled "General – Documents for Inspection".

CONFLICTS OF INTEREST

General

The Manager, the Depositary, the Administrator, the Investment Managers and the Distributor may from time to time act as manager, registrar, administrator, trustee, depositary, investment manager or adviser, service provider or distributor in relation to, or be otherwise involved in, other funds or collective investment schemes which have similar investment objectives to those of the Company or any Portfolio. It is, therefore, possible that any of them or their respective principals, shareholders, members, directors, officers or agents may, in the due course of their business, have potential conflicts of interests with the Company or any Portfolio. Each will at all times have regard in such event to its obligations under the Memorandum and Articles of Association and/or any agreements to which it is party or by which it is bound in relation to the Company or any Portfolio and, in particular, but without limitation to its obligations to act in the best interests of the Shareholders when undertaking any investments where conflicts of interest may arise and they will each respectively endeavour to ensure that such conflicts are resolved fairly and, in particular, each Investment Manager has agreed to act in a manner which the Investment Manager in good faith considers fair and equitable in allocating investment opportunities to the Company.

There is no prohibition on dealing in assets of the Company by entities related to the Depositary, the Manager, an Investment Manager or the Distributor provided that such transactions are carried out as if negotiated at arm's length and in the best interests of the Shareholders. Dealings in assets of the Company will be deemed to have been carried out as if negotiated at arm's length if (i) a certified valuation of such transaction by a person approved by the Depositary as independent and competent has been obtained, or (ii) such transaction has been executed on best terms on an organised investment exchange under that exchange's rules, or (iii) where (i) or (ii) are not practical, such transaction has been executed on terms which the Depositary (or the Manager in the case of a transaction involving the Depositary) is satisfied conform with the principle that such transactions be carried out as if effected on normal commercial terms negotiated at arm's length, and provided that any such transaction is in the best interest of the Shareholders. The Depositary (or the Manager, in the case of a transaction involving the Depositary) shall document how the above requirements were conformed with. With regard to (c) above, the Depositary (or the Manager, in the case of a transaction involving the Depositary) shall document their rationale for being satisfied that the transaction conformed with the above requirements.

In particular, but without limitation, the Depositary may hold funds for the Company subject to the provisions of the Central Banks Act 1942 to 1989 as amended.

Conflicts involving Man Group Persons

The Company is subject to a number of actual and potential conflicts of interest involving the Manager, the Investment Managers, the Distributor, and other members of the Man Group plc group of companies ("**Man Group Persons**"). Any Man Group Person may from time to time act as director, investment manager, marketing adviser, trustee, adviser or sub-adviser in relation to, or be otherwise involved in or provide services to, other funds or client accounts managed by the Manager, an Investment Manager and/or another Man Group Person (each an "**Other Account**", and the Company and Other Accounts together being an "**Account**"), including Portfolio Funds.

Each Man Group Person will endeavour to ensure that any conflicts arising are identified and resolved or mitigated, as reasonably practical, fairly and in accordance with the obligations applicable to such party. In addition, subject to applicable law (including ERISA, if applicable) , Man Group Persons may acquire, hold, dispose of or otherwise deal in the assets of the Company, as principal or agent, provided that such transactions are carried out in accordance with the provisions set out above regarding transactions being carried out as if negotiated at arm's length and in the best interests of the Shareholders. Man Group Persons may on occasion hold a significant percentage of ownership in a Portfolio and/or in Other Accounts which utilise an investment strategy substantially similar to the investment strategy of the Company.

Employees or officers of the Investment Managers or their affiliates may directly or indirectly acquire Shares. Any acquisition or divestment of shares by such individuals shall be on terms which are no more favourable than those applying to all Shareholders. Each Investment Manager will maintain internal procedures to ensure that the size and timing of any subscriptions or redemptions of shares by such individuals shall not conflict with any duties owed to Shareholders and the Company by the Investment Manager or its affiliates or any employees or officers thereof.

Conflicts involving the Investment Managers

Conflicts of Interest Policies

Each Investment Manager has conflicts of interest policies and procedures that seek to identify and mitigate potential and actual conflicts of interest applicable to its business and to its provision of services to the Company and to Other Accounts, a summary of certain of which are included in this section. Some conflicts are inherent in the way that the Investment Manager does business and may not be completely mitigated, even with the Investment Manager's best efforts to do so.

Side-by-Side Management

An Investment Manager may provide discretionary investment management services to Other Accounts which may give rise to conflicts of interest. By way of example, the relevant Investment Manager may manage Other Accounts which have substantially similar investment objectives and strategies to those of a Portfolio of the Company. Such Other Accounts may have more favourable liquidity terms than the Company, which could adversely impact the Company in certain market conditions, and may also have different fee and/or other terms than that of the Company (which might mean that the Investment Manager and its personnel may have financial and other incentives to favour such Other Accounts over the Company). The Investment Manager may make different investment decisions on behalf of the Company and such Other Accounts, notwithstanding that they have same or similar investment objectives and strategies.

Order Aggregation and Trade Allocation

An Investment Manager may aggregate orders relating to the same financial instrument that is traded on or around the same time for a Portfolio of the Company and/or one or more Other Accounts. Any aggregated orders are generally allocated pro rata, either on a fill-by-fill basis or on an average price basis. When aggregating orders the Investment Manager will seek to mitigate any potential disadvantage that order aggregation may have on an Account. However, there is no guarantee that a benefit will be derived from order aggregation and it is possible that one or more Accounts, including the Company, may be disadvantaged as a result of order aggregation and pro rata trade allocation.

Use of Affiliates

Subject to applicable law (including ERISA, if applicable) , an Investment Manager may utilise certain investment management and/or order handling and trading capabilities of one or more of its affiliates. When delegating certain investment management and/or execution authority to an affiliate, the Investment Manager will not compensate the respective affiliate with any commissions. In such instances, the affiliate may also be providing similar services to Other Accounts and accordingly conflicts of interest may arise when providing such services to the Company. In particular, orders which are executed by an Investment Manager's affiliate on the instruction of the Investment Manager may not be aggregated by the Investment Manager's affiliate in connection with such affiliate's management of Other Accounts.

Proprietary Investment Activities

Any of the Man Group Persons may buy, hold and redeem shares in the Company in the normal course of their business and may on occasion hold a significant percentage of the Company's issued shares of one or more Classes or series. Certain Man Group Persons are major participants in equity, fixed-income, global currency, commodity, derivative and other financial markets. As such, Man Group Persons may be actively involved in transactions in the same financial instruments in which the Company may invest. Man Group Persons may compete with the Company for appropriate investment opportunities (and, for the avoidance of doubt, may be deemed Other Accounts that are allocated investment opportunities along with the Company pursuant to an Investment Manager's allocation policies). Man Group Persons are under no obligation to share any investment opportunity, idea or strategy with the Company.

Investment in the Company by Other Accounts

Other Accounts, including those managed by an Investment Manager, may invest in the Company. Serving in these capacities may give rise to certain conflicts of interest for the relevant Investment Manager, particularly because the Investment Manager will have actual knowledge of the portfolio positions of the Portfolios of the Company that they manage. For example, any redemption of Shares by the Investment Manager on behalf of Other Accounts could operate to the detriment of other Shareholders. Notwithstanding the foregoing, each Investment Manager will at all times endeavour to act in accordance with its fiduciary obligations to its clients (including the Company and the Other Accounts).

Investment in the Company by employees or officers of an Investment Manager

Employees or officers of the Investment Managers or their affiliates may directly or indirectly acquire Shares. Any acquisition or divestment of shares by such individuals shall be on terms which are no more favourable than those applying to all Shareholders. Each Investment Manager will maintain internal procedures to ensure that the size and timing of any subscriptions or redemptions of shares by such individuals shall not conflict with any duties owed to Shareholders and the Company by the Investment Manager or its affiliates or any employees or officers thereof.

Valuation of unlisted securities

Where the competent person valuing unlisted securities is a related party to the Company, a potential conflict of interest may arise, as the fees payable by the Company, which are based on the Net Asset Value, may increase as the value of the Company's investments increases.

Principal Trades and Cross Trades

A "Principal Trade" is a transaction in which a Man Group Person enters into a "principal transaction" (including a swap, where the relevant Man Group Person meets relevant counterparty eligibility criteria) with the Company in which any Man Group Person acts as principal for its own account with respect to the sale of a security (or other asset) to or purchase of a security (or other asset) from the Company. Each Investment Manager currently anticipates that substantially all Principal Trades, if any, in which a Man Group Person transacts as principal with the Company will be in circumstances where a Man Group Person holds a sufficiently large interest in an Other Account that such Other Account is deemed to be a proprietary account of a Man Group Person (i.e., a Man Group Person has a greater than 25% proprietary investment in such Other Account) (a "**Principal Account**"). These types of Principal Trades can occur when the Investment Manager organises a new fund that is expected to raise capital but during its "ramp-up" period has solely or significant proprietary capital, such as in connection with a Man Group Person seeding a new Other Account. Any Principal Trade will only be done in compliance with applicable law. Section 206(3) of the US Investment Advisers Act of 1940, as amended (the "**Advisers Act**") requires prior disclosure to and consent from clients for Principal Trades, but Section 206(3) of the Advisers Act (i) only applies with respect to Principal Trades involving the purchase or sale of securities (and not, for the avoidance of doubt, commodities, currencies or other financial instruments in which the Company may trade) and (ii) does not apply to Principal Trades effected between a non-US investment firms such as GLG LP and a non-US fund such as the Company. In circumstances where the assets of the Company or a Portfolio are treated as plan assets for purposes of ERISA or Section 4975 of the IRC, Principal Trades will not be permitted in respect of such assets.

A "Cross Trade" is a transaction where the Investment Manager or any of its affiliates effects a purchase or sale transactions (or engages in other transactions) between the Company and an Other Account when the Investment Manager, exercising its judgment in good faith, determines that a such a transaction is mutually beneficial to the Company and that Other Account and is fair and equitable. In certain cases, Cross Trades may also be considered Principal Trades if an Other Account is deemed to be a Principal Account, as discussed above. The Investment Manager may also cause the Company to purchase or sell an investment that is being sold or purchased, respectively, at the same time by the Investment Manager, an affiliate or an Other Account. During any time that the assets of the Company are treated as plan assets for purposes of ERISA or Section 4975 of the IRC, Cross Trades will be effected only to the extent consistent with and not in violation of ERISA.

In addition, the Investment Manager may cause the Company to purchase or redeem shares in a Portfolio Fund at the same time that an Other Account is redeeming or purchasing shares in the same Portfolio Fund. Although such transactions are independent of each other (i.e. the Company and the Other Account are not transacting with each other), they are "related transactions" because the Company may be obtaining access to the Portfolio Fund because the Other Account is redeeming, or vice versa. For example, to finance redemptions of Shares, the Company may have to redeem from a Portfolio Fund that is closed to new investors because of a capacity constraint. In that instance, the Affiliated Portfolio Manager of the Portfolio Fund may offer the capacity that the Company gave up to Other Accounts in accordance with Man Group policies, and the Investment Manager and/or another Man Group Person may elect to make the investment on behalf of one or more Other Accounts as part of their portfolio allocation process and in accordance with their policies. Although these "related transactions" are not Cross Trades, the Investment Manager will only engage in these "related transactions" when it believes the transactions are appropriate and in the best interests of the Company and the Other Accounts involved.

In relation to Principal Trades, Cross Trades and other "related transactions", the Investment Manager may have a conflict between acting in the best interests of the Company and assisting itself and other Man Group Persons (including Principal Accounts by selling or purchasing a particular security (or other asset). However, the Investment Manager believes that it has controls in place to mitigate such conflicts such that the Company and the Other Accounts (including Principal Accounts) are treated on a fair and equitable basis.

Devotion of Time

Man Group Persons (including each Investment Manager) will devote as much of their time to the activities of the Company as they deem necessary and appropriate and will not be devoted exclusively to the Company. The provision of services to Other Accounts may involve substantial time and resources and the Man Group Persons may have conflicts of interest in the allocation of their time among the Company and the Other Accounts.

Voting Rights in respect of investments

The Company may have the right to exercise voting rights in respect of certain of its investments. Each Investment Manager may exercise voting rights on behalf of the Company (usually by way of a proxy vote), and will seek to vote in the best interests of the Company, as determined in good faith by the relevant Investment Manager given the totality of the circumstances. Each Investment Manager will seek to address material conflicts that may arise between the Investment Manager's interests (or those of Other Accounts) and those of the Company before voting on behalf of the Company. Each Investment Manager may abstain from voting if the relevant Investment Manager determines that doing so is unnecessary or unwarranted for any other reason. Each Investment Manager has contracted with an independent third-party provider who may provide on request voting agent and advisory services related to proxies.

Selection of Brokers and Trading Counterparties

Each Investment Manager or other Man Group Persons may be subject to conflicts of interest relating to their selection of brokers and trading counterparties on behalf of the Company. Each Investment Manager will consider a number of factors when determining what broker or trading counterparty to use to execute an order or set of orders on behalf of the Company and Other Accounts. Such factors include a broker or counterparty's ability to effect the transactions, its ability to seek best execution as well as such broker or counterparty's facilities, reliability and financial responsibility.

In certain circumstances a broker or trading counterparty may provide other services that are beneficial to the Investment Manager and/or other Man Group Persons, but not necessarily beneficial to the Company, including capital introduction, marketing assistance, financing, consulting with respect to technology, operations or equipment and other services or items. Such services are only accepted where permitted under applicable laws and regulations.

From time to time, brokers may (but are not obliged to) assist the Company in raising additional funds from investors, and representatives of the Investment Managers may speak at conferences and programs sponsored by such brokers for investors interested in investing in investment funds. Through such "capital introduction" events, prospective investors in the Company would have the opportunity to meet with the Investment Managers. Currently, none of the Investment Managers, the Manager or the Company compensates any broker for organising such events or for any investments ultimately made by prospective investors attending such events, nor do they anticipate doing so in the future. By taking part in an event organised by a particular broker, the Investment Managers do not become subject to any obligation to use such broker in connection with brokerage, financing and other activities of the Company and the Investment Managers will not commit to allocate a particular amount of brokerage to a broker in any such situation.

From time to time the Investment Managers may utilise the execution services of other Man Group Persons authorised to provide such services.

In formulating trading and investment decisions, the Company may take into account ideas and suggestions put forward to an Investment Manager by brokers through which the Company may from time to time effect trades. However, such use of brokers' ideas and suggestions will be carried on in such a way that no obligations shall arise for the Company or the relevant Investment Manager either to make payment to such brokers in respect of such ideas or suggestions or to effect trades on behalf of the Company with or through such brokers.

Best Execution

Transactions for the Company are allocated to brokers, dealers and/or trading venues (as defined by the Markets in Financial Instruments Directive) on the basis of best execution (in accordance with the rules of the FCA, SEC and MiFID II) based on a number of factors, including, among other things, execution costs inclusive of commission rates, speed and likelihood of execution, impact on market price, availability of price improvement, liquidity of the instrument, the broker's financial strength, ability to commit capital, stability and responsibility, reputation, reliability, overall past performance of services, responsiveness to the relevant Investment Manager as well as means of communication, quality of recommendations, deal calendar, ability to execute trades based on the characteristics of a particular trade, technology and trading systems, trading activity in a particular security, block trading and block positioning capabilities, nature and frequency of sales coverage, net price, depth of available services, arbitrage operations, bond capability and options operations, investment banking coverage, capacity of syndicate operations, willingness to execute related or unrelated difficult transactions, order of call, back office, settlement processing and special execution capabilities, efficiency and speed of execution, and error resolution. The Investment Manager will take all sufficient steps to execute the order in a manner designed to obtain the best possible results for the Company on a consistent basis. However the Investment Manager does not need to, nor will it, seek the best result on each and every trade but rather ensures that methodologies employed achieve overall best execution on behalf of the Company. The Investment Manager has established a best execution committee to review execution performance and other execution related decisions taken by the Investment Manager on behalf of the Company.

Commissions and Rebates

Subject at all times to applicable rules, an Investment Manager may pay fees, commissions or non-monetary benefits to third parties such as distributors and/or other intermediaries. If certain Classes of Shares are purchased through an authorised intermediary, the Investment Manager may pay fees, commissions or non-monetary benefits to third parties such as distributors and/or or any such person authorised on its behalf may, at its discretion, pay initial or trail commissions to authorised intermediaries subject to compliance with applicable rules. An Investment Manager will inform shareholders of any initial or trail commission to be paid on a purchase on request.

An Investment Manager may, at its discretion, waive any preliminary charge or CDSC, in whole or in part and, subject at all times to applicable rules, agree and pay rebates in respect of any of its periodic charges to Shareholders in respect of their holdings (including Shareholders that hold those shares as authorised intermediaries).

In the course of carrying on its collective portfolio management activities generally, an Investment Manager may receive fees, commissions or non-monetary benefits from third parties subject at all times to applicable rules. Procedures in respect of such receipts are in place and the relevant Investment Manager will inform Shareholders of any fees, commissions or non-monetary benefits received by it on request.

Investment in Affiliated Funds

Where permitted by the investment policy of a Portfolio, an Investment Manager may invest such Portfolio's assets in funds which are managed by a Man Group Person (an "**Affiliated Portfolio Manager**"). Such investments may provide the capital necessary for such Affiliated Portfolio Managers to start or continue the operations of an investment fund or funds (an "**Affiliated Fund**"), thus making those Affiliated Funds available as potential investments for the Company. When the Company invests in an Affiliated Fund for which an Investment Manager or an affiliate acts as the general partner, manager or investment manager, fees associated with such investments will be waived at the underlying Affiliated Fund level to prevent a layering of fees. When the Company invests in an Affiliated Fund, the Company's investment may make the Affiliated Fund more attractive to other investors and so increase the capital managed by the relevant Affiliated Portfolio Manager (and therefore the fees earned by the Man Group). In addition, such Investment Manager's dealings with Affiliated Portfolio Managers (e.g. capital investment decisions, redemption decisions and fee negotiations) will not be conducted at arm's length. Although the Investment Manager may be in a better position to monitor the activities of an Affiliated Portfolio Manager, the Investment Manager has a conflict of interest in determining whether to make or maintain an investment in an Affiliated Fund on behalf of the Company.

The conflicts of interest that apply to the Company in respect of the Manager, the Investment Manager, its other service providers and the Directors, as described above, will generally also apply to each Affiliated Fund in respect of its Affiliated Portfolio Manager, its other service providers and its directors or other governing body. Market quotations regarding certain investments by an Affiliated Fund may not always be available. In such cases, those investments may be valued by its Affiliated Portfolio Manager. The Affiliated Portfolio Manager will have a conflict of interest in making such a valuation, because the valuation affects the Portfolio Fund's net asset value and, consequently, the incentive compensation and the management fees that the Affiliated Portfolio Manager would receive for its services.

Conflicts involving the Manager

To the extent that the Manager directly conducts any portfolio management or risk management functions on behalf of the Company, any of the potential conflicts of interest applicable to the Investment Manager will also apply to the Manager.

Conflicts involving the Administrator or Depositary

The Administrator, the Depositary and their respective affiliates may from time to time act as prime broker, dealer, custodian, depositary, registrar, administrator or distributor, in relation to, or be otherwise involved in, Other Accounts (including Portfolio Funds) or other funds, vehicles or accounts established by parties other than an Investment Manager, which may have similar investment objectives and strategies to those of a Portfolio of the Company. It is, therefore, possible that any of them may, in the course of business, have potential conflicts of interests with the Company. Each will, at all times, have regard in such event to its obligations to the Company and will endeavour to ensure that such conflicts are resolved fairly. The Administrator, the Custodian and their respective officers, employees and affiliates may from time to time provide other services to Man Group Persons and/or be involved in other financial, investment or professional activities which may give rise to conflicts of interest with the Company, or which may conflict with the investment strategy being pursued by the Company. The Administrator, which has been appointed to calculate the Net Asset Value, faces a potential conflict of interest because its fee is based on the Net Asset Value.

Conflicts involving the Directors

A Director may be a party to, or otherwise interested in, any transaction or arrangement with the Company or in which the Company is interested, provided that he or she has disclosed to the other Directors prior to the conclusion of any such transaction or arrangement the nature and extent of any material interest of his or hers in that transaction or arrangement. Unless the Directors determine otherwise, a Director may vote in respect of any such arrangement or proposal, having first disclosed such interest. As at the date of this Prospectus, no Director or person connected to any Director has any interest, beneficial or non-beneficial, in the share capital of the Company or any material interest in the Company or in any agreement or arrangement with the Company other than the agreements disclosed in this Prospectus. The Directors may also be directors of other funds to which Man Group Persons provide services, including Portfolio Funds. The Directors will endeavour to ensure that any conflicts of interest are resolved fairly.

Mr John Morton is CEO of the Manager, the management company of the Company.

Telephone Recordings

Each Investment Manager may record telephone communications or conversations (without use of a warning tone), and retain a copy of electronic communications, between its UK based staff and the Company's clients and counterparties (collectively "relevant records"), pursuant to regulatory requirements and/or if it considers it appropriate to manage risks. Where it does so to comply with FCA rules on the subject of "Recording telephone conversations and electronic communication", a copy of relevant records made following these rules coming into effect on 3 January 2018 will be available to you on request for up to five years from the date the record was made (or seven years if the FCA has requested the relevant Investment Manager to extend the record retention period). In addition, a copy may be shared with the FCA if required. Should you require a copy of any relevant record, please contact your usual client relationship contact. If you have queries or complaints over the relevant Investment Manager's handling of your personal data, the relevant Investment Manager hopes that it can resolve these. A person whose personal data an Investment Manager may hold may also have a right to lodge a complaint with a data protection authority in relevant circumstances.

MEETINGS

All general meetings of the Company shall be held in Ireland and at least one general meeting of the Company shall be held in each year as the Company's annual general meeting. At least twenty-one (21) days' notice (inclusive of the day on which the notice is served or deemed to be served and of the day for which the notice is given) shall be given to Shareholders. The notice shall specify the place, day and hour of the meeting and the terms of the resolutions to be proposed. A proxy may attend on behalf of any Shareholder. The voting rights attached to the Shares are set out under the heading "General –Voting Rights".

REPORTS AND ACCOUNTS

The Manager shall cause to be prepared an annual report and audited annual accounts for the Company and each Portfolio for the period ending 31 December in each year. These will be forwarded to Shareholders and Euronext Dublin (where applicable) within four (4) months of the end of the relevant accounting period end and at least twenty-one (21) days before the annual general meeting. In addition, the Manager shall cause to be prepared and circulated to Shareholders a half-yearly report which shall include unaudited half-yearly accounts for the Company and each Portfolio. The half-yearly report will be made up to 30 June in each year. Unaudited half-yearly reports will be sent to Shareholders and Euronext Dublin (where applicable) within two (2) months of the end of the relevant accounting period.

ACCOUNT COMMUNICATIONS

The Company, the Manager, the Investment Managers, the Distributor and the Administrator may electronically deliver Account Communications to a Shareholder where the Shareholder has consented to same. Electronic communication by the Company, the Manager, the Investment Managers, the Distributor and the Administrator includes e-mail delivery as well as electronically making available on the relevant section of the Company's or the relevant Investment Manager's internet site, if applicable. It will be the affirmative obligation of the Shareholder to notify the Company in writing if the Shareholder's e-mail address changes.

There are risks, such as systems outages, that are associated with electronic delivery. The Company, the Manager, the Investment Managers, the Distributor and the Administrator will not be liable for any interception of Account Communications.

It is intended that the Company, the Manager, the Investment Managers, the Distributor and the Administrator and their respective directors, officers, employees and agents shall be fully indemnified and shall not be liable to any Shareholders for any loss, damage, expense (including without limitation, legal counsel and professional fees and other costs and expenses incurred in connection with the defence of any claim, action or proceedings) occasioned by act or omission of the Company, the Manager, an Investment Manager, the Distributor or the Administrator and their respective directors, officers and employees in connection with the electronic delivery of Account Communications or transactions sent and received by way of facsimile or other electronic medium, other than as a result of the negligence, wilful default or fraud of any such persons in the performance of their respective duties in respect of the Company.

Depending on the circumstances and where appropriate, some investors might receive information or marketing related to the Company in languages other than that of the Prospectus or relevant key investor information document.

CONFIDENTIAL INFORMATION

In connection with the Company's ongoing business, Shareholders may receive, or have access to, information concerning the business and affairs of the Company, the Manager and the Investment Managers, or their affiliates, that the Company, the Manager or an Investment Manager reasonably believes to be in the nature of trade secrets, or other information, the disclosure of which the Company, the Manager or an Investment Manager believes is not in the best interests of the Company, the Manager or the relevant Investment Manager or their affiliates, or could damage the Company, the Manager or the relevant Investment Manager or their affiliates or their respective businesses, or which the Company, the Manager or the relevant Investment Manager or their affiliates are required by law or agreement with a third party to keep confidential, including, without limitation, any information relating to the Company's financial and investment strategy (e.g., portfolio positions, trades and contemplated trades); all notices, letters, and other communications whether written or oral between the Company, the Manager or an Investment Manager or their affiliates and any Shareholders; the names and addresses of each of the Shareholders of the Company, and their initial and subsequent subscriptions (collectively, "Confidential Information"). Each Shareholder will be required to keep confidential, and not to make any use of (other than for purposes reasonably related to its Shares) or disclose to any person or entity, any Confidential Information except to the Shareholder's directors, employees, agents, advisers, or representatives responsible for matters relating to the Company, or any other person or entity approved in writing by the relevant Investment Manager (for itself and on behalf of the Company) (each, an "Authorized Representative") on a need to know basis or as otherwise required by any regulatory authority, law or regulation, or by legal process. Shareholders will not be permitted to reproduce, duplicate, or deliver any of the Prospectus, any material contract referred to in the Prospectus, the Memorandum of Association (as amended from time to time), the Articles or the Application Form to any other person or entity, except Authorized

Representatives. Each Shareholder, and each of their employees, representatives or other agents may disclose to any and all persons, without limitation of any kind, the tax treatment and tax structure of (i) the Company or a Portfolio, and (ii) any of their transactions, and all materials of any kind (including, without limitation, opinions or other tax analyses) that are provided to Shareholders relating to such tax treatment and tax structure, it being understood that "tax treatment" and "tax structure" do not include the name or the identifying information of the Company, a Portfolio or the parties to a transaction. Prior to making any disclosure required by any regulatory authority, law or regulation, or by legal process, a Shareholder shall be required to use reasonable best efforts to notify the Company, the Manager and the relevant Investment Manager of such disclosure. Prior to any disclosure to its Authorized Representatives a Shareholder will be required to advise such Authorized Representative of the obligations set forth in the Prospectus in respect of Confidential Information. Each of the Company, the Manager and each of the Investment Managers has the right to keep confidential from Shareholders, for such period of time as the Company, the Manager or the relevant Investment Manager deems reasonable, any Confidential Information.

PERIODIC REPORTS AND INVESTOR LETTERS

The Company, acting through an Investment Manager as its delegate, may from time to time elect, in its sole discretion, to make available to the Shareholders, upon request and subject to certain policies and conditions (as described below), regular periodic reports that may contain estimates of the Company's performance, list the Company's investment positions and activities (including potentially full portfolio position information) or contain other information about the Company (collectively, the "**Periodic Reports**"). Shareholders interested in receiving Periodic Reports should contact the relevant Investment Manager to learn if the Company is making any such reports available. The Company is not obliged to provide Periodic Reports to the Shareholders. However, if the Company chooses to provide such reports, subject to such policies and conditions as may be established by the relevant Investment Manager (as described below), the Company will endeavour to make the reports available to all requesting Shareholders on equal terms. The Company may discontinue providing Periodic Reports at any time without prior notice.

If provided, Periodic Reports will not be audited and may be based on estimated data that will not reflect reconciliation with the records of the Administrator or other agents of the Company. In addition, Periodic Reports may not reflect the accrual of certain expenses and liabilities of the Company including, without limitation, fees and performance-based compensation that have been, or will be, incurred as of the end of the period in respect of which valuation or performance information contained in the Periodic Report is calculated and which, when accrued, would cause the valuation or rates of return presented in such Periodic Report to be reduced. Estimated returns included in a Periodic Report will be subject to high levels of uncertainty and actual returns may vary significantly from such estimated returns. Therefore, Shareholders should not construe such estimated returns as providing any assurance or guarantee as to actual returns. The NAV at which Shares will be issued and redeemed may differ from the estimates contained in such Periodic Reports. The Company and the Investment Managers make no representation as to the accuracy, completeness, fitness for a particular purpose or timeliness of any information contained in any Periodic Report, and the Company, the Investment Managers and their respective affiliates will not be liable for any loss suffered by a Shareholder as a result of reliance on any such report.

The Company or an Investment Manager may, in its sole discretion but in accordance with any previously approved policies, agree to provide certain Shareholders, including upon request, with additional or different information than that provided to the Shareholders in Periodic Reports as set forth above.

The determination to provide Periodic Reports and other additional or different information to the Shareholders generally or to any particular Shareholder will be subject to such policies and conditions as may be established by the relevant Investment Manager in its sole discretion. The Investment Manager's determination will take into account factors that it deems relevant in its sole discretion, which may include, without limitation, the type or nature of the information requested, confidentiality concerns, potential uses for such information and the intentions of the requesting Shareholder with respect to such information. For instance, the relevant Investment Manager may determine not to make such reports and information available: (i) to any Shareholder that has not entered into an agreement satisfactory to the Investment Manager, in its sole discretion, providing undertakings regarding the use of the information being provided, including an agreement to maintain its confidentiality, (ii) in circumstances where the Investment Manager reasonably believes that such disclosure involves a material risk of information being utilized contrary to the best interests of the Company, or (iii) where disclosure would be made to a person who is, or is a representative of, a resident of a jurisdiction that does not have a legal and regulatory regime considered by the Investment Manager to adequately protect the Company in the event of the abuse of the information so disclosed.

In addition, an Investment Manager may, in its sole discretion and upon request from a Shareholder, provide certain portfolio information to a third party risk measurement firm or a firm providing similar services in order for such firm to prepare risk and/or other reports for such Shareholder, provided that such third party risk measurement firm enters into an agreement satisfactory to the Investment Manager, in its sole discretion, that provides undertakings regarding limitations on the use of the information being provided, including an agreement to maintain its confidentiality and not to disseminate any specific position information regarding the portfolio to the Shareholder. In the event that the Company provides such information to a third party risk measurement firm upon the request of a Shareholder, the Company will endeavour to provide such information to third party risk measurement firms at the request of other Shareholders on similar terms, provided that any such request shall be subject to any guidelines formulated by the relevant Investment Manager, which may be modified from time to time in its sole discretion, as to the conditions with respect to which requests to engage in such a program will be granted.

The Company and/or the Manager may, subject to the principle of fair treatment of investors, enter into agreements with investors in respect of the provision of such Periodic Reports or in relation to other matters relating to an investor's investment in a Portfolio, including, where such investor requires such agreement as part of their investment in the Portfolio. Any such agreement will be consistent with the terms of this Prospectus.

WINDING UP

The Articles contain provisions to the following effect:

(a) if the Company shall be wound up the liquidator shall, subject to the provisions of the Companies Act 2014 apply the assets of the Company attributable to each Portfolio in such manner and order as he thinks fit in satisfaction of creditors' claims relating to that Portfolio.

(b) the assets available for distribution among the Shareholders shall then be applied in the following priority:

   (i) First, in the payment to the holders of the Shares of each series of a sum in the currency in which that series is designated (or in any other currency selected by the liquidator) as nearly as possible equal (at a rate of exchange determined by the liquidator) to the Net Asset Value of the Shares of such series held by such holders respectively as at the date of commencement to wind up provided that there are sufficient assets available in the relevant Portfolio to enable such payment to be made. In the event that there are insufficient assets as aforesaid to enable such payment in full to be made, no recourse shall be had to the assets comprised within any of the Portfolios.

   (ii) Secondly, in the payment to the holders of the Subscriber Shares of sums up to the nominal amount paid thereon out of the assets of the Company not comprised within any Portfolios remaining after any recourse thereto under sub-paragraph (1)(i) above. In the event that there are insufficient assets as aforesaid to enable such payment in full to be made, no recourse shall be had to the assets comprised within any of the Portfolios.

   (iii) Thirdly, in the payment to the holders of each series of Shares of any balance then remaining in the relevant Portfolio, such payment being made in proportion to the number of Shares of that series held.

(iv) Fourthly, in the payment to the holders of the Shares of any balance then remaining and not comprised within any of the Portfolios, such payment being made in proportion to the number of Shares held.

(c) If the Company shall be wound up (whether the liquidation is voluntary, under supervision or by the Court) the liquidator may, with the authority of a Special Resolution and any other sanction required by the Companies Acts of Ireland, divide among the members in specie the whole or any part of the assets of the Company, and whether or not the assets shall consist of property of a single kind, and may for such purposes set such value as he deems fair upon any one or more class or classes of property, and may determine how such division shall be carried out as between the member or different classes of members. The liquidator may, with the like authority, vest any part of the assets in trustees upon such trusts for the benefit of members as the liquidator, with the like authority, shall think fit, and the liquidation of the Company may be closed and the Company dissolved, but so that no member shall be compelled to accept any assets in respect of which there is liability.

MATERIAL CONTRACTS

The following contracts, which are summarised in the Sections "Management and Administration" and "Fees and Expenses of the Company" above, have been entered into and are, or may be, material:

(i) Amended and Restated Management Agreement dated 29 May 2009, as amended, between the Company and the Manager pursuant to which the Manager was appointed to provide certain management services to the Company;

(ii) Amended and Restated Investment Management Agreement dated 29 May 2009, as amended, between the Manager and GLG Partners LP pursuant to which GLG Partners LP was appointed as investment manager to provide certain investment management and advisory services to the Company in respect of the Man GLG Portfolios;

(iii) Investment Management Agreement dated 8 December 2014, as amended, between the Manager and Numeric pursuant to which Numeric was appointed as investment manager to provide certain investment management and advisory services to the Company in respect of the Man Numeric Portfolios;

(iv) Investment Management Agreement dated 13 February 2018, as amended, between the Manager and GLG LLC pursuant to which GLG LLC was appointed as investment manager to provide certain investment management and advisory services to the Company in respect of the GLG LLC Portfolios;

(v) Administration Agreement dated 6 January 1997 (as amended) between the Manager and the Administrator pursuant to which the Administrator was appointed administrator and registrar to the Company;

(vi) Distribution Agreement dated 14 October 2010 between the Manager and Man Investments AG pursuant to which the Manager appointed Man Investments AG as distributor and placing agent for the sale of Shares in the Portfolios;

(vii) Amended and Restated Depositary Agreement dated 14 April 2016 between the Depositary and the Company setting out the basis upon which the Depositary will provide service to the Company;

(viii) Novation Agreement dated 21 December 2001 noting the retirement of Allied Irish Banks plc and providing for the appointment of the Depositary as depositary of all the Company's assets; and

(ix) Administrative Services Agreement dated 24 November 2006, as amended, between the Company, the Manager and the Investment Manager pursuant to which the Investment Manager was appointed to provide certain administrative support services to the Company.

DOCUMENTS FOR INSPECTION

Copies of the following documents may be inspected and obtained at the registered office of the Manager at 70 Sir John Rogerson's Quay, Dublin 2 during normal business hours on any Business Day:

(a) the material contracts referred to above;

(b) the Memorandum and Articles of Association of the Company;

(c) the UCITS Regulations;

(d) the latest available annual audited report;

(e) the latest available unaudited half-yearly report; and

(f) a list of past and current directorships and partnerships held by each Director over the last five years.

Copies of any yearly and half-yearly reports may be obtained from the Manager free of charge and may be inspected at the registered office of the Manager during normal business hours on any Business Day and will be sent on request to any Shareholder.

Other than as disclosed in the "Borrowing Policy and Leverage" section of the relevant Supplement, as of the date of this Prospectus the Company has no loan capital (including term loans) outstanding or created but unissued, and no outstanding mortgages, charges or other borrowings or indebtedness in the nature of borrowings, including bank overdrafts and liabilities under acceptances or acceptance credits, hire purchase or finance lease commitments, guarantees or other contingent liabilities.

APPENDIX I
DEFINITIONS

In this Prospectus the following words and phrases have the meanings set forth below:

"Account Communications"	means all communications to Shareholders in respect of their investment in the Company, including, without limitation, all current and future account statements; Company documents (including all supplements and amendments thereto); notices (including privacy notices); letters to Shareholders; annual audited financial statements; regulatory communications and other information, documents, data and records;
"Administrator"	means BNY Mellon Fund Services (Ireland) DAC or such other company as may from time to time be appointed to provide administration and related services to the Company in Ireland;
"Application Form"	means, in relation to the Man GLG Portfolios, the application form in respect of the Man GLG Portfolios, in relation to the Man Numeric Portfolios the application form in respect of the Man Numeric Portfolios and in relation to the GLG LLC Portfolios the application form in respect of the GLG LLC Portfolios;
"Articles"	means the Articles of Association of the Company for the time being in force and as may be modified from time to time;
"Auditors"	means Ernst & Young or such other firm of registered auditors as may from time to time be appointed as auditors to the Company;
"Base Currency"	means, in relation to each Portfolio, the currency in which the Net Asset Value of that Portfolio is to be calculated as described under the section entitled "*Efficient Portfolio Management – Currency Transactions*" and as defined in the "*Portfolio Specific Information*" sections of the relevant Supplement;
"BRL"	means lawful currency of Brazil;
"BRL Hedged Share Classes"	means any Share Class from time to time having H (BRL) in its name in accordance with the Naming Convention;
"Business Day"	means such days as may be set out in the relevant Supplement in respect of each Portfolio, or such other day or days as may be specified by the Directors;
"CDSC"	means a contingent deferred sales charge which may be applicable to Class J Shares;
"Central Bank"	means the Central Bank of Ireland and any successor authority as may be created from time to time in Ireland;
"Central Bank UCITS Regulations"	means the Central Bank (Supervision and Enforcement) Act 2013 (Section 48(1)) (Undertakings for Collective Investment in Transferable Securities) Regulations 2019, as may be amended or supplemented from time to time, in addition to any guidance issued by the Central Bank in respect of same;

"CFTC"	means the US Commodity Futures Trading Commission;
"China" or "PRC"	means the People's Republic of China, excluding for the purposes of interpretation only, Hong Kong, the Macau Special Administrative Region of the People's Republic of China and the Republic of China on Taiwan;
"China A-shares"	means shares for domestic investors listed on the Shenzhen Stock Exchange and/or the Shanghai Stock Exchange;
"CIBM"	means the China Inter-bank Bond Market;
"Class"	means Shares of a particular Portfolio representing an interest in the Company maintained in respect of such Portfolio but designated as a Class of Shares within such Portfolio for the purposes of attributing different proportions of the Net Asset Value of the relevant Portfolio to such Shares to accommodate different charges, dividend arrangements, base currencies, and/or fee or other arrangements specific to such Shares;
"Company"	means Man Funds plc;
"Dealing Day"	means such Business Day or Business Days as the Directors may from time to time determine in relation to any particular Portfolio and as shall be designated a Dealing Day provided that, in respect of each Portfolio, there shall be at least two Dealing Days in each calendar month. For each Portfolio, the Dealing Day shall be set out in the relevant Supplement;
"Dealing Deadline"	shall, in the case of subscriptions for Shares in a Portfolio be the Subscription Dealing Deadline as set out in the section of the relevant Supplement titled "*Portfolio Specific Information – Dealing Terms*" in respect of the relevant Portfolio; shall, in the case of redemptions for Shares in a Portfolio be the Redemption Dealing Deadline as set out in the section of the relevant Supplement titled "*Portfolio Specific Information – Dealing Terms*" in respect of the relevant Portfolio"; In all cases, any Director may from time to time permit a later time in exceptional circumstances provided that applications will not be accepted after the Valuation Point in respect of the relevant Dealing Day;
"Declaration"	means a valid declaration in a form prescribed by the Irish Revenue Commissioners for the purposes of Section 739D TCA 1997 (as may be amended from time to time);
"Depositary"	means The Bank of New York Mellon SA/NV, Dublin Branch, or such other company in Ireland as may from time to time be appointed as depositary of all the assets of the Company with the approval of the Central Bank;
"Directors"	means the Directors of the Company for the time being and any duly constituted committee thereof;
"Distribution Accrual Period"	means the period running from the most recent of a) the prior Distribution Calculation Day, or b) the last Valuation Point for which,

	following a period where no Shares of the Class were subscribed, Shares of that Class are in issue;
"Distribution Amount per Share"	means the amount per Share to be distributed, expressed in the currency of the relevant Class (which will be rounded to the same number of decimal points as the Net Asset Value of the relevant Class);
"Distribution Calculation Day"	means the last Valuation Point in the calendar month, calendar quarter, calendar six-months or calendar year as appropriate, reflecting the distribution frequency of monthly, quarterly, bi-annually or annually of the relevant Dist Share Class;
"Distribution Rate"	means the proportion of the Net Asset Value of the respective Class at the end of the Distribution Accrual Period that shall be distributed, expressed as a percentage;
"Distributor"	means Man Investments AG and/or such other persons, firms or companies as may from time to time be appointed as distributors or co-distributors or sub-distributors in relation to the promotion, distribution and sale of Shares, as applicable in the context of the relevant section of this Prospectus;
"Duties and Charges"	means all stamp duty and other duties, taxes, governmental charges, imposts, levies, exchange costs and commissions, transfer fees and expenses, agents fees, brokerage fees, commissions, bank charges, transfer fees, registration fees and other duties and charges, whether payable in respect of the constitution , increase or reduction of all of the cash and other assets of the Company or the creation, acquisition, issue, conversion, exchange, purchase, holding, repurchase, redemption, sale or transfer of Shares or Investments by or on behalf of the Company or in respect of the issue or cancellation of Share Certificates or otherwise which may have become or will become payable in respect of or prior to or upon the occasion of any transaction, dealing or valuation;
"EEA Member State"	means a Member State of the European Union, Norway, Iceland or Liechtenstein;
"ERISA"	US Employee Retirement Income Security Act of 1974, as amended;
"ESMA Guidelines"	means the ESMA Guidelines on ETFs and other UCITS Issues;
"EU Member State"	means a Member State of the European Union;
"Euronext Dublin"	means the Irish Stock Exchange plc, trading as Euronext Dublin;
"Euro-Zone"	means those countries which have adopted the Euro as their currency, currently comprising Ireland, Spain, France, Germany, Italy, Austria, Portugal, The Netherlands, Belgium, Luxembourg, Finland, Slovenia, Slovakia, Greece, Cyprus, Estonia, Malta, Latvia and Lithuania;
"Exempt Investor"	means any of the following Irish Residents: i. a qualifying management company or a specified company as referred to in Section 739B TCA; ii. a specified collective investment undertaking as referred to

in Section 739B TCA;

iii. a company carrying on life business within the meaning of Section 706 TCA;

iv. Investment limited partnerships within the meaning of section 739J TCA;

v. a pension scheme as referred to in Section 739B TCA;

vi. any other investment undertaking as referred to in Section 739B TCA;

vii. a special investment scheme as referred to in Section 739B TCA;

viii. a unit trust of a type referred to in Section 739D(6)(e) TCA;

ix. a person who is entitled to exemption from income tax or corporation tax by virtue of Section 207(1)(b) TCA;

x. a person who is entitled to exemption from income tax and capital gains tax by virtue of Section 784A(2) TCA or 848E TCA in circumstances where the Shares held are assets of an approved retirement fund, an approved minimum retirement fund or a special savings incentive account;

xi. a person entitled to exemption from income tax and capital gains tax by virtue of Section 787I TCA and the shares he owns are assets of a PRSA (within the meaning of Chapter 2A of Part 30 TCA);

xii. a credit union as referred to in Section 739B TCA;

xiii. the Courts Service as referred to in Section 739B TCA;

xiv. a qualifying company within the meaning of Section 110 TCA as referred to in Section 739D(6)(m) TCA;

xv. the National Pensions Reserve Fund Commission;

xvi. the National Asset Management Agency; and

any other person resident in Ireland who is permitted to own Shares under Irish taxation legislation or by practice or concession of the Irish Revenue Commissioners without requiring the Company to deduct appropriate tax in respect of any payment to a Shareholder or the transfer by a Shareholder of any Shares and in respect of whom the Company is in possession of a Declaration;

"FCA" means the Financial Conduct Authority of the United Kingdom;

"FDI" means financial derivative instruments;

"G-8" means the Group of Eight industrialised nations, comprising the United Kingdom, Canada, France, the United States of America, Japan, Germany, Italy and Russia;

"GLG LLC" means, GLG LLC, the investment manager in respect of the GLG

	LLC Portfolios;
"GLG LLC Portfolios"	means Man GLG Global Emerging Markets Local Currency Rates and Man GLG Global Emerging Markets Bond;
"GLG LLC Supplement"	means the supplement to this Prospectus in relation to the GLG LLC Portfolios;
"GLG LP"	means GLG Partners LP, the investment manager in respect of the Man GLG Portfolios;
"Hedged Share Classes"	means Shares in the Company or any other Share Class from time to time having H in its name in accordance with the Naming Convention;
"HMRC"	means HM Revenue & Customs;
"Hong Kong"	means the Hong Kong Special Administrative Region of the People's Republic of China;
"Initial Offer Period"	means in relation to each Class of a Portfolio, such period as shall be designated an "Initial Offer Period" by the Directors;
"Initial Offer Price"	means such price per Share as shall be designated as the initial price per Share by the Directors;
"Intermediary"	means a person who carries on a business which consists of, or includes, the receipt of payments from an investment undertaking on behalf of other persons or holds shares in an investment undertaking on behalf of other persons;
"Investment Manager"	means in respect of the Man GLG Portfolios, GLG LP, in respect of the Man Numeric Portfolios, Numeric and in respect of the GLG LLC Portfolios, GLG LLC or such other person, firm or company as may from time to time be appointed to provide investment management or advisory services to or on behalf of the Company;
"Investment Advisers"	means such companies, firms or persons (if any) as may from time to time be appointed by the Company or the Investment Manager, with the approval of the Central Bank, as investment advisers in respect of a Portfolio or Portfolios;
"Investments"	means any securities, instruments or obligations of whatsoever nature permitted under the UCITS Regulations;
"Irish Resident"	means any company resident, or other person resident or ordinarily resident, in Ireland for the purposes of Irish tax. Please see the "Taxation" section above for the summary of the concepts of residence and ordinary residence issued by the Irish Revenue Commissioners;
"IRC"	means the US Internal Revenue Code of 1986, as amended;
"Irish Revenue Commissioners"	means the Irish authority responsible for taxation;
"Man GLG Portfolios"	means Man GLG Global Equity, Man GLG Global Convertibles, Man GLG RI European Equity Leaders, Man GLG Japan CoreAlpha Equity, Man GLG RI Global Sustainable Growth, Man GLG Pan-European Equity Growth, Man GLG Iberian Opportunities, Man GLG European Income Opportunities, Man GLG Strategic Bond and Man

	GLG Asia (ex Japan) Equity;
"Man GLG Supplement"	means the supplement to this Prospectus in relation to the Man GLG Portfolios;
"Man Group Persons"	means a member of the Man Group plc group of companies;
"Man Numeric Portfolios"	means Man Numeric Emerging Market Equity, Man Numeric RI US Large Cap Equity, Man Numeric RI Global Equity, Man Numeric RI European Equity, Man Numeric China A Equity and Man Numeric US High Yield;
"Man Numeric Supplement"	means the supplement to this Prospectus in relation to the Man Numeric Portfolios;
"Manager"	means Man Asset Management (Ireland) Limited or such other company as may from time to time be appointed as manager to the Company;
"Net Asset Value"	means the Net Asset Value of a Portfolio calculated as described or referred to herein;
"Net Asset Value per Share"	means, in relation to any series or Class of Shares, the Net Asset Value divided by the number of Shares of the relevant series or Class of Shares in issue or deemed to be in issue in respect of that Portfolio at the relevant Valuation Point subject to such adjustments, if any, as may be required in relation to any Class of Shares in the relevant Portfolio;
"Numeric"	means Numeric Investors LLC, the investment manager in respect of the man Numeric Portfolios;
"OECD"	means the Organisation for Economic Co-Ordination and Development;
"Ordinary Resolution"	means a resolution passed by a simple majority of the votes cast in its favour by Shareholders entitled to attend and vote at general meetings of the Company or on matters affecting the relevant series of Shares, as the case may be;
"PBOC"	means The People's Bank of China, the central bank of the PRC, and / or its Shanghai Head Office as appropriate;
"Portfolio"	means such portfolio or portfolios of assets, including a Man GLG Portfolio, a Man Numeric Portfolio and a GLG LLC Portfolio as the Manager may from time to time establish with the approval of the Depositary and the Central Bank constituting in each case a separate fund represented by a separate series of Shares and invested in accordance with the investment objective and policies applicable to such portfolio;
"PRC"	means the People's Republic of China (excluding the Hong Kong and Macau Special Administrative Regions and Taiwan) and the term "Chinese" shall be construed accordingly;
"Prospectus"	means this document, any supplement (including the Man GLG Supplement, the Man Numeric Supplement and the GLG LLC Supplement) designed to be read and construed together with and to form part of this document and the Company's most recent annual report and accounts (if issued) or, if more recent, its interim report

and accounts;

"QFII"	means a qualified foreign institutional investor;
"Recognised Market"	means any stock exchange or market which satisfies the Central Bank's regulatory criteria and which is listed in Appendix VI hereto in accordance with the requirements of the Central Bank. The Central Bank does not issue a list of approved markets;
"Redemption Request Form"	means, in relation to the Man GLG Portfolios, the redemption request form in respect of the Man GLG Portfolios, in relation to the Man Numeric Portfolios, the redemption request form in respect of the Man Numeric Portfolios and in relation to the GLG LLC Portfolios, the redemption request form in respect of the GLG LLC Portfolios;
"Relevant Institution"	means an EU credit institution, a bank authorised in the remaining Member States of the European Economic Area (EEA) (Norway, Iceland, Liechtenstein), a bank authorised by a signatory state, other than an EU Member State or a Member State of EEA, to the Basle Capital Convergence Agreement of July 1988 or a credit institution in a third country deemed equivalent pursuant to Article 107(4) of the Regulation (EU) No 575/2013 of the European Parliament and of the Council of 26 June 2013 on prudential requirements for credit institutions and investment firms and amending Regulation (EU) No 648/2012;
"RMB"	means Renminbi Yuan, the currency of the PRC;
"RQFII"	means a Renminbi qualified foreign institutional investor;
"SFDR"	means Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector;
"Share" or "Shares"	means, unless the context otherwise requires, a share or shares of whatsoever series or class in the capital of the Company (other than Subscriber Shares) entitling the holders to participate in the profits of the Company attributable to the relevant Portfolio as described in this Prospectus;
"Shareholder"	means a person registered as a holder of Shares;
"Special Resolution"	means a resolution passed with the support of 75% or more of the votes cast in its favour by Shareholders entitled to attend and vote at general meetings of the Company or on matters effecting the relevant series of Shares as the case may be;
"SRRI"	means the synthetic risk and reward indicator based on the calculation of the historical volatility of the Net Asset Value of a Portfolio, in accordance with the methodology published by the European Securities and Markets Authority in their paper dated 1 July 2010 entitled "Guidelines on the methodology for the calculation of the synthetic risk and reward indicator in the Key Investor Information Document", expressed as a figure between 1 and 7 with an SRRI figure of 1 being at the lower end of the scale and an SRRI figure of 7 being at the higher end of the scale;
"Stock Connect"	means the Shanghai-Hong Kong Stock Connect or the Shenzhen Hong-Kong Stock Connect mutual market access model;

"Subscriber Shares"	means the initial issued share capital of 30,000 Shares of EUR1.269 each and initially designated as Subscriber Shares;
"Subscriber Shareholder" or "Subscriber Shareholders"	means a holder or holders of Subscriber Shares;
"Supplement"	means any or all of the Man GLG Supplement, the Man Numeric Supplement and the GLG LLC Supplement, as applicable;
"TCA"	means the Taxes Consolidation Act 1997;
"US" or "United States"	means the United States of America, its territories and possessions including the States and the District of Columbia;
"US Person"	means, with respect to any person, any individual or entity that would be: (i) a "United States Person" as defined under Regulation S promulgated under the Securities Act; (ii) a person or entity that is not a "Non-United States Person" as defined under the regulations of the CFTC (17 CFR § 4.7(a)(1)(iv)), as amended; (iii) a "US person" under the Interpretive Guidance and Policy Statement Regarding Compliance with Certain Swap Regulations published by the CFTC on July 26, 2013; or (iv) a "United States person" under the IRC. See Appendix II for the definition of US Person;
"UCITS"	means an undertaking for collective investment in transferable securities within the meaning of the UCITS Regulations;
"UCITS Regulations"	means the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011 (S.I. No. 352 of 2011), as amended and all applicable Central Bank regulations (other than the Central Bank UCITS Regulations) made or conditions imposed or derogations granted thereunder;
"Valuation Day"	means such Business Day or Business Days as the Directors may from time to time determine in relation to any particular Portfolio and set out in the relevant Supplement, being a day on which the Net Asset Value shall be determined provided that, in respect of each Portfolio, there shall be at least one Valuation Day in each fortnight and also, provided that if any day on which the Net Asset Value is to be calculated is not a Business Day, the next following Business Day shall be the Valuation Day; The Valuation Day as at the date of this Prospectus for each Portfolio is set out in the relevant Supplement;
"Valuation Point"	means such time as may be set out in the relevant Supplement in respect of each Portfolio, or such other time or times on a Valuation Day as the Directors may determine and notify in advance to Shareholders;
"Website"	https://www.man.com/glg-investments-plc-share-classes

APPENDIX II
DEFINITION OF US PERSON

I. US COMMODITY FUTURES TRADING COMMISSION DEFINITION OF "UNITED STATES PERSON"

Under applicable CFTC Rules, "United States Person" means a person that is not a "Non-United States Person." "Non-United States Person" means:

(1) a natural person who is not a resident of the United States;

(2) any partnership, corporation or other entity, other than an entity organised for passive investment, organised under the laws of a foreign jurisdiction and which has its principal place of business in a foreign jurisdiction;

(3) any estate or trust, the income of which is not subject to United States income tax regardless of source.

(4) any entity organised principally for passive investment such as a commodity pool, investment company or other similar entity; provided that units of participation in the entity held by persons who do not qualify as Non-United States Persons or otherwise as qualified eligible persons represent in the aggregate less than 10% of the beneficial interest in the entity; and such entity was not formed principally for the purpose of facilitating investment by United States Persons in a commodity pool with respect to which the operator is exempt from certain requirements of Part 4 of the CFTC's regulations by virtue of its participants being Non-United States Persons; or

(5) a pension plan for the employees, officers or principals of an entity organised and with its principal place of business outside the United States.

II. REGULATION S DEFINITION OF "UNITED STATES PERSON"

Under Regulation S of the Securities Act, "United States Person" means:

(1) any natural person resident in the United States;

(2) any partnership or corporation organised or incorporated under the laws of the United States;

(3) any estate of which any executor or administrator is a United States Person;

(4) any trust of which any trustee is a United States Person;

(5) any agency or branch of a foreign entity located in the United States;

(6) any non-discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary for the benefit or account of a United States Person;

(7) any discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary organised, incorporated, or (if an individual) resident in the United States; or

(8) any partnership or corporation if:

a. organised or incorporated under the laws of any non-US jurisdiction; and

b. formed by United States Persons principally for the purpose of investing in securities not registered under the Securities Act, unless it is organised or incorporated, and owned, by "accredited investors" (as defined in Rule 501(a) under the Securities Act) who are not natural persons, estates or trusts.

Notwithstanding the foregoing definition, the following are not United States Persons for purposes of Regulation S:

(1) Any discretionary account or similar account (other than an estate or trust) held for the benefit or account of a non-US Person by a dealer or other professional fiduciary organised, incorporated, or (if an individual) resident in the United States.

(2) Any estate of which any professional fiduciary acting as executor or administrator is a United States Person if:

a. an executor or administrator of the estate who is not a United States Person has sole or shared investment discretion with respect to the assets of the estate; and

b. the estate is governed by non-US law.

(3) Any trust of which any professional fiduciary acting as trustee is a United States person, if a trustee who is not a United States Person has sole or shared investment discretion with respect to the trust assets, and no beneficiary of the trust (and no settlor if the trust is revocable) is a United States Person.

(4) An employee benefit plan established and administered in accordance with the law of a country other than the United States and customary practices and documentation of such country.

(5) Any agency or branch of a United States Person located outside the United States if:

a. the agency or branch operates for valid business reasons; and

b. the agency or branch is engaged in the business of insurance or banking and is subject to substantive insurance or banking regulation, respectively, in the jurisdiction where located.

(6) The International Monetary Fund, the International Bank for Reconstruction and Development, the Inter-American Development Bank, the Asian Development Bank, the African Development Bank, the United Nations, and their agencies, affiliates and pension plans, and any other similar international organisations, their agencies, affiliates and pension plans.

III. CFTC CROSS BORDER GUIDANCE DEFINITION OF "US PERSON"

Under the Interpretive Guidance and Policy Statement Regarding Compliance with Certain Swap Regulations, published by the CFTC on July 26, 2013, "US person" means:

(1) any natural person who is a resident of the United States;

(2) any estate of a decedent who was a resident of the United States at the time of death;

(3) any corporation, partnership, limited liability company, business or other trust, association, joint-stock company, fund or any form of enterprise similar to any of the foregoing (other than an entity described in prongs (4) or (5), below) (a "legal entity"), in each case that is organized or incorporated under the laws of a state or other jurisdiction in the United States or having its principal place of business in the United States;

(4) any pension plan for the employees, officers or principals of a legal entity described in point (3) above, unless the pension plan is primarily for foreign employees of such entity;

(5) any trust governed by the laws of a state or other jurisdiction in the United States, if a court within the United States is able to exercise primary supervision over the administration of the trust;

(6) any commodity pool, pooled account, investment fund, or other collective investment vehicle that is not described in prong (3) and that is majority-owned by one or more persons described in points (1), (2), (3), (4), or (5) above, except any commodity pool, pooled account, investment fund, or other collective investment vehicle that is publicly offered only to non-US persons and not offered to US persons;

(7) any legal entity (other than a limited liability company, limited liability partnership or similar entity where all of the owners of the entity have limited liability) that is directly or indirectly majority-owned by one or more persons described in prong (1), (2), (3), (4), or (5) and in which such person(s) bears unlimited responsibility for the obligations and liabilities of the legal entity; and

(8) any individual account or joint account (discretionary or not) where the beneficial owner (or one of the beneficial owners in the case of a joint account) is a person described in points (1), (2), (3), (4), (5), (6), or (7) above.

IV. IRC DEFINITION OF "UNITED STATES PERSON"

Under the IRC, "United States person" means:

(1) a citizen or resident of the United States,

(2) a partnership organized in the United States,

(3) a corporation organized in the United States,

(4) any estate (other than a foreign estate, within the meaning of paragraph (31) of Section 7701 of the IRC), and

(5) any trust if—(A) a court within the United States is able to exercise primary supervision over the administration of the trust, and (B) one or more United States persons have the authority to control all substantial decisions of the trust.

APPENDIX III
RECOGNISED MARKETS

The Recognised Markets below are listed in accordance with the requirements of the Central Bank. The Central Bank does not issue a list of approved markets. With the exception of investments contemplated by paragraphs 2.1 and 2.2 of the section of this Prospectus entitled "Investment Restrictions", investment in securities will be restricted to eligible assets which are listed or traded on the Recognised Markets listed below.

(i) Any stock exchange or market in any EEA state member or cooperating country or in any of the member countries of the OECD including their territories covered by the OECD Convention.

(ii) Any of the following exchanges or markets:

Bahrain	Bahrain Stock Exchange
Bangladesh	Dhaka Stock Exchange
Brazil	BOVESPA – Bolsa de Valores de Bahia-Sergipe-Alagoas Brasilia Stock Exchange BM&F BOVESPA SA Extremo Sul Porto Alegre Stock Exchange Minas Esperito Santo Stock Exchange Parana Curitiba Stock Exchange Regional Fortaleza Stock Exchange
Cayman Islands	Cayman Islands Stock Exchange
China	China Inter-bank Bond Market Shanghai Stock Exchange Shenzhen Stock Exchange
Colombia	Bolsa de Valores de Colombia SA
Egypt	Egyptian Exchange
Hong Kong	Hong Kong Stock Exchange Growth Enterprise Market
India	Bombay Stock Exchange National Stock Exchange of India (NSE)
Indonesia	Indonesia Stock Exchange
Jordan	Amman Stock Exchange
Kazakhstan	Kazakhstan Stock Exchange
Kenya	Nairobi Stock Exchange
Kuwait	Kuwait Stock Exchange
Lebanon	Beirut Stock Exchange
Malaysia	Bursa Malaysia Bhd

Mauritius	Mauritius Stock Exchange
Morocco	Casablanca Stock Exchange
Nigeria	Nigerian Stock Exchange
Oman	Muscat Securities Market (MSM)
Pakistan	Karachi Stock Exchange
Peru	Bolsa de Valores de Lima
Philippines	Philippines Stock Exchange
Qatar	Qatar Stock Exchange Doha Securities Exchange
Russia	Level 1 and Level 2 RTS Stock Exchange Moscow Exchange
Saudi Arabia	The Tadawul Stock Exchange
Singapore	Singapore Exchange
South Africa	Bond Exchange of South Africa JSE Limited
South Korea	Korea Exchange Inc.
Sri Lanka	Colombo Stock Exchange
Taiwan	Taiwan Stock Exchange
Thailand	Stock Exchange of Thailand
Tunisia	Tunisia Stock Exchange
United Arab Emirates	Abu Dhabi Securities Exchange Dubai Financial Market NASDAQ Dubai
Vietnam	Ho Chi Minh Stock Exchange

(iii) The following exchanges or markets:

- the market organised by the members of the International Capital Market Association;
- the market conducted by the "listed money market institutions" as described in the Bank of England publication "The Regulations of the Wholesale Cash and OTC Derivatives Markets in GBP, Foreign Exchange and Bullion" dated April 1988, (as amended from time to time);
- (a) NASDAQ in the United States, (b) the market in the US government securities conducted by the primary dealers regulated by the Federal Reserve Bank of New York
; and (c) the over-the-counter market in the United States conducted by primary dealers and secondary dealers regulated by the Securities and Exchange Commission and the National Association of Securities Dealers and by banking institutions regulated by the US Comptroller of Currency, the Federal Reserve

System or Federal Deposit Insurance Corporation;

- the over-the-counter market in Japan regulated by the Securities Dealers Association of Japan; and

- the French Market for “Titres de Creances Negociables” (over-the-counter market in negotiable debt instruments)

- The U.K. market (i) conducted by banks and other institutions regulated by the FCA and subject to the Inter-Professional Conduct provisions of the FCA’s Market Conduct Sourcebook and (ii) in non-investment products which are subject to the guidance contained in the "Non-Investment Products Code" drawn up by the participants in the London market, including the FCA and the Bank of England (formerly known as "The Grey Paper").

- the alternative investment market in the United Kingdom regulated and operated by the London stock exchange.

(iv) any organised exchange or market in the European Economic Area on which futures or options contracts are regularly traded.

(v) any stock exchange approved in a member state of the European Economic Area.

Financial Derivative Instruments

In the case of an investment in listed or traded FDI: (i) in any derivative market approved in any EEA state member or cooperating country or in any of the member countries of the OECD including their territories covered by the OECD Convention; and (ii) in the following exchanges or markets:

Brazil	BM&F BOVESPA SA
Cayman Islands	Cayman Islands Stock Exchange
Egypt	Egyptian Exchange
Hong Kong	Growth Enterprise Market Hong Kong Stock Exchange
Malaysia	Bursa Malaysia Bhd Bursa Malaysia Derivatives
Singapore	Singapore Exchange
South Africa	JSE Limited South Africa Futures Exchange
South Korea	Korea Exchange Inc.
Taiwan	Taiwan Exchange
Thailand	Thailand Futures Exchange

APPENDIX IV
ADDITIONAL DISTRIBUTION AND SELLING RESTRICTIONS

The distribution of this Prospectus and the offering or purchase of the Shares may be restricted in certain jurisdictions. No persons receiving a copy of this Prospectus or the accompanying Application Form in any such jurisdiction may treat this Prospectus or such Application Form as constituting an invitation to them to subscribe for Shares, nor should they in any event use such Application Form, unless in the relevant jurisdiction such an invitation could lawfully be made to them and such Application Form could lawfully be used without compliance with any registration or other legal requirements.

Argentina

The Shares are not and will not be marketed in Argentina by means of a public offer of securities, as such term is defined under Section 16 of Law N° 17,811, as amended. No application has been or will be made with the Argentine Comisión Nacional de Valores, the Argentine securities governmental authority, to offer the Shares in Argentina.

Australia

No offer of securities or any other financial product is being made into Australia other than to investors who are both: (i) "wholesale clients" as defined in section 761G of the Corporations Act (Cth) 2001; and (ii) "Sophisticated investors" as defined in section 708(8) of the Corporations Act (Cth) 2001 or "Professional investors" as defined in section 708(11) of the Corporations Act (Cth) 2001.

This Prospectus has not been, and will not be, lodged with the Australian Securities and Investments Commission as a disclosure document for the purposes of the Corporations Act (Cth) 2001.

Any Shares issued upon acceptance of the offering may not be offered for sale (or transferred, assigned or otherwise alienated) to investors in Australia for at least twelve (12) months after their issue, except in circumstances where disclosure to investors is not required under Chapter 6D of the Corporations Act (Cth) 2001 or unless a disclosure document that complies with the Corporations Act (Cth) 2001 is lodged with the Australian Securities and Investments Commission.

Investors are advised that the Company is not licensed in Australia to provide financial product advice in relation to the Shares. No cooling-off regime will apply in respect of the acquisition of Shares.

Bahrain

This offer is a private placement. It is not subject to the regulations of the Central Bank of Bahrain that apply to public offerings of securities, and the extensive disclosure requirements and other protections that these regulations contain. This Prospectus is therefore intended only for “Accredited Investors”.
“Accredited Investors” are defined as:

a. Individuals holding financial assets (either singly or jointly with their spouse) of USD 1,000,000 or more;

b. Companies, partnerships, trusts or other commercial undertakings, which have financial assets available for investment of not less than USD 1,000,000; or

c. Governments, supranational organisations, central banks or other national monetary authorities, and state organisations whose main activity is to invest in financial instruments (such as

state pension funds).

The financial instruments offered by way of private placement may only be offered in minimum subscriptions of $100,000 (or equivalent in other currencies). The Central Bank of Bahrain assumes no responsibility for the accuracy and completeness of the statements and information contained in this document and expressly disclaims any liability whatsoever for any loss howsoever arising from reliance upon the whole or any part of the contents of this document.

The board of directors and the management of the issuer accepts responsibility for the information contained in this document. To the best of the knowledge and belief of the board of directors and the management, who have taken all reasonable care to ensure that such is the case, the information contained in this document is in accordance with the facts and does not omit anything likely to affect the reliability of such information.

Brazil

The Shares have not been, nor will they be, registered or qualified under any rules issued by the Brazilian Securities Exchange Commission (the "**CVM**") or any applicable securities laws of Brazil, and are not, and will not be, subject to public offering in Brazil. Therefore, the Shares cannot be marketed, offered or sold to the general public in Brazil. Any offers or sales of Shares in violation of the foregoing shall be considered as an irregular public offering of securities in Brazil, and treated by the Company as void.

This Prospectus is highly confidential and has been delivered to an exclusive and restricted group of potential investors who have previous and/or regular business relationship with the Distributor and/or such other persons, firms or companies as may from time to time be appointed as distributor or co-distributor or sub-distributor and/or other entities within their group. This Prospectus is personal to the person to whom it has been delivered and does not constitute a public offering of securities or any sort of investment in Brazil. Distribution of this Prospectus to any person other than the person to whom it has been delivered is unauthorised, and any disclosure of any of its contents is prohibited. Each person to whom this Prospectus has been delivered, by accepting delivery of this Prospectus, agrees to the foregoing and agrees not to make any copies of this Prospectus, in whole or in part.

Canada

The Shares may not be offered or sold, and this Prospectus may not be delivered, in Canada or to a resident of Canada unless and until this Prospectus is accompanied by an appropriate Canadian wrapper. In addition, the Shares may only be offered or sold to qualified investors in Canada, in accordance with the requirements of the securities regulations of the investor's place of residence or domicile.

Cayman Islands

No invitation to the public in the Cayman Islands to subscribe for Shares is permitted to be made unless the Shares are listed on the Cayman Islands Stock Exchange. As at the date of this Prospectus, no such listing is anticipated to be made.

Chile

Fecha de inicio de la oferta: date of commencement of the offer

(a) La presente oferta se acoge a la Norma de Carácter General N° 336 de la Superintendencia de Valores y Seguros de Chile.

(b) La presente oferta versa sobre valores no inscritos en el Registro de Valores o en el Registro de Valores Extranjeros que lleva la Superintendencia de Valores y Seguros, por lo que los valores sobre los cuales ésta versa, no están sujetos a su fiscalización;

(c) Que por tratarse de valores no inscritos, no existe la obligación por parte del emisor de entregar en Chile información pública respecto de estos valores; y

(d) Estos valores no podrán ser objeto de oferta pública mientras no sean inscritos en el Registro de Valores correspondiente.

China

This Prospectus does not constitute a public offer of the Shares, whether by sale or subscription, in the People's Republic of China (for the purpose of this Prospectus, excludes Hong Kong, Macau and Taiwan) (the "PRC"). The Shares are not being offered or sold directly or indirectly in the PRC to or for the benefit of, legal or natural persons of the PRC. Further, no legal or natural persons of the PRC may directly or indirectly purchase any of the Shares or any beneficial interest therein without obtaining all prior PRC's governmental approvals that are required, whether statutorily or otherwise. Persons who come into possession of this document are required by the issuer and its representatives to observe these restrictions.

Colombia

The Shares have not and will not be marketed, offered, sold or distributed in Colombia or to Colombian residents except in circumstances which do not constitute a public offer of securities in Colombia within the meaning of Article 6.1.1.1.1 of Decree 2555 of 2010, as amended from time to time. Neither the Company nor the Shares will be publicly offered, marketed or negotiated in Colombia though promotional or advertisement activities (as defined under Colombian Law) except in compliance with the requirements of Colombian regulations (especially, Decree 2555 of 2010 issued by the Ministry of Finance and Public Credit, Law 964 of 2005 and Decree 663 of 1993 or the Organic Statute of the Financial System), as amended and restated, and decrees and regulations made thereunder. The Shares have not been registered in the National Securities and Issuers Registry (Registro Nacional de Valores y Emisores) of the Colombian Financial Superintendency (Superintendencia Financiera de Colombia) and the Shares are not intended to be offered publicly in Colombia.

Pursuant to Decree 2555 of 2010, as amended by, amongst others, Decree 2955 of 2010, certain requirements must be met in order for Colombian pension fund administrators to be able to invest in private equity funds established outside Colombia.

There are Colombian laws and regulations (specifically foreign exchange and tax regulations) that may be applicable to any transaction or investment consummated in connection with this Prospectus. The investor bears sole liability for full compliance with any such laws and regulations.

Costa Rica

This Prospectus has been produced for the purpose of providing information about the Shares and will be provided to a maximum of 50 investors per fund in Costa Rica who are Institutional or Sophisticated Investors in accordance with the exemptions established in the Regulations on Public Offers of Values. This Prospectus is made available on the condition that it is for the use only by the recipient and may not be passed onto any other person or be reproduced in any part. The Shares have not been and will not be offered in the course of a public offering or of equivalent marketing in Costa Rica.

The Shares are the product of a private offer, in accordance with the exceptions established in the Regulation on Public Offer of Securities. No collective communication media has been used. The holder acknowledges and accepts the legal and tax regimes that apply to the private offer of securities.

Dubai International Financial Centre

This Prospectus relates to Shares which are not subject to any form of regulation or approval by the Dubai Financial Services Authority ("**DFSA**"). The DFSA has no responsibility for reviewing or verifying any Prospectus or other documents in connection with the Shares. Accordingly, the DFSA has not approved this Prospectus or any other associated documents nor taken any steps to verify the information set out in this Prospectus, and has no responsibility for it. The Shares to which this Prospectus relates may be illiquid and/or subject to restrictions on their resale. Prospective purchasers should conduct their own due diligence on the Shares. If you do not understand the contents of this document you should consult an authorised financial adviser.

Guernsey

The offer of the Shares described in this Prospectus does not constitute an offer to the public in the Bailiwick of Guernsey for the purposes of the Prospectus Rules 2008 (the "**Rules**") issued by the Guernsey Financial Services Commission (the "**GFSC**"). Neither this Prospectus nor any other offering material relating to the Shares will be distributed or be caused to be distributed to the public in Guernsey. The Rules do not apply to this Prospectus and, accordingly, this Prospectus has not been, nor is it required to be, submitted to or approved or authorised by the GFSC. The Shares will not be regulated by the GFSC. The GFSC has no on-going responsibility to monitor the performance of the Shares or to protect the interests of Shareholders.

To the extent to which any promotion of the Shares is deemed to take place in the Bailiwick of Guernsey, the Shares are only being promoted in or from within the Bailiwick of Guernsey either: (i) by persons licensed to do so under the Protection of the Investors (Bailiwick of Guernsey) Law, 1987 (as amended) (the "**POI Law**"); or (ii) to persons licensed under the POI Law, the Insurance Business (Bailiwick of Guernsey) Law, 2002 (as amended), the Banking Supervision (Bailiwick of Guernsey) Law, 1994 or the Regulation of Fiduciaries, Administration Businesses and Company Directors, etc. (Bailiwick of Guernsey) Law, 2000. Promotion is not being made in any other way.

Hong Kong

W A R N I N G: The contents of this document have not been reviewed by any regulatory authority in Hong Kong. You are advised to exercise caution in relation to the offer. If you are in any doubt about any of the contents of this document, you should obtain independent professional advice.

This Prospectus has not been approved by the Securities and Futures Commission in Hong Kong and, accordingly: (i) the Shares may not be offered or sold in Hong Kong by means of this Prospectus or any other document other than to "professional investors" as defined in the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong) and any rules made thereunder, or in other circumstances which do not result in the document being a "prospectus" as defined in the Companies Ordinance (Cap. 32, Laws of Hong Kong) or which do not constitute an offer to the public within the meaning of the Companies Ordinance; and (ii) no person shall issue or possess for the purposes of issue, whether in Hong Kong or elsewhere, any advertisement, invitation or document relating to the Shares which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to the Shares which are or are intended to be disposed of only to persons outside Hong Kong or only to professional investors (as set out above).

India

THE SHARES ARE NOT BEING OFFERED TO THE INDIAN PUBLIC FOR SALE OR SUBSCRIPTION BUT ARE BEING PRIVATELY PLACED WITH A LIMITED NUMBER OF SOPHISTICATED PRIVATE AND INSTITUTIONAL INVESTORS. THE SHARES ARE NOT REGISTERED AND/OR APPROVED BY THE SECURITIES AND EXCHANGE BOARD OF INDIA, THE RESERVE BANK OF INDIA OR ANY OTHER GOVERNMENTAL/ REGULATORY AUTHORITY IN INDIA. THIS PROSPECTUS IS NOT AND SHOULD NOT BE DEEMED TO BE A 'PROSPECTUS' AS DEFINED UNDER THE PROVISIONS OF THE COMPANIES ACT, 2013 (18 OF 2013) AND THE SAME SHALL NOT BE FILED WITH ANY REGULATORY AUTHORITY IN INDIA. PURSUANT TO THE FOREIGN EXCHANGE MANAGEMENT ACT, 1999 AND THE REGULATIONS ISSUED THERE UNDER, ANY INVESTOR RESIDENT IN INDIA MAY BE REQUIRED TO OBTAIN PRIOR SPECIAL PERMISSION OF THE RESERVE BANK OF INDIA BEFORE MAKING INVESTMENTS OUTSIDE OF INDIA, INCLUDING ANY INVESTMENT IN THE COMPANY. THE COMPANY HAS NEITHER OBTAINED ANY APPROVAL FROM THE RESERVE BANK OF INDIA OR ANY OTHER REGULATORY AUTHORITY IN INDIA NOR DOES IT INTEND TO DO SO AND HENCE ANY ELIGIBLE INVESTOR WHO IS RESIDENT OF INDIA WILL BE ENTIRELY RESPONSIBLE FOR DETERMINING ITS ELIGIBILITY TO INVEST IN THE SHARES IN THE COMPANY.

Indonesia

The Shares have not been offered or sold and will not be offered or sold in Indonesia or to Indonesian nationals, corporations or Indonesian citizens under the Indonesian Capital Markets Law (Law No.8/1995), wherever they are domiciled or to Indonesian residents, including by way of invitation, offering or advertisement, and neither this Prospectus nor any other offering materials relating to the Shares have been distributed, or will be distributed, in Indonesia or to Indonesian nationals, corporations or residents, in a manner which constitutes a public offering of the Shares under the laws or regulations of the Republic of Indonesia.

Israel

Neither this Prospectus nor the Application Form attached hereto constitutes a prospectus within the meaning of the Israeli Securities Law, 1968 ("**Israeli Securities Law**"), and none of them have been approved by the Israeli Securities Authority. A prospectus has not been prepared or filed, and will not be prepared or filed with the Israeli Securities Authority in connection with the offer of the Shares under this Prospectus and Application Form.

Neither the Prospectus nor this Application Form constitutes an offer or sale of Securities and/or Units to the general public in the State of Israel, as such terms are defined in the Israeli Securities Law and the Israeli Joint Investment Trust Law, 1994 ("**Israeli Joint Investment Trust Law**"), respectively.

The Shares are being offered only to special types of investors that are listed in the First Supplement of the Israeli Securities Law ("**Special Investors**"), and which have provided their prior written confirmation that they comply with the eligibility criteria set forth therein to be treated as Special Investors, are aware of the meaning of being treated as Special Investors, and consent to be treated as such. The term "Special Investors" shall include: A Mutual Trust Fund, as defined under the Israeli Joint Investment Trust Law, or a trust fund manager; a Provident Fund, as defined under the Israeli Supervision of Financial Services (Provident Funds) Law, 5765-2005, or a company managing a Provident Fund; an Insurer as defined under the Israeli Law of Supervision of Insurance Business, 1981; a Banking Corporation and an Auxiliary Corporations as defined under the Israeli Banking Law (License), 1981 ("**Israeli Banking Law**") (except for a company licensed as a Joint Services Company under the Israeli Banking Law), purchasing Shares for their own account and/or for investors which are considered as Special Investors; an entity which is licensed to render Portfolio Management services under the Regulation of Investment Advice, Investment Marketing and Portfolio Management Law, 1995 ("**Israeli Advice Law**") (provided that such entity is purchasing Shares for its own account and for clients who are considered, by themselves, as Special Investors); an entity which is licensed to render Investment Advice and/or Investment Marketing services, under the Israeli Advice Law (purchasing Shares for its own account); a member of the Tel-Aviv Stock Exchange (purchasing Shares for its own account, and/or for clients which are considered, by themselves, as Special Investors); a certain type of underwriter which complies with certain eligibility conditions set forth in Section 56(c) of the Israeli Securities Law (purchasing Shares for its own account); a venture capital fund which is primarily engaged in investment in corporations, which, at the time of its investment, was engaged mainly in research and development activities or in the manufacture of innovative and know-how based products or processes, which involve a relatively high risk; a corporation fully owned by Special Investors; a corporation (with the exception of a corporation incorporated for the purpose of purchasing securities in a certain offer) whose equity capital is in excess of 50 million NIS; and/or an individual, purchasing the Shares for her/his own account, with respect to whom two of the three following conditions are fulfilled: (i) the total value of her/his cash, deposits, financial assets and securities as defined under Section 52 of the Israeli Securities Law exceeds 12 million NIS; (ii) she/he has expertise and capabilities in the capital market field or was employed for at least one (1) year in a professional position which requires expertise in the capital market; and (iii) had performed at least thirty (30) transactions (except for transactions performed by an entity licensed under the Israeli Investment Advice Law to render Portfolio Management services for such individuals).

This Prospectus and the Application Form may not be reproduced or used for any other purpose, nor be furnished to any other person other than those to whom copies have been sent by the Company and/or its authorised representatives of the Company. Any offeree who purchases Shares is purchasing such Shares for its own benefit and account and not with the aim or intention of distributing or offering such Shares to other parties. Nothing in this Prospectus and/or in the Application Form shall be considered as render of Investment Advice, Investment Marketing and/or Portfolio Management services, or an Offer to Render Investment Advice, Investment Marketing and/or Portfolio Management Services, as such terms are defined under the Investment Advice Law. Potential investors are encouraged to seek competent investment advice from an Israeli entity licensed under the Investment Advice Law to render Investment Advice and/or Investment Marketing services prior to making the investment.

Japan

The Shares have not been and will not be registered for a public offering in Japan pursuant to Article 4, paragraph 1 of the Financial Instruments and Exchange Law (the "**FIEL**"). The Shares may not be offered or sold, directly or indirectly, in Japan or to or for the benefit of any resident of Japan or to others for reoffering or resale, directly or indirectly, in Japan or to a resident of Japan, except pursuant to an exemption from the registration requirements for the FIEL and otherwise in compliance with such law and other relevant laws and regulations. As used in this paragraph, "resident of Japan" means a natural person having his place of domicile or residence in Japan, or a juridical person having its main office in Japan as defined in Item 5, Paragraph 1, Article 6 of the Foreign Exchange and Trade Law of Japan (Law No. 228 of 1949).

Jersey

Consent under the Control of Borrowing (Jersey) Order 1958 (the "**COB Order**") has not been obtained for the circulation of this Prospectus. Accordingly, the offer that is the subject of this Prospectus may only be made in Jersey where such offer is not an offer to the public (as defined in the COB Order) or where the offer is valid in the United Kingdom or Guernsey and is circulated in Jersey only to persons similar to those to whom, and in a manner similar to that in which, it is for the time being circulated in the United Kingdom or Guernsey as the case may be. The Directors may, but are not obliged to, apply for such consent in the future.

Kenya

The offer of the Shares does not constitute an offer to the public within the meaning of section 57 of the Companies Act (Chapter 486, laws of Kenya) (the "**CA**") or an offer of securities to the public within the meaning of regulation 5(1) of The Capital Markets (Securities) (Public Offers, Listing and Disclosures) Regulation, 2002 as amended by The Capital Markets (Securities) (Public Offers, Listing and Disclosures) (Amendment) Regulations, 2008 (the "**Regulations**"). The Company and its local distributors and the investors to whom this Prospectus is provided will agree that the Shares may not be offered or sold directly or indirectly to the public or otherwise in Kenya.

In accordance with the CA and the Regulations, this Prospectus and the offer of the Shares have not been and will not be approved by the Capital Markets Authority in Kenya and will not be delivered to the Registrar of Companies or the Capital Markets Authority in Kenya for registration.

Korea

This Prospectus is distributed to you as a qualified professional investor as defined in the Financial Investment Services and Capital Markets Act (the "FSCMA"). The Portfolios may not be offered, sold and delivered directly or indirectly, or offered or sold to any person for re-offering or resale, directly or indirectly, in Korea or to any resident of Korea except pursuant to the applicable laws and regulations of Korea, including the FSCMA and the Foreign Exchange Transaction Law of Korea and the decrees and regulations thereunder. The Portfolios have not been registered with the Financial Services Commission of Korea for a public offering in Korea. The sale and purchase of the Portfolios should comply with the requirements under the Foreign Exchange Transaction Law. Neither the Company nor the Manager makes any representation with respect to the eligibility of any recipients of this document to acquire the Portfolios under the laws of Korea, including but without limitation the Foreign Exchange Transaction Law and regulations thereunder. Please be aware that only certain Share Classes of the Portfolios will be registered in Korea, and any conversion can be effectuated only between the Share Classes of the Portfolios that are registered in Korea.

Lebanon

Neither this Prospectus nor the accompanying Application Form constitutes or forms part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for, any Shares in the Company in the Lebanese territory, nor shall it (or any part of it), nor the fact of its distribution, form the basis of, or be relied on in connection with, any contract therefor.

The Shares have not been, and will not be, authorised or licensed by the Central Bank of Lebanon (the "**CBL**") and the Shares cannot be marketed and sold in Lebanon. No public offering of the Shares is being made in Lebanon and no mass-media means of contact are being employed. This

Prospectus is aimed at institutions and sophisticated, high net worth individuals only, and this Prospectus will not be provided to any person in Lebanon except upon the written request of such person.

The Shares may not be sold or transferred except as permitted by the Company and will be subject to significant restrictions upon transfer.

Recipients of this Prospectus should pay particular attention to the disclosure under the heading "Certain Investment Risks" in this Prospectus. Investment in the Shares is suitable only for sophisticated investors with the financial ability and willingness to accept the risks and lack of liquidity associated with such an investment, and said investors must be prepared to bear those risks for an extended period of time.

Malaysia

No approval from the Securities Commission of Malaysia is or will be obtained, nor will any prospectus be filed or registered, nor this Prospectus deposited as an information memorandum, with the Securities Commission of Malaysia for the offering of the Shares in Malaysia. This Prospectus neither constitutes nor is intended to constitute an invitation or offer for subscription or purchase of the Shares to any person in Malaysia. The Shares may not be offered or sold or made available to any person in Malaysia. Neither this Prospectus nor any other offering material or document relating to the Shares may be published or distributed, directly or indirectly, to any person in Malaysia.

Mexico

The Shares are not authorised to be publicly offered in Mexico. The Shares have not been and will not be registered with the Registro Nacional de Valores (the "**National Securities Registry**") maintained by the Comision Nacional Bancaria y de Valores (the "**National Banking and Securities Commission**", or "**CNBV**"), and may not be offered or sold publicly, or otherwise be the subject of brokerage activities in Mexico, except pursuant to a private placement exemption pursuant to article 8 of the Ley del Mercado de Valores, as amended (the "**Mexican Securities Market Law**").

The information contained in this Prospectus is exclusively the responsibility of the Company and has not been reviewed or authorised by the CNBV. In making an investment decision, all investors, including any Mexican investors who may acquire shares from time to time, must rely on their own review of this Prospectus, the Company, the Manager as well as their investment regime and applicable taxes.

New Zealand

This Prospectus is not a product disclosure statement for the purposes of the Financial Markets Conduct Act 2013 (the **FMCA**) and does not contain all the information typically included in such offering documentation.

This offer of Shares in the Company does not constitute a “regulated offer” for the purposes of the FMCA and, accordingly, there is neither a product disclosure statement nor a register entry available in respect of the offer. The Shares in the Company may only be offered in New Zealand in accordance with the FMCA and the Financial Markets Conduct Regulations 2014.

Panama

The Shares have not been and will not be registered with the Security Market Superintendence of the Republic of Panama under Decree Law N°1 of July 8, 1999, as amended by Law 67 of September 1, 2011 (the "**Panamanian Securities Act**") and its Shares may not be publicly offered or sold within the Republic of Panama, except in certain limited private offerings exempt from the registration requirements of the Panamanian Securities Act. The Shares do not benefit from the tax incentives provided by the Panamanian Securities Act and are not subject to regulation or supervision by the Security Market Superintendence of the Republic of Panama.

Peru

The Shares have not been, nor will they be, registered or qualified under the Peruvian Securities Act, as amended. Thus, except with respect to Peruvian Qualified Investors (as defined below), the Shares may not be offered, sold, transferred or delivered directly or indirectly in Peru or to any Peruvian person. Any sales or transfers of Shares in violation of the abovementioned shall be prohibited and treated as null and void, unless the Shares are listed on the Peruvian Stock Exchange under the regulations provided by the Peruvian Securities Act. As of the date of this Prospectus, no such listing is anticipated.

In accordance with the applicable Peruvian regulations contemplated in the Peruvian Securities Law the following entities and individuals qualify as "**Peruvian Qualified Investors**" for the purposes of this Prospectus: (i) banks, finance entities and insurance companies, broker dealers, private pension funds, investment funds, mutual funds and foreign entities that carry out similar activities; (ii) the Public Pension Fund (Oficina de Normalización Previsional), the Public Health Services Entities (EsSalud) and securitization companies; (iii) entities considered as "Qualified Institutional Buyers" under Rule 144-A of the US Securities and Exchange Commission; (iv) other financial entities under the surveillance of the Superintendence of Banking, Insurance and Private Pension Securities Managers; (v) public or private entities engaged in the investment in securities on a regular basis (in the case of private entities, their net worth should be equal to or greater than PEN 750,000.00); (vi) natural persons whose individual net worth, or joint net worth with that person's spouse, at the time of his purchase is equal to or greater than PEN 2,000,000.00, and who had individual net income or joint net income with that person's spouse, equal to or greater than PEN 750,000.00 during the past three (3) years prior to the purchase; (vii) officers and managers of the aforementioned entities; (viii) any corporation in which all of the equity owners are one of the aforementioned persons; and (ix) securities or trusts managed by the aforementioned persons, when they take the investment decisions, if the net worth of said funds or trusts is equal to or greater than PEN 400,000.00.

Philippines

THE SECURITIES BEING OFFERED FOR SALE OR SOLD HEREIN (THE "**SHARES**") HAVE NOT BEEN REGISTERED WITH THE SECURITIES AND EXCHANGE COMMISSION ("**SEC**") OF THE PHILIPPINES UNDER THE SECURITIES REGULATION CODE ("**SRC**"). ANY FUTURE OFFER TO SELL OR SALE OF THE SECURITIES IS SUBJECT TO THE REGISTRATION REQUIREMENTS UNDER THE SRC UNLESS SUCH OFFER TO SELL OR SALE QUALIFIES AS AN EXEMPT TRANSACTION.

The Shares do not relate to an investment company registered with the SEC pursuant to Republic Act No. 2629 or the Investment Company Act. Hence, the Shares are not authorised nor recognised by the SEC and the Shares are not allowed to be sold or be offered for sale to the retail public in the Philippines. The Company has not secured the written confirmation of the SEC that the sale or offer for sale of the Shares in the Philippines is exempt from the registration requirements under the SRC. The Company will comply with all applicable selling and distribution restrictions of the SEC.

The distribution of this Prospectus and the sale or offering for sale of the Shares in the Philippines is not subject to the registration requirements under the SRC and will qualify as an exempt transaction under Section 10.1 (l) of the SRC, if the Shares will be sold or offered for sale only to qualified individual and institutional buyers. The qualified individual and institutional buyers should be registered with a registrar authorised by the SEC and said buyers should possess the qualifications provided under SEC Memorandum Circular No. 6, Series of 2007. If you are not such a qualified individual or institutional buyer, please be guided accordingly by consulting with your legal and financial adviser.

Pursuant to SRC Rule 10.1, a notice of exemption in the form of SEC Form 10-1 shall be filed by the Company with the SEC after the sale of the Shares in accordance with the rules of the SEC.

Russian Federation

No Shares have been offered or sold or transferred or otherwise disposed of, or will be offered or sold or transferred or otherwise disposed of (as part of their initial distribution or at any time thereafter) to or for the benefit of any persons (including legal entities) resident, incorporated, established or having their usual residence in the Russian Federation or to any person located within the territory of the Russian Federation unless and to the extent otherwise permitted under Russian law.

Since neither the issue of the Shares nor a securities prospectus in respect of the Shares has been, or is intended to be, registered with the Federal Service for Financial Markets of the Russian Federation, the Shares are not eligible for initial offering or public circulation in the Russian Federation and may not be offered in the Russian Federation in any way other than to Russian "qualified investors" (as defined under Russian law) in a manner that does not constitute "advertisement", "placement" or "public circulation" (as defined under Russian law) of the Shares in the Russian Federation.

Information set forth in this Prospectus is not an offer, advertisement or invitation to make offers, to sell, exchange or otherwise transfer the Shares in the Russian Federation or to or for the benefit of any Russian person or entity.

Saudi Arabia

This Prospectus includes information given in compliance with the Investment Fund Regulations (the "**Regulations**"). This Prospectus may not be distributed in the Kingdom of Saudi Arabia except to such persons as are permitted under the Regulations. It should not be distributed to any other person, or relied upon by any other person. The Capital Market Authority does not take any responsibility for the contents of the Prospectus, does not make any representation as to its accuracy or completeness, and expressly disclaims any liability whatsoever for any loss arising from, or incurred in reliance upon, any part of this Prospectus. Prospective purchasers of the securities offered hereby should conduct their own due diligence on the accuracy of the information relating to the securities. If you do not understand the contents of this document you should consult an authorized financial adviser.

Singapore

Information for investors in Singapore in relation to marketing and relevant selling restrictions will be contained in a separate information memorandum, which will serve as a country supplement to be provided with the Prospectus when marketing the Company to any investors in Singapore.

South Africa

The Company is a collective investment scheme as defined in the Collective Investment Schemes Control Act, 2002 (**CISCA**). The Company has not been approved as a foreign collective investment scheme in South Africa and therefore in terms of the CISCA the Shares may not be solicited to members of the public in South Africa, which includes: (a) members of any section of the public, whether selected as clients, members, shareholders, employees or ex-employees of the person issuing an invitation to acquire a participatory interest in a collective investment scheme; and (b) a financial institution regulated by any law, but excludes persons confined to a restricted circle of individuals with a common interest who receive the invitation in circumstances which can properly be regarded as a domestic or private business venture between those persons and the person issuing the invitation.

Furthermore, a copy of the Company's Memorandum of Association, and a list of the names and addresses of its Directors, has not been filed with the Companies and Intellectual Property Commission in South Africa. Nor has this Prospectus been registered in South Africa. Accordingly, in terms of the Companies Act 2008, no Shares under this Prospectus shall be offered to the public in South Africa, which includes an offer of the Shares to any section of public, whether selected: (a) as holders of the Shares; (b) as clients of the person issuing the Prospectus; (c) as the holders of any particular class of property; or (d) in any other manner, but does not include an offer made, inter alia, in the following circumstances:

(i) if the offer is made only to: (A) persons whose ordinary business, or part of whose ordinary business, is to deal in securities, whether as principals or agents; (B) the Public Investment Corporation as defined in the Public Investment Corporation Act, 2004; (C) a person or entity regulated by the Reserve Bank of South Africa; (D) an authorised financial services provider, as defined in the Financial Advisory and Intermediary Services Act, 2002; (E) a financial institution, as defined in the Financial Services Board Act, 1990; (F) a wholly-owned subsidiary of a person contemplated in subparagraph (C), (D) or (E), acting as agent in the capacity of an authorised portfolio manager for a pension fund registered in terms of the Pension Funds Act, 1956, or as manager for a collective investment scheme registered in terms of CISC; or (G) any combination of persons contemplated in paragraphs (A) to (F);

(ii) if the total contemplated acquisition cost of the securities, for any single addressee acting as principal, is equal to or greater than the amount prescribed in terms of subsection 96(2) (a) of the Companies Act 2008 (being R1 million as at the date of this Prospectus.

South Korea

Neither the Company nor the the Investment Manager is making any representation with respect to the eligibility of any recipients of this Prospectus to acquire the Shares therein under the laws of Korea, including but without limitation the Foreign Exchange Transaction Act and Regulations thereunder. The Shares have not been registered under the Financial Investment Services and Capital Markets Act of Korea, and none of the Shares may be offered, sold or delivered, or offered or sold to any person for re-offering or resale, directly or indirectly, in Korea or to any resident of Korea except pursuant to applicable laws and regulations of Korea.

Switzerland

Several but not all of the Portfolios of the Company have been registered with the Swiss Financial Markets Supervisory Authority ("**FINMA**"). The Extract Prospectus for Switzerland provides for an exhaustive list of those Portfolios which are registered with FINMA. Distribution of the Portfolios and their Shares which are not registered with FINMA in and from Switzerland is not permitted and these Portfolios and Shares are offered in Switzerland exclusively to qualified investors pursuant to article 10 para 3 lit. a or b of the Collective Investment Schemes Act ("**CISA**"), its Ordinances ("**CISO**" and "**CISO-FINMA**") and FINMA's Circular 2013/9 on Distribution of Collective Investment Schemes. For distribution purposes in Switzerland, only the Extract Prospectus for Switzerland shall be used, other prospectus versions shall neither be distributed, made available nor disclosed to investors which are not qualified investors per article 10 para 3 lit a or b CISA in Switzerland.

Taiwan

The Shares have not been and will not be registered with the Financial Supervisory Commission of Taiwan, the Republic of China pursuant to relevant securities laws and regulations and may not be offered, distributed, or sold in Taiwan, the Republic of China through a public offering or in circumstances which constitute an offer within the meaning of the Securities and Exchange Law of Taiwan, the Republic of China that requires a registration or approval of the Financial Supervisory Commission of Taiwan, the Republic of China.

Thailand

The Shares are not authorised by the Securities and Exchange Commission and the Prospectus has not been approved by or filed with the Securities and Exchange Commission or any other regulatory authority of the Kingdom of Thailand. Accordingly, the Shares may not be offered or sold, or this Prospectus distributed, directly or indirectly, to any person in Thailand except under circumstances which will result in compliance with all applicable laws, regulations and guidelines promulgated by the Thai government and regulatory authorities in effect at the relevant time.

Trinidad and Tobago

The Shares are not authorised by the Securities and Exchange Commission and the Prospectus has not been approved by or filed with the Securities and Exchange Commission or any other regulatory authority in Trinidad and Tobago. Accordingly, the Shares may not be offered or sold, or this Prospectus distributed, directly or indirectly, to any person in Trinidad and Tobago except to market actors registered under the Securities Industry Act and in compliance with the Securities Industry Act and its Regulations.

UNITED ARAB EMIRATES RESIDENTS

This document and the information contained herein, does not constitute, and is not intended to constitute, a public offer of securities in the United Arab Emirates and accordingly should not be construed as such. The Shares are only being offered to a limited number of sophisticated investors in the UAE who (a) are willing and able to conduct an independent investigation of the risks involved in an investment in such Shares, and (b) upon their specific request. The Shares have not been approved by or licensed or registered with the UAE Central Bank, the Securities and Commodities Authority or any other relevant licensing authorities or governmental agencies in the UAE. The document is for the use of the named addressee only and should not be given or shown to any other person (other than employees, agents or consultants in connection with the addressee's consideration thereof). No transaction will be concluded in the UAE and any enquiries regarding the Shares should be made to the local distributor.

United States

No Shares shall be issued in the US or to any US Person unless the Directors otherwise approve in their sole discretion and applicable US disclosures are made prior to such approval.

The Shares have not been, nor will they be, registered or qualified under the Securities Act, or any applicable securities laws of any state or other political sub divisions of the United States of America. The Shares may not be offered, sold, transferred or delivered directly or indirectly in the US or to any US Person unless otherwise approved by the Directors in their sole discretion. Any sales or transfers of Shares in violation of the foregoing shall be prohibited and treated by the Fund as void. All applicants and transferees of Shares must complete an Application Form which confirms, among other things, that a purchase or a transfer of Shares would not result in a sale or transfer to a person or an entity which is a US Person unless otherwise approved by the Directors.

To the extent Shares are offered and sold within the United States or to or for the account or benefit of persons who are “US Persons” within the meaning of Regulation S under the Securities Act (“**Regulation S**”), such offers and sales will be made in transactions exempt from registration under the Securities Act pursuant to Section 4(a)(2) of the Securities Act, Rule 506(b) thereunder and the provisions of Regulation S. None of the US Securities and Exchange Commission, the US Commodity Futures Trading Commission, the securities regulatory authority of any state of the United States or the security regulatory authority of any other jurisdiction has passed upon the value of the Shares, made any recommendations as to their purchase, approved or disapproved this offering, or passed upon the adequacy or accuracy of this Prospectus. Any representation to the contrary is a criminal offense.

Uruguay

The Shares have not been registered with the Central Bank of Uruguay and will be offered in Uruguay only through private offering. In addition, the Company was not established under the system provided for in Law 16,774 of September 27, 1996 (Investment Funds Act).

Venezuela

Under exchange control and securities regulations in effect in Venezuela, the Shares may not be offered to, nor traded with, any individual or entity in Venezuelan territory. Venezuelan investors (whether individuals or entities) may acquire the Shares outside Venezuelan territory.

APPENDIX V
DELEGATES AND SUB-DELEGATES OF THE DEPOSITARY

Country/Market	Subcustodian	Address
Argentina	Citibank N.A., Argentina * * On March 27, 2015, the Comisión Nacional de Valores (CNV: National Securities Commission) has appointed the central securities depository Caja de Valores S.A. to replace the branch of Citibank N.A. Argentina for those activities performed within the capital markets and in its role as custodian.	Bartolome Mitre 502/30 (C1036AAJ) Buenos Aires, Argentina
Australia	National Australia Bank Limited	12th Floor, 500 Bourke Street, Melbourne Victoria 3000, Australia
Austria	Citibank N.A. Milan	Via Mercanti, 12 20121 Milan Italy
Bahrain	HSBC Bank Middle East Limited	2nd Floor, Building No 2505, Road No 2832, Al Seef 428, Bahrain
Bangladesh	The Hongkong and Shanghai Banking Corporation Limited	Management Office, Shanta Western Tower, Level 4, 186 Bir Uttam Mir Shawkat Ali Shorok, (Tejgaon Gulshan Link Road) Tejgaon Industrial Area, Dhaka 1208, Bangladesh
Belgium	Citibank International Limited	Citigroup Centre Canada Square, Canary Wharf London E14 5LB United Kingdom
Bermuda	HSBC Bank Bermuda Limited	Custody and Clearing Department 6 Front Street Hamilton Bermuda HM11
Botswana	Stanbic Bank Botswana Limited	Plot 50672, Fairground Office Park Gaborone, Botswana
Brazil	Citibank N.A., Brazil	Citibank N.A. Avenida Paulista, 1111 – 12th floor Cerqueira Cesar – Sao Paulo, Brazil CEP: 01311-920
Bulgaria	Citibank Europe plc, Bulgaria Branch	48 Sitnyakovo Blvd Serdika Offices, 10th floor Sofia 1505, Bulgaria

Canada	CIBC Mellon Trust Company (CIBC Mellon)	320 Bay Street Toronto, Ontario, M5H 4A6 Canada
Cayman Islands	The Bank of New York Mellon	1 Wall Street New York, NY 10286 United States
Chile	Banco de Chile	Estado 260 2nd Floor Santiago, Chile Postal code 8320204
China	HSBC Bank (China) Company Limited	33 Floor, HSBC Building, Shanghai ifc 8 Century Avenue, Pudong Shanghai, China (200120)
Colombia	Cititrust Colombia S.A. Sociedad Fiduciaria	Carrera 9A No 99-02 Piso 3 Bogota D.C., Colombia
Costa Rica	Banco Nacional de Costa Rica	1st and 3rd Avenue, 4th Street San José, Costa Rica
Croatia	Privredna banka Zagreb d.d.	Radnicka cesta 50 10 000 Zagreb Croatia
Cyprus	BNP Paribas Securities Services S.C.A., Athens	94 V. Sofias Avenue & 1 Kerasountos 115 28 Athens Greece
Czech Republic	Citibank Europe plc, organizacni slozka	Bucharova 2641/14 158 02 Prague 5, Czech Republic
Denmark	Skandinaviska Enskilda Banken AB (Publ)	Kungsträdgårdsgatan 8 106 40 Stockholm - Sweden
Egypt	HSBC Bank Egypt S.A.E.	306 Corniche El Nil, Maadi, Cairo, Egypt
Estonia	SEB Pank AS	Tornimäe Str. 2 15010 Tallinn Estonia
Finland	Finland Skandinaviska Enskilda Banken AB (Publ)	Kungsträdgårdsgatan 8 106 40 Stockholm - Sweden
France	BNP Paribas Securities Services S.C.A.	Office Address: Les Grands Moulins de Pantin – 9 rue du Débarcadère 93500 Pantin, France Legal address: 3 rue d'Antin, 75002 Paris, France
Germany	The Bank of New York Mellon SA/NV, Asset Servicing, Niederlassung Frankfurt am Main	Friedrich-Ebert-Anlage, 49 60327 Frankfurt am Main Germany

Ghana	Stanbic Bank Ghana Limited	Stanbic Heights, Plot No. 215 South Liberation RD, Airport City, Cantonments, Accra, Ghana
Greece	BNP Paribas Securities Services S.C.A., Athens	94 V. Sofias Avenue & 1 Kerasountos 115 28 Athens Greece
Hong Kong	The Hongkong and Shanghai Banking Corporation Limited	1, Queen’s Road, Central Hong Kong
Hungary	Citibank Europe plc. Hungarian Branch Office	Szabadság tér 7 1051 Budapest Hungary
Iceland	Landsbankinn hf.	Austurstraeti 11 155 Reykjavik Iceland
India	Deutsche Bank AG	4th Floor, Block I, Nirlon Knowledge Park, W.E. Highway Mumbai - 400 063, India
Indonesia	Deutsche Bank AG	7th Floor, Deutsche Bank Building Jl. Imam Bonjol No.80, Jakarta – 10310, Indonesia
Ireland	The Bank of New York Mellon	1 Wall Street New York, NY 10286 United States
Israel	Bank Hapoalim B.M.	50 Rothschild Blvd Tel Aviv 66883 Israel
Italy	Citibank N.A. Milan	Via Mercanti 12 20121 Milan Italy
Japan	Mizuho Bank, Ltd.	4-16-13, Tsukishima, Chuo-ku, Tokyo 104- 0052 Japan
Japan	The Bank of Tokyo-Mitsubishi UFJ, Ltd.	1-3-2, Nihombashi Hongoku-cho, Chuo-ku, Tokyo 103-0021, Japan
Jordan	Standard Chartered Bank	1 Basinghall Avenue London, EC2V5DD, England
Kazakhstan	Joint-Stock Company Citibank Kazakhstan	Park Palace Building A, 41 Kazybek Bi Street, Almaty, Kazakhstan

Kenya	CfC Stanbic Bank Limited	First Floor, CfC Stanbic Centre P.O. Box 72833 00200 Chiromo Road, Westlands, Nairobi, Kenya
Kuwait	HSBC Bank Middle East Limited, Kuwait	Hamad Al-Saqr St., Qibla Area, Kharafi Tower, G/1/2 P.O. Box 1683, Safat 13017, Kuwait
Latvia	AS SEB banka	Meistaru iela 1 Valdlauci Kekavas pagasts, Kekavas novads LV-1076 Latvia
Lebanon	HSBC Bank Middle East Limited – Beirut Branch	Lebanon Head Office Minet EL-Hosn, P.O. Box: 11-1380 Beirut, Lebanon
Lithuania	AB SEB bankas	12 Gedimino Av. LT-01103 Vilnius Lithuania
Luxembourg	Euroclear Bank	1 Boulevard du Roi Albert II B-1210 Brussels - Belgium
Malaysia	Deutsche Bank (Malaysia) Berhad	Level 20, Menara IMC No 8 Jalan Sultan Ismail 50250 Kuala Lumpur, Malaysia
Malta	The Bank of New York Mellon SA/NV, Asset Servicing, Niederlassung Frankfurt am Main	Friedrich-Ebert-Anlage, 49 60327 Frankfurt am Main Germany
Mauritius	The Hongkong and Shanghai Banking Corporation Limited	5th Floor, HSBC Centre, 18 Cybercity, Ebene, Mauritius
Mexico	Banco Nacional de México S.A.	Isabel la Catolica No. 44 Colonia Centro Mexico, D.F. C.P. 06000
Morocco	Citibank Maghreb	Zenith Millenium, Immeuble 1 Sidi Maarouf, B.P. 40 20190 Casablanca Morocco
Namibia	Standard Bank Namibia Limited	N2nd Floor, Standard Bank Centre, Town Square Corner of Post Street Mall and Werner List Street Windhoek, Namibia

Netherlands	The Bank of New York Mellon SA/NV	Rue Montoyer, 46 1000 Brussels Belgium
New Zealand	National Australia Bank Limited	12th Floor, 500 Bourke Street, Melbourne Victoria 3000, Australia
Norway	Skandinaviska Enskilda Banken AB (Publ)	Kungsträdgårdsgatan 8 106 40 Stockholm - Sweden
Oman	HSBC Bank Oman S.A.O.G.	2nd Floor, Head Office Building, P.O. Box 1727, Al Khuwair, Postal Code 111, Sultanate of Oman
Pakistan	Deutsche Bank AG	242-243, Avari Plaza, Fatima Jinnah Road Karachi – 75330, Pakistan
Peru	Citibank del Peru S.A.	Avenida Canaval y Moreyra, 480, 3rd floor Lima 27, Peru
Philippines	Deutsche Bank AG	23rd Floor, Tower One & Exchange Plaza, Ayala Triangle, Ayala Avenue, 1226 Makati City Philippines
Poland	Bank Polska Kasa Opieki S.A.	53/57 Grzybowska Street 00-950 Warszawa
Portugal	Citibank International Limited, Sucursal em Portugal	Rua Barata Salgueiro, 30 1269-056 Lisbon Portugal
Qatar	HSBC Bank Middle East Limited, Doha	2nd Floor, Ali Bin Ali Tower, Building no: 150, Al Matar Street (Airport Road) P.O. Box 57, Street no. 950, Umm Ghuwalina Area, Doha, Qatar
Romania	Citibank Europe plc, Romania Branch	145, Calea Victoriei 010072 Bucharest Romania
Russia	Deutsche Bank Ltd	82 Sadovnicheskaya Street, Building 2 115035 Moscow, Russia
Saudi Arabia	HSBC Saudi Arabia Limited	HSBC Building, 7267 Olaya Road, Al-Murooj Riyadh 12283-22555, Kingdom of Saudi Arabia
Serbia	UniCredit Bank Serbia JSC	Rajiceva Street 27-29, 11000 Belgrade, Serbia
Singapore	DBS Bank Ltd	12 Marina Boulevard Marina Bay Financial Centre Tower 3 Singapore 018982
Slovak Republic	Citibank Europe plc, pobocka zahranicnej banky	Mlynske Nivy 43 825 01 Bratislava, Slovak Republic

Slovenia	UniCredit Banka Slovenia d.d.	Smartinska 140, 1000 - Ljubljana, Slovenia
South Africa	The Standard Bank of South Africa Limited	9th Floor 5 Simmonds Street Johannesburg 2001, South Africa
South Korea	The Hongkong and Shanghai Banking Corporation Limited	5th Floor, HSBC Building, 37, Chilpae-ro, Jung-Gu, Seoul, Korea, 100-161
Spain	Banco Bilbao Vizcaya Argentaria, S.A.	Plaza San Nicolás, 4 48005 Bilbao Spain
Sri Lanka	The Hongkong and Shanghai Banking Corporation Limited	24 Sir Baron Jayathilake Mawatha Colombo 01, Sri Lanka
Swaziland	Standard Bank Swaziland Limited	Standard House, Swazi Plaza Mbabane, Swaziland
Sweden	Skandinaviska Enskilda Banken AB (Publ)	Kungsträdgårdsgatan 8 106 40 Stockholm - Sweden
Switzerland	Credit Suisse AG	Paradeplatz 8 8070 Zurich Switzerland
Taiwan	HSBC Bank (Taiwan) Limited	16th floor, Building G, No. 3-1 Park Street Taipei 115, Taiwan
Thailand	The Hongkong and Shanghai Banking Corporation Limited	Level 5, HSBC Building, 968 Rama IV Road, Bangrak Bangkok 10500, Thailand
Tunisia	Banque Internationale Arabe de Tunisie	70-72, Avenue Habib Bourguiba 1080 Tunis Tunisia
Turkey	Deutsche Bank A.S.	Esentepe Mahallesi Büyükdere Caddesi Tekfen Tower No:209 K:17 Sisli TR-34394-Istanbul, Turkey
Uganda	Stanbic Bank Uganda Limited	Plot 17 Hannington Road Short Tower- Crested Towers P.O. Box 7131, Kampala, Uganda
Ukraine	Public Joint Stock Company "Citibank"	16G Dilova Street 03150 Kiev Ukraine
U.A.E.	HSBC Bank Middle East Limited, Dubai	Emaar Square, Building 5, Level 4 PO Box 502601 Dubai, United Arab Emirates
U.K.	Depository and Clearing Centre (DCC) Deutsche Bank AG, London Branch	Winchester House 1 Great Winchester Street London EC2N 2DB United Kingdom

U.K.	The Bank of New York Mellon	1 Wall Street New York, NY 10286 United States
USA	The Bank of New York Mellon	1 Wall Street New York, NY 10286 United States
Uruguay	Banco Itaú Uruguay S.A.	Dr. Luis Bonavita 1266 Toree IV, Piso 10 CP 11300 Montevideo, Uruguay
Venezuela	Citibank N.A., Sucursal Venezuela	Av. Casanova, Centro Comercial El Recreo Torre Norte, Piso 19 Sabana Grande, Caracas 1050 D.C. Venezuela
Vietnam	HSBC Bank (Vietnam) Ltd	The Metropolitan, 235 Dong Khoi Street District 1, Ho Chi Minh City, Vietnam
Zambia	Stanbic Bank Zambia Limited	Stanbic House, Plot 2375, Addis Ababa Drive P.O Box 31955 Lusaka, Zambia
Zimbabwe	Stanbic Bank Zimbabwe Limited	59 Samora Machel Avenue, Harare, Zimbabwe

MAN FUNDS PLC
(THE "COMPANY")

ADDENDUM DATED 12 May 2021
TO THE PROSPECTUS DATED 9 MARCH 2021 AND THE SUPPLEMENT IN RESPECT OF THE MAN GLG PORTFOLIOS DATED 9 MARCH 2021

This Addendum forms part of, and is to be read in conjunction with, the prospectus dated 9 March 2021 in relation to the Company (the "Prospectus") and the supplement in respect of the Man GLG Portfolios dated 9 March 2021 (the "Man GLG Supplement").

The directors of the Company (the "**Directors**") accept responsibility for the information contained in this Addendum. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this Addendum is in accordance with the facts and does not omit anything likely to affect the impact of such information. The Directors accept responsibility accordingly.

Words and expressions not specifically defined herein shall bear the same meaning as that attributed to them in the Prospectus or the Man GLG Supplement (as applicable).

1. The Prospectus and the Man GLG Supplement shall be amended by the substitution wherever appearing of the name of the portfolio, namely "Man GLG European Income Opportunities" with "Man GLG RI Sustainable European Income".

2. The sub-section of the Man GLG Supplement headed "**MAN GLG EUROPEAN INCOME OPPORTUNITIES**" under the "**PORTFOLIO SPECIFIC INFORMATION**" section shall be amended by the inclusion of the following paragraph after the last paragraph under the section titled "***Investment Approach***":

   "The Investment Manager typically applies an exclusion list of controversial stocks or industries which may be related to arms and munitions, nuclear weapons, tobacco and coal production. Further information regarding the exclusion list to be applied is available upon request from the Investment Manager."

The Prospectus and the Man GLG Supplement shall otherwise remain unamended and in full force and effect.

Date: 12 May 2021

MAN FUNDS PLC
(THE "COMPANY")

SECOND ADDENDUM DATED 18 JUNE 2021
TO THE PROSPECTUS DATED 9 MARCH 2021, THE FIRST ADDENDUM DATED 12 MAY 2021
AND THE SUPPLEMENT IN RESPECT OF THE MAN GLG PORTFOLIOS DATED 9 MARCH 2021

This Addendum forms part of, and is to be read in conjunction with, the prospectus dated 9 March 2021 and the first addendum dated 12 May 2021 in relation to the Company (the "Prospectus") and the supplement in respect of the Man GLG Portfolios dated 9 March 2021 (the "Man GLG Supplement").

The directors of the Company (the "**Directors**") accept responsibility for the information contained in this Addendum. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this Addendum is in accordance with the facts and does not omit anything likely to affect the impact of such information. The Directors accept responsibility accordingly.

Words and expressions not specifically defined herein shall bear the same meaning as that attributed to them in the Prospectus or the Man GLG Supplement (as applicable).

1. The sub-section of the Man GLG Supplement headed "**MAN GLG RI GLOBAL SUSTAINABLE GROWTH**" under the "**PORTFOLIO SPECIFIC INFORMATION**" section shall be amended by deleting the first paragraph under the section titled "***Investment Approach***" in its entirety and replacing it with the following:

   "The Portfolio is a concentrated long-only fund which invests in global companies across all market capitalisations. In that regard, the Investment Manager typically forms a portfolio of 25-35 stocks selected from a universe of approximately 3000 stocks made up of global companies with a market capitalisation of over USD 3 billion. The Investment Manager will apply an exclusion list of controversial stocks or industries which may be related to arms and munitions, nuclear weapons, tobacco and fossil fuels. This exclusion list may be reviewed from time to time. Further information regarding the exclusion list to be applied is available upon request from the Investment Manager."

2. The sub-section of the Man GLG Supplement headed "**MAN GLG RI GLOBAL SUSTAINABLE GROWTH**" under the "**PORTFOLIO SPECIFIC INFORMATION**" section shall be amended by deleting the following wording from the second last paragraph under the section titled "***Investment Approach***":

   "The Investment Manager will also apply an exclusion list which prevents it from investing in controversial stocks or industries which may be related to arms and munitions, nuclear weapons, tobacco and coal production. This exclusion list might be reviewed from time to time."

The Prospectus and the Man GLG Supplement shall otherwise remain unamended and in full force and effect.

Date: 18 June 2021

The directors of Man Funds plc (the "Directors") listed in the Prospectus under the heading "The Company", accept responsibility for the information contained in the Prospectus and this Supplement. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in the Prospectus and this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

MAN FUNDS PLC

SUPPLEMENT IN RESPECT OF THE MAN GLG PORTFOLIOS

(Portfolios of Man Funds plc, an umbrella fund with segregated liability between Portfolios authorised by the Central Bank of Ireland pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended)

INVESTMENT MANAGER

GLG PARTNERS LP

The Investment Manager is a member of Man Group plc.

This Supplement is dated 9 March 2021 and forms part of, and should be read in the context of, and together with the Prospectus dated 9 March 2021, as may be amended from time to time (the "Prospectus"), in relation to Man Funds plc (the "Company") and contains information relating to Man GLG Global Equity, Man GLG Global Convertibles, Man GLG RI European Equity Leaders, Man GLG Japan CoreAlpha Equity, Man GLG RI Global Sustainable Growth, Man GLG Pan-European Equity Growth, Man GLG Iberian Opportunities, Man GLG European Income Opportunities, Man GLG Strategic Bond and Man GLG Asia (ex Japan) Equity (each a "Man GLG Portfolio" and together the "Man GLG Portfolios") which are separate portfolios of the Company, which issue the Share Classes outlined in this Supplement.

This Supplement should be read in conjunction with the general description of the Company contained in the Prospectus. All information contained in the Prospectus is deemed incorporated herein. Words and expressions not specifically defined in this Supplement bear the same meaning as that attributed to them in the Prospectus. To the extent that there is any inconsistency between this Supplement and the Prospectus, this Supplement shall prevail.

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IMPORTANT INFORMATION

Statements made in this Supplement are, except where otherwise stated, based on the law and practice currently in force in Ireland and are subject to change.

The Company is authorised and regulated by the Central Bank of Ireland (the "**Central Bank**") as a UCITS.

This Supplement forms part of, and should be read in the context of, and together with the Prospectus as may be amended from time to time (the "**Prospectus**"), which sets out general information in relation to the Company.

As the Company is availing of the provisions of the Investment Funds, Companies and Miscellaneous Provisions Act, 2005, it is intended that each Portfolio will have segregated liability from the other Portfolios and that the Company will not be liable as a whole to third parties for the liability of each Portfolio. However, investors should note the risk factor "*Company's Liabilities*" under the section of the Prospectus titled "*Certain Investment Risks*".

THE MAN GLG PORTFOLIOS

The Company offers a choice of Portfolios, each of which issues separate Share Classes to allow investors a choice of strategic allocation.

This Supplement contains information relating to the following separate Portfolios of the Company (the "**Man GLG Portfolios**"):

Man GLG Global Equity
Man GLG Global Convertibles
Man GLG RI European Equity Leaders
Man GLG Japan CoreAlpha Equity
Man GLG RI Global Sustainable Growth
Man GLG Pan-European Equity Growth
Man GLG Iberian Opportunities
Man GLG European Income Opportunities
Man GLG Strategic Bond
Man GLG Asia (ex Japan) Equity

GLG Partners LP ("**GLG LP**"), a member of the Man Group plc group of companies, has been appointed as investment manager of each of the Man GLG Portfolios and further information in relation to GLG LP is set out in the section of this Supplement entitled "*The Investment Manager*".

Save as otherwise set out herein, the provisions of the Prospectus shall apply in respect of each of the Man GLG Portfolios.

TERMINATION OF PORTFOLIOS

The Company may terminate any Man GLG Portfolio, and redeem all of the Shares of such Portfolio or of a Share Class in the circumstances set out in the section of the Prospectus entitled "*Termination of Portfolios*".

OTHER INFORMATION

No person has been authorised to give any information or to make any representation in connection with the offering or placing of Shares other than those contained in this Supplement and the reports referred to below and, if given or made, such information or representation must not be relied upon as having been authorised by the Company. The delivery of this Supplement (whether or not accompanied by the reports), or any issue of Shares, shall not, under any circumstances, create any implication that the affairs of the Company have not changed since the date of this Supplement.

The distribution of this Supplement and the offering and placing of Shares in certain jurisdictions may be restricted and, accordingly, persons into whose possession this Supplement comes are required by the Company to inform themselves about and to observe such restrictions. This Supplement does not constitute an offer or solicitation to anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation.

Distribution of this Supplement is not authorised unless it is accompanied by a copy of the Prospectus and the Company's latest annual report and audited reports and/or half-yearly report and unaudited accounts (as applicable). These documents, delivered together, will comprise a complete current Prospectus for the offering of Shares of the Man GLG Portfolios.

Prospective investors should seek the advice of their legal, tax and financial advisers if they have any doubts regarding the contents of this Supplement.

An investment in the Man GLG Portfolios should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.

THE INVESTMENT MANAGER

The Manager has appointed GLG LP as investment manager to the Company responsible for providing discretionary investment management and advisory services in respect of the Man GLG Portfolios.

GLG LP is a limited partnership registered under the Limited Partnerships Act 1907 of England and Wales. GLG LP is authorised and regulated by the FCA and is engaged in providing an in-depth investment advice and execution service to select institutions and high net worth individuals worldwide, specialising in discretionary asset management. As at 30 June 2019, GLG LP had funds under management in excess of USD 33.5 billion.

GLG LP is an indirect wholly-owned subsidiary of Man Group plc ("**Man Group**"). Man Group is traded on the London Stock Exchange. Man Group, through its investment management subsidiaries (collectively, "**Man**"), is a global alternative investment management business and provides a range of fund products and investment management services for institutional and private investors globally. As of 30 June 2019 with the combined business, Man has around USD 114.4 billion of assets under management.

GLG LP may also establish an advisory committee for the purpose of advising GLG LP from time to time on issues relating to the provision of investment advice or investment management services by GLG LP to its clients, including the Company. Any such advisory committee will comprise individuals who are principals of, employees of or consultants to GLG LP considered by GLG LP to have relevant sectoral or specialist expertise. GLG LP will continue to have responsibility for the management of the Company's assets and, while GLG LP will consider advice received from the advisory committee, it will continue to have sole responsibility for determining whether such advice should be accepted or implemented by the Company.

The Amended and Restated Investment Management Agreement dated 29 May 2009 between the Manager and GLG LP (as amended and/or restated from time to time, the "**Investment Management Agreement**") provides that in the absence of negligence, wilful default, fraud or bad faith, neither GLG LP nor any of its directors, officers, employees or agents shall be liable for any loss or damage arising out of its performance of its obligations and duties under the Agreement. Under the Investment Management Agreement, in no circumstances shall GLG LP be liable for special, indirect or consequential damages, or for lost profits or loss of business, arising out of or in connection with the performance of its duties, or the exercise of its powers, under the Investment Management Agreement. The Manager is obliged under the Investment Management Agreement to indemnify GLG LP from and against any and all claims, actions, proceedings, damages, losses, liabilities, costs and expenses (including legal fees and expenses) directly or indirectly suffered or incurred by GLG LP in connection with the performance of its duties and/or the exercise of its powers under the Investment Management Agreement, in the absence of any negligence, wilful default, bad faith or fraud.

Under the Investment Management Agreement, GLG LP is entitled to delegate or sub-contract all or any of its functions, powers, discretions, duties and obligations to any person approved by the Manager and with the prior approval of the Central Bank, provided that such delegation or sub-contract shall terminate automatically on the termination of the Investment Management Agreement and provided further that GLG LP shall remain responsible and liable for any acts or omissions of any such delegate as if such acts or omissions were those of GLG LP. GLG LP will pay the fees of any such person so approved. Details of any entity to which investment management responsibilities are delegated will be provided to Shareholders on request and will be disclosed in the periodic reports of the Company.

The appointment of GLG LP under the Investment Management Agreement is not exclusive and the Manager is entitled to appoint other persons to manage the assets of the Company, or of any Portfolio, or to provide investment advice to the Company.

The Investment Management Agreement shall continue in force until terminated by either party thereto on thirty (30) days written notice, provided that such termination shall not take effect until the appointment of a successor investment manager is approved by the Central Bank, unless terminated earlier by either party at any time if the other party: (i) commits any material breach of the Agreement or commit persistent breaches of the Agreement which is or are either incapable of remedy or has or have not been remedied within thirty (30) days of the non-defaulting party serving notice requiring the remedying of the default; (ii) becomes incapable of performing its duties or obligations under the Agreement; (iii) is unable to pay its debts as they fall due or otherwise becomes insolvent or enters into any composition or arrangement with or for the benefit of its creditors or any class thereof; (iv) is the subject of a petition for the appointment of an examiner, administrator, trustee, official assignee or similar officer to it or in respect of its affairs or assets; (v) has a receiver appointed over all or any substantial part of its undertaking, assets or revenues; (vi) is the subject of an effective resolution for the winding up (except in relation to a voluntary winding up for the purposes of reconstruction or amalgamation upon terms previously approved in writing by the other parties); or (vii) is the subject of a court order for its winding up or liquidation. The Investment Management Agreement may also terminate forthwith on the termination of the Management Agreement.

PORTFOLIO SPECIFIC INFORMATION

INVESTMENT POWERS AND RESTRICTIONS

A summary of the investment powers and restrictions applicable to the Portfolios is set out in the section of the Prospectus titled "*Investment Powers and Restrictions*".

EFFICIENT PORTFOLIO MANAGEMENT

The Manager may employ investment techniques and instruments for efficient portfolio management of the assets of any Portfolio including hedging against market movements, currency exchange or interest rate risks under the conditions and within the limits stipulated by the Central Bank under the UCITS Regulations.

These investment techniques and instruments are described in further detail in the section of the Prospectus titled "*Efficient Portfolio Management*".

For the purposes of the section titled "*Efficient Portfolio Management –Currency Transactions"* it should be noted that the base currency of each Man GLG Portfolio is set out below or such other currency as the Directors shall from time to time determine and notify to the Shareholders. In its capacity as investment manager of the Man GLG Portfolios, GLG LP may hedge the investments in each Man GLG Portfolio against currency fluctuations that are adverse to the base currency of the relevant Portfolio.

BORROWING POLICY AND LEVERAGE

Subject to the provisions of the UCITS Regulations and the Central Bank UCITS Regulations, the Company may, from time to time, where collateral is required to be provided in respect of derivatives transactions, pledge Investments of the relevant Portfolio(s) equal in value to the relevant amount of required collateral to the relevant derivative counterparty provided that a pledge agreement has been entered into between the Company and that counterparty. As at the date of this Supplement, the Company is not party to any pledge agreements in respect of the Man GLG Portfolios. In addition, the Company may from time to time at its own discretion enter into pledge agreements with derivative counterparties on behalf of Portfolios.

A Portfolio may be leveraged as a result of its use of derivatives. However, each Portfolio will remain subject to the value-at risk provisions set out in this Supplement.

USE OF FINANCIAL DERIVATIVE INSTRUMENTS

The Man GLG Portfolios may use financial derivative instruments ("FDI") for investment purposes. However, none of the Man GLG Portfolios is expected to have an above average risk profile as a result of its investment in FDI. The Central Bank defines "leverage" as being a fund's global exposure divided by its net asset value, where global exposure is defined as a measure of incremental exposure and leverage generated by using FDI. The extent to which each Man GLG Portfolio may invest in FDIs and adopt policies in relation to leverage will be formulated and agreed by the Directors on an individual Portfolio basis. The description of each Man GLG Portfolio's investment objective is set out below. The extent to which each Man GLG Portfolio may use leverage and FDIs will at all times remain within the limits set out by the UCITS Regulations. Investors should refer to the section of the Prospectus entitled "Certain Investment Risks" and the "*Portfolio Specific Information - Risk Considerations of the Portfolio*" section of this Supplement for information in relation to the risks associated with the use of FDI.

The section immediately below describes certain of the FDI which may be used by the Man GLG Portfolios in implementing their investment policy. Further detail in relation to the FDI to be used by each specific Portfolio is set out in the investment policy for each Portfolio.

Futures

Futures could be used to gain exposure to positions in a more efficient manner or to hedge against market risk. For example a single stock future could be used to provide a Portfolio with exposure to a single security. Index futures could also be used to manage risk, for example to hedge the risk of a security or group of securities held within the underlying index or with a high correlation with the underlying index. A futures position can be created by way of paying a deposit. Because that is typically only a small part of the total value of the futures contract, it is possible to participate through this 'leverage effect' in the price changes of the underlying assets. Thus a small price movement in the underlying asset can result in substantial profits or substantial losses relative to the invested capital.

Forwards

Forward contracts are transactions involving an obligation to purchase or sell a specific instrument or entitlement at a future date at a specified price. Forward contracts may also be used for investment, non-hedging purposes to pursue the Company's investment objective, for example where it is anticipated that a particular currency will appreciate or depreciate in value. Forward contracts may also be used for hedging purposes, such as to protect against uncertainty in the level of future foreign currency exchange rates. Forward contracts may also be used to attempt to protect the value of the Company's existing holdings of securities held in currencies other than the reference currency of the relevant Man GLG Portfolio.

Forward contracts and options thereon, unlike futures contracts, are not traded on exchanges and are not standardised; rather, banks and dealers act as principals in these markets, negotiating each transaction on an individual basis.

Options

An option contains the right to buy or sell a specific quantity of a specific asset at a fixed price at or before a specified future date. There are two forms of options: put or call options. Put options are contracts sold for a premium that give to the buyer the right, but not the obligation, to sell to the seller a specified quantity of a particular asset (or financial instrument) at a specified price. Call options are similar contracts sold for a premium that give the buyer the right, but not the obligation, to buy from the seller a specified quantity of a particular asset (or financial instrument or currency) at a specified price. Options may also be cash-settled. The Company may use such instruments to hedge against market risk to gain exposure to an underlying, for example the relevant underlying equity or equity related security. Any option entered into by the Company will be in accordance with the limits prescribed by the law. A Man GLG Portfolio may enter into options in respect of FDI, including options on futures, credit default swaps, outperformance options and others.

Asset Swapped Convertible Option Transactions (ASCOTS)

An ASCOT consists of an option on a convertible bond that is used to separate the convertible bond into its two constituent parts, ie the bond and the option to acquire stock. ASCOTS will be used by the Investment Manager in an effort to protect a portfolio against the potential impact of credit risk or interest rate risk in a particular convertible bond. In an ASCOT transaction, the Investment Manager sells a convertible bond in return for a combination of a cash payment and a call option which entitles the Investment Manager to repurchase the convertible bond on demand. The convertible bond is repurchased when the Investment Manager determines that it wishes to realise the value of any gain or loss on this call option.

Warrants

A security which is usually issued along with a bond or preferred stock, entitling the holder to buy a specific amount of securities at a specified price, usually above the current market price at the time of issuance, for a specified or unspecified period. If the price of the security rises to above the warrant's exercise price, then the investor can buy the security at the warrant's exercise price and resell it for a profit. Otherwise, the warrant will simply expire.

Share Purchase Rights

Share purchase rights, which give a Portfolio the ability but not the obligation to purchase more shares, may be issued to a Portfolio pursuant to its investment in a particular security and, in such cases, may be retained for the purposes of efficient portfolio management and exercised when considered appropriate

Swaps

Swaps are individually negotiated transactions where each party agrees to make a one-time payment or periodic payments to the other party. Swaps are entered into in an attempt to obtain a particular return without the need to purchase the underlying reference asset. There are a broad range of swaps including total return swaps, price return swaps, volatility swaps, variance swaps, performance swaps, rate swaps, basis swaps, forward rate transactions, swaptions, basket swaps, index swaps, cap transactions, floor transactions, collar transactions, currency swap transactions, cross-currency rate swap transactions which may reference fixed income, equity or hybrid securities, credit, rates, currencies, baskets or indices (including any option with respect to any of these transactions). Certain swap agreements require one party's payments to be "up-front" and timed differently than the other party's payments (such as is often the case with currency swaps), in which case the entire principal value of the swap may be subject to the risk that the other party to the swap will default on its contractual delivery obligations. Other swap agreements, such as interest rate swaps, typically do not obligate the parties to make "principal" payments, but only to pay the agreed rates or amounts as applied to an agreed "notional" amount. As swap transactions are not typically fully funded, a payment of margin is often required by the counterparty.

Exchange rate swaps may be used in order to protect the Company against foreign exchange rate risks. Exchange rate swaps could be used by the Company to protect assets held in foreign currencies from foreign exchange rate risk. Total return, interest rate and currency swaps, could be used to enable the Company to gain exposure to securities, currencies or indices.

A recovery rate swap is an agreement between two parties to swap a real recovery rate (whenever it is ascertained) with a fixed recovery rate. Recovery rate swaps allow investors to hedge the uncertainty of recovery in default.

Further information in relation to total return swaps is set out below.

Swaptions

Swaptions are options which grant the owner the right but not the obligation to enter into an underlying swap.

Variance Swaps

Under the terms of a typical variance swap, parties agree to exchange, at maturity, an amount calculated by reference to realised volatility of an applicable equity index over the lifetime of the swap. The payment amount is determined in accordance with a standard formula which has regard to the anticipated volatility of the relevant index on inception of the swap (referred to as the 'strike level') and realised volatility over the lifetime of the swap. The seller of the variance swap (who is said to have a short variance position) will benefit when realised volatility is lower than the strike level over the period of the swap, in which case the buyer of the variance swap would suffer a loss. Conversely, the buyer of the variance swap (who is said to have a long variance position) will benefit when realised volatility is higher than the strike level, in which case the seller of the variance swap would suffer a loss.

The realised variance of each variance swap - whether long or short - within a Man GLG Portfolio may be subject to a cap. The caps will limit the potential gains and/or losses within the Man GLG Portfolio in respect of each variance swap. In addition, the terms of each swap transaction shall provide that the value of the Man GLG Portfolio cannot fall below zero.

Forward starting variance swaps

Forward starting variance swaps are a type of variance swap contract. They differ from variance swaps in that the anticipated volatility of the swap is calculated with reference to a future time period.

Volatility Swaps

A forward contract whose underlying is the volatility of a given product. Volatility swaps allow investors to trade the volatility of an asset directly. The underlying is usually a foreign exchange rate but could be as well a single name equity or index. Unlike a stock option, which will derive its value from the stock price, these swaps provide pure exposure to volatility alone. Volatility swaps may be used to express a view on future volatility levels, to trade the spread between realised and implied volatility, or to hedge the volatility exposure of other positions.

Dividend Swaps

A dividend swap consists of a series of payments made between two parties at defined intervals over a fixed term (e.g., annually over 5 years). One party - the holder of the fixed leg - will pay its counterparty a pre-designated fixed payment at each interval. The other party - the holder of the floating leg - will pay its counterparty the total dividends that were paid out by a selected underlying, which can be a single company, a basket of companies, or all the members of an index. The payments are multiplied by a notional number of shares.

Contracts for Differences

Contracts for difference ("**CFD**") are contracts between two parties, typically described as 'buyer' and 'seller', stipulating that the seller will pay to the buyer the difference between the current value of an asset and its value when the contract was entered into. In effect, CFDs are financial derivatives that allow investors to take long or short positions on underlying financial instruments. CFDs do not involve the purchase or sale of an asset, only the agreement to receive or pay the movement in its price.

Embedded Derivatives

Convertible Bonds

Convertible Bonds are bonds that can be converted into a predetermined amount of a company's equity at certain times during its life, usually at the discretion of the bondholder.

Convertible Preference Shares

Convertible preference shares are corporate fixed-income securities that can be converted into a certain number of shares of the company's common stock at a specific future date or after a predetermined time period. The fixed-income component offers a steady income stream and some capital protection. The option to convert these securities into stock gives the investor the opportunity to gain from a rise in the share price.

Partly Paid Securities

Partly paid securities are securities on which part only of the capital amount and any premium due has been paid. The outstanding amounts are payable at a time chosen by the company issuing the securities.

Where the Company enters into an arrangement with a counterparty, GLG LP's counterparty selection procedures are centred on various factors to ensure that GLG LP is acting in the best interests of the Company. These criteria include, amongst other factors, credit worthiness, reputation, regulatory oversight, fees and charges and reliability. The counterparties to swap transactions will be institutions subject to prudential supervision and belonging to categories approved by the Central Bank.

Total Return Swaps

A total return swap is a bilateral financial contract, which allows a Portfolio to enjoy all of the cash flow benefits of an asset or portfolio of assets without actually owning this asset. Where a Portfolio undertakes a "total return swap" in respect of an underlying asset, it will obtain a return which is based principally on the performance of the underlying assets of the swap plus or minus the financing charges agreed with the counterparty. Such swap arrangements involve the Portfolio taking on the same market risk as it would have if it held the underlying assets of the swap itself and the return sought is the same financial rewards as if the Portfolio held the underlying security or index, plus or minus the financing costs that would have occurred had the transaction been fully funded from the outset.

The counterparty may provide collateral to the Portfolio so that the Portfolio's risk exposure to the counterparty is reduced to the extent required by the Central Bank. Collateral will be in the form required by the Central Bank. The factors which may be taken into account by the Investment Manager in determining whether to use a total return swap in respect of a portfolio may include, without limitation, costs, market access, regulatory requirements (such as, for example, the prohibition on taking direct short positions in respect of an issuer), benefits of netting certain positions within a single Total Return Swap, portfolio benefits or efficient collateral management.

The counterparties to total return swap transactions will be institutions subject to prudential supervision and belonging to categories approved by the Central Bank and will not have discretion over the composition or management of the Portfolio or over the underlying of the FDIs, nor will any counterparty's approval be required in relation to any of the Portfolio's investment transactions.

The counterparty risk associated with the Swap is set out in more detail in the Prospectus at "*Certain Investment Risks – OTC Derivative Instruments and Counterparty Risk"*.

RISK MANAGEMENT PROCEDURES

Each Man GLG Portfolio is subject to an advanced risk management process in compliance with the UCITS Regulations. Unless outlined in the "*Portfolio Specific Information*" section below, the leverage of a Man GLG Portfolio will not exceed 100% of the Net Asset Value of that Man GLG Portfolio. Therefore, although a Man GLG Portfolio will be leveraged in this sense through its use of FDI, the Investment Manager does not in the ordinary course expect the use of FDI to significantly increase the Man GLG Portfolio's risk profile and save where disclosed in respect of an individual Portfolio, the Investment Manager does not intend to use FDI as a means of gearing the Man GLG Portfolio or as an alternative to borrowing.

With the exception of Man GLG Pan-European Equity Growth each Man GLG Portfolio's global exposure relating to financial derivative instruments will be calculated using a commitment approach. Man GLG Pan-European Equity Growth shall utilise Relative VaR as is detailed below.

SUSTAINABLE FINANCE DISCLOSURE REGULATION

Status under SFDR and Framework Regulation

Save where specified for a particular Portfolio, the Portfolios do not have as their objective sustainable investment and do not promote environmental or social characteristics as described in the EU Regulation 2019/2088 of the European Parliament and the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector (**"SFDR"**). Such Portfolios are therefore not subject to the additional disclosure requirements for financial products referred to in Article 8 or Article 9 of SFDR. For the same reason, such Portfolios are not subject to the requirements of the EU Regulation 2020/852 of the European Parliament and of the Council of 18 June 2020 on the establishment of a framework to facilitate sustainable investment (the **"Framework Regulation"**). The investments underlying such financial products do not take into account the EU criteria for environmentally sustainable economic activities.

Principal Adverse Impacts

The Manager and the Investment Manager do not currently consider the principal adverse impacts of investment decisions on sustainability factors pursuant to Article 4 of SFDR in respect of those Portfolios which do not have as their objective sustainable investment or that promote environmental or social characteristics for the purposes of the SFDR as, taking account of the nature and scale of its activities and the types of products that it makes available, both the Manager and the Investment Manager consider that it would be disproportionate to consider such principal adverse impacts.

The foregoing disclosures are required pursuant to SFDR and the Framework Regulation and do not impact the Investment Manager's approach to responsible investment as described in its Responsible

Investment Policy, which is available at www.man.com/responsible-investment.

Integration of Sustainability Risks

A "sustainability risk" means an environmental, social or governance event or condition that, if it occurs, could cause an actual or a potential material negative impact on the value of an investment.

The Manager has implemented a Sustainability Risk Policy which is available at www.man.com/responsible-investment.

The Manager and the Investment Manager consider that sustainability risks may be relevant to the returns of the Portfolios. A sustainability risk is an environmental, social or governance event or condition that, if it occurs, could cause an actual or potential material negative impact on the value of an investment.

As a discretionary investment manager with a diverse product offering, the Investment Manager's methods and approaches to sustainability risk integration vary between strategies and the Investment Manager focuses on empowering individual investment teams to incorporate sustainability risks in a way that is relevant and effective to them.

To ensure that investment teams have the resources to analyse a company from a sustainability risk perspective, the Investment Manager subscribes to a number of leading ESG data providers. The Investment Manager utilizes a wide array of metrics, such as carbon footprint, social supply chain incidents and controversy scores to facilitate the monitoring and reporting of ESG risks and exposures in real time. This allows investment teams to understand the ESG and sustainability risks faced by their investments and to embed this into their investment decision-making process.

In evaluating sustainability risk, an investment team may take into account the "physical" or tangible risks of a sustainability event (for example, the impact of severe climate events leading to business disruption or losses for its investment positions) and/or the "transition" risk, which focuses on the risk to investments as the world moves towards a more sustainable environmental and social model. In some cases, this sustainability risk may cross-cut into other categories of risk (such as litigation risk or reputational risk).

Sustainability risk forms part of the overall risk management process and is one of many aspects which may, depending on the specific investment opportunity, be relevant to a determination of risk. While the Investment Manager's investment professionals are encouraged to take sustainability risks into account when making an investment decision, sustainability risk may not by itself prevent the Investment Manager from making any investment.

Potential Impact of Sustainability Risks on Investment Returns

Assessment of sustainability risks is complex and requires subjective judgements, which may be based on data which is difficult to obtain and incomplete, estimated, out of date or otherwise materially inaccurate. Even when identified, there can be no guarantee that the Investment Manager will correctly assess the impact of sustainability risks on a Portfolio's investments.

To the extent that a sustainability risk occurs, or occurs in a manner that is not anticipated by the Investment Manager, there may be a sudden, material negative impact on the value of an investment, and hence the Net Asset Value of the relevant Portfolio. Such negative impact may result in an entire loss of value of the relevant investment(s) and may have an equivalent negative impact on the Net Asset Value of the Portfolio.

The impacts following the occurrence of a sustainability risk may be numerous and vary depending on the specific risk and asset class. In general, where a sustainability risk occurs in respect of an asset, there will be a negative impact on, or entire loss of, its value. For a corporate, this may be because of damage to its reputation with a consequential fall in demand for its products or services, loss of key personnel, exclusion from potential business opportunities, increased costs of doing business and/or increased cost of capital. A corporate may also suffer the impact of fines and other regulatory sanctions. The time and resources of the corporate's management team may be diverted from furthering its business and be absorbed seeking to deal with the sustainability risk, including changes to business practices and dealing with investigations and litigation. Sustainability risks may also give rise to loss of assets and/or physical loss including damage to real estate and infrastructure. The utility and value of assets held by businesses to which a Portfolio is exposed may also be adversely impacted by a sustainability risk.

Sustainability risks are relevant as both standalone risks, and also as cross-cutting risks which manifest through many other risk types which are relevant to the assets of a Portfolio. For example, the occurrence of a sustainability risk can give rise to financial and business risk, including though a negative impact on the credit worthiness of other businesses. The increasing importance given to sustainability considerations by both businesses and consumers means that the occurrence of a sustainability risk may result in significant reputational damage to affected businesses. The occurrence of a sustainability risk may also give rise to enforcement risk by governments and regulators, and also litigation risk.

A sustainability risk may arise and impact a specific investment or may have a broader impact on an economic sector, geographical regions and/or jurisdictions and political regions.

Many economic sectors, regions and/or jurisdictions, including those in which a Portfolio may invest, are currently and/or in the future may be, subject to a general transition to a greener, lower carbon and less polluting economic model. Drivers of this transition include governmental and/or regulatory intervention, evolving consumer preferences and/or the influence of non-governmental organisations and special interest groups.

Laws, regulations and industry norms play a significant role in controlling the impact on sustainability factors of many industries, particularly in respect of environmental and social factors. Any changes in such measures, such as increasingly stringent environmental or health and safety laws, can have a material impact on the operations, costs and profitability of businesses. Further, businesses which are in compliance with current measures may suffer claims, penalties and other liabilities in respect of alleged prior failings. Any of the foregoing may result in a material loss in value of an investment linked to such businesses.

Further, certain industries face considerable scrutiny from regulatory authorities, non-governmental organisations and special interest groups in respect of their impact on sustainability factors, such as compliance with minimum wage or living wage requirements and working conditions for personnel in the supply chain. The influence of such authorities, organizations and groups along with the public attention they may bring can cause affected industries to make material changes to their business practices which can increase costs and result in a material negative impact on the profitability of businesses. Such external influence and can also materially impact the consumer demand for a business's products and services which may result in a material loss in value of an investment linked to such businesses.

Sectors, regions, businesses and technologies which are carbon-intensive, higher polluting or otherwise cause a material adverse impact on sustainability factors may suffer from a significant fall in demand and/or obsolescence, resulting in stranded assets the value of which is significantly reduced or entirely lost ahead of their anticipated useful life. Attempts by sectors, regions, businesses and technologies to adapt so as to reduce their impact on sustainability factors may not be successful, may result in significant costs being incurred, and future ongoing profitability may be materially reduced.

In the event that a sustainability risk arises, this may cause investors, including the Investment Manager in respect of a Portfolio, to determine that a particular investment is no longer suitable and to divest of it (or not make an investment in it), further exacerbating the downward pressure on the value of the investment.

In addition to the above, a description of certain other sustainability risks identified by the Investment Manager as being potentially relevant to the investments made by a Portfolio and hence its Net Asset Value is set out in the section of the Prospectus entitled "Certain Investment Risks – Sustainability Risks". This description is not exhaustive.

INVESTMENT OBJECTIVES AND POLICIES OF MAN GLG PORTFOLIOS

Investors should note that there can be no guarantee that any Portfolio will achieve its investment objective.

The investment objective and policies of the Man GLG Portfolios are set out below.

The assets of each Man GLG Portfolio will be invested with the aim of achieving the investment objective and in accordance with the investment policy of that Portfolio. They must also be invested so as to comply with: (1) the investment and borrowing powers and restrictions set out in the UCITS Regulations; (2) the Memorandum and Articles; and (3) the Prospectus and Supplement.

Details of Recognised Markets for the Portfolios are set out in Appendix III to the Prospectus.

At the date of this Supplement, the following Man GLG Portfolios have been established with the following investment objectives and policies and subject to the restrictions specified in "*Investment Powers and Restrictions*" section of the Prospectus.

MAN GLG GLOBAL EQUITY

There are currently no shareholders in Man GLG Global Equity and this Portfolio is closed to further subscription. An application will be made to the Central Bank for the withdrawal of approval of this Portfolio.

Investment Objective

Man GLG Global Equity's investment objective is to provide a high total return for a suitable long term appreciation of the investor's capital.

Investment Policy

The Portfolio will seek to achieve its objective by allocating all or substantially all of its assets in accordance with the investment approach outlined below.

The Portfolio will implement its strategy by investing all or part of the net proceeds of Shares in (i) transferable securities (ii) exchange traded and OTC financial derivative instruments, (iii) money market instruments, (iv) other collective investment schemes and (v) deposits, cash or cash equivalents as described in further detail below under the heading "Investment Instruments and Asset Classes".

Investment Approach

The Investment Manager typically forms a portfolio of 40-80 stocks selected from the universe of stocks, in this case, global equities. The process starts with a top down appraisal of the market cycle leading the Investment Manager to sectors and themes that it finds attractive. A sector or theme is attractive if it offers good value, earnings momentum is viewed as likely to be stronger than the broader market, management has the ability to control costs and increase pricing and if the balance sheet of the underlying companies is assessed as sound. Finally, certain sectors tend to perform better or worse depending on the state of the market cycle. The Investment Manager then selects securities that reflect these sectors or themes based on appraisal of their earnings outlooks, valuations and cash generation properties, with a view also to the sustainability of these cash flows. At different points in the market cycle, the Investment Manager will have different tolerances of valuation and earnings growth, for example early in a cycle, it will look for companies where a given revenue stream will lead to a larger than average move in operating profits, late in a cycle for more stable earnings.

Investment Instruments and Asset Classes

The Portfolio will invest primarily in transferable securities (including, common stock and other equity securities globally such as ordinary shares, preference shares, warrants and rights), but may also invest in money market instruments, government and corporate bonds, bonds convertible into common stock, preferred shares and other fixed income and equity linked investments, which may include but are not limited to such instruments as stock options and equity swaps on a global level. While the Portfolio may invest in securities listed or traded on Recognised Markets in OECD member states and other countries (such as such as ordinary shares, ADRs, GDRs, and occasionally in customised baskets of securities bought on swap agreements), it may also invest in other instruments such as global currencies, money market instruments (including certificates of deposit, commercial paper and bankers acceptances), fixed and floating rate instruments, investment grade and non-investment grade instruments, government or corporate bonds, bonds convertible into common stock (which may embed derivatives and/or leverage), preferred shares and other fixed income investments rated above investment grade by a Recognised Rating Agency or determined by the Investment Manager to be of comparable quality. The Portfolio may hold ancillary liquid assets including term deposits.

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange or market that is located in another jurisdiction. Instruments used to effect such investments include Depositary Receipts and participatory notes.

The Portfolio will be diversified with no more than 15% of the Portfolio's investment in securities listed or traded on Recognised Markets in non-OECD countries and with no country outside the G-8 countries amounting to more than 15% of the Portfolio's investments. The Portfolio may hold ancillary liquid assets. The Portfolio’s net asset allocation can respond dynamically to the Investment Manager's analysis of changing market trends and opportunities. The Investment Manager aims to achieve performance through owning a limited number of concentrated investments, subject to the restrictions described in “Investment Powers and Restrictions”. The Portfolio may use currency transactions including forward currency contracts, currency swaps, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio or to maintain an active currency hedging strategy in respect of the Portfolio’s Share Classes.

The Directors have determined that the Portfolio will not invest more than 15% of its net assets in the following:

(1) issuers with a long term debt rating of less than A from Moody’s S&P or the equivalent as determined by the Investment Manager or, if such securities have a final maturity of less than one year, a short term debt rating of Prime-1/A1 from Moody’s or S&P or the equivalent to the extent possible to determine by the Investment Manager; or

(2) issuers which are not unconditionally guaranteed by a company or entity with a Moody’s or S&P’s long term debt rating of A or better or the equivalent as determined by the Investment Manager or, if such securities have a final maturity of less than one year, a Moody’s or S&P’s short term debt rating of Prime-1/A1 or the equivalent to the extent possible to determine by the Investment Manager.

While the Portfolio will invest primarily in common stock and other equity securities globally, it may also invest in open-ended collective investment schemes where the Investment Manager believes that such investment provide efficient or cost-effective exposure to some or all of the equities, fixed income, money market and other instruments outlined above. Such investment is subject to the restrictions set out in paragraph (iii) of the section of the Prospectus entitled “Investment Powers and Restrictions”. The Portfolio may acquire units in collective investment schemes provided that no more than 10% of the Portfolio’s net assets are invested, in aggregate, in the units of other collective investment schemes, including but not limited to eligible ETFs. Subject to the preceding sentence, the Portfolio may invest in exchange-traded funds, which are typically open-end funds or unit investment trusts, listed on a Recognised Market.

The Portfolio may invest up to 50% of its Net Asset Value in emerging markets.

Investments in emerging market countries can be considered speculative, and therefore may offer higher potential for gains and losses than investments in developed markets of the world. **An investment in a fund which invests in emerging markets should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.** See the section of the Prospectus entitled “Investment Risks – Emerging Markets” for further details.

The Portfolio's investment, directly, or indirectly through the use of derivatives, in equity securities (including, without limitation, common stock, convertibles and warrants) and fixed-income securities listed or traded on Recognised Markets in Russia shall not exceed 20% of the Net Asset Value of the Portfolio. These limits can be changed in the sole discretion of the Directors, subject to advance notification to the Shareholders in the Portfolio.

Principal Adverse Impacts

The Manager and the Investment Manager do not currently consider the principal adverse impacts of investment decisions on sustainability factors pursuant to Article 4 of SFDR in respect of the Portfolio given that a) they currently only consider it in respect of funds that have as their objective sustainable investment or that promote environmental or social characteristics for the purposes of the SFDR and that b) taking account of the nature and scale of their activities and the types of products that they make available, the Manager and the Investment Manager consider that it would be disproportionate to consider such principal adverse impacts.

Use of Financial Derivative Instruments

Subject to complying with the Portfolio’s investment objective, the Portfolio may also use the financial derivative instruments set out in the next paragraph to (i) obtain exposure to equity, fixed income, money market and other investments outlined above where the Investment Manager determines that the use of financial derivative instruments is more efficient or cost effective than direct investment, (ii) take synthetic short positions in relation to individual issuers; (iii) take exposure to equity, financial, fixed income and/or commodity indices related to the investments outlined above (provided that the Portfolio will only enter into derivative instruments in respect of commodity indices which have been approved by the Central Bank), (iv) to take exposures which the Investment Manager believes have a high correlation to the equity, fixed income, money market and other instruments outlined above; (v) to take advantage of the Investment Manager's macroeconomic and thematic analysis of the markets or sectors (for example, entering into an option or swap whose return is linked to general equity volatility in circumstances where the Investment Manager believes that a particular market or sector might suffer a period of volatility) and (vi) enter into currency transactions including forward currency contracts, currency swaps, currency options, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio. In addition, financial derivative instruments may also be used for hedging purposes. Shareholders should have regard to the risk warnings set out in the "Investment Risks" section of the Prospectus. For the avoidance of doubt, where short positions in individual issuers are taken (as referred to at (ii) above), such trades will be for hedging and efficient portfolio management purposes only and not used to achieve leverage within the Portfolio as part of its investment strategy, or to express a view in relation to the direction of the markets or a given issuer.

The Portfolio may use derivative instruments such as swaps (including contracts for differences), exchange traded and OTC call and put options and exchange traded and OTC futures and forward contracts. For example, contracts for differences may be used to secure a profit or avoid a loss by reference to fluctuations in the value or price of property of any description or in a UCITS-compliant index or other factor designated for that purpose in the contract. Swaps in respect of a single security or an index may be used to achieve a profit as well as to hedge existing long positions. The Portfolio may undertake a "total return swap" in respect of equities, UCITS-compliant financial indices, bonds or UCITS-compliant commodity indices. Please see the "*Portfolio Specific Information – Use of Financial Derivative Instruments*" section of this Supplement. Options may be used to hedge or to achieve exposure to a particular market instead of using a physical security. Futures contracts may be used to hedge against market risk or to gain exposure to a particular market or risk type (where risk arises from exposure to broad asset classes e.g. equity, bonds, short term interest rates, FX rates, commodities, volatility etc). For example, the Investment Manager may use equity index futures to gain exposure to equity markets as an alternative to individual equities. Forward contracts may be used to hedge or to gain exposure to a change in the value of an asset, currency or deposit.

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio's market exposure may vary in time but will not exceed a maximum of 100% of the Net Asset Value of the Portfolio for long positions, depending on the Investment Manager's analysis of the prevailing market conditions and considered in light of the investment objective of the Portfolio.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value).

	Expected	Maximum
Total Return Swaps and CFDs	n/a	n/a
Repurchase Agreements & Reverse Repurchase Agreements	n/a	n/a
Stock Lending	n/a	n/a

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "Certain Investment Risks" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, *"Market Risk"*.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking a high total return for a suitable long term appreciation of capital.

Base Currency: USD

Management Fees

The management fees in respect of this portfolio are outlined in the table below. Further information on how this fee is calculated is set out later in the Prospectus in the "*Fees and Expenses*" section.

Share Class Type	**"D"**	**"DY"**	**"I"**
Management Fee	1.50%	1.75%	0.75%

Dealing Terms

Subscription Dealing Deadline (Irish Time)	**Redemption Dealing Deadline (Irish Time)**	**Business Day**	**Valuation Point (Irish time)**
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in Dublin and London are open for normal banking business or such other day as may be specified.	9.00 pm on each Dealing Day

MAN GLG GLOBAL CONVERTIBLES

Investment Objective

Man GLG Global Convertibles' investment objective is to achieve compounded appreciation of the investor's capital through investing globally in an actively managed portfolio of convertible bonds, convertible preference shares, debt securities, warrants and other equity-linked securities, which may include but are not limited to such instruments as stock options and equity swaps, with less volatility than a portfolio of the underlying equities in the international securities markets.

Investment Policy

The Portfolio will seek to achieve its objective by allocating all or substantially all of its assets in accordance with the investment approach outlined below.

The Portfolio will implement its strategy by investing all or part of the net proceeds of Shares in (i) transferable securities (ii) exchange traded and OTC financial derivative instruments, (iii) money market instruments, and (iv) deposits, cash or cash equivalents as described in further detail below under the heading "Investment Instruments and Asset Classes".

The Portfolio may invest principally in financial derivative instruments.

Investment Approach

The Investment Manager uses a variety of techniques to manage the investment process including both top-down and bottom-up elements with the aim of optimising the risk-reward profile of the Portfolio. The Investment Manager utilises equity and credit research and trading expertise as well as convertible bonds specific resources; which include research analysts and valuation models. The top-down element includes a screening process which attempts to single out attractively valued convertibles in sectors and regions that have been identified by the Investment Manager in conjunction with its internal strategists. Once a convertible bond that fits the above profile has been identified, then the equity and credit resources such as models, external and internal research and dedicated analysts are used to validate the original top-down investment idea. Where a particular sector, region or security is identified as an opportunity and no suitable convertible bond exists, the Portfolio will use either synthetic bonds issued by banks or other financial institutions or options strategies to obtain the desired exposure.

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange or market that is located in another jurisdiction. Instruments used to effect such investments include Depositary Receipts and participatory notes.

On a fundamental basis (bottom up approach), opportunities are identified using convertible bond specific models as well as equity and credit research. The Investment Manager uses several models to obtain theoretical prices which are then compared to trading market prices to identify arbitrage or relative value opportunities.

The Portfolio also benefits from the Investment Manager's strong investment banking / brokerage relationships to obtain access to high quality debt instruments. The final stage of the process is to ensure the selected positions fit the desired risk profile for the Portfolio. The Portfolio's positions are reviewed daily to maintain the desired risk and reward profile and as a result of this either: convertible bonds are actively traded, or overlay strategies, which include equity, credit, FX or interest rate futures, options and swaps to manage risk, while maintaining the desired single name positions in convertible bonds considered well valued.

Security selection involves fundamental credit analysis which may include conducting one to one issuer meetings and utilising external research providers.

The Portfolio's investment, directly, or indirectly through the use of derivatives, in equity securities (including, without limitation, common stock, convertibles and warrants) and fixed-income securities listed or traded on Recognised Markets in Russia shall not exceed 20% of the Net Asset Value of the

Portfolio. These limits can be changed in the sole discretion of the Directors, subject to advance notification to the Shareholders in the Portfolio.

The Portfolio is actively managed. The Portfolio does not intend to track the Thomson Reuters Global Focus Convertible Bond Index (Hedged) (the "**Benchmark**") and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error and or relative Value at Risk (VaR) versus the Benchmark as well as relative sector and/or country weights versus the Benchmark and relative duration and equity exposure versus the Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be material. The Benchmark is also used for performance comparison purposes. The Investment Manager will use the Benchmark and the relevant LIBOR rate as a benchmark for the calculation of performance fees for certain Share Classes (as described in the "Management and Performance Fees" section below and the "Fees and Expenses" section of the Prospectus).

Please see the "*Relevant Index for the Portfolio*" section below for a description of the Benchmark.

Principal Adverse Impacts

The Manager and the Investment Manager do not currently consider the principal adverse impacts of investment decisions on sustainability factors pursuant to Article 4 of SFDR in respect of the Portfolio given that a) they currently only consider it in respect of funds that have as their objective sustainable investment or that promote environmental or social characteristics for the purposes of the SFDR and that b) taking account of the nature and scale of their activities and the types of products that they make available, the Manager and the Investment Manager consider that it would be disproportionate to consider such principal adverse impacts.

Investment Instruments and Asset Classes

The Portfolio will invest primarily in convertible bonds (which may embed derivatives and/or leverage), convertible preference shares (which may embed derivatives and/or leverage), debt securities, warrants and other equity-linked securities, which may include but are not limited to such instruments as stock options and equity swaps, with less volatility than a portfolio of the underlying equities in the international securities markets.

The Portfolio will invest primarily in securities listed or traded on Recognised Markets in OECD member states and other countries. The Portfolio will be diversified with no more than 40% of the Portfolio's investments in securities listed or traded on Recognised Markets in non-OECD countries.

The Portfolio's investments will be in accordance with the concentration and other restrictions described in "Investment Powers and Restrictions". There is no limit to the extent the Portfolio may gain exposure to non-investment grade securities. For the avoidance of doubt, the exposure will take into account direct or indirect exposure to non-investment grade securities, including convertible bonds and convertible preference securities, and shall be reduced by any relevant hedges, including synthetic short equity exposures. For these purposes, "investment grade" is defined as a rating of at least BBB- by S&P or Baa3 by Moodys or, where no such rating exists, as determined by the Investment Manager in good faith. The Portfolio may use currency transactions including forward currency contracts, currency swaps, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio or to maintain an active currency hedging strategy in respect of the Portfolio's Share Classes. **An investment in a fund should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.**

The Portfolio may from time to time invest in asset swapped convertible options transactions ("**ASCOT's**"). An ASCOT consists of an option on a convertible bond that is used to separate the convertible bond into its two constituent parts, i.e. the bond and the option to acquire stock.

ASCOTS will be used by the Investment Manager in an effort to protect the Portfolio against the potential impact of credit risk or interest rate risk in a particular convertible bond. In an ASCOT transaction, the Investment Manager sells a convertible bond in return for a combination of a cash payment and a call option which entitles the Investment Manager to repurchase the convertible bond on demand. The convertible bond is repurchased when the Investment Manager determines that it wishes to realise the value of any gain or loss on this call option.

Use of Financial Derivative Instruments

Subject to complying with the Portfolio's investment objective, the Portfolio may also use the financial derivative instruments set out in the next paragraph to (i) obtain exposure to equity, fixed income, money market and other investments outlined above where the Investment Manager determines that the use of financial derivative instruments is more efficient or cost effective than direct investment, (ii) take synthetic short positions in relation to individual issuers; (iii) take exposure to equity, financial, fixed income and/or commodity indices related to the investments outlined above (provided that the Portfolio will only enter into derivative instruments in respect of commodity indices which have been approved by the Central Bank), (iv) to take exposures which the Investment Manager believes have a high correlation to the equity, fixed income, money market and other instruments outlined above; (v) to take advantage of the Investment Manager's macroeconomic and thematic analysis of the markets or sectors (for example, entering into an option or swap whose return is linked to general equity volatility in circumstances where the Investment Manager believes that a particular market or sector might suffer a period of volatility) and (vi) enter into currency transactions including forward currency contracts, currency swaps, currency options, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio. In addition, financial derivative instruments may also be used for hedging purposes. Shareholders should have regard to the risk warnings set out in the "Investment Risks" section of the Prospectus.

The Portfolio may use derivative instruments such as swaps (including contracts for differences), exchange traded and OTC call and put options and exchange traded and OTC futures and forward contracts. For example, contracts for differences may be used to secure a profit or avoid a loss by reference to fluctuations in the value or price of property of any description or in a UCITS-compliant index or other factor designated for that purpose in the contract. Swaps in respect of a single security or an index may be used to achieve a profit as well as to hedge existing long positions. The Portfolio may undertake a "total return swap" in respect of equities, UCITS-compliant financial indices, bonds or UCITS-compliant commodity indices. Please see the "*Portfolio Specific Information – Use of Financial Derivative Instruments*" section of this Supplement. Options may be used to hedge or to achieve exposure to a particular market instead of using a physical security. Futures contracts may be used to hedge against market risk or to gain exposure to a particular market or risk type (where risk arises from exposure to broad asset classes e.g. equity, bonds, short term interest rates, FX rates, commodities, volatility etc). For example, the Investment Manager may use equity index futures to gain exposure to equity markets as an alternative to individual equities. Forward contracts may be used to hedge or to gain exposure to a change in the value of an asset, currency or deposit.

Long-Short Investment Strategy

The Portfolio will seek to apply a long/short investment strategy and intends to take full advantage of the ability to invest in derivatives providing long and "synthetic short" positions through the use of contracts for differences, forwards, futures, options and swaps. However, the Portfolio may take long or synthetic short positions in any asset index in which it invests. The Portfolio's market exposure may vary in time and typically range between 0%-160% for long positions and 0%-30% for short positions of the Net Asset Value of the Portfolio, depending on the Investment Manager's analysis of the prevailing market conditions and considered in light of the investment objective of the Portfolio. These ranges are not limits and the actual exposures may from time to time fall outside these estimated ranges.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	Maximum
Total Return Swaps and CFDs	0%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	15%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "Certain Investment Risks" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, *"Repurchase and Reverse Repurchase Agreements"*, *"Market Risk", "Fixed Income Securities"* and *"Derivative Instruments Generally"* .

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking compounded appreciation of capital.

Base Currency: USD

Management and Performance Fees

The management and performance fees in respect of this portfolio are outlined in the table below. Further information on how these fees are calculated is set out later in the Prospectus in the "*Fees and Expenses*" section.

Share Class Type	"D"	"DL"	"DY"	"DM"	"IL"	"IM"	"I"	"IU"
Management Fee	1.50%	1.35%	1.75%	1.35%	0.60%	0.60%	0.75%	Up to 0.75%
Performance Fee	N/A	20%	N/A	20%	20%	20%	N/A	N/A
Benchmark Return	N/A	LIBOR Benchmark	N/A	Thomson Reuters Global Focus Convertible Bond Index (Hedged)	LIBOR Benchmark	Thomson Reuters Global Focus Convertible Bond Index (Hedged)	N/A	N/A

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in Dublin and London are open for normal banking business or such other day as may be specified.	9.00 pm on each Dealing Day

Performance Fee Calculation Date: The current calculation period for the performance fee is from 1 July 2020 to 26 November 2020. The next calculation period for the performance fee thereafter is 27 November 2020 to 31 December 2021. Thereafter, the calculation period will be 1 January to 31 December in each year. In each case the performance fee shall be calculated in arrears as at the last Business Day of the calculation period.

Relevant Index for the Portfolio

The Thomson Reuters Global Focus Convertible Bond Index (Hedged) is an independent index, created by UBS Investment Bank, acquired by Thomson Reuters and managed by a third party, Mace Advisers. It serves to represent the liquid convertible bond market and is subject to a quarterly reselection process which looks at a number of factors to determine if an issue qualifies for inclusion in the index. The Global Focus Hedged Sub-Index is a subset of the main index which is comprised of issues considered to be balanced convertible bonds. The construction of the sub-index is determined by a monthly review process which considers a set of parameters which define an issue to be balanced or not. These parameters include if the issue is preferred or regular, the level of premium, the price, market capitalisation and region.

MAN GLG RI EUROPEAN EQUITY LEADERS

Investment Objective

Man GLG RI European Equity Leaders' investment objective is to provide a high total return for a suitable long term appreciation of the investor's capital.

Investment Policy

The Portfolio will seek to achieve its objective by allocating all or substantially all of its assets in accordance with the investment approach outlined below.

The Portfolio will implement its strategy by investing all or part of the net proceeds of Shares in (i) transferable securities (ii) exchange traded and OTC financial derivative instruments, (iii) money market instruments, (iv) other collective investment schemes and (v) deposits, cash or cash equivalents as described in further detail below under the heading "Investment Instruments and Asset Classes".

At least 51% of the value of the Portfolio will be invested on an ongoing basis in holdings in equity securities that are authorised for official trading on a stock exchange or included in an organised market.

Investment Approach

The Investment Manager typically forms a portfolio of 30-60 stocks selected from the universe of stocks, in this case, European equities. The Investment Manager typically applies an exclusion list of controversial stocks or industries (e.g. tobacco or cluster munition).

The process starts with a bottom-up approach (evaluating each individual company rather than looking at movements in prices within a particular market or market segment). The Investment Manager selects securities based on appraisal of their earnings outlooks, valuations and cash generation properties, with a view also to the sustainability of these cash flows and also focusing on environmental, social and governance ("**ESG**") factors. In particular, the Investment Manager looks to invest in companies rated favourably for ESG behaviours and policies by third party providers compared to equivalent companies operating in the same industry and companies generating a positive impact based on data collected over a medium to long term period. Behaviours and policies considered (which may be updated from time to time) include the use of renewable energy, diversity of the employee workforce and management remuneration among others. The Investment Manager looks to engage with the companies it invests in, i.e. working collaboratively with corporate management teams to favour ESG behaviours and implement sustainable changes within these companies.

In addition to this process and in determining allocations, the Investment Manager conducts a top down appraisal of the market cycle leading the Investment Manager to sectors and themes that it finds attractive. A sector or theme is attractive if it offers good value, earnings momentum and is viewed as likely to be stronger than the broader market. Sectors such as utilities, pharmaceuticals and education among others are considered along with themes including health, welfare and clean energy. Finally, certain sectors tend to perform better or worse depending on the state of the market cycle. At different points in the market cycle, the Investment Manager will have different tolerances of valuation and earnings growth, for example early in a cycle, it will look for companies where a given revenue stream will lead to a larger than average move in operating profits, late in a cycle for more stable earnings.

The Portfolio is actively managed. The Portfolio does not intend to track the MSCI Europe Total Return Net Dividend (the "**Benchmark**") and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error and or relative Value at Risk (VaR) versus the Benchmark as well as relative sector and/or country weights versus the Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be significant. The Benchmark is also used for performance comparison purposes.

The Benchmark captures large and mid-cap representation across 15 developed market countries in Europe (including Austria, Belgium, Denmark, Finland, France, Germany, Ireland, Italy, the Netherlands, Norway, Portugal, Spain, Sweden, Switzerland and the UK). With 449 constituents, the Index covers approximately 85% of the free float-adjusted market capitalization across the European developed markets equity universe.

Among other characteristics, the Portfolio promotes environmental and social characteristics. These characteristics include, amongst others:

Environmental Characteristics

- the use of energy
- the use of renewable energy
- the use of cleaner energy
- the use of raw materials
- the use of water and land
- the production of waste
- greenhouse gas emissions
- impact on biodiversity
- the circular economy
- resource efficiency
- clean water

Social Characteristics

- tackling inequality
- fostering social cohesion
- fostering social integration
- labour relations
- investing in human capital
- investing in economically or socially disadvantaged communities
- health and welfare
- education

In order to meet the environmental and social characteristics promoted, the Investment Manager applies binding criteria to the selection of underlying assets as part of its investment decision making process. The selection criteria may not be disapplied or overridden by the Investment Manager. The Investment Manager conducts an initial assessment based on its own knowledge of the investee companies and will invest at least 20% of the net long positions in investments that contribute to the environmental and social characteristics promoted by the Portfolio.

Accordingly, the Portfolio may be regarded as "promoting, among other characteristics, environmental or social characteristics, or a combination of those characteristics, provided that the companies in which the investments are made follow good governance practices" within the meaning of Article 8 of SFDR (sometimes referred to as "light green investment"). As the Portfolio does not have sustainable investment as its objective it should not be regarded as falling within Article 9 of SFDR (sometimes referred to as "dark green investment").

Good governance practices of investee companies

The Investment Manager is a signatory to the UK Stewardship Code 2020 (the "Code"). As a signatory to the Code the good governance practices of investee companies are assessed prior to making an investment and periodically thereafter. The Investment Manager's Stewardship Code Statement can be found at https://www.man.com/documents/download/qRWiV-nRQYf-ObR8f-rDmm7/2140541232.1560936603.

The Investment Manager is a signatory to the UN Principles for Responsible Investment (the "UNPRI"). As a signatory to the UNPRI the good governance practices of investee companies are assessed prior to making an investment and periodically thereafter. The Investment Manager's Responsible Investment Policy can be found at www.man.com/responsible-investment.

Further details in relation to the above matters may be included in future updates to this Supplement to the extent required by any future regulatory technical standards to be published by the EU Commission in accordance with the procedures set out in Article 8(3) of SFDR. Further information in relation to the Investment Manager's approach to sustainable investment may be found on the Investment Manager's website at www.man.com/responsible-investment.

Investment Instruments and Asset Classes

The Portfolio will invest at least two thirds of the net assets (after deduction of ancillary liquid assets) in equity securities (excluding securities convertible into equity securities) of issuers with a registered office in Europe or of issuers which derive a predominant part of their revenues from activities in Europe. The Portfolio will invest primarily in securities listed or traded on Recognised Markets in OECD member states and other countries. The Portfolio will invest predominantly in transferable securities (including common stocks and other equity securities). Typically, the Portfolio will invest in ordinary shares, ADRs, GDRs, and occasionally in customised baskets of securities bought on swap agreements.

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange or market that is located in another jurisdiction. Instruments used to effect such investments include Depositary Receipts and participatory notes.

The Portfolio will invest not more than one third of its net assets (after deduction of ancillary liquid assets) in transferable money market securities (including certificates of deposit, commercial paper and bankers acceptances), government and corporate bonds, bonds convertible into common stock (which may embed derivatives and/or leverage), preferred shares and other fixed income and equity linked investments, which may include but are not limited to such instruments as stock options and equity swaps, listed or traded on Recognised Markets. The Portfolio will be diversified with no more than 30% of the Portfolio's investments in securities listed or traded on Recognised Markets in non-OECD countries. The Portfolio may also hold ancillary liquid assets such as time deposits.

The Portfolio's net asset allocation can respond dynamically to the Investment Manager's analysis of changing market trends and opportunities. The Investment Manager aims to achieve performance through owning a limited number of concentrated investments, subject to the restrictions described in "Investment Powers and Restrictions". The Portfolio may use currency transactions including forward currency contracts, currency swaps, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio or to maintain an active currency hedging strategy in respect of the Portfolio's Share Classes.

While the Portfolio will primarily invest in European equity securities, it may also invest in open-ended collective investment schemes where the Investment Manager believes that such investment provide efficient or cost-effective exposure to some or all of the equities, fixed income, money market and other instruments outlined above. Such investment is subject to the restrictions set out in paragraph (iii) of the section of the Prospectus entitled "Investment Powers and Restrictions". The Portfolio may acquire units in collective investment schemes provided that no more than 10% of the Portfolio's net assets are invested, in aggregate, in the units of other collective investment schemes, including but not limited to eligible ETFs. Subject to the preceding sentence, the Portfolio may invest in exchange-traded funds, which are typically open-end funds or unit investment trusts, listed on a Recognised Market.

The Directors have determined that the Portfolio will not invest more than 15% of its net assets in the following:

(1) issuers with a long term debt rating of less than A from Moody's or S&P or the equivalent as determined by the Investment Manager or, if such securities have a final maturity of less than one year, a short term debt rating of Prime-1/A1 from Moody's or S&P or the equivalent to the extent possible to determine by the Investment Manager; or

(2) issuers which are not unconditionally guaranteed by a company or entity with a Moody's or S&P's long term debt rating of A or better or the equivalent as determined by the Investment Manager or, if such securities have a final maturity of less than one year, a Moody's or S&P's short term debt rating of Prime-1/A1 or the equivalent to the extent possible to determine by the Investment Manager.

The Portfolio's investment, directly, or indirectly through the use of derivatives, in equity securities (including, without limitation, common stock, convertibles and warrants) and fixed-income securities listed or traded on Recognised Markets in Russia shall not exceed 20% of the Net Asset Value of the Portfolio. These limits can be changed in the sole discretion of the Directors, subject to advance notification to the Shareholders in the Portfolio.

Use of Financial Derivative Instruments

Subject to complying with the Portfolio's investment objective, the Portfolio may also use the financial derivative instruments set out in the next paragraph to (i) obtain exposure to equity, fixed income, money market and other investments outlined above where the Investment Manager determines that the use of financial derivative instruments is more efficient or cost effective than direct investment, (ii) take synthetic short positions in relation to individual issuers; (iii) take exposure to equity, financial, fixed income and/or commodity indices related to the investments outlined above (provided that the Portfolio will only enter into derivative instruments in respect of commodity indices which have been approved by the Central Bank), (iv) to take exposures which the Investment Manager believes have a high correlation to the equity, fixed income, money market and other instruments outlined above; (v) to take advantage of the Investment Manager's macroeconomic and thematic analysis of the markets or sectors (for example, entering into an option or swap whose return is linked to general equity volatility in circumstances where the Investment Manager believes that a particular market or sector might suffer a period of volatility) and (vi) enter into currency transactions including forward currency contracts, currency swaps, currency options, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio. In addition, financial derivative instruments may also be used for hedging purposes. Shareholders should have regard to the risk warnings set out in the "Investment Risks" section of the Prospectus. For the avoidance of doubt, where short positions in individual issuers are taken (as referred to at (ii) above), such trades will be for hedging and efficient portfolio management purposes only and not used to achieve leverage within the Portfolio as part of its investment strategy, or to express a view in relation to the direction of the markets or a given issuer.

The Portfolio may use derivative instruments such as swaps (including contracts for differences), exchange traded and OTC call and put options and exchange traded and OTC futures and forward contracts. For example, contracts for differences may be used to secure a profit or avoid a loss by reference to fluctuations in the value or price of property of any description or in a UCITS-compliant index or other factor designated for that purpose in the contract. Swaps in respect of a single security or an index may be used to achieve a profit as well as to hedge existing long positions. The Portfolio may undertake a "total return swap" in respect of equities, UCITS-compliant financial indices, bonds or UCITS-compliant commodity indices. Please see the "*Portfolio Specific Information – Use of Financial*

Derivative Instruments" section of this Supplement. Options may be used to hedge or to achieve exposure to a particular market instead of using a physical security. Futures contracts may be used to hedge against market risk or to gain exposure to a particular market or risk type (where risk arises from exposure to broad asset classes e.g. equity, bonds, short term interest rates, FX rates, commodities, volatility etc). For example, the Investment Manager may use equity index futures to gain exposure to equity markets as an alternative to individual equities. Forward contracts may be used to hedge or to gain exposure to a change in the value of an asset, currency or deposit.

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio's market exposure may vary in time but will typically not exceed a maximum of 100% of the Net Asset Value of the Portfolio for long positions, depending on the Investment Manager's analysis of the prevailing market conditions and considered in light of the investment objective of the Portfolio.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	**Maximum**
Total Return Swaps and CFDs	100%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	10%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "Certain Investment Risks" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, *"Repurchase and Reverse Repurchase Agreements", "Market Risk" and* "*Derivative Instruments Generally*".

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking a high total return for a suitable long term appreciation of capital.

Base Currency: EUR

Management Fees

The management fees in respect of this portfolio are outlined in the table below. Further information on how this fee is calculated is set out later in the Prospectus in the "*Fees and Expenses*" section.

Share Class Type	**"D"**	**"DY"**	**"I"**
Management Fee	1.50%	1.75%	0.75%

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in Dublin and London are open for normal banking business or such other day as may be specified.	9.00 pm on each Dealing Day

MAN GLG JAPAN COREALPHA EQUITY

Investment Objective

Man GLG Japan CoreAlpha Equity's investment objective is to provide a high total return for a suitable long term appreciation of the investor's capital.

Investment Policy

The Portfolio will seek to achieve its objective by allocating all or substantially all of its assets in accordance with the investment approach outlined below.

The Portfolio will implement its strategy by investing all or part of the net proceeds of Shares in (i) transferable securities (ii) exchange traded and OTC financial derivative instruments, (iii) money market instruments, and (iv) deposits, cash or cash equivalents as described in further detail below under the heading "*Investment Instruments and Asset Classes*".

At least 51% of the value of the Portfolio will be invested on an ongoing basis in holdings in equity securities that are authorised for official trading on a stock exchange or included in an organised market.

Investment Approach

The Portfolio focuses on stock selection and will generally be well-diversified. The Investment Manager selects stocks for investment from approximately the top 300 stocks by market capitalisation in the Tokyo market. The strategy's approach is to invest in large-capitalised Japanese companies within the Tokyo Stock Price Index focusing on stocks with a low Price to Book Ratio ("**PBR**") and a high dividend yield. The PBR is a financial ratio used to compare a company's current market price to its book value.

The selection process involves four stages:

1. relative price screening over various time periods to identify strategic and tactical opportunities;
2. valuation checks (PBR and dividend yield) to narrow the selection;
3. fundamental review to assess sustainability of the business - markets and management; and
4. credit risk assessment - balance sheet and liquidity.

From those 300 stocks, the Investment Manager then identifies and analyses those stocks which are, in its view, the most undervalued relative to their sector or market peers or relative to their own historical pricing data. The Investment Manager will use this analysis to decide whether to purchase the relevant stocks.

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange or market that is located in another jurisdiction. Instruments used to effect such investments include Depositary Receipts and participatory notes. The Portfolio will however invest primarily in securities of issuers in Japan or of issuers which derive a substantial part of their revenues from activities in Japan.

The Portfolio may also hold ancillary liquid assets such as time deposits.

The Portfolio is actively managed. The Portfolio does not intend to track the Russell/Nomura Large Cap Value Index (Total Return) (the "**Russell Benchmark**") and is not constrained by it. The Russell Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Russell Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error and or relative Value at Risk (VaR) versus the Russell Benchmark as well as relative sector and/or country weights versus the Russell Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the Russell Benchmark, such investment may be in different weights than those used by the Russell Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Russell Benchmark and such deviation may be significant. The Russell Benchmark is also used for performance comparison purposes. The Portfolio also uses the Tokyo Stock Price Index (the "**TOPIX Benchmark**") for performance comparison purposes. The Portfolio may not hold all or any of the components of the TOPIX Benchmark.

The Russell Benchmark is an equity-style sub-index of the Russell/Nomura Total Market Index which comprises approximately 2,000 of the largest Japan securities as determined by total market capitalization and measures the performance of the broad market. The Russell Benchmark contains those Russell/Nomura Large securities with less-than-average growth characteristics. Securities in this index generally have lower price-to-book ratios than the Russell/Nomura Large Cap Growth index.

The TOPIX Benchmark is a capitalization-weighted index of all companies listed on the First Section of the Tokyo Stock Exchange. This index is supplemented by the subindices of the 33 industry sectors. The TOPIX Benchmark shows the current market capitalization of companies assuming that market capitalization as of the base date (4 January 1968) is 100 points. The measure is used to determine the overall trend in the stock market.

Principal Adverse Impacts

The Manager and the Investment Manager do not currently consider the principal adverse impacts of investment decisions on sustainability factors pursuant to Article 4 of SFDR in respect of the Portfolio given that a) they currently only consider it in respect of funds that have as their objective sustainable investment or that promote environmental or social characteristics for the purposes of the SFDR and that b) taking account of the nature and scale of their activities and the types of products that they make available, the Manager and the Investment Manager consider that it would be disproportionate to consider such principal adverse impacts.

Investment Instruments and Asset Classes

The Portfolio will invest predominantly in common stocks, ADRs and other equity securities but may also invest in transferable money market securities (including certificates of deposit, commercial paper and bankers acceptances), fixed and floating rate government and corporate bonds, bonds convertible into common stock, preferred shares and other fixed income and equity linked investments, which may include but are not limited to such instruments as stock options and equity swaps, listed or traded on Recognised Markets. The Portfolio will be diversified with no more than 30% of the Portfolio's investments in securities listed or traded on Recognised Markets in non-OECD countries.

The Portfolio may also purchase transferable money market instruments (including certificates of deposit, commercial paper and bankers acceptances). The Portfolio may also hold ancillary liquid assets such as term deposits.

The Portfolio's net asset allocation can respond dynamically to the Investment Manager's analysis of changing market trends and opportunities (such as price, economic, technical or other market factors). While the intention of the Investment Manager is to invest primarily in common stock and other equity related instruments, in exceptional market conditions or where the Investment Manager is of the opinion that there are insufficient investment opportunities in such securities, the Investment Manager may retain a significant proportion of the Portfolio in cash and/or invest a significant proportion or all of the Portfolio in liquid assets including cash equivalents such as term deposits, bank certificates, liquid government debt instruments and money market instruments (as outlined above). The Investment Manager may also hold cash and/or invest in liquid assets in order to meet redemption requirements, comply with the requirements of the Prospectus, the UCITS Regulations and/or the Central Bank in relation to leverage and the cover of positions held through financial derivative instruments.

The Investment Manager aims to achieve performance through owning a limited number of concentrated investments, subject to the restrictions described in "Investment Powers and Restrictions". The Portfolio may use currency transactions including forward currency contracts, currency swaps, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio or to maintain an active currency hedging strategy in respect of the Portfolio's Share Classes.

The Portfolio will only invest, directly or indirectly, in assets with a credit risk rating from a rating agency registered in the EU (including the United Kingdom in the event that it leave the EU), or a comparable internal risk assessment from the Investment Manager of the aforementioned Portfolio. When external ratings are used, the management company will conduct an additional internal credit risk assessment of the assets in question.

The Portfolio will not actively invest, directly or indirectly, in assets for which the aforementioned credit risk rating is less than a minimum of "High Yield" (B- from Standard & Poor's or Fitch, or B3 from Moody's).

It is not envisaged that the Portfolio will invest in asset-backed securities ("**ABS**"). If this changes in the future, the Portfolio will only invest in ABS for which the aforementioned credit risk rating is a minimum of "Investment Grade" (BBB- from Standard & Poor's or Fitch, or Baa3 from Moody's).

In the event that a credit rating of directly or indirectly held assets subsequently deteriorates to below "High Yield" (B- from Standard & Poor's or Fitch, or B3 from Moody's) (or "Investment Grade" (BBB- from Standard & Poor's or Fitch, or Baa3 from Moody's) in the case of ABS), the affected assets will be sold within six months, unless they are rated at High Yield (or Investment Grade for ABS) again during this period.

It is not envisaged that the Portfolio will invest in subordinated bonds. If this changes in the future, investment in subordinated bonds which can be converted from debt to equity upon occurrence of a trigger event pre-defined in the contractual terms and conditions, or whose nominal amount can be reduced (so-called CoCo bonds), will only account for a small portion of the Portfolio volume (max. 5%).

Use of Financial Derivative Instruments

Subject to complying with the Portfolio's investment objective, the Portfolio may also use the financial derivative instruments set out in the next paragraph to (i) obtain exposure to equity, fixed income, money market and other investments outlined above where the Investment Manager determines that the use of financial derivative instruments is more efficient or cost effective than direct investment, (ii) take synthetic short positions in relation to individual issuers, (iii) take exposure to equity, financial, fixed income and/or commodity indices related to the investments outlined above (provided that the Portfolio will only enter into derivative instruments in respect of commodity indices which have been approved by the Central Bank), (iv) to take exposures which the Investment Manager believes have a high correlation to the equity, fixed income, money market and other instruments outlined above; (v) to take advantage of the Investment Manager's macroeconomic and thematic analysis of the markets or sectors (for example, entering into an option or swap whose return is linked to general equity volatility in circumstances where the Investment Manager believes that a particular market or sector might suffer a period of volatility) and (vi) enter into currency transactions including forward currency contracts, currency swaps, currency options, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio. In addition, financial derivative instruments may also be used for hedging purposes. Shareholders should have regard to the risk warnings set out in the "Investment Risks" section of the Prospectus. For the avoidance of doubt, where short positions in individual issuers are taken (as referred to at (ii) above), such trades will be for hedging and efficient portfolio management purposes only and not used to achieve leverage within the Portfolio as part of its investment strategy, or to express a view in relation to the direction of the markets or a given issuer.

The Portfolio may use derivative instruments such as swaps (including contracts for differences), exchange traded and OTC call and put options and exchange traded and OTC futures and forward contracts. For example, contracts for differences may be used to secure a profit or avoid a loss by reference to fluctuations in the value or price of property of any description or in a UCITS-compliant index or other factor designated for that purpose in the contract. Swaps in respect of a single security or an index may be used to achieve a profit as well as to hedge existing long positions. The Portfolio may undertake a "total return swap" in respect of equities, UCITS-compliant financial indices, bonds or UCITS-compliant commodity indices. Please see the "*Portfolio Specific Information – Use of Financial Derivative Instruments*" section of this Supplement. Options may be used to hedge or to achieve exposure to a particular market instead of using a physical security. Futures contracts may be used to hedge against market risk or to gain exposure to a particular market or risk type (where risk arises from exposure to broad asset classes e.g. equity, bonds, short term interest rates, FX rates, commodities, volatility etc). For example, the Investment Manager may use equity index futures to gain exposure to equity markets as an alternative to individual equities. Forward contracts may be used to hedge or to gain exposure to a change in the value of an asset, currency or deposit.

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio's market exposure may vary in time but will typically not exceed a maximum of 100% of the Net Asset Value of the Portfolio for long positions, depending on the Investment Manager's analysis of the prevailing market conditions and considered in light of the investment objective of the Portfolio.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	Maximum
Total Return Swaps and CFDs	0%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	15%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "Certain Investment Risks" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, *"Repurchase and Reverse Repurchase Agreements" and* "*Derivative Instruments Generally*".

Investors should also have particular regard to the liquidity risk associated with the Portfolio's concentrated exposure to the Japanese equity market, particularly given the large size of the Portfolio as at the date of this Supplement. Should circumstances arise where redemptions from the Portfolio are substantial in nature, for example in stressed market conditions, the concentration of the Portfolio's exposure to this market and the size of the Portfolio may negatively impact the Investment Manager's ability to dispose of the required securities in order to meet these substantial redemption requests, which may also have a negative impact on the value of a Shareholder's investment. This limited diversity could also expose the Portfolio to losses disproportionate to market movements in general.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking to generate a high total return for a suitable long term appreciation of the investor's capital.

Base Currency: JPY

Management Fees

The management fees in respect of this portfolio are outlined in the table below. Further information on how this fee is calculated is set out later in the Prospectus in the "*Fees and Expenses*" section.

Share Class Type	"D"	"I"	"IXX"
Management Fee	1.50%	0.75%	Up to 0.75%

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in Dublin, London and Japan are open for normal banking business or such other day as may be specified.	9.00 pm on each Dealing Day

MAN GLG RI GLOBAL SUSTAINABLE GROWTH

Investment Objective

Man GLG RI Global Sustainable Growth's investment objective is to provide long term capital appreciation and outperform its reference benchmark over the long-term.

Investment Policy

The Portfolio will seek to achieve its objective by allocating all or substantially all of its assets in accordance with the investment approach outlined below.

The Portfolio will be actively managed and will invest all or part of the net proceeds of Shares in (i) transferable securities (ii) exchange traded and OTC financial derivative instruments, (iii) money market instruments, (iv) other collective investment schemes and (v) deposits, cash or cash equivalents as described in further detail below under the heading "Investment Instruments and Asset Classes".

At least 51% of the value of the Portfolio will be invested on an ongoing basis in holdings in equity securities that are authorised for official trading on a stock exchange or included in an organised market.

Investment Approach

The Portfolio is a concentrated long-only fund which invests in global companies across all market capitalisations. In that regard, the Investment Manager typically forms a portfolio of 25-35 stocks selected from a universe of approximately 3000 stocks made up of global companies with a market capitalisation of over USD 3 billion. The Investment Manager will apply an exclusion list of controversial stocks or industries which may be related to arms and munitions, nuclear weapons, tobacco and companies that have greater than a de minimis amount of revenues associated with coal production. Further information regarding the exclusion list to be applied is available upon request from the Investment Manager.

The stock selection process starts with a bottom-up approach (evaluating each individual company rather than looking at movements in prices within a particular market or market segment) leading to stocks that the Investment Manager believes demonstrate consistent growth. A company demonstrates consistent growth if it shows good cash flows (by way of income earned or cash generated in the course of its operations) and projected earnings (for example, where the return on revenue generated is likely to exceed production and operating costs), which the Investment Manager feels provide the best chance of sustainable growth in the medium to long-term. In particular, the Investment Manager looks to invest in companies where products and/or processes demonstrate sustainable behaviours. Behaviours and policies (which may be updated from time to time) which are deemed sustainable include the presence of a purpose-led culture, balancing present and future earnings, respectful conduct to all stakeholders and mindfulness of the planet's finite resources. The Investment Manager will favour companies where material ESG behaviours lead to long-term competitive leadership and growth potential. The Investment Manager looks to engage with the companies it invests in, i.e. working collaboratively with corporate management teams to favour ESG behaviours and encourage sustainable changes within these companies.

In addition to the above, the Investment Manager's research focuses on selecting stocks based on market share, competitive advantages in the issuer's relevant market, revenue capabilities (ie, the ability to generate returns even where other companies on the market or exchange on which it is listed are experiencing losses), pricing power (ie, companies which have the power to price their own products independently and are not subject to competition or other factor which could lower prices or result in lower profit margins), healthy balance sheets (ie, companies which evidence the ability to pay all liabilities as they fall due) and attractive valuation in terms of the ratio between the price of the relevant stock and the earnings and dividends paid in respect of such stock (the price-earnings ratio). The analysis integrates stock specific environmental, social and governance considerations material to the long-term competitive leadership and growth potential of the stock. The Investment Manager will use a number of approaches to assess a given issuer or stock, including a review of financial statements and other reports issued by the relevant issuer, the views of market analysts and researchers and third party

ESG data providers, in certain circumstances, meetings with the management of target issuers. The Investment Manager typically expects investments to achieve average annualised returns of 10% through share price expansion and dividends in local currency terms in normal market conditions over the long term. However, actual total fund level returns may vary significantly and cannot be guaranteed due to market conditions and currency revaluation.

This strategy typically leads to a portfolio of stocks which generally fall into the one of the below two categories:

1. Companies which are market leaders in their respective industries and have sustainable business models with sustainable practices, with projected healthy earnings, cash-flow and expansion plans. It is anticipated that the majority of the Portfolio will be invested in this category.

2. Companies which demonstrate a competitive advantage in relatively new and underdeveloped markets, which include companies which the Investment Manager believes can successfully disrupt established marketplaces through the introduction of new and innovative products, work practices or means of doing business. It also includes companies which, the Investment Manager believes, are improving their current ESG practices and as such will create value. The Investment Manager may engage with companies on specific ESG topics from time to time.

The Portfolio will have a global focus and will be agnostic to sector and country weightings.

The Portfolio is actively managed. The Portfolio does not intend to track the MSCI World Total Return Net Dividend (the "**Benchmark**") and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error versus the Benchmark as well as relative sector and/or country weights versus the Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be significant. The Benchmark is also used for performance comparison purposes. The Investment Manager will also have regard to the Benchmark for the calculation of performance fees for certain Share Classes (as described in the "*Management and Performance Fees*" section below).

Please see the "*Relevant Index for the Portfolio*" section below for a description of the Benchmark.

As the Investment Manager will apply the ESG criteria outlined above, the Portfolio may be regarded as promoting, among other characteristics, environmental and social characteristics within the meaning of Article 8 of SFDR (sometimes referred to as "light green investment"). As the Portfolio does not have sustainable investment as its objective it should not be regarded as falling within Article 9 of SFDR (sometimes referred to as "dark green investment"). The characteristics promoted by the Fund reflect the Investment Manager's belief that a company can only be successful if it is respectful to all stakeholders and if it is mindful of the planet's finite resources. Therefore, the Portfolio promotes characteristics such as increasing use of renewable energy, reducing emission and water, focus on circular economy, responsible sourcing, amongst others. The Portfolio also promotes social characteristics such as responsible labour relations, investing in human health and capital, tacking inequality, amongst others.

In order to meet the environmental and social characteristic promoted, the Investment Manager looks for companies that are run with an all-stakeholder approach in mind. Behaviours and policies which denote an all-stakeholder approach, amongst others, include the presence of a purpose-led culture, balancing present and future earnings, respectful conduct to all stakeholder and mindfulness of the planet's finite resources. The Investment Manager will also apply an exclusion list which prevents it from investing in controversial stocks or industries which may be related to arms and munitions, nuclear weapons, tobacco and coal production. This exclusion list might be reviewed from time to time.

The Investment Manager conducts an initial assessment based on its own knowledge of the investee companies and will invest at least 20% of the net long positions in investments that contribute to the environmental and social characteristics promoted by the Portfolio.

Good governance practices of investee companies

The Investment Manager is a signatory to the UK Stewardship Code 2020 (the "Code"). As a signatory to the Code the good governance practices of investee companies are assessed prior to making an investment and periodically thereafter. The Investment Manager's Stewardship Code Statement can be found at https://www.man.com/documents/download/qRWiV-nRQYf-ObR8f-rDmm7/2140541232.1560936603.

The Investment Manager is a signatory to the UN Principles for Responsible Investment (the "UNPRI"). As a signatory to the UNPRI the good governance practices of investee companies are assessed prior to making an investment and periodically thereafter. The Investment Manager's Responsible Investment Policy can be found at www.man.com/responsible-investment.

Further details in relation to the above matters may be included in future updates to this Supplement to the extent required by any future regulatory technical standards to be published by the EU Commission in accordance with the procedures set out in Article 8(3) of SFDR. Further information in relation to the Investment Manager's approach to sustainable investment may be found on the Investment Manager's website at www.man.com/responsible-investment.

Investment Instruments and Asset Classes

The Portfolio will invest at least two thirds of the net assets (after deduction of ancillary liquid assets) in equity securities globally (excluding securities convertible into equity securities). The Portfolio will invest primarily in securities listed or traded on Recognised Markets in OECD member states and other countries. Typically, the Portfolio will invest predominantly in transferable securities, including ordinary shares, preference shares, common stocks, depositary receipts (including ADRs and GDRs), rights, warrants and other equity securities).

The Portfolio will invest not more than one third of its net assets (after deduction of ancillary liquid assets) in transferable money market securities (including certificates of deposit, commercial paper and bankers acceptances), fixed and floating rate instruments, investment grade instruments, government and corporate bonds, bonds convertible into common stock (which may embed derivatives and/or leverage), preferred shares and other fixed income and equity linked investments, which may include but are not limited to such instruments as stock options and equity swaps, listed or traded on Recognised Markets. The Portfolio may also hold ancillary liquid assets such as time deposits.

While the Portfolio will primarily invest in global equity securities, it may also invest in open-ended collective investment schemes where the Investment Manager believes that such investment provide efficient or cost-effective exposure to some or all of the equities, fixed income, money market and other instruments outlined above. Such investment is subject to the restrictions set out in paragraph (iii) of the section of the Prospectus entitled "Investment Powers and Restrictions". The Portfolio may acquire units in collective investment schemes provided that no more than 10% of the Portfolio's net assets are invested, in aggregate, in the units of other collective investment schemes, including but not limited to eligible ETFs (which are typically open-ended funds or unit investment trusts), listed on a Recognised Market.

While the intention of the Investment Manager is to invest, in normal circumstances, in the investments referred to above, in exceptional market conditions or where the Investment Manager is of the opinion that there are insufficient investment opportunities in such securities, the Investment Manager may retain a significant proportion of the Portfolio in cash and/or invest a significant proportion or all of the Portfolio in liquid assets including cash equivalents such as term deposits, bank certificates, liquid government debt instruments and money market instruments. The Investment Manager may also hold cash and/or invest in liquid assets in order to comply with the requirements of the Prospectus, the UCITS Regulations and/or the Central Bank in relation to leverage and to cover off positions held through FDI.

The Portfolio's net asset allocation can respond dynamically to the Investment Manager's analysis of changing market trends and opportunities. For example, if a given jurisdiction was experiencing market turbulence, the Investment Manager may scale back investing in that jurisdiction to reduce exposure to such a market. As set out above, the Investment Manager aims to achieve performance through owning a limited number of concentrated investments, subject to the restrictions described in "Investment Powers and Restrictions". The Portfolio may use currency transactions including forward currency contracts, currency swaps, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio or to maintain an active currency hedging strategy in respect of the Portfolio's Share Classes.

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange or market that is located in another jurisdiction. Instruments used to effect such investments include Depositary Receipts and participatory notes.

Use of Financial Derivative Instruments

Subject to complying with the Portfolio's investment objective, the Portfolio may also use the financial derivative instruments set out in the next paragraph to (i) obtain exposure to equity, fixed income, money market and other investments outlined above where the Investment Manager determines that the use of financial derivative instruments is more efficient or cost effective than direct investment, (ii) take synthetic short positions in relation to individual issuers; (iii) take exposure to equity, financial, fixed income indices related to the investments outlined above (iv) to take exposures which the Investment Manager believes have a high correlation to the equity, fixed income, money market and other instruments outlined above; and (v) enter into currency transactions including forward currency contracts, currency swaps, currency options, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio. In addition, financial derivative instruments may also be used for hedging purposes. Shareholders should have regard to the risk warnings set out in the "Investment Risks" section of the Prospectus. For the avoidance of doubt, where short positions in individual issuers are taken (as referred to at (ii) above), such trades will be for hedging and efficient portfolio management purposes only and not used to achieve leverage within the Portfolio as part of its investment strategy, or to express a view in relation to the direction of the markets or a given issuer.

The Portfolio may use derivative instruments such as swaps (including contracts for differences), exchange traded and OTC call and put options and exchange traded and OTC futures and forward contracts. For example, contracts for differences may be used to secure a profit or avoid a loss by reference to fluctuations in the value or price of the relevant reference asset or in a UCITS-compliant index or other factor designated for that purpose in the contract. Swaps in respect of a single security or an index may be used to achieve a profit as well as to hedge existing long positions. The Portfolio may undertake a "total return swap" in respect of equities, UCITS-compliant financial indices or bonds. Options may be used to hedge or to achieve exposure to a particular market instead of using a physical security. Futures contracts may be used to hedge against market risk or to gain exposure to a particular market or risk type (where risk arises from exposure to broad asset classes e.g. equity, bonds, short term interest rates, FX ratesetc). For example, the Investment Manager may use equity index futures to gain exposure to equity markets as an alternative to individual equities. Forward contracts may be used to hedge or to gain exposure to a change in the value of an asset, currency or deposit.

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio's market exposure may vary in time but will typically not exceed a maximum of 100% of the Net Asset Value of the Portfolio for long positions, depending on the Investment Manager's analysis of the prevailing market conditions and considered in light of the investment objective of the Portfolio.

Leverage

The level of leverage to be incurred through the use of financial derivative instruments is not expected to exceed 200% of the Net Asset Value of the Portfolio although this figure could be higher from time to time.

Leverage is defined as the sum of the gross notional values of all financial derivative contracts. Attention should also be drawn to the fact that one derivative contract may partially or perfectly offset the market risk of another derivative contract. Derivative contracts may also reduce the risks associated with holdings in non-derivative products, e.g. on bonds and fixed income instruments. Disclosure of the gross notional value of derivatives is a requirement under UCITS, and as this measure does not reflect the netting or offsetting just described, it does not necessarily represent the market risk incurred through the use of derivatives. As disclosed above, the Portfolio may use financial derivative instruments to obtain exposure to permitted investments where such use is more efficient or cost effective than direct investment but does not intend to engage in leverage or obtain increased market exposure where financial derivative instruments are used in this manner. Accordingly, the leverage figure derived under the sum of the notionals methodology will be primarily due to the use of financial derivative instrument for currency hedging and other efficient portfolio management purposes.

Assessment of Value-at-Risk

The Portfolio will utilise a "Relative VAR" approach which aims to ensure that the value-at-risk of the Portfolio shall be no greater than twice the value-at-risk of the Benchmark. The Value-at-Risk of the Portfolio is an estimation of the maximum loss which the Portfolio may incur over a 20 day (one month) holding period and a return historical observation period of at least 1 year using a one tailed confidence interval of 99%. The Portfolio will measure its value-at-risk using the Relative VaR approach on a daily basis. The reference portfolio, the Benchmark, a free float-adjusted market capitalisation weighted index, broadly represents the intended characteristics of the Portfolio with regard to potential investments, currency, maturity, country and credit ratings. The Investment Manager may alter the reference portfolio from time to time to any other benchmark which the Investment Manager determines, in its sole discretion, is generally representative of the securities in which the Portfolio will invest. Shareholders will not be notified in advance of any change in the reference portfolio where this does not result in a material change to the risk profile of the Portfolio. However, such change will be notified to Shareholders in the periodic reports of the Portfolio following such change.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	Maximum
Total Return Swaps and CFDs	20%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	10%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "Certain Investment Risks" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, *"Repurchase and Reverse Repurchase Agreements"*.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking long-term capital growth with an investment horizon of at least five years.

Base Currency: USD

Management and Performance Fees

The management and performance fees in respect of this portfolio are outlined in the table below. Further information on how this fee is calculated is set out later in the Prospectus in the "*Fees and Expenses*" section.

Share Class Type	**"D"**	**"DY"**	**"DF"**	**"I"**	**"IF"**	**"IM"**	**"IMF"**
Management Fee	1.50%	1.75%	1.05%	0.75%	0.30%	0.50%	0.20%
Performance Fee	N/A	N/A	N/A	N/A	N/A	10.00%	10.00%
Benchmark Return	N/A	N/A	N/A	N/A	N/A	MSCI World Total Return Net Dividend	MSCI World Total Return Net Dividend
Share Class Type	**"IU"**	**"IMU"**	**"DM"**	**"DMF"**	**"DV"**	**"IV"**	
Management Fee	Up to 0.75%	Up to 0.75%	1.25%	0.95%	1.75%	1.00%	
Performance Fee	N/A	Up to 20.00%	10.00%	10.00%	N/A	N/A	
Benchmark Return	N/A	MSCI World Total Return Net Dividend	MSCI World Total Return Net Dividend	MSCI World Total Return Net Dividend	N/A	N/A	
Initial Sales Commission	N/A	N/A	N/A	N/A	Up to 5.00%	Up to 5.00%	

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in Dublin and London are open for normal banking business or such other day as may be specified.	9.00 pm on each Dealing Day

Performance Fee Calculation Date: Annually in arrears as at the last Business Day in the twelve month period ending 31 December in each year.

Relevant Index for the Portfolio

The MSCI World Total Return Net Dividend is a free float-adjusted market capitalisation weighted index. This benchmark is consistent with the investment policy of the Portfolio, as described above. Details of this benchmark are set out below.

Functional Currency	Index	Bloomberg Ticker	Source
USD	MSCI World Total Return Net Dividend	NDDUWI	Bloomberg

MAN GLG PAN-EUROPEAN EQUITY GROWTH

Investment Objective

Man GLG Pan-European Equity Growth's investment objective is to provide medium to long term capital appreciation.

Investment Policy

The Portfolio will seek to achieve its objective by allocating all or substantially all of its assets in accordance with the investment approach outlined below.

The Portfolio will seek to outperform the MSCI Europe Total Return Net Dividend (the "**Benchmark**").

The Portfolio will invest all or part of the net proceeds of Shares in (i) transferable securities (ii) exchange traded and OTC financial derivative instruments, (iii) money market instruments, (iv) other collective investment schemes and (v) deposits, cash or cash equivalents as described in further detail below under the heading "Investment Instruments and Asset Classes".

At least 51% of the value of the Portfolio will be invested on an ongoing basis in holdings in equity securities that are authorised for official trading on a stock exchange or included in an organised market.

Investment Approach

The Portfolio is a concentrated long-only fund which invests in European companies across all market capitalisations. In that regard, the Investment Manager typically forms a portfolio of 30-40 stocks selected from a universe of approximately 2,500 stocks. The process starts with a bottom-up approach (evaluating each individual company rather than looking at movements in prices within a particular market or market segment) leading to stocks that the Investment Manager believes demonstrate consistent growth. A company demonstrates consistent growth if it shows good cash flows (by way of income earned or cash generated in the course of its operations) and projected earnings (for example, where the return on revenue generated is likely to exceed production and operating costs), which the Investment Manager feels provide the best chance of sustainable growth in the medium to long-term. The Investment Manager also favours companies where products and/or processes demonstrate sustainable behaviours. Behaviours and policies (which may be updated from time to time) which are deemed sustainable include the presence of a purpose-led culture, balancing present and future earnings, respectful conduct to all stakeholders and mindfulness of the planet's finite resources. The Investment Manager will generally favour companies where material ESG behaviours lead to long-term competitive leadership and growth potential. The Investment Manager looks to engage with the companies it invests in, i.e. working collaboratively with corporate management teams to favour ESG behaviours and encourage sustainable changes within these companies.

In addition to the above, the Investment Manager's research focuses on selecting stocks based on market share, competitive advantages in the issuer's relevant market, revenue capabilities (ie, the ability to generate returns even where other companies on the market or exchange on which it is listed are experiencing losses), pricing power (ie, companies which have the power to price their own products independently and are not subject to competition or other factor which could lower prices or result in lower profit margins), healthy balance sheets (ie, companies which evidence the ability to pay all liabilities as they fall due) and attractive valuation in terms of the ratio between the price of the relevant stock and the earnings and dividends paid in respect of such stock (the price-earnings ratio). The analysis integrates stock specific ESG considerations material to the long-term competitive leadership and growth potential of the stock. The Investment Manager will use a number of approaches to assess a given issuer or stock, including a review of financial statements and other reports issued by the relevant issuer, the views of market analysts and researchers and third party ESG data providers and, in certain circumstances, meetings with the management of target issuers.

This strategy typically leads to a portfolio of stocks which generally fall into the one of the below two categories:

1. Companies which are market leaders in their respective industries, with projected healthy earnings, cash-flow and expansion plans. It is anticipated that the majority of the Portfolio will be invested in this category.

2. Companies which demonstrate a competitive advantage in relatively new and underdeveloped markets, which include companies which the Investment Manager believes can successfully disrupt established marketplaces through the introduction of new and innovative products, work practices or means of doing business.

The Portfolio will have a pan-European focus including the UK and will be agnostic to sector and country weightings.

The Portfolio will be constituted without reference to an index.

The Investment Manager typically applies an exclusion list of controversial stocks or industries which may be related to arms and munitions, nuclear weapons, tobacco and coal production. Further information regarding the exclusion list to be applied is available upon request from the Investment Manager.

The Portfolio is actively managed. The Portfolio does not intend to track the Benchmark and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error versus the Benchmark as well as relative sector and/or country weights versus the Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be significant. The Benchmark is also used for performance comparison purposes.

The Investment Manager will also have regard to the Benchmark for the calculation of performance fees for certain Share Classes (as described in the "*Management and Performance Fees*" section below).

Please see the "*Relevant Index for the Portfolio*" section below for a description of the Benchmark.

Among other characteristics, the Portfolio promotes environmental and social characteristics. The characteristics promoted by the Portfolio reflect the Investment Manager's belief that a company can only be successful if its conduct is respectful to all its stakeholders and if it is mindful of the planet's finite resources. Therefore, the Portfolio promotes characteristics such as the use of renewable energy, the reduction of emissions and waste, responsible sourcing, amongst others. The Portfolio also promotes social characteristics such as responsible labour relations, investing in human health and capital, tackling inequality, amongst others.

In order to meet the environmental and social characteristics promoted, the Investment Manager looks for companies that are run with an all-stakeholder approach in mind. Behaviours and policies which denote an all-stakeholder approach, amongst others, include the presence of a purpose-led culture, balancing present and future earnings, respectful conduct to all stakeholders and mindfulness of the planet's finite resources. The Investment Manager also applies an exclusion list as detailed above.

In order to meet the environmental and social characteristics promoted, the Investment Manager applies binding criteria to the selection of underlying assets as part of its investment decision making process. The selection criteria may not be disapplied or overridden by the Investment Manager. The Investment Manager conducts an initial assessment based on its own knowledge of the investee companies and will invest at least 20% of the net long positions in investments that contribute to the environmental characteristics promoted by the Portfolio.

Accordingly, the Portfolio may be regarded as "promoting, among other characteristics, environmental or social characteristics, or a combination of those characteristics, provided that the companies in which the investments are made follow good governance practices" within the meaning of Article 8 of SFDR (sometimes referred to as "light green investment"). As the Portfolio does not have sustainable investment as its objective it should not be regarded as falling within Article 9 of SFDR (sometimes referred to as "dark green investment").

Good governance practices of investee companies

The Investment Manager is a signatory to the UK Stewardship Code 2020 (the "Code"). As a signatory to the Code the good governance practices of investee companies are assessed prior to making an investment and periodically thereafter. The Investment Manager's Stewardship Code Statement can be found at https://www.man.com/documents/download/qRWiV-nRQYf-ObR8f-rDmm7/2140541232.1560936603.

The Investment Manager is a signatory to the UN Principles for Responsible Investment (the "UNPRI"). As a signatory to the UNPRI the good governance practices of investee companies are assessed prior to making an investment and periodically thereafter. The Investment Manager's Responsible Investment Policy can be found at www.man.com/responsible-investment.

Further details in relation to the above matters may be included in future updates to this Supplement to the extent required by any future regulatory technical standards to be published by the EU Commission in accordance with the procedures set out in Article 8(3) of SFDR. Further information in relation to the Investment Manager's approach to sustainable investment may be found on the Investment Manager's website at www.man.com/responsible-investment.

Investment Instruments and Asset Classes

The Portfolio will invest at least two thirds of the net assets (after deduction of ancillary liquid assets) in equity securities (excluding securities convertible into equity securities) of issuers with a registered office in Europe or of issuers which derive a predominant part of their revenues from activities in Europe. The Portfolio will invest primarily in securities listed or traded on Recognised Markets in OECD member states and other countries. Typically, the Portfolio will invest predominantly in transferable securities, including ordinary shares, preference shares, common stocks, depositary receipts (including ADRs and GDRs), rights, warrants and other equity securities).

The Portfolio will invest not more than one third of its net assets (after deduction of ancillary liquid assets) in transferable money market securities (including certificates of deposit, commercial paper and bankers acceptances), fixed and floating rate instruments, investment grade instruments, government and corporate bonds, bonds convertible into common stock (which may embed derivatives and/or leverage) , preferred shares and other fixed income and equity linked investments, which may include but are not limited to such instruments as stock options and equity swaps, listed or traded on Recognised Markets. The Portfolio may also hold ancillary liquid assets such as time deposits.

While the Portfolio will primarily invest in European equity securities, it may also invest in open-ended collective investment schemes where the Investment Manager believes that such investment provide efficient or cost-effective exposure to some or all of the equities, fixed income, money market and other instruments outlined above. Such investment is subject to the restrictions set out in paragraph (iii) of the section of the Prospectus entitled "Investment Powers and Restrictions". The Portfolio may acquire units in collective investment schemes provided that no more than 10% of the Portfolio's net assets are invested, in aggregate, in the units of other collective investment schemes, including but not limited to eligible ETFs. Subject to the preceding sentence, the Portfolio may invest in exchange-traded funds, which are typically open-end funds or unit investment trusts, listed on a Recognised Market.

While the intention of the Investment Manager is to invest, in normal circumstances, in the investments referred to above, in exceptional market conditions or where the Investment Manager is of the opinion that there are insufficient investment opportunities in such securities, the Investment Manager may retain a significant proportion of the Portfolio in cash and/or invest a significant proportion or all of the Portfolio in liquid assets including cash equivalents such as term deposits, bank certificates, liquid government debt instruments and money market instruments. The Investment Manager may also hold cash and/or invest in liquid assets in order to comply with the requirements of the Prospectus, the UCITS Regulations and/or the Central Bank in relation to leverage and to cover off positions held through FDI.

The Portfolio's net asset allocation can respond dynamically to the Investment Manager's analysis of changing market trends and opportunities. For example, if a given jurisdiction was experiencing market turbulence, the Investment Manager may scale back investing in that jurisdiction to reduce exposure to such a market. As set out above, the Investment Manager aims to achieve performance through owning a limited number of concentrated investments, subject to the restrictions described in "Investment Powers and Restrictions". The Portfolio may use currency transactions including forward currency contracts, currency swaps, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio or to maintain an active currency hedging strategy in respect of the Portfolio's Share Classes.

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange or market that is located in another jurisdiction. Instruments used to effect such investments include Depositary Receipts and participatory notes.

Use of Financial Derivative Instruments

Subject to complying with the Portfolio's investment objective, the Portfolio may also use the financial derivative instruments set out in the next paragraph to (i) obtain exposure to equity, fixed income, money market and other investments outlined above where the Investment Manager determines that the use of financial derivative instruments is more efficient or cost effective than direct investment, (ii) take synthetic short positions in relation to individual issuers; (iii) take exposure to equity, financial, fixed income and/or commodity indices related to the investments outlined above (provided that the Portfolio will only enter into derivative instruments in respect of commodity indices for hedging purposes, as determined in the sole discretion of the Investment Manager, and will only do so in respect of commodity indices which have been approved by the Central Bank), (iv) to take exposures which the Investment Manager believes have a high correlation to the equity, fixed income, money market and other instruments outlined above; and (v) enter into currency transactions including forward currency contracts, currency swaps, currency options, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio. In addition, financial derivative instruments may also be used for hedging purposes. Shareholders should have regard to the risk warnings set out in the "Investment Risks" section of the Prospectus. An example of a complex hedging strategy involving a commodity index would include where the particular index related to a commodity whose price might impact on the return of a particular security held by the Portfolio. For the avoidance of doubt, where short positions in individual issuers are taken (as referred to at (ii) above), such trades will be for hedging and efficient portfolio management purposes only and not used to achieve leverage within the Portfolio as part of its investment strategy, or to express a view in relation to the direction of the markets or a given issuer.

The Portfolio may use derivative instruments such as swaps (including contracts for differences), exchange traded and OTC call and put options and exchange traded and OTC futures and forward contracts. For example, contracts for differences may be used to secure a profit or avoid a loss by reference to fluctuations in the value or price of the relevant reference asset or in a UCITS-compliant index or other factor designated for that purpose in the contract. Swaps in respect of a single security or an index may be used to achieve a profit as well as to hedge existing long positions. The Portfolio may undertake a "total return swap" in respect of equities, UCITS-compliant financial indices, bonds or UCITS-compliant commodity indices. Options may be used to hedge or to achieve exposure to a particular market instead of using a physical security. Futures contracts may be used to hedge against market risk or to gain exposure to a particular market or risk type (where risk arises from exposure to broad asset classes e.g. equity, bonds, short term interest rates, FX rates, commodities etc). For example, the Investment Manager may use equity index futures to gain exposure to equity markets as an alternative to individual equities. Forward contracts may be used to hedge or to gain exposure to a change in the value of an asset, currency or deposit.

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio's market exposure may vary in time but will typically not exceed a maximum of 100% of the Net Asset Value of the Portfolio for long positions, depending on the Investment Manager's analysis of the prevailing market conditions and considered in light of the investment objective of the Portfolio.

Leverage

The level of leverage to be incurred through the use of financial derivative instruments is not expected to exceed 200% of the Net Asset Value of the Portfolio although this figure could be higher from time to time.

Leverage is defined as the sum of the gross notional values of all financial derivative contracts. Attention should also be drawn to the fact that one derivative contract may partially or perfectly offset the market risk of another derivative contract. Derivative contracts may also reduce the risks associated with holdings in non-derivative products, e.g. on bonds and fixed income instruments. Disclosure of the gross notional value of derivatives is a requirement under UCITS, and as this measure does not reflect the netting or offsetting just described, it does not necessarily represent the market risk incurred through the use of derivatives. As disclosed above, the Portfolio may use financial derivative instruments to obtain exposure to permitted investments where such use is more efficient or cost effective than direct investment but does not intend to engage in leverage or obtain increased market exposure where financial derivative instruments are used in this manner. Accordingly, the leverage figure derived under the sum of the notionals methodology will be primarily due to the use of financial derivative instrument for currency hedging and other efficient portfolio management purposes.

Assessment of Value-at-Risk

The Portfolio will utilise a "Relative VAR" approach which aims to ensure that the value-at-risk of the Portfolio shall be no greater than twice the value-at-risk of the Benchmark. The Value-at-Risk of the Portfolio is an estimation of the maximum loss which the Portfolio may incur over a 20 day (one month) holding period and a return historical observation period of at least 1 year using a one tailed confidence interval of 99%. The Portfolio will measure its value-at-risk using the Relative VaR approach on a daily basis. The reference portfolio, the Benchmark, a free float-adjusted market capitalisation weighted index, broadly represents the intended characteristics of the Portfolio with regard to potential investments, currency, maturity, country and credit ratings. The Investment Manager may alter the reference portfolio from time to time to any other benchmark which the Investment Manager determines, in its sole discretion, is generally representative of the securities in which the Portfolio will invest. Shareholders will not be notified in advance of any change in the reference portfolio where this does not result in a material change to the risk profile of the Portfolio. However, such change will be notified to Shareholders in the periodic reports of the Portfolio following such change.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	Maximum
Total Return Swaps and CFDs	20%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	10%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "Certain Investment Risks" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, *"Repurchase and Reverse Repurchase Agreements"*.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking medium to long-term capital growth with an investment horizon of at least five years.

Base Currency: EUR

Management and Performance Fees

The management and performance fees in respect of this portfolio are outlined in the table below. Further information on how this fee is calculated is set out later in the Prospectus in the "*Fees and Expenses*" section.

Share Class Type	**"D"**	**"DY"**	**"DF"**	**"I"**	**"IF"**	**"IM"**	**"IMF"**	**"DM"**	**"DMF"**	**"IMU"**
Management Fee	1.50%	1.75%	1.05%	0.75%	0.30%	0.50%	0.20%	1.25%	0.95%	Up to 0.75%
Performance Fee	N/A	N/A	N/A	N/A	N/A	10.00%	10.00%	10.00%	10.00%	Up to 20.00%
Benchmark Return	N/A	N/A	N/A	N/A	N/A	MSCI Europe Total Return Net Dividend	MSCI Europe Total Return Net Dividend	MSCI Europe Total Return Net Dividend	MSCI Europe Total Return Net Dividend	MSCI Europe Total Return Net Dividend

Share Class Type	**"DV"**	**"IV"**
Management Fee	1.75%	1.00%
Performance Fee	N/A	N/A
Benchmark Return	N/A	N/A
Initial Sales Commission	Up to 5.00%	Up to 5.00%

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in Dublin and London are open for normal banking business or such other day as may be specified.	9.00 pm on each Dealing Day

Performance Fee Calculation Date: Annually in arrears as at the last Business Day in the twelve month period ending 31 December in each year.

Relevant Index for the Portfolio

The Benchmark captures large and mid cap representation across 15 developed market countries in Europe (including Austria, Belgium, Denmark, Finland, France, Germany, Ireland, Italy, the Netherlands, Norway, Portugal, Spain, Sweden, Switzerland and the UK). With 449 constituents, the Index covers approximately 85% of the free float-adjusted market capitalization across the European developed markets equity universe.

Additional information on the Benchmark may be found at:

https://www.msci.com/resources/factsheets/index_fact_sheet/msci-europe-index.pdf.

MAN GLG IBERIAN OPPORTUNITIES

Investment Objective

Man GLG Iberian Opportunities' investment objective is to achieve capital growth from an actively managed portfolio.

Investment Policy

The Portfolio will seek to achieve its objective by allocating all or substantially all of its assets in accordance with a predominantly long only strategy following the investment approach outlined below.

The Portfolio will implement its strategy by investing all or part of the net proceeds of Shares in (i) transferable securities; (ii) exchange traded and OTC financial derivative instruments; and (iii) other eligible collective investment schemes as described in further detail below under the heading "*Investment Instruments and Asset Classes*".

The Investment Manager may also hold deposits, cash or cash equivalents and money market instruments (as described in further detail below).

The Portfolio may employ the various techniques and instruments set out in the section of the Prospectus titled "Efficient Portfolio Management".

Investment Approach

The Investment Manager will seek to achieve the Portfolio's investment objective through security selection across a portfolio of equities and FDI as described in further detail below and under the heading "*Investment Instruments and Asset Classes*".

The Investment Manager's choice of investments will neither be limited by economic sector, credit ratings, nor in terms of currencies in which investments will be denominated. However, for equity or equity related investments, prevailing conditions in local or global financial markets may require a particular focus be placed in a single country (either Portugal or Spain) and/or in a single currency and/or in a single economic sector. In determining such allocations, the Investment Manager will consider various factors, including but not limited to: (i) the prevailing market conditions such as GDP growth and the phase of the economic cycle (the fluctuations of the economy between periods of economic contraction and expansion); (ii) the Investment Manager's macro-economic outlook as informed by global economic news and the Investment Manager's research and views on Portugal and Spain; and (iii) the current risk appetite of the Portfolio (the level of risk which the Investment Manager is comfortable with in the Portfolio following an analysis of the portfolio composition, the current market and expected growth) which may, due to return patterns (such as the capacity to guarantee cash and capital employment) or expected growth, allow for a greater allocation to a particular country, currency or sector.

The Investment Manager's choice of investments is based on a bottom-up approach (evaluating each individual company rather than looking at movements in prices within a particular market or market segment) aiming to identify companies that are, in the opinion of the Investment Manager, fundamentally undervalued. The decisions to enter positions and the determination of value are based on historical analysis of the business prospects of the company, including analysis based on valuation, events (positive or negative events which may impact on a sector or a particular company's growth or earning potential), economic fundamentals, changes in economic environments and changes in market sentiment, followed by a discretionary filtering through the Investment Manager based on the experience of the staff of the Investment Manager implementing similar equity investment strategies for a number of years. The discretion is applied where the results of the screening process used to rank the investment attractiveness of each company within each sector based on the analysis described above are not conclusive, in a manner which builds on the analysis applied during such a screening process and in a way that does not seek to undermine the value of the historical analysis. The investment approach aims to identify companies with a sustainable business model that can continue to grow in excess of their respective market and generate high free cash flows that can be used either to reinvest in the business to generate future growth or to be paid to shareholders preferably in a form of dividend. The Portfolio can also invest in cyclical businesses (businesses which are more sensitive to general economic changes such as, for example, those operating in industries more impacted by consumer spending, materials or financial sectors) or in companies going through a restructuring process that are trading at, again in the opinion of the Investment Manager, a discount to their fundamental value.

In order to determine whether a company is sustainable, the Investment Manager applies fundamental analysis focusing on the business model, competitive positioning and financial strength of the company. In order to validate such analysis, the Investment Manager uses financial tools such as price earnings, cash flow yields, enterprise value/sales and enterprise value/operating profit which are a measure of the total value of a company relative to earnings generated to value the investment and compare it with the market price in order to determine the difference between estimated value and current market price of the equity investment in the company.

The Portfolio is expected to be concentrated, holding approximately 20—35 securities.

The Investment Manager typically applies an exclusion list of controversial stocks or industries which may be related to arms and munitions, nuclear weapons, tobacco and coal production. Further information regarding the exclusion list to be applied is available upon request from the Investment Manager.

The Portfolio is actively managed. The Portfolio does not intend to track the IBEX 35 (TR Net) Index (the "**Benchmark**") and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error and or relative Value at Risk (VaR) versus the Benchmark as well as relative sector and/or country weights versus the Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be significant. The Benchmark is also used for performance comparison purposes. The Investment Manager will also have regard to the Benchmark for the calculation of performance fees for certain Share Classes (as described in the "*Management and Performance Fees*" section below).

Please see the "*Relevant Index for the Portfolio*" section below for a description of the Benchmark.

Principal Adverse Impacts

The Manager and the Investment Manager do not currently consider the principal adverse impacts of investment decisions on sustainability factors pursuant to Article 4 of SFDR in respect of the Portfolio given that a) they currently only consider it in respect of funds that have as their objective sustainable investment or that promote environmental or social characteristics for the purposes of the SFDR and that b) taking account of the nature and scale of their activities and the types of products that they make available, the Manager and the Investment Manager consider that it would be disproportionate to consider such principal adverse impacts.

Investment Instruments and Asset Classes

The Portfolio will primarily invest its net assets in equities and equity related securities (such as ADRs and GDRs) of companies which are: (i) listed on the Madrid and Lisbon stock exchanges; and/or (ii) domiciled, headquartered or exercise the predominant part of their economic activity in Spain and/or Portugal and are listed or traded on a global Recognised Market.

Furthermore, where the Investment Manager believes that it is in the best interests of the Portfolio (such as, in exceptional market conditions or where the Investment Manager is of the opinion that there are insufficient investment opportunities), the Investment Manager may retain a significant proportion of the Portfolio in cash and/or invest a significant proportion or all of the Portfolio in liquid assets including cash equivalents (such as term deposits and bank certificates), liquid government debt instruments and money market instruments (including certificates of deposit, commercial paper and bankers acceptances). The Investment Manager may also hold cash and/or invest in liquid assets in order to comply with the requirements of the Prospectus, the UCITS Regulations and/or the Central Bank in relation to leverage and the cover positions held through FDI.

The securities in which the Portfolio invests shall be listed, traded or dealt on any of the Recognised Markets. The Portfolio may invest up to 10% of its Net Asset Value in unlisted securities.

The Portfolio may invest no more than 10% of its Net Asset Value in units or shares of other eligible collective investment schemes (which may be UCITS or eligible alternative investment funds). This includes money market funds for liquidity purposes and collective investment schemes where such schemes have a similar investment policy to the Portfolio.

Use of Financial Derivative Instruments

Subject to complying with the Portfolio's investment objective, the Portfolio may also use the financial derivative instruments set out in the next paragraph to (i) obtain exposure to equity, money market and other investments outlined above where the Investment Manager determines that the use of financial derivative instruments is more efficient or cost effective than direct investment; (ii) take exposure to equity, financial and/or fixed income indices (iii) to take exposures which the Investment Manager believes have a high correlation to the equity, fixed income, money market and other instruments outlined above; (iv) to take advantage of the Investment Manager's macroeconomic and thematic analysis of the markets or sectors (for example, entering into an option or swap whose return is linked to general equity volatility in circumstances where the Investment Manager believes that a particular market or sector might suffer a period of volatility) and (v) enter into currency transactions including forward currency contracts, currency swaps, currency options, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio. In addition, financial derivative instruments may also be used for hedging purposes. Shareholders should have regard to the risk warnings set out in the "Investment Risks" section of the Prospectus. Details of investment in indices will be disclosed in the annual report.

The Portfolio may use derivative instruments such as swaps (including contracts for differences), exchange traded and OTC call and put options and exchange traded and OTC futures and forward contracts. For example, contracts for differences may be used to secure a profit or avoid a loss by reference to fluctuations in the value or price of an underlying asset or in a UCITS-compliant index or other factor designated for that purpose in the contract. Swaps in respect of a single security or an index may be used to achieve a profit as well as to hedge existing long positions. The Portfolio may undertake a "total return swap" in respect of equities, UCITS-compliant financial indices or bonds indices. Please see the "*Portfolio Specific Information – Use of Financial Derivative Instruments*" section of this Supplement. Options may be used to hedge or to achieve exposure to a particular market instead of using a physical security. Futures contracts may be used to hedge against market risk or to gain exposure to a particular market or risk type (where risk arises from exposure to broad asset classes e.g. equity, bonds, short term interest rates, FX rates, volatility etc). For example, the Investment Manager may use equity index futures to gain exposure to equity markets as an alternative to individual equities. Forward contracts may be used to hedge or to gain exposure to a change in the value of an asset, currency or deposit.

Long Investment Strategy

While the Portfolio will seek to apply a principally long only strategy, it may from time to time use a short investment strategy by investing in derivatives providing "synthetic short" positions through the use of contracts for differences, forwards, futures, options and swaps. The Portfolio's market exposure may vary in time and typically range between 70%-130% for long positions and 0%-30% for short positions of the Net Asset Value of the Portfolio, depending on the Investment Manager's analysis of the prevailing market conditions and considered in light of the investment objective of the Portfolio. These ranges are not limits and the actual exposures may from time to time fall outside these estimated ranges.

The Investment Manager may seek to deliver the long/short strategy by utilising, where it deems appropriate in its sole discretion, synthetic short positions to hedge certain long positions within the Portfolio. In addition, the Investment Manager may utilise synthetic short positions in pursuit of the

Portfolio's investment objective by seeking to achieve a return in respect of those issuers whose securities the Investment Manager believes to be overvalued or expects to fall in value.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value).

	Expected	Maximum
Total Return Swaps and CFDs	0%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	0%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "Certain Investment Risks" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, *"Repurchase and Reverse Repurchase Agreements"* and *"Single Region / Country / Industry"*.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking capital growth, with an above average level of risk, over a medium- to long-term period with an emphasis on Iberian (Spain/Portugal) equity investments. As the Portfolio emphasises Iberian equity investments it may experience periods of volatility in line with the equity markets.

Base Currency: EUR

Management and Performance Fees

The management and performance fees in respect of this Portfolio are outlined in the table below. Further information on how these fees are calculated is set out later in the Prospectus in the "*Fees and Expenses*" section.

Share Class Type	"D"	"DY"	"DF"	"I"	"IF"	"IM"	"IMF"	"DM"	"DMF"	"IMU"
Management Fee	1.75%	2.00%	1.30%	1.00%	0.55%	0.75%	0.45%	1.50%	1.20%	Up to 2.00%
Performance Fee	N/A	N/A	N/A	N/A	N/A	10.00%	10.00%	10.00%	10.00%	Up to 20.00%
Benchmark Return	N/A	N/A	N/A	N/A	N/A	Ibex 35 (TR Net)	Ibex 35 (TR Net)	Ibex 35 (TR Net)	Ibex 35 (TR Net)	Ibex 35 (TR Net)

Performance Fee Calculation Date: Annually in arrears as at the last Business Day in the twelve month period ending 31 December in each year.

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in Dublin and London are open for normal banking business or such other day as may be specified.	9.00 pm on each Dealing Day

IBEX35 Index

IBEX35 Index is a tradable index designed to represent the performance of the largest securities traded on the Spanish stock market. Since 1992, IBEX35 Index has been the underlying index for futures and options contracts traded on Bolsas y Mercados Espanoles' derivatives market.

Additional information on the Index may be found at:

http://www.bolsamadrid.es/docs/SBolsas/InformesSB/FS-Ibex35_ING.pdf

MAN GLG EUROPEAN INCOME OPPORTUNITIES

Investment Objective

Man GLG European Income Opportunities' investment objective is to achieve dividend income and long-term capital growth from an actively managed portfolio.

Investment Policy

The Portfolio will seek to achieve its objective by allocating all or substantially all of its assets in accordance with a long only strategy following the investment approach outlined below.

The Portfolio will implement its strategy by investing all or part of the net proceeds of Shares in (i) transferable securities; (ii) exchange traded and OTC financial derivative instruments; and (iii) other eligible collective investment schemes as described in further detail below under the heading "*Investment Instruments and Asset Classes*".

The Investment Manager may also hold deposits, cash or cash equivalents and money market instruments (as described in further detail below).

At least 51% of the value of the Portfolio will be invested on an ongoing basis in holdings in equity securities that are authorised for official trading on a stock exchange or included in an organised market.

The Portfolio may employ the various techniques and instruments set out in the section of the Prospectus titled "Efficient Portfolio Management".

Investment Approach

The Investment Manager will seek to achieve the Portfolio's investment objective through security selection across a portfolio of equities with a focus on those expected to provide a strong income yield as described in further detail below and under the heading "*Investment Instruments and Asset Classes*".

The Investment Manager's choice of investments will neither be limited by economic sector, credit ratings, nor in terms of currencies in which investments will be denominated. However, depending on financial market conditions, a particular focus can be placed in a single country and/or in a single currency and/or in a single economic sector. In determining such allocations, the Investment Manager will consider various factors, including but not limited to: (i) the prevailing market conditions such as GDP growth and the phase of the economic cycle (the fluctuation of the economy between periods of economic contraction and expansion); (ii) the Investment Manager's macro-economic outlook as informed by global economic news and the Investment Manager's research and views on Europe; and (iii) the current risk appetite of the Portfolio (the level of risk which the Investment Manager is comfortable with in the Portfolio following an analysis of the portfolio composition, the current market and expected growth) which may, due to return patterns (such as the capacity to generate cash and capital employment) or expected growth, allow for a greater allocation to a particular country, currency or sector.

The Investment Manager's choice of investments is based on a bottom-up approach (evaluating each individual company rather than looking at movements in prices within a particular market or market segment) aiming to identify companies that are, in the opinion of the Investment Manager, fundamentally undervalued. The decisions to enter equity or equity related positions and the determination of value are based on historical analysis of the business prospects of the company, including analysis based on valuation, events (positive or negative events which may impact on a sector or a particular company's growth or earning potential), economic fundamentals, changes in economic environments and changes in market sentiment, followed by a discretionary filtering through the Investment Manager based on the experience of the staff of the Investment Manager implementing similar equity investment strategies for a number of years. The discretion is applied where the results of the screening process used to rank the investment attractiveness of each company within each sector based on the analysis described above are not conclusive, in a manner which builds on the analysis applied during such a screening process and in a way that does not seek to undermine the value of the historical and future analysis. The investment approach aims to identify in the opinion of the Investment Manager two main types of opportunity, being (i) companies with a growing business model, which are highly cashflow generative, with reinvestment opportunities and a growing income stream; and (ii) companies in mature, cyclical (businesses which are more sensitive to general economic changes such as, for example, those operating in industries more impacted by consumer spending, materials or financial sectors) or regulated businesses, which are highly cash flow generative (meaning having above market average free cashflow available to equity holders after interest and tax payment), with above market average dividend yields.

In order to determine whether a company is sustainable, the Investment Manager applies fundamental analysis focusing on the business model, competitive positioning and financial strength of the company. To validate such assessment, the Investment Manager uses financial tools such as price earnings, cash flow yields, enterprise value/sales and enterprise value/operating profit which are a measure of the total value of a company relative to earnings generated to value the investment and compare it with the market price in order to determine the difference between estimated value and current market price of the equity investment in the company.

The Portfolio is expected to be concentrated, holding approximately 25—35 securities.

The Portfolio is actively managed. The Portfolio does not intend to track the MSCI Europe Total Return Net Dividend (the "**Benchmark**") and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error and or relative Value at Risk (VaR) versus the Benchmark as well as relative sector and/or country weights versus the Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be significant. The Benchmark is also used for performance comparison purposes. The Investment Manager will also have regard to the Benchmark for the calculation of performance fees for certain Share Classes (as described in the "*Management and Performance Fees*" section below).

The Portfolio also uses the MSCI Europe Value Index Total Return Net Dividend (the "**Value Benchmark**") for performance comparison purposes. The Portfolio may not hold all or any of the components of the Value Benchmark.

Please see the "*Relevant Index for the Portfolio*" section below for a description of the benchmarks.

The Fund promotes environmental and social characteristics, including, the following:

Environmental Characteristics

- the use of renewable energy
- carbon emissions
    - Scope 1, 2 and 3 reduction targets and maturity
    - Net carbon neutrality year
- greenhouse gas emissions
    - Reduction targets and maturity

Social Characteristics

- tackling inequality
    - Mean gender pay gap
    - Women presence in Management, Board and Workforce
- labour relations
    - Employee turnover
    - Employee unionisation
    - Workforce fatality and accident rate

- investing in human capital
    - o Employee training hours

In order to meet the environmental and social characteristics promoted, the Investment Manager uses quantitative analytical evidence to evaluate the company's ambition and progress on the specific areas of progress. Whenever possible, the Investment Manager promotes alignment of company's management remuneration with the list of environmental and social characteristics that the Portfolio promotes.

In order to meet the environmental and social characteristics promoted, the Investment Manager applies binding criteria to the selection of underlying assets as part of its investment decision making process. The selection criteria may not be disapplied or overridden by the Investment Manager. The Investment Manager conducts an initial assessment based on its own knowledge of the investee companies and will invest at least 20% of the net long positions in investments that contribute to the environmental and social characteristics promoted by the Portfolio.

Accordingly, the Portfolio may be regarded as "promoting, among other characteristics, environmental or social characteristics, or a combination of those characteristics, provided that the companies in which the investments are made follow good governance practices" within the meaning of Article 8 of SFDR (sometimes referred to as "light green investment"). As the Portfolio does not have sustainable investment as its objective it should not be regarded as falling within Article 9 of SFDR (sometimes referred to as "dark green investment").

Good governance practices of investee companies

The Investment Manager is a signatory to the UK Stewardship Code 2020 (the "Code"). As a signatory to the Code the good governance practices of investee companies are assessed prior to making an investment and periodically thereafter. The Investment Manager's Stewardship Code Statement can be found at https://www.man.com/documents/download/qRWiV-nRQYf-ObR8f-rDmm7/2140541232.1560936603

The Investment Manager is a signatory to the UN Principles for Responsible Investment (the "UNPRI"). As a signatory to the UNPRI the good governance practices of investee companies are assessed prior to making an investment and periodically thereafter. The Investment Manager's Responsible Investment Policy can be found at www.man.com/responsible-investment.

Further details in relation to the above matters may be included in future updates to this Supplement to the extent required by any future regulatory technical standards to be published by the EU Commission in accordance with the procedures set out in Article 8(3) of SFDR. Further information in relation to the Investment Manager's approach to sustainable investment may be found on the Investment Manager's website at www.man.com/responsible-investment.

Investment Instruments and Asset Classes

The Portfolio will primarily invest its net assets in equities and equity-related securities (such as ADRs and GDRs) of companies which are: (i) listed or traded on a Recognised Market in Europe; and/or (ii) domiciled, headquartered or exercise the predominant part of their economic activity in Europe and are listed or traded on a global Recognised Market. For the purposes of defining Europe, the countries and exchanges shall be those represented by the Benchmark. Please see the section below for a description of the Benchmark.

Furthermore, where the Investment Manager believes that it is in the best interests of the Portfolio (such as, in exceptional market conditions or where the Investment Manager is of the opinion that there are insufficient investment opportunities), the Investment Manager may retain a significant proportion of the Portfolio in cash and/or invest a significant proportion or all of the Portfolio in liquid assets including cash equivalents (such as term deposits and bank certificates), liquid government debt instruments and money market instruments (including certificates of deposit, commercial paper and bankers acceptances). The Investment Manager may also hold cash and/or invest in liquid assets in order to comply with the requirements of the Prospectus, the UCITS Regulations and/or the Central Bank in relation to leverage and the cover positions held through FDI.

The securities in which the Portfolio invests shall be listed, traded or dealt on any of the Recognised Markets. The Portfolio may invest up to 10% of its Net Asset Value in unlisted securities.

The Portfolio may invest no more than 10% of its Net Asset Value in units or shares of other eligible collective investment schemes (which may be UCITS or eligible alternative investment funds). This includes money market funds for liquidity purposes and collective investment schemes where such schemes have a similar investment policy to the Portfolio.

Use of Financial Derivative Instruments

Subject to complying with the Portfolio's investment objective, the Portfolio may also use the financial derivative instruments set out in the next paragraph to (i) obtain exposure to equity, money market and other investments outlined above where the Investment Manager determines that the use of financial derivative instruments is more efficient or cost effective than direct investment; (ii) take exposure to equity, financial and/or fixed income indices, (iii) to take exposures which the Investment Manager believes have a high correlation to the equity, fixed income, money market and other instruments outlined above; (iv) to take advantage of the Investment Manager's macroeconomic and thematic analysis of the markets or sectors (for example, entering into an option or swap whose return is linked to general equity volatility in circumstances where the Investment Manager believes that a particular market or sector might suffer a period of volatility) and (v) enter into currency transactions including forward currency contracts, currency swaps, currency options, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio. In addition, financial derivative instruments may also be used for hedging purposes. Shareholders should have regard to the risk warnings set out in the "Investment Risks" section of the Prospectus. Details of investment in indices will be disclosed in the annual report.

The Portfolio may use derivative instruments such as swaps (including contracts for differences), exchange traded and OTC call and put options and exchange traded and OTC futures and forward contracts. For example, contracts for differences may be used to secure a profit or avoid a loss by reference to fluctuations in the value or price of an underlying asset or in a UCITS-compliant index or other factor designated for that purpose in the contract. Swaps in respect of a single security or an index may be used to achieve a profit as well as to hedge existing long positions. The Portfolio may undertake a "total return swap" in respect of equities, UCITS-compliant financial indices or bonds. Please see the "*Portfolio Specific Information – Use of Financial Derivative Instruments*" section of this Supplement. Options may be used to hedge or to achieve exposure to a particular market instead of using a physical security. Futures contracts may be used to hedge against market risk or to gain exposure to a particular market or risk type (where risk arises from exposure to broad asset classes e.g. equity, bonds, short term interest rates, FX rates, volatility etc). For example, the Investment Manager may use equity index futures to gain exposure to equity markets as an alternative to individual equities. Forward contracts may be used to hedge or to gain exposure to a change in the value of an asset, currency or deposit.

Long Investment Strategy

The Portfolio applies a long-only investment strategy. It is anticipated that typically up to 100% of the assets of the Portfolio may be comprised of long positions achieved through direct investments or through financial derivative instruments. It is not intended for any of the assets of the Portfolio to be comprised of synthetic short positions.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value).

	Expected	Maximum
Total Return Swaps and CFDs	0%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%

Stock Lending	0%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "Certain Investment Risks" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, *"Repurchase and Reverse Repurchase Agreements"*.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking regular income and capital growth, with an above average level of risk, over a medium- to long-term period with an emphasis on dividend yielding European equity investments. As the Portfolio emphasises European equity investments it may experience periods of volatility in line with the equity markets.

Base Currency: EUR

Management and Performance Fees

The management and performance fees in respect of this Portfolio are outlined in the table below. Further information on how these fees are calculated is set out later in the Prospectus in the "*Fees and Expenses*" section.

Share Class Type	"D"	"DY"	"DF"	"I"	"IF"	"IM"	"IMF"	"DM"	"DMF"	"IMU"
Management Fee	1.50%	1.75%	1.05%	0.75%	0.30%	0.50%	0.20%	1.25%	0.95%	Up to 1.75%
Performance Fee	N/A	N/A	N/A	N/A	N/A	10.00%	10.00%	10.00%	10.00%	Up to 20.00%
Benchmark Return	N/A	N/A	N/A	N/A	N/A	MSCI Europe Total Return Net Dividend	MSCI Europe Total Return Net Dividend	MSCI Europe Total Return Net Dividend	MSCI Europe Total Return Net Dividend	MSCI Europe Total Return Net Dividend

Performance Fee Calculation Date: Annually in arrears as at the last Business Day in the twelve month period ending 31 December in each year.

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in Dublin and London are open for normal banking business or such other day as may be specified.	9.00 pm on each Dealing Day

Relevant Index for the Portfolio

The Benchmark captures large and mid cap representation across 15 developed market countries in Europe (including Austria, Belgium, Denmark, Finland, France, Germany, Ireland, Italy, the Netherlands, Norway, Portugal, Spain, Sweden, Switzerland and the UK). With 449 constituents, the Index covers approximately 85% of the free float-adjusted market capitalization across the European developed markets equity universe.

Additional information on the Benchmark may be found at:

https://www.msci.com/resources/factsheets/index_fact_sheet/msci-europe-index.pdf.

The Value Benchmark captures large and mid cap securities exhibiting overall value style characteristics across the 15 developed markets countries in Europe (including Austria, Belgium, Denmark, Finland, France, Germany, Ireland, Italy, the Netherlands, Norway, Portugal, Spain, Sweden, Switzerland and the UK). The value investment style characteristics for index construction are defined using three variables: book to value , 12-month forward earnings to price and dividend yield.

Additional information on the Value Benchmark may be found at:

https://www.msci.com/www/fact-sheet/msci-europe-value-index/07347609

MAN GLG STRATEGIC BOND

Investment Objective

Man GLG Strategic Bond's investment objective is to provide a total return for investors, with a monthly income and the potential for capital growth.

Investment Policy

The Portfolio will seek to achieve its objective by allocating all or substantially all of its assets in accordance with the investment approach outlined below.

The Portfolio will invest all or part of the net proceeds of Shares in (i) transferable securities (ii) exchange traded and OTC financial derivative instruments, (iii) money market instruments, (iv) other collective investment schemes and (v) deposits, cash or cash equivalents as described in further detail below under the heading "Investment Instruments and Asset Classes".

The Portfolio may employ the various techniques and instruments set out in the section of the Prospectus titled "Efficient Portfolio Management".

Investment Approach

The Portfolio will invest primarily in investment grade government and corporate bonds globally (which may be fixed or floating rate), cash and cash equivalents including deposits, treasury bills, certificates of deposit, bankers acceptances and commercial paper.

The Investment Manager will seek to achieve the Portfolio's objective using a fundamental investment philosophy to identify unrecognised value in mainly investment grade fixed income assets as described in further detail below and under the heading "*Investment Instruments and Asset Classes*".

The Investment Manager's investment approach begins with a top-down assessment of the macroeconomic environment (evaluating the market as a whole rather than evaluating each individual fixed income asset), including the likely path of growth, inflation and interest rates, in various countries. The results of this analysis help inform the Portfolio's duration positioning and its allocation to the various bond asset classes, such as government or corporate bonds, that it may invest in.

Individual issue selection uses a variety of criteria, including an initial relative valuation screen that considers the investments available to the Portfolio within the market employing such criteria as yield (to evaluate the prospective return) duration to maturity (to assess risk of interest rate movements which might impact on price) and a credit assessment (to evaluate the risk of default). The Investment Manager then carries out a proprietary credit analysis that includes close scrutiny of a company's balance sheet amongst a host of other important factors, to determine its assessment of the best investment opportunities.

The following investment restrictions will be applied to the Portfolio:

- The Portfolio will have at least 80% of its Net Asset Value invested in sterling denominated securities, including cash or cash equivalents, non-sterling denominated securities hedged back to sterling or in any combination of both. The Portfolio shall not otherwise have any particular industry, geographical or sector focus.

- At any time at least 80% of the Portfolio's assets will be invested in transferable securities of investment grade credit quality, as determined by the Investment Manager, or held in cash and cash equivalents. The Portfolio may therefore invest up to 20% in transferable securities that are less than investment grade credit quality (where the Investment Manager determines that the securities are not of investment grade credit quality).

The Portfolio is actively managed; no benchmark is used as a universe for selection or for performance comparison purposes.

Principal Adverse Impacts

The Manager and the Investment Manager do not currently consider the principal adverse impacts of investment decisions on sustainability factors pursuant to Article 4 of SFDR in respect of the Portfolio given that a) they currently only consider it in respect of funds that have as their objective sustainable investment or that promote environmental or social characteristics for the purposes of the SFDR and that b) taking account of the nature and scale of their activities and the types of products that they make available, the Manager and the Investment Manager consider that it would be disproportionate to consider such principal adverse impacts.

Investment Instruments and Asset Classes

The Portfolio will invest primarily in government or corporate bonds, which may be fixed or floating rate.

The Portfolio may also invest on an ancillary basis (and/or on a "when issued" or delayed delivery basis) in money market instruments, floating rate notes, preference shares, mortgage backed or asset backed securities, bonds convertible into common stock, core capital deferred shares (which are equity like instruments issued by banks and buildings societies) and covered bonds. Please refer to the section of the Prospectus headed "Efficient Portfolio Management – When Issued and Forward Commitment Securities" for further information.

Furthermore, where the Investment Manager believes that it is in the best interests of the Portfolio (such as, in exceptional market conditions or where the Investment Manager is of the opinion that there are insufficient investment opportunities), the Investment Manager may retain a significant proportion of the Portfolio in cash and/or invest a significant proportion or all of the Portfolio in liquid assets including cash equivalents (such as term deposits and bank certificates), liquid government debt instruments and money market instruments (including certificates of deposit, commercial paper and bankers acceptances). The Investment Manager may also hold cash and/or invest in liquid assets in order to comply with the requirements of the Prospectus, the UCITS Regulations and/or the Central Bank in relation to leverage and the cover positions held through FDI.

The securities in which the Portfolio invests shall be listed, traded or dealt on any of the Recognised Markets. The Portfolio may invest up to 10% of its Net Asset Value in unlisted securities.

The Portfolio may invest no more than 10% of its Net Asset Value in units or shares of other eligible collective investment schemes (which may be UCITS or eligible alternative investment funds). This includes money market funds for liquidity purposes and collective investment schemes where such schemes have a similar investment policy to the Portfolio.

Use of Financial Derivative Instruments

Subject to complying with the Portfolio's investment objective, the Portfolio may also use the financial derivative instruments set out in the next paragraph to (i) obtain exposure to fixed income, money market and other investments outlined above where the Investment Manager determines that the use of financial derivative instruments is more efficient or cost effective than direct investment; (ii) take exposure to financial and/or fixed income indices; and (iii) to enter into currency transactions including forward currency contracts, currency swaps, currency options, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio. In addition, financial derivative instruments may also be used for hedging purposes and in particular to hedge interest rate risk through bond futures. Shareholders should have regard to the risk warnings set out in the "Investment Risks" section of the Prospectus. Details of investment in indices will be disclosed in the annual report.

The Portfolio may use derivative instruments such as swaps (including contracts for differences and credit default swaps), exchange traded and OTC call and put options and exchange traded and OTC futures and forward contracts. For example, contracts for differences may be used to secure a profit or avoid a loss by reference to fluctuations in the value or price of an underlying asset or in a UCITS-compliant index or other factor designated for that purpose in the contract. Swaps in respect of a single security or an index may be used to achieve a profit as well as to hedge existing long positions. The Portfolio may undertake a "total return swap" in respect of fixed income instruments or UCITS-compliant financial indices. Please see the "*Portfolio Specific Information – Use of Financial Derivative Instruments*" section of this Supplement. Options may be used to hedge or to achieve exposure to a particular market instead of using a physical security. Futures contracts may be used to hedge against market risk or to gain exposure to a particular market or risk type (where risk arises from exposure to broad asset classes e.g. bonds, short term interest rates, FX rates, volatility etc). For example, the Investment Manager may use fixed income index futures to gain exposure to fixed income markets as an alternative to individual fixed income securities. Forward contracts may be used to hedge or to gain exposure to a change in the value of an asset, currency or deposit.

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio's market exposure may vary in time but will typically not exceed a maximum of 100% of the Net Asset Value of the Portfolio for long positions, depending on the Investment Manager's analysis of the prevailing market conditions and considered in light of the investment objective of the Portfolio.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value).

	Expected	Maximum
Total Return Swaps and CFDs	0%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	20%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "Certain Investment Risks" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio.

Profile of a Typical Investor

Investment in the Portfolio is suitable for institutional investors who are seeking a total return or an income which can be paid monthly. Investment in the Portfolio should be viewed as a medium term investment and therefore investors would be expected to have a reasonable tolerance for low volatility of Net Asset Value from time to time.

Base Currency: GBP

Management and Performance Fees

The management and performance fees in respect of this Portfolio are outlined in the table below. Further information on how these fees are calculated is set out later in the Prospectus in the "*Fees and Expenses*" section.

Share Class Type	"D"	"DY"	"I"	"IU"	"IXF"	"INU"	"DV"	"IV"	"DJ"
Management Fee	0.85%	1.18%	0.43%	Up to 0.43%	0.20%	Up to 0.43%	1.18%	0.68%	2.5%

Performance Fee	N/A	N/A	N/A	N/A	N/A	Up to 20%	N/A	N/A	N/A
Benchmark Return	N/A	N/A	N/A	N/A	N/A	Reference NAV	N/A	N/A	N/A
Initial Sales Commission	N/A	N/A	N/A	N/A	N/A	N/A	Up to 5%	Up to 5%	N/A
CDSC	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	1.00%

Performance Fee Calculation Date: Annually in arrears as at the last Business Day in the twelve month period ending 31 December in each year.

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
12:00 pm on the relevant Dealing Day	12:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in Dublin and London are open for normal banking business or such other day as may be specified.	12.00 pm on each Dealing Day

MAN GLG ASIA (EX JAPAN) EQUITY

Investment Objective

Man GLG Asia (ex Japan) Equity's investment objective is to provide medium to long-term capital appreciation.

Investment Policy

The Portfolio will seek to achieve its objective by allocating all or substantially all of its assets in accordance with the investment approach outlined below.

The Portfolio will invest all or part of the net proceeds of Shares in (i) transferable securities (ii) exchange-traded and OTC financial derivative instruments, (iii) money market instruments, (iv) other collective investment schemes and (v) deposits, cash or cash equivalents as described in further detail below under the heading "Investment Instruments and Asset Classes".

At least 51% of the value of the Portfolio will be invested on an ongoing basis in holdings in equity securities that are authorised for official trading on a stock exchange or included in an organised market.

Investment Approach

The portfolio is a concentrated long-only fund which invests in Asia ex Japan companies across all market capitalisations. In that regard, the Investment Manager will typically construct a concentrated Portfolio of 35-45 stocks selected from a universe of approximately 1,200 stocks.

The Investment Manager takes a bottom-up approach (evaluating each individual company rather than looking at movements in prices within a particular market or market segment) leading to stocks that the Investment Manager believes demonstrate greater potential for movement, whether positive or negative, in their key profit drivers such as revenue, costs, margins, cashflows and ultimately earnings per share. This evaluation is based on detailed analysis of fundamentals and financial modelling on individual companies. This bottom-up approach will be complemented by top-down analysis (evaluating the market as a whole rather than evaluating each individual asset), which aims to identify the type of macro environment and possible future changes to it in order to understand how various countries, industries or investment styles will perform. A Portfolio is then constructed to ensure favourable countries, industries or investment styles are included in the Portfolio. It is not intended that the Portfolio will have a particular industry or sector focus.

The Investment Manager takes a flexible investment approach which is not driven by any particular style, and therefore the Portfolio will not have any permanent bias towards a particular investment style (such as "income" or "growth") or market capitalisation, but rather prefers the flexibility of positioning the Portfolio in a way that, in the Investment Manager's opinion, will offer strong and consistent capital appreciation in the medium- to long-term.

The Portfolio is actively managed. The Portfolio does not intend to track the MSCI All Countries Asia ex Japan Total Return (the "**Benchmark**") but may be constrained by it to the limited extent set out below. The Benchmark will be used by the Portfolio for risk management purposes. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time having regard to relevant factors which may include overall portfolio composition or the liquidity of the positions. Other risk monitoring may include tracking error and or relative Value at Risk (VaR) versus the Benchmark as well as relative sector and/or country weights versus the Benchmark. These internal thresholds are reviewed by the Investment Manager on an ongoing basis as a way of evaluating the risk-profile of the Portfolio compared to that of the Benchmark and may be amended, or removed, from time to time. Accordingly they are not set out in this Supplement. Investors should also note that, which the Benchmark constitutes a useful comparator for the Portfolio against the performance and risk profile of the markets in which the Portfolio invests, it does not dictate the risk profile or risk parameters applied by the Portfolio, which are independently set and evaluated by the Investment Manager on an ongoing basis. While the Portfolio will focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The Benchmark does not define the investment universe of the Portfolio and the Portfolio may actively invest in assets and / or entities which are not included in the Benchmark and does not seek to invest in all, or substantially all, of the positions within the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be significant. The Benchmark is also used for performance comparison purposes. The Portfolio will make investments in companies which are not Benchmark constituents but are in Benchmark constituent countries and other permissible countries, where such companies generate the majority of their earnings from Asia ex Japan countries.

The Investment Manager typically applies an exclusion list of controversial stocks or industries which may be related to arms and munitions, nuclear weapons, tobacco and coal production. Potential investments which would otherwise form part of the investment universe will be excluded where such securities appear on the exclusion list. Further information regarding the exclusion list to be applied is available upon request from the Investment Manager.

Principal Adverse Impacts

The Manager and the Investment Manager do not currently consider the principal adverse impacts of investment decisions on sustainability factors pursuant to Article 4 of SFDR in respect of the Portfolio given that a) they currently only consider it in respect of funds that have as their objective sustainable investment or that promote environmental or social characteristics for the purposes of the SFDR and that b) taking account of the nature and scale of their activities and the types of products that they make available, the Manager and the Investment Manager consider that it would be disproportionate to consider such principal adverse impacts.

Investment Instruments and Asset Classes

The Portfolio will invest at least two thirds of the net assets (after deduction of ancillary liquid assets) in equity securities (excluding securities convertible into equity securities) of issuers with a registered office in Asia ex Japan or of issuers which derive the majority of their revenues from activities in Asia ex Japan. The Portfolio will invest primarily in securities listed or traded on Recognised Markets in OECD member states or in securities of Benchmark constituents' countries. Typically, the Portfolio will invest predominantly in transferable securities, including ordinary shares, preference shares, common stocks, depositary receipts (including ADRs and GDRs), rights, warrants and other similar equity like securities.

As part of its investment in Asia ex Japan companies, the Portfolio may invest in companies in the People's Republic of China ("**PRC**"). In order to invest in such companies, the Portfolio may invest directly (through trading via Stock Connect, the qualified foreign institutional investor regime "**QFII**") or indirectly (through financial derivative instruments) in China A Shares. Stock Connect provides a channel for investors from Hong Kong and overseas to access the PRC stock market directly and enables the Portfolio to invest in China A Shares listed on the Shanghai and Shenzhen markets, as applicable, through local securities firms or brokers. The QFII system also offers the possibility for the Portfolio to directly access the PRC stock market and to invest in China A-shares through one or more third party QFII quotas. In addition, certain Chinese companies may be listed on Recognised Markets outside of China and the Portfolio may invest in such companies through investment in such markets.

While the Portfolio will primarily invest in Asia ex Japan equity securities, it may also invest in open-ended collective investment schemes where the Investment Manager believes that such investment provides efficient or cost-effective exposure to some or all of the equities, fixed income, money market and other instruments outlined above. Such investment is subject to the restrictions set out in paragraph (iii) of the section of the Prospectus entitled "Investment Powers and Restrictions". The Portfolio may acquire units in collective investment schemes provided that no more than 10% of the Portfolio's net assets are invested, in aggregate, in the units of other collective investment schemes, including but not limited to eligible ETFs. Subject to the preceding sentence, the Portfolio may invest in exchange-traded funds, which are typically open-end funds or unit investment trusts, listed on a Recognised Market.
There is no limit on the extent to which the Portfolio may invest in emerging markets, though it may also invest in developed markets.

Investments in emerging market countries can be considered speculative, and therefore may offer higher potential for gains and losses than investments in developed markets of the world. **An investment in a**

fund which invests in emerging markets should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors. See the section of the Prospectus entitled "Investment Risks – Emerging Markets" for further details.

Investments in warrants are not expected to exceed 5% of the net assets of the Portfolio.

The Portfolio will invest not more than one third of its net assets (after deduction of ancillary liquid assets) in transferable money market securities (including certificates of deposit, commercial paper and bankers acceptances), fixed and floating rate instruments, investment grade instruments, government and corporate bonds, bonds convertible into common stock (which may embed derivatives and/or leverage), preferred shares and other fixed income and equity linked investments, which may include but are not limited to such instruments as stock options and equity swaps, listed or traded on Recognised Markets. Such investments will be made with a view to maintain the portfolio risk level at a level deemed appropriate to the Portfolio by the Investment Manager. The Portfolio may also hold ancillary liquid assets such as time deposits. For the avoidance of doubt, the above may include securities of any geographical focus, including Japan.

While the intention of the Investment Manager is to invest, in normal circumstances, in the investments referred to above, in exceptional market conditions or where the Investment Manager is of the opinion that there are insufficient investment opportunities in such securities, the Investment Manager may retain a significant proportion of the Portfolio in cash and/or invest a significant proportion or all of the Portfolio in liquid assets including cash equivalents such as term deposits, bank certificates, liquid government debt instruments and money market instruments. The Investment Manager may also hold cash and/or invest in liquid assets in order to comply with the requirements of the Prospectus, the UCITS Regulations and/or the Central Bank in relation to leverage and to cover off positions held through FDI.

The Portfolio's net asset allocation can respond dynamically to the Investment Manager's analysis of changing market trends and opportunities. For example, if a given jurisdiction was experiencing market turbulence, the Investment Manager may scale back investing in that jurisdiction to reduce exposure to such a market. As set out above, the Investment Manager aims to achieve performance through owning a limited number of investments, subject to the restrictions described in "Investment Powers and Restrictions". The Portfolio may use currency transactions including forward currency contracts, currency swaps, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio or to maintain an active currency hedging strategy in respect of the Portfolio's Share Classes.

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange or market that is located in another jurisdiction. Instruments used to effect such investments include Depositary Receipts and participatory notes.

Use of Financial Derivative Instruments

Subject to complying with the Portfolio's investment objective, the Portfolio may also use the financial derivative instruments set out in the next paragraph to (i) obtain exposure to equity, fixed income, money market and other investments outlined above where the Investment Manager determines that the use of financial derivative instruments is more efficient or cost effective than direct investment, (ii) take synthetic short positions in relation to individual issuers; (iii) take exposure to equity, financial, fixed income and/or commodity indices related to the investments outlined above (provided that the Portfolio will only enter into derivative instruments in respect of commodity indices for hedging purposes, as determined in the sole discretion of the Investment Manager, and will only do so in respect of commodity indices which have been approved by the Central Bank. Such hedging may take place, for example, where the Portfolio has invested in companies active in a particular commodity industry or in an industry strongly related to a dedicated commodity, to hedge the risk of deflation of this particular commodity); (iv) to take exposures which the Investment Manager believes have a high correlation to the equity, fixed income, money market and other instruments outlined above; and (v) enter into currency transactions including forward currency contracts, currency swaps, currency options, foreign currency and other currency derivatives to alter the foreign currency exposure characteristics of the Portfolio. In addition, financial derivative instruments may also be used for hedging purposes. Shareholders should have regard to the risk warnings set out in the "Investment Risks" section of the Prospectus. An example of a complex hedging strategy involving a commodity index would include where the particular index related to a commodity whose price might impact on the return of a particular security held by the Portfolio. For the avoidance of doubt, where short positions in individual issuers are taken (as referred to at (ii) above), such trades will be for hedging and efficient portfolio management purposes only and not used to achieve leverage within the Portfolio as part of its investment strategy, or to express a view in relation to the direction of the markets or a given issuer.

The Portfolio may use derivative instruments such as swaps, exchange traded and OTC call and put options and exchange traded and OTC futures and forward contracts. For example, swaps in respect of a single security or an index may be used to achieve a profit as well as to hedge existing long positions. The Portfolio may undertake a “total return swap” in respect of equities, UCITS-compliant financial indices, bonds or UCITS-compliant commodity indices. Options may be used to hedge or to achieve exposure to a particular market instead of using a physical security. Futures contracts may be used to hedge against market risk or to gain exposure to a particular market or risk type (where risk arises from exposure to broad asset classes e.g. equity, bonds, short term interest rates, FX rates, commodities etc). For example, the Investment Manager may use equity index futures to gain exposure to equity markets as an alternative to individual equities. Forward contracts may be used to hedge or to gain exposure to a change in the value of an asset, currency or deposit.

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio’s market exposure may vary in time but will typically not exceed a maximum of 100% of the Net Asset Value of the Portfolio for long positions, depending on the Investment Manager’s analysis of the prevailing market conditions and considered in light of the investment objective of the Portfolio.

Securities Financing Transactions

The Portfolio’s exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value).

	Expected	**Maximum**
Total Return Swaps	10%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	5%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled “Certain Investment Risks” and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, “Repurchase and Reverse Repurchase Agreements”, “Investments in the PRC”.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking medium to long-term capital growth with an investment horizon of at least five years.

Base Currency: USD

Management and Performance Fees

The management and performance fees in respect of this portfolio are outlined in the table below. Further information on how this fee is calculated is set out later in the Prospectus in the “Fees and Expenses” section.

Share Class Type	"D"	"IF"	"I"	"IU"	"IX"
Management Fee	1.50%	0.50%	0.75%	Up to 0.75%	0.60%
Performance Fee	N/A	N/A	N/A	N/A	N/A
Benchmark Return	N/A	N/A	N/A	N/A	N/A

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
11:00 am on the relevant Dealing Day	11:00 am on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in Dublin and London are open for normal banking business or such other day as may be specified.	9.00 pm on each Dealing Day

SUBSCRIPTIONS

For detailed information concerning subscriptions, please consult the section under the heading "SUBSCRIPTIONS" in the Prospectus.

For details on the specific Share Classes of the Portfolios please refer to the Website

In addition, there are currently no shareholders in Man GLG Global Equity and this Portfolio is closed to further subscription.

Dealing Procedures

Each Business Day is both a Dealing Day and a Valuation Day for the Man GLG Portfolios.

Applications for Shares should be made on the relevant Application Form which should be posted or sent by facsimile or such other form of electronic communication agreed in advance by the Administrator (with the original Application Form sent by post immediately thereafter save where the Administrator has specified that this is not required pursuant to its discretion above) to the Administrator. The address for the Administrator is set out in the Application Form.

Where the applicant is an existing Shareholder, the relevant Application Form may be submitted to the Administrator by facsimile or by any other form of electronic communication agreed in advance by the Administrator. The relevant contact details of the Administrator can be found in the Application Form.

In order to receive Shares at the Net Asset Value per Share as calculated on that Dealing Day, Application Forms must be received before the relevant Subscription Dealing Deadline for the relevant Man GLG Portfolio (as set out in the "*Portfolio Specific Information – Dealing Terms*" section of this Supplement) or such later time as the Manager may from time to time permit in exceptional circumstances, provided that applications will not be accepted after the Valuation Point in respect of the relevant Dealing Day. Applications received after the Subscription Dealing Deadline (where a later time for receipt has not been permitted by the Manager) will be held over until the following Dealing Day and will receive the Net Asset Value per Share calculated on the following Dealing Day.

Settlement Procedures

Cleared subscription monies must be received within three (3) Business Days of the Dealing Day. In circumstances where subscription monies are not received before the Dealing Deadline, Shares will be provisionally allotted. The Company reserves the right to cancel such provisional allotment.

For further information in respect of settlement procedures concerning subscriptions, please consult the section under the heading "SUBSCRIPTIONS" in the Prospectus.

REDEMPTION OF SHARES

For information concerning redemptions, please consult the section under the heading "REDEMPTION, CONVERSION AND TRANSFER OF SHARES" in the Prospectus.

Each Business Day is both a Dealing Day and a Valuation Day for the Man GLG Portfolios.

The Shares in each Portfolio may be redeemed on each Dealing Day at the Net Asset Value per Share calculated in respect of that Dealing Day. A Redemption Request Form should be posted, sent by facsimile or by any other form of electronic communication agreed in advance with the Administrator and the Central Bank, so as to arrive at the Administrator no later than the relevant Redemption Dealing Deadline (as set out in the "*Portfolio Specific Information – Dealing Terms*" section of this Supplement) or, in exceptional circumstances (with the Manager ensuring that such exceptional circumstances are fully documented), such later time as the Manager may from time to time permit provided that Redemption Request Forms will not be accepted after the Valuation Point in respect of the relevant Dealing Day.

If a Redemption Request Form is received by the Administrator after the time specified for receipt of same for a particular Dealing Day, it shall be treated as a request for redemption on the next Dealing Day and will receive the Net Asset Value per Share calculated on the following Dealing Day.

No redemption proceeds will be paid until all documentation required by the Company and the Administrator (including any documentation required in connection with anti-money laundering procedures) have been received and the anti-money laundering procedures have been complied with.

The relevant contact details of the Administrator can be found in the Application Form.

The Company expects to pay redemption proceeds within three (3) Business Days of the relevant Dealing Day, however, on occasion the payment of redemption proceeds may take longer subject always to the provision that redemption proceeds will be paid within ten (10) Business Days of the relevant Dealing Day. Redemption proceeds will be paid by telegraphic transfer to the Shareholder's account specified in the Redemption Request Form. If, however, the account specified in the Redemption Request Form differs from that previously specified by the Shareholder for receipt of redemption proceeds, an original Redemption Request Form where required must be received by the Administrator before the proceeds will be paid.

For further information in respect of dealing procedures concerning redemptions, please consult the section under the heading "REDEMPTIONS, CONVERSION AND TRANSFER OF SHARES" in the Prospectus.

FEES AND EXPENSES

MANAGEMENT FEES

Details of the management fees payable in respect of each Man GLG Portfolio are set out in the *"Portfolio Specific Information – Management Fees"* section of this Supplement which needs to be read in conjunction with the *"Fees and Expenses"* section of the Prospectus.

PERFORMANCE FEES

Details of the performance fees payable in respect of each Man GLG Portfolio are set out in the *"Portfolio Specific Information – Management and Performance Fees"* section of this Supplement which needs to be read in conjunction with the *"Fees and Expenses"* section of the Prospectus.

"N" Share Classes

In the case of Man GLG Strategic Bond, in relation to the "N Share Classes", the performance fee shall be calculated at the rate set out in the relevant table located in the "*Portfolio Specific Information – Management and Performance Fees*" sub-section of this Supplement as applied on the aggregate appreciation in value on each investor's Shares in the relevant "N" Share Class, subject to the provisions in the "Fees and Expenses" section of the Prospectus that a performance fee will only be payable in respect of increases above the Reference NAV.

The appreciation in Net Asset Value in respect of each investor's Shares in the relevant "N" Share Class shall be calculated as at each Calculation Date by deducting the "Reference NAV" for those Shares from the "Closing NAV" of those Shares for that performance period (the "**Current Appreciation**"). For the purposes of such calculation, the "Reference NAV" for each Share shall be the higher of the last Net Asset Value per Share as at which a performance fee was payable in respect of that Share or, in the case of Shares in respect of which no performance fee has previously been payable, the Net Asset Value per Share at which those Shares were issued. The "Closing NAV" shall be the Net Asset Value per Share at the Calculation Date as at which the calculation is being made before accrual of the performance fee, except that in respect of an investor who redeems Shares in that performance period other than as at the Calculation Date, the Closing NAV shall be the Net Asset Value per Share at the date of redemption, before accrual of the performance fee.

As further described below, calculating the performance fee on a Share-by-Share basis is done in order to maintain a single Net Asset Value per Share within each Class. As of each Calculation Date, the aggregate amount of Current Appreciation in the Net Asset Value with respect to all Shares within a Class for the relevant performance period is determined. A performance fee equal to a percentage of such aggregate amount of Current Appreciation over the amount of the investors benchmark return for those Shares (as disclosed in this Supplement) is charged to such Class as a whole. This means that, where a performance fee is payable in respect of a Class, the Net Asset Value per Share of all Shares in that Class is reduced equally to reflect the payment of the per Share average of the aggregate performance fee for the Class as a whole and not the individual performance of those Shares during the relevant performance period. Accordingly, it is possible that the Net Asset Value of Shares in a Class held by a Shareholder may reflect the payment of a performance fee even though the Net Asset Value of such Shares experienced no appreciation or even depreciated during the relevant period. Since the Net Asset Value per Share of all Shares within each Class is reduced to reflect the payment of the performance fee attributable to such Class, it is also possible that the Net Asset Value of Shares held by a Shareholder may bear a disproportionate amount of the performance fee in relation to the actual appreciation that such Shares experienced during the relevant period. However, the performance fee attributable to a Share that is redeemed at any time other than at a Calculation Date shall be based on the difference between the Closing NAV of such Share (before accrual of the performance fee) as of the end of the Dealing Day on which such Share is redeemed and the Reference NAV of such Share. Accordingly, when a Share is redeemed at any time other than at a Calculation Date: (i) the performance fee attributable to such Share could be different from the performance fee that would be payable if such Share was not redeemed until the Calculation Date; and (ii) the holder redeeming such Share would not get the benefit of, or suffer the disadvantage of, the allocation of the performance fee across the Class as a whole.

In the case of the "N" Share Classes, there is no benchmark return and a performance fee will be payable in respect of the aggregate appreciation in value on each investor's Shares in that Class, subject to the provisions above in respect of the Reference NAV.

Calculation Date

In the case of Man GLG Strategic Bond, performance fee is calculated annually in arrears as at the last Business Day in the twelve month period ending on 31 December in each year (the "**Calculation Date**").

In the case of the "Available Shares" which have yet to commence trading, the first calculation period following the issue of such Shares will run from the end of the relevant Initial Offer Period, or such later date at which they may be issued in accordance with the provisions of this Supplement, to the next following Calculation Date. The Reference NAV in respect of such Available Shares shall be the relevant Initial Offer Price.

ESTABLISHMENT EXPENSES

The establishment expenses and amortisation period of each Man GLG Portfolio are set out in the table below.

Name of Fund	Formation Expenses	Amortisation Period	Fully Amortised
Man GLG RI Global Sustainable Growth	EUR 50,000	36 months	Yes
Man GLG Pan European Equity Growth	EUR 50,000	36 months	Yes
Man GLG Iberian Opportunities	EUR 50,000	36 months	Yes
Man GLG European Income Opportunities	EUR 50,000	36 months	No
Man GLG Strategic Bond	EUR 50,000	36 months	No
Man GLG Asia (ex Japan) Equity	EUR 70,000	36 months	No

In each case the amortisation period will commence immediately upon the launch of the relevant Man GLG Portfolio.

For additional information concerning fees and expenses, please consult the section under the heading "FEES AND EXPENSES" in the Prospectus.

DISTRIBUTION POLICY

Each of the Man GLG Portfolios may be comprised of accumulation Share Classes and Dist Share Classes. Further detail in respect of the distribution policy is set out in the "*Distribution Policy*" section of the Prospectus.

STOCK EXCHANGE LISTING

Information in relation to applications (if any) to Euronext Dublin for the listing of Classes of Shares in the Man GLG Portfolios on the Official List and trading on the Global Exchange Market or the Main Securities Market of Euronext Dublin shall be set out on www.ise.ie.

THE PROSPECTUS

This Supplement forms part of the Prospectus and should be read in the context of, and together with the Prospectus. In addition to those sections of the Prospectus which have been referred to in the body of this Supplement, investors should note the following provisions of the Prospectus which apply to the Man GLG Portfolios.

1. Important Information
2. Fees and Expenses
3. Investment Powers and Restrictions
4. Efficient Portfolio Management
5. Certain Investment Risks
6. Determination and Publication and Temporary Suspension of Net Asset Value;
7. Termination of Portfolios;
8. The Company
9. Taxation;
10. General;
    (a) The Share Capital;
    (b) Variation of Share Capital;
    (c) Variation of Shareholder Rights
    (d) Voting Rights;
    (e) Memorandum and Articles of Association;
    (f) Conflicts of Interest;
    (g) Meetings;
    (h) Reports and Accounts;
    (i) Account Communications;
    (j) Confidential Information;
    (k) Periodic Reports;
    (l) Material Contracts; and
    (m) Documents for Inspection;
11. Appendix I – Definitions;
12. Appendix II – Definition of US Person;
13. Appendix III – Recognised Markets;

14. Appendix IV – Additional Distribution and Selling Restrictions; and

15. Appendix V – Delegates and Sub-Delegates of the Depositary.

The directors of Man Funds plc (the "Directors") listed in the Prospectus under the heading "THE COMPANY", accept responsibility for the information contained in the Prospectus and this Supplement. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in the Prospectus and this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

MAN FUNDS PLC

SUPPLEMENT IN RESPECT OF THE MAN NUMERIC PORTFOLIOS

MAN NUMERIC EMERGING MARKETS EQUITY
MAN NUMERIC RI US LARGE CAP EQUITY
MAN NUMERIC RI GLOBAL EQUITY
MAN NUMERIC RI EUROPEAN EQUITY
MAN NUMERIC CHINA A EQUITY
MAN NUMERIC US HIGH YIELD

(A Portfolio of Man Funds plc, an umbrella fund with segregated liability between Portfolios authorised by the Central Bank of Ireland pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended)

INVESTMENT MANAGER

NUMERIC INVESTORS LLC

The Investment Manager is part of Man Group plc.

This Supplement dated 9 March 2021 forms part of, and should be read in the context of, and together with the Prospectus dated 9 March 2021, as may be amended from time to time (the "Prospectus"), in relation to Man Funds plc (the "Company") and contains information relating to Man Numeric Emerging Markets Equity, Man Numeric RI US Large Cap Equity, Man Numeric RI Global Equity, Man Numeric RI European Equity, Man Numeric China A Equity and Man Numeric US High Yield (the "Man Numeric Portfolios") which are separate portfolios of the Company, which issue the Share Classes outlined in this Supplement.

This Supplement should be read in conjunction with the general description of the Company contained in the Prospectus. All information contained in the Prospectus is deemed incorporated herein. Words and expressions not specifically defined in this Supplement bear the same meaning as that attributed to them in the Prospectus. To the extent that there is any inconsistency between this Supplement and the Prospectus, this Supplement shall prevail.

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IMPORTANT INFORMATION

Statements made in this Supplement are, except where otherwise stated, based on the law and practice currently in force in Ireland and are subject to change.

The Company is authorised and regulated by the Central Bank of Ireland (the "**Central Bank**") as a UCITS.

This Supplement forms part of, and should be read in the context of, and together with the Prospectus as may be amended from time to time (the "**Prospectus**"), which sets out general information in relation to the Company.

As the Company is availing of the provisions of the Investment Funds, Companies and Miscellaneous Provisions Act, 2005, it is intended that each Portfolio will have segregated liability from the other Portfolios and that the Company will not be liable as a whole to third parties for the liability of each Portfolio. However, investors should note the risk factor "*Company's Liabilities*" under the section of the Prospectus titled "*Certain Investment Risks*".

THE MAN NUMERIC PORTFOLIOS

The Company offers a choice of Portfolios, each of which issues separate Share Classes to allow investors a choice of strategic allocation.

This Supplement contains information relating to the following Portfolios of the Company (the "**Man Numeric Portfolios**"):

Man Numeric Emerging Markets Equity
Man Numeric RI US Large Cap Equity
Man Numeric RI Global Equity
Man Numeric RI European Equity
Man Numeric China A Equity
Man Numeric US High Yield

Numeric Investors LLC ("**Numeric**"), a member of the Man Group plc group of companies, has been appointed as investment manager of the Man Numeric Portfolios and further information in relation to Numeric is set out in the section of this Supplement entitled "*The Investment Manager*".

Save as otherwise set out herein, the provisions of the Prospectus shall apply in respect of the Man Numeric Portfolios.

TERMINATION OF PORTFOLIOS

The Company may terminate any Man Numeric Portfolio, and redeem all of the Shares of that Man Numeric Portfolio or of a Share Class in the circumstances set out in the section of the Prospectus entitled "*Termination of Portfolios*".

OTHER INFORMATION

No person has been authorised to give any information or to make any representation in connection with the offering or placing of Shares other than those contained in this Supplement and the reports referred to below and, if given or made, such information or representation must not be relied upon as having been authorised by the Company. The delivery of this Supplement (whether or not accompanied by the reports), or any issue of Shares, shall not, under any circumstances, create any implication that the affairs of the Company have not changed since the date of this Supplement.

The distribution of this Supplement and the offering and placing of Shares in certain jurisdictions may be restricted and, accordingly, persons into whose possession this Supplement comes are required by the Company to inform themselves about and to observe such restrictions. This Supplement does not constitute an offer or solicitation to anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation.

Distribution of this Supplement is not authorised unless it is accompanied by a copy of the Prospectus and the Company's latest annual report and audited reports and/or half-yearly report and unaudited accounts (as applicable). These documents, delivered together, will comprise a complete current Prospectus for the offering of Shares of Man Numeric Portfolios.

Prospective investors should seek the advice of their legal, tax and financial advisers if they have any doubts regarding the contents of this Supplement.

An investment in the Man Numeric Portfolios should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors. Please refer to the section of the Prospectus headed "Certain Investment Risks" for further detailed information on the risks of investment in the Company.

Unless specified in respect of a specific Portfolio in the "*Portfolio Specific Information*" section below, a Portfolio will not bear any Ongoing Data Charges (as described in the section of the Prospectus titled "*Fees and Expenses – Establishment and Operating Expenses*") incurred in the course of its operations.

THE INVESTMENT MANAGER

The Manager has appointed Numeric to act as discretionary investment manager to the Man Numeric Portfolios with responsibility for the investment selection, portfolio construction and portfolio management of the Man Numeric Portfolios.

Numeric Investors LLC, an indirect, majority-owned subsidiary of Man Group plc, is registered as an "investment adviser" with the SEC. Numeric manages assets for clients globally, including corporate and public pension plans, foundations, endowments, and sovereign funds. Strategies encompass long-only, 130/30 and market-neutral equities across geographic regions, investment styles and capitalisation strata. Numeric currently manages several long-only 130/30 and market-neutral U.S., European, Japanese, emerging markets and global strategies. Numeric's offices are located at 470 Atlantic Avenue, 6th Floor, Boston, MA 02210 USA. As at 30 September 2017, Man Group plc had approximately USD 103 billion under management. Man Group plc is one of the world's largest alternative asset managers and a UK publicly listed company in the FTSE 250 index. As at 30 September 2015, Man Group employs about 1,200 people worldwide, with key centres in London, Pfaeffikon (Switzerland), New York, Tokyo, Hong Kong and Sydney.

The Investment Management Agreement dated 8 December 2014 between the Manager and the Investment Manager (the "**Numeric Investment Management Agreement**") provides that in the absence of negligence, wilful default, fraud or bad faith, neither Numeric nor any of its directors, officers, employees or agents shall be liable for any loss or damage arising out of its performance of its obligations and duties under the Agreement. Under the Numeric Investment Management Agreement, in no circumstances shall Numeric be liable for special, indirect or consequential damages, or for lost profits or loss of business, arising out of or in connection with the performance of its duties, or the exercise of its powers, under the Numeric Investment Management Agreement. The Manager is obliged under the Numeric Investment Management Agreement to indemnify Numeric from and against any and all claims, actions, proceedings, damages, losses, liabilities, costs and expenses (including legal fees and expenses) directly or indirectly suffered or incurred by Numeric in connection with the performance of its duties and/or the exercise of its powers under the Numeric Investment Management Agreement, in the absence of any negligence, wilful default, bad faith or fraud on the part of Numeric.

Under the Numeric Investment Management Agreement, Numeric is entitled to delegate or sub-contract all or any of its functions, powers, discretions, duties and obligations to any person approved by the Manager and with the prior approval of the Central Bank, provided that such delegation or sub-contract shall terminate automatically on the termination of the Numeric Investment Management Agreement and provided further that Numeric shall remain responsible and liable for any acts or omissions of any such delegate as if such acts or omissions were those of Numeric. Numeric will pay the fees of any such person so approved. Details of any entity to which investment management responsibilities are delegated will be provided to Shareholders on request and will be disclosed in the periodic reports of the Company.

The Numeric Investment Management Agreement shall continue in force until terminated by either party thereto on thirty (30) days written notice, provided that such termination shall not take effect until the appointment of a successor investment manager is approved by the Central Bank, unless terminated earlier by either party at any time if the other party: (i) commits any material breach of the Numeric Investment Management Agreement or commits persistent breaches of the Numeric Investment Management Agreement which is or are either incapable of remedy or has or have not been remedied within thirty (30) days of the non-defaulting party serving notice requiring the remedying of the default; (ii) becomes incapable of performing its duties or obligations under the Numeric Investment Management Agreement; (iii) is unable to pay its debts as they fall due or otherwise becomes insolvent or enters into any composition or arrangement with or for the benefit of its creditors or any class thereof; (iv) is the subject of a petition for the appointment of an examiner, administrator, trustee, official assignee or similar officer to it or in respect of its affairs or assets; (v) has a receiver appointed over all or any substantial part of its undertaking, assets or revenues; (vi) is the subject of an effective resolution for the winding up (except in relation to a voluntary winding up for the purposes of reconstruction or amalgamation upon terms previously approved in writing by the other parties); or (vii) is the subject of a court order for its winding up or liquidation. The Numeric

Investment Management Agreement may also terminate forthwith on the termination of the Management Agreement.

The appointment of Numeric under the Numeric Investment Management Agreement is not exclusive and the Manager is entitled to appoint other persons to manage the assets of the Company, or of any Portfolio, or to provide investment advice to the Company. In this regard, as at the date of this Supplement the Manager has appointed GLG Partners LP to act in respect of the Man GLG Portfolios and GLG LLC to act in respect of the GLG LLC Portfolios and details in respect of such services are set out in the Prospectus.

PORTFOLIO SPECIFIC INFORMATION

INVESTMENT POWERS AND RESTRICTIONS

A summary of the investment powers and restrictions applicable to the Portfolios is set out in the section of the Prospectus titled "*Investment Powers and Restrictions*".

EFFICIENT PORTFOLIO MANAGEMENT

The Manager may employ investment techniques and instruments for efficient portfolio management of the assets of any Portfolio including hedging against market movements, currency exchange or interest rate risks under the conditions and within the limits stipulated by the Central Bank under the UCITS Regulations.

These investment techniques and instruments are described in further detail in the section of the Prospectus titled "*Efficient Portfolio Management*".

For the purposes of the section titled "*Efficient Portfolio Management – Currency Transactions*" it should be noted that the Base Currency of the Man Numeric Portfolios is set out below or such other currency as the Directors shall from time to time determine and notify to the Shareholders. In its capacity as investment manager of the Man Numeric Portfolios, Numeric may hedge the investments in the Man Numeric Portfolios against currency fluctuations that are adverse to the Base Currency of the Man Numeric Portfolios.

Repurchase agreements, reverse repurchase agreements and stock lending may be entered into by the Portfolios for efficient portfolio management purposes only and subject to the conditions and limits set out in the Central Bank UCITS Regulations.

Collateral Re-Use and Reinvestment Risk

To the extent that collateral received by a Portfolio is re-used or reinvested, the Portfolio is exposed to the risk that cash collateral re-use or reinvestment could lead to a reduction of the value of the eligible collateral capital. This, in turn may causes losses to the Portfolio because it is obliged to return collateral to the counterparty.

BORROWING POLICY AND LEVERAGE

Subject to the provisions of the UCITS Regulations and the Central Bank UCITS Regulations, the Company may, from time to time, where collateral is required to be provided in respect of derivatives transactions, pledge Investments of the relevant Portfolio(s) equal in value to the relevant amount of required collateral to the relevant derivative counterparty provided that a pledge agreement has been entered into between the Company and that counterparty. As at the date of this Supplement, the Company has entered into a pledge agreement with Morgan Stanley & Co International plc on behalf of Man Numeric Emerging Markets Equity. In addition, the Company may from time to time at its own discretion enter into pledge agreements with derivative counterparties on behalf of Portfolios.

A Portfolio may be leveraged as a result of its use of derivatives, as further detailed in the section "Leverage" of this Supplement in respect of each Portfolio.

USE OF FINANCIAL DERIVATIVE INSTRUMENTS

The Man Numeric Portfolios may use financial derivative instruments ("**FDI**") for investment and/or hedging purposes. The extent to which each Man Numeric Portfolio may invest in FDIs and adopt policies in relation to leverage will be formulated and agreed by the Directors on an individual Portfolio basis. The description of each Man Numeric Portolio's investment objective is set out below. The extent to which each Man Numeric Portfolio may use leverage and FDIs will at all times remain within the limits set out by the UCITS Regulations. Investors should refer to the section of the Prospectus entitled "*Certain Investment Risks*" and the "*Portfolio Specific Information – Risk Considerations of the Portfolio*" section of this Supplement for information in relation to the risks associated with the use of FDI.

The section immediately below describes certain of the FDI which may be used by a Portfolio in implementing its investment policy. FDI may reference a broad range of underlying assets, including bonds, equities, currencies, interest rates, dividends and financial indices.

Futures

Futures could be used to gain exposure to positions in a more efficient manner or to hedge against market risk. For example a single stock future could be used to provide the Portfolio with exposure to a single security. Index futures could also be used to manage risk, for example to hedge the risk of a security or group of securities held within the underlying index or with a high correlation with the underlying index. A futures position can be created by way of paying a deposit ('Margin'). Because that is typically only a small part of the total value of the futures contract, it is possible to participate through this 'leverage effect' in the price changes of the underlying assets. Thus a small price movement in the underlying asset can result in substantial profits or substantial losses relative to the invested capital.

Forwards

Forward contracts are transactions involving an obligation to purchase or sell a specific instrument or entitlement at a future date at a specified price. Forward contracts may also be used for investment, non-hedging purposes to pursue the Company's investment objective, for example where it is anticipated that a particular currency will appreciate or depreciate in value. Forward contracts may also be used for hedging purposes, such as to protect against uncertainty in the level of future foreign currency exchange rates. Forward contracts may also be used to attempt to protect the value of the Company's existing holdings of securities held in currencies other than the reference currency of the relevant Portfolio.

Forward contracts and options thereon, unlike futures contracts, are not traded on exchanges and are not standardised; rather, banks and dealers act as principals in these markets, negotiating each transaction on an individual basis.

Options

An option contains the right to buy or sell a specific quantity of a specific asset at a fixed price at or before a specified future date. There are two forms of options: put or call options. Put options are contracts sold for a premium that give to the buyer the right, but not the obligation, to sell to the seller a specified quantity of a particular asset (or financial instrument) at a specified price. Call options are similar contracts sold for a premium that give the buyer the right, but not the obligation, to buy from the seller a specified quantity of a particular asset (or financial instrument or currency) at a specified price. Options may also be cash-settled. The Portfolio may use such instruments to hedge against market risk to gain exposure to an underlying, for example the relevant underlying equity or equity related security. Any option entered into by the Portfolio will be in accordance with the limits prescribed by the law. A Portfolio may enter into options in respect of FDI, including options on futures, credit default swaps, outperformance options and others.

Asset Swapped Convertible Option Transactions (ASCOTS)

An ASCOT consists of an option on a convertible bond that is used to separate the convertible bond into its two constituent parts, ie the bond and the option to acquire stock. ASCOTS will be used by the investment manager in an effort to protect a portfolio against the potential impact of credit risk or interest rate risk in a particular convertible bond. In an ASCOT transaction, the investment manager sells a convertible bond in return for a combination of a cash payment and a call option which entitles the investment manager to repurchase the convertible bond on demand. The convertible bond is repurchased when the investment manager determines that he wishes to realise the value of any gain or loss on this call option.

Warrants

A security which is usually issued along with a bond or preferred stock, entitling the holder to buy a specific amount of securities at a specified price, usually above the current market price at the time of issuance, for a specified or unspecified period. If the price of the security rises to above the warrant's exercise price, then the investor can buy the security at the warrant's exercise price and resell it for a profit. Otherwise, the warrant will simply expire.

Share Purchase Rights

Share purchase rights, which give a Portfolio the ability but not the obligation to purchase more shares, may be issued to a Portfolio pursuant to its investment in a particular security and, in such cases, may be retained for the purposes of efficient portfolio management and exercised when considered appropriate.

Swaps

Swaps are individually negotiated transactions where each party agrees to make a one-time payment or periodic payments to the other party. Swaps are entered into in an attempt to obtain a particular return without the need to purchase the underlying reference asset. There are a broad range of swaps including total return swaps, price return swaps, volatility swaps, variance swaps, performance swaps, rate swaps, basis swaps, forward rate transactions, swaptions, basket swaps, index swaps, cap transactions, floor transactions, collar transactions, currency swap transactions, cross-currency rate swap transactions which may reference fixed income, equity or hybrid securities, credit, rates, currencies, baskets or indices (including any option with respect to any of these transactions). Certain swap agreements require one party's payments to be "up-front" and timed differently than the other party's payments (such as is often the case with currency swaps), in which case the entire principal value of the swap may be subject to the risk that the other party to the swap will default on its contractual delivery obligations. Other swap agreements, such as interest rate swaps, typically do not obligate the parties to make "principal" payments, but only to pay the agreed rates or amounts as applied to an agreed "notional" amount. As swap transactions are not typically fully funded, a payment of margin is often required by the counterparty.

Exchange rate swaps may be used in order to protect the Portfolio against foreign exchange rate risks. Exchange rate swaps could be used by the Portfolio to protect assets held in foreign currencies from foreign exchange rate risk. Total return, interest rate and currency swaps, could be used to enable the Portfolio to gain exposure to securities, currencies or indices.

A recovery rate swap is an agreement between two parties to swap a real recovery rate (whenever it is ascertained) with a fixed recovery rate. Recovery rate swaps allow investors to hedge the uncertainty of recovery in default.

Swaptions

Swaptions are options which grant the owner the right but not the obligation to enter into an underlying swap.

Variance Swaps

Under the terms of a typical variance swap, parties agree to exchange, at maturity, an amount calculated by reference to realised volatility of an applicable equity index over the lifetime of the swap. The payment amount is determined in accordance with a standard formula which has regard to the anticipated volatility of the relevant index on inception of the swap (referred to as the 'strike level') and realised volatility over the lifetime of the swap. The seller of the variance swap (who is said to have a short variance position) will benefit when realised volatility is lower than the strike level over the period of the swap, in which case the buyer of the variance swap would suffer a loss. Conversely, the buyer of the variance swap (who is said to have a long variance position) will benefit when realised volatility is higher than the strike level, in which case the seller of the variance swap would suffer a loss.

The realised variance of each variance swap - whether long or short - within a Portfolio may be subject to a cap. The caps will limit the potential gains and/or losses within the Portfolio in respect of each variance swap. In addition, the terms of each swap transaction shall provide that the value of the Portfolio cannot fall below zero.

Forward starting variance swaps

Forward starting variance swaps are a type of variance swap contract. They differ from variance swaps in that the anticipated volatility of the swap is calculated with reference to a future time period.

Total Return Swaps

Where a Portfolio undertakes a "total return swap" in respect of an underlying asset, it will obtain a return which is based principally on the performance of the underlying assets of the swap plus or minus the financing charges agreed with the counterparty. Such swap arrangements involve the Portfolio taking on the same market risk as it would have if it held the underlying assets of the swap itself and the return sought is the same financial rewards as if the Portfolio held the underlying security or index, plus or minus the financing costs that would have occurred had the transaction been fully funded from the outset.

Unless disclosed otherwise in relation to the relevant Portfolio in the "*Investment Instruments and Asset Classes*" section of this Supplement, each Portfolio may undertake a total return swap in respect of any asset in which its investment policies would allow it to invest directly.

The counterparties to total return swap transactions will be institutions subject to prudential supervision and belonging to categories approved by the Central Bank and will not have discretion over the composition or management of the Portfolio or over the underlying of the FDIs, nor will any counterparty's approval be required in relation to any of the Portfolio's investment transactions.

The counterparty risk associated with the Swap is set out in more detail at "*Key Risk Factors for the Man Numeric Portfolios – Counterparty Risk"*.

Contracts for Differences

Contracts for difference ("CFD") are contracts between two parties, typically described as 'buyer' and 'seller', stipulating that the seller will pay to the buyer the difference between the current value of an asset and its value when the contract was entered into. In effect, CFDs are financial derivatives that allow investors to take long or short positions on underlying financial instruments. CFDs do not involve the purchase or sale of an asset, only the agreement to receive or pay the movement in its price.

Embedded Derivatives

Convertible Bonds

Convertible Bonds are bonds that can be converted into a predetermined amount of a company's equity at certain times during its life, usually at the discretion of the bondholder.

Convertible Preference Shares

Convertible Preference Shares are corporate fixed-income securities that can be converted into a certain number of shares of the company's common stock at a specific future date or after a predetermined time period. The fixed-income component offers a steady income stream and some capital protection. The option to convert these securities into stock gives the investor the opportunity to gain from a rise in the share price.

Partly Paid Securities

Partly paid securities are securities on which part only of the capital amount and any premium due has been paid. The outstanding amounts are payable at a time chosen by the company issuing the securities.

INVESTMENT IN CONTINGENT CONVERTIBLE BONDS

Certain Portfolios may invest in contingent convertible ("CoCo") bonds. The performance of such bonds is dependent on a number of factors including interest rates, credit and equity performance, and the correlations between factors. As such these securities introduce significant additional risk to an investment in the relevant Portfolio.

Generally, convertible securities are subject to the risks associated with both fixed income securities and equities, namely credit risk, interest rate risk and market price risk. Contrary to traditional convertible securities which may be converted into equity by the holder, contingent convertible securities may be converted into equity or be forced to suffer a write down of principal upon the occurrence of a pre-determined event (the "trigger event"). As such, contingent convertible securities expose the holder to specific risks such as trigger risk, write down risk, coupon cancellation, capital structure inversion risk, and call extension risk, as described below.

The trigger event is ordinarily linked to the financial position of the issuer and therefore the conversion is likely to occur as a result of a deterioration of the relative capital strength of the underlying. As a result of the potential trigger event for a conversion of these securities, it is likely that the conversion to equity would occur at a share price, which is lower than when the bond was issued or purchased. In stressed market conditions, the liquidity profile of the issuer can deteriorate significantly and it may be difficult to find a ready buyer which means that a significant discount may be required in order to sell it.

In some cases, the issuer may cause a convertible security to be written down in value based on the specific terms of the individual security if a pre-specified trigger event occurs. There is no guarantee that the Portfolio will receive return of principal on contingent convertible securities.

Coupon payments may be discretionary and could thus be cancelled at any time, for any reason. As a result, investment in contingent convertible bonds can carry higher risk than investment in traditional debt instruments/convertibles and, in certain cases, equities; the volatility and risk of loss can be significant.

Contingent convertible securities are typically structurally subordinated to traditional convertible bonds in the issuer's capital structure. In certain scenarios, investors in contingent convertible securities may suffer a loss of capital ahead of equity holders or when equity holders do not.

Contingent convertible bonds can be issued as perpetual instruments (ie, bonds without a maturity date) and may only be callable at predetermined dates upon approval of the applicable regulatory authority. There is no guarantee that the Portfolio will receive a return of principal on contingent convertible securities.

The valuation of contingent convertible securities is influenced by many unpredictable factors such as:

(i) the creditworthiness of the issuer and the fluctuations in the issuer's capital ratios;

(ii) the supply and demand for contingent convertible securities;

(iii) the general market conditions and available liquidity; and

(iv) the economic, financial and political events that affect the issuer, the market it is operating in or the financial markets in general.

Contingent convertible securities may experience periods of lower liquidity caused by market events, lower new issues during a period or large sales and such events may raise the risk that these securities will not be able to be sold during those periods or may have to be sold at reduced prices. Those events may influence the value of the Portfolio, as the lower liquidity in these assets may be reflected in a corresponding reduction in the Net Asset Value of the Portfolio.

Contingent convertible bonds are a relatively new instrument and the trigger events are generally untested, therefore it is uncertain how the asset class will perform in stressed market conditions and risk to capital, and volatility could be significant.

RISK MANAGEMENT PROCEDURES

The Manager employs a risk management process in respect of the Company which enables it to accurately measure, monitor and manage the various risks associated with FDI. A statement of this risk management process has been submitted to the Central Bank. The Company will, on request, provide supplementary information to Shareholders relating to any risk management methods to be employed by the Company in respect of any Portfolio, including the quantitative limits that are applied, and any recent developments in the risk and yield characteristics of the main categories of investments. Any FDI contemplated by this Supplement but which are not included in the risk management process will not be utilised until such time as a revised risk management process has been provided to the Central Bank.

The Man Numeric Portfolios may use financial derivative instruments ("FDI") for investment purposes. However, none of the Man Numeric Portfolios is expected to have an above average risk profile as a result of its investment in FDI.

Investors should note that there can be no guarantee that any Portfolio will achieve its investment objective.

SUSTAINABLE FINANCE DISCLOSURE REGULATION

Status under SFDR and Framework Regulation

The status of a Portfolio under EU Regulation 2019/2088 of the European Parliament and the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector ("SFDR") and EU Regulation on the establishment of a framework to facilitate sustainable investment (the "Framework Regulation") is determined depending on whether or not such Portfolio has as its objective sustainable investment or whether or not it promotes environmental or social characteristics as described in SFDR. Such information is set out in the section headed "Investment Policy" for each Portfolio."

Integration of Sustainability Risk

A "sustainability risk" means an environmental, social or governance event or condition that, if it occurs, could cause an actual or a potential material negative impact on the value of an investment.

The Manager has implemented a Sustainability Risk Policy which is available at www.man.com/responsible-investment.

The Manager and the Investment Manager consider that sustainability risks may be relevant to the returns of the Portfolios, save for Man Numeric China A Equity. A sustainability risk is an environmental, social or governance event or condition that, if it occurs, could cause an actual or potential material negative impact on the value of an investment.

In addition to the below, further detail in respect of how each Portfolio integrates sustainability risk is set out in the section headed "Investment Policy" for each Portfolio.

Man Numeric China A Equity

The Investment Manager has developed a comprehensive ESG alpha model that analyses company and management impact to shareholders, employees and the broader environment in a peer-relative framework on the basis that good governance practices and responsibly-minded companies create long-term benefits for those parties, and weak environmental, social, and/or governance practices present a sustainability risk for those parties.

However, due to the lack of access to reliable ESG data in respect of the Portfolio's portfolio, the ESG alpha model is not currently implemented for the Portfolio and the Investment Manager effectively deems the ESG alpha model, including sustainability risks, to not yet be relevant to the management of the Portfolio. The Investment Manager continues to monitor and research the data availability with the ultimate goal to improve the ESG alpha model and utilise it for the Portfolio when appropriate.

All other Portfolios

The Investment Manager's investment process for the Portfolio integrates a comprehensive ESG alpha model that analyses company and management impact to shareholders, employees and the broader environment in a peer-relative framework on the basis that good governance practices and responsibly-minded companies create long-term benefits for those parties, and weak environmental, social, and/or governance practices present a sustainability risk for those parties.

The Investment Manager's ESG integration is consistent with its existing investment philosophy: a principles-based approach that focuses on data and academic research rather than datamining factors. Using data science techniques, the Investment Manager created a fundamentally-based framework anchored by a number of key pillars representing E, S and G. Multiple data sources are mapped to the principles-based pillars and the factors used and resulting weights are industry-focused and based on the expertise of the hundreds of analysts from the primary data providers. The key pillars are adjusted for country, industry/sector and factor biases. The result is an ESG signal that is integrated into the Portfolio's model mix. All the stocks in the investment universe of the Portfolio are assigned alpha scores based on the ESG alpha model. The stocks considered to have weaker ESG practices compared to their peers, and which thus represent some form of sustainability risk, are expected to receive lower scores on the ESG model. If a stock scores poorly on the ESG alpha model, there is a higher hurdle that the other alpha models would need to overcome for the stock to be held in the Portfolio.

Potential Impact of Sustainability Risks on Investment Returns

Save as set out herein in respect of Man Numeric China A Equity, the Manager and the Investment Manager consider that sustainability risks are relevant to the returns of the Portfolios. A sustainability risk is an environmental, social or governance event or condition that, if it occurs, could cause an actual or potential material negative impact on the value of an investment.

Assessment of sustainability risks is complex and requires subjective judgements, which may be based on data which is difficult to obtain and incomplete, estimated, out of date or otherwise materially inaccurate. Even when identified, there can be no guarantee that the Investment Manager will correctly asses s the impact of sustainability risks on a Portfolio's investments.

To the extent that a sustainability risk occurs, or occurs in a manner that is not anticipated by the Investment Manager there may be a sudden, material negative impact on the value of an investment, and hence the Net Asset Value of a Portfolio. Such negative impact may result in an entire loss of value of the relevant investment(s) and may have an equivalent negative impact on the Net Asset Value of a Portfolio.
The impacts following the occurrence of a sustainability risk may be numerous and vary depending on the specific risk and asset class. In general, where a sustainability risk occurs in respect of an asset, there will be a negative impact on, or entire loss of, its value. For a corporate, this may be because of damage to its reputation with a consequential fall in demand for its products or services, loss of key personnel, exclusion from potential business opportunities, increased costs of doing business and/or increased cost of capital. A corporate may also suffer the impact of fines and other regulatory sanctions. The time and resources of the corporate's management team may be diverted from furthering its business and be absorbed seeking to deal with the sustainability risk, including changes to business practices and dealing with investigations and litigation. Sustainability risks may also give rise to loss of assets and/or physical loss including damage to real estate and infrastructure. The utility and value of assets held by businesses to which a Portfolio is exposed may also be adversely impacted by a sustainability risk.

Sustainability risks are relevant as both standalone risks, and also as cross-cutting risks which manifest through many other risk types which are relevant to the assets of a Portfolio. For example, the occurrence of a sustainability risk can give rise to financial and business risk, including though a negative impact on the credit worthiness of other businesses. The increasing importance given to sustainability considerations by both businesses and consumers means that the occurrence of a sustainability risk may result in significant reputational damage to affected businesses. The occurrence of a sustainability risk may also give rise to enforcement risk by governments and regulators, and also litigation risk.

A sustainability risk may arise and impact a specific investment or may have a broader impact on an economic sector, geographical regions and/or jurisdictions and political regions.

Many economic sectors, regions and/or jurisdictions, including those in which a Portfolio may invest, are currently and/or in the future may be, subject to a general transition to a greener, lower carbon and less polluting economic model. Drivers of this transition include governmental and/or regulatory intervention, evolving consumer preferences and/or the influence of non-governmental organisations and special interest groups.

Laws, regulations and industry norms play a significant role in controlling the impact on sustainability factors of many industries, particularly in respect of environmental and social factors. Any changes in such measures, such as increasingly stringent environmental or health and safety laws, can have a material impact on the operations, costs and profitability of businesses. Further, businesses which are in compliance with current measures may suffer claims, penalties and other liabilities in respect of alleged prior failings. Any of the foregoing may result in a material loss in value of an investment linked to such businesses.

Further, certain industries face considerable scrutiny from regulatory authorities, non-governmental organisations and special interest groups in respect of their impact on sustainability factors, such as compliance with minimum wage or living wage requirements and working conditions for personnel in the supply chain. The influence of such authorities, organizations and groups along with the public attention they may bring can cause affected industries to make material changes to their business practices which can increase costs and result in a material negative impact on the profitability of businesses. Such external influence and can also materially impact the consumer demand for a business's products and services which may result in a material loss in value of an investment linked to such businesses.

Sectors, regions, businesses and technologies which are carbon-intensive, higher polluting or otherwise cause a material adverse impact on sustainability factors may suffer from a significant fall in demand and/or obsolescence, resulting in stranded assets the value of which is significantly reduced or entirely lost ahead of their anticipated useful life. Attempts by sectors, regions, businesses and technologies to adapt so as to reduce their impact on sustainability factors may not be successful, may result in significant costs being incurred, and future ongoing profitability may be materially reduced.

In the event that a sustainability risk arises, this may cause investors, including the Investment Manager in respect of a Portfolio, to determine that a particular investment is no longer suitable and to divest of it (or not make an investment in it), further exacerbating the downward pressure on the value of the investment.

In addition to the above, a description of certain other sustainability risks identified by the Investment Manager as being potentially relevant to the investments made by a Portfolio and hence its Net Asset Value is set out in the section of the Prospectus entitled "Certain Investment Risks – Sustainability Risks". This description is not exhaustive.

INVESTMENT OBJECTIVES AND POLICIES OF MAN NUMERIC PORTFOLIOS

The investment objective and policies of the Man Numeric Portfolios are set out below.

The assets of each Man Numeric Portfolio will be invested with the aim of achieving the investment objective and in accordance with the investment policy of that Portfolio. They must also be invested so as to comply with: (1) the investment and borrowing powers and restrictions set out in the UCITS Regulations; (2) the Memorandum and Articles; and (3) the Prospectus and Supplement.

Details of Recognised Markets for the Portfolios are set out in Appendix VI to the Prospectus.

At the date of this Supplement, the below detailed Man Numeric Portfolios have been established with the following investment objectives and policies and subject to the restrictions specified in "*Investment Powers and Restrictions*" section of the Prospectus.

QUANTITATIVE INVESTMENTS AND SYSTEMATIC TRADING

Save as otherwise disclosed herein, each Man Numeric Portfolio is a quantitative investment fund, meaning that all or some of its underlying investments are purchased, held and sold in accordance with quantitative data analysis undertaken by a computer-based proprietary model developed by Numeric to implement the investment strategy of the Man Numeric Portfolio, rather than granting trade-by-trade discretion to Numeric's investment professionals. The proprietary models and information and data provided by third parties are used to construct sets of transactions and investments, to value investments or potential investments (whether for trading purposes, or for the purpose of determining the net asset value of the Man Numeric Portfolio), to provide risk management insights, and to assist in hedging the investments of the Man Numeric Portfolio.

Numeric's long-standing philosophy is that, in the aggregate, markets are efficient and real economic performance drives returns. However, over certain time periods, markets are inefficient - stock prices fluctuate more than the underlying information set, all new significant information is not perfectly priced, and companies can manipulate reported earnings to please the market. Numeric's stock selection models were designed to take advantage of these inefficiencies. Although Numeric's investment processes have been enhanced over the years, the firm continues to adhere to these fundamental beliefs.

While Numeric takes a quantitative approach to investing, fundamental and intuitive underpinnings are a prerequisite for all alpha signals. Numeric seeks to exploit market inefficiencies related to security valuation, earnings momentum and earnings quality. These signals are divided into two complementary sets of models – Numeric's proprietary Valuation and Information Flow models. Valuation and Information Flow models are used in approximately equal weights to rank stocks.

The valuation signals are based on the idea that financial and behavioural attributes set a stock's price. The valuation signals are combined to form the Value Composite model, which seeks to identify companies that are mispriced relative to their projected earnings, cash flow, asset values, cash liquidity, dividend policy, growth and quality. Together these signals are designed to identify companies that are over- or under-valued in the market.

Information Flow signals analyse actions of various market participants (e.g. analysts, corporate management, and other informed investors) to aid Numeric in forecasting a company's business momentum and the direction and magnitude of its earnings. The signal is designed to exploit the fact that both analysts' earnings estimates and returns tend to under-react to news in the medium term. By forecasting which stocks are most likely to continue an earnings trend, Numeric also forecasts those that it believes will experience excess returns.

Beyond the quantitative stock selection process, Numeric's portfolio managers are responsible for validating all buy and sell decisions. This final oversight confirms the accuracy of the fundamental data inputs, accounts for late-breaking news or other information not incorporated in the model's output, and ensures compliance with portfolio and client guidelines. This added portfolio manager skill complements Numeric's quantitative process.

Numeric commits significant research resources towards enhancing its existing investment models, uncovering new sources of alpha, and strengthening its implementation capabilities with careful consideration of the effects of trade size, trading venue, and transaction costs.

MAN NUMERIC EMERGING MARKETS EQUITY

INVESTMENT OBJECTIVE

The Portfolio's objective is to earn a return on investment greater than the returns available from investments in the MSCI Emerging Markets Index.

INVESTMENT POLICY

The Portfolio will seek to achieve its objective by using Numeric's proprietary quantitative models to select securities for purchase or sale in order to allocate all or substantially all of its assets in accordance with the Man Numeric Emerging Markets strategy. The strategy involves taking long positions in relation to issuers primarily in emerging markets throughout the world, that represent, in the judgment of Numeric, an opportunity for short-term investment gains. In selecting securities eligible for investment, Numeric will consider a security's market capitalisation, median daily value traded and analyst coverage criteria. Further details in relation to the model is set out below under the heading "*Investment Approach*".

At least 51% of the value of the Portfolio will be invested on an ongoing basis in holdings in equity securities that are authorised for official trading on a stock exchange or included in an organised market.

The Portfolio will implement its strategy by (i) investing all or part of the net proceeds of Shares in exchange traded and OTC financial derivative instruments, (ii) investing all or part of the net proceeds of Shares in transferable securities, (iii) collective investment schemes; (iv) money market instruments, and (v) deposits, cash or cash equivalents as described in further detail below under the heading "*Investment Instruments and Asset Classes*".

It is expected that the Portfolio will have a high volatility due to the make-up of the investments in the Portfolio.

The Portfolio may employ the various techniques and instruments set out in the section of the Prospectus titled "*Efficient Portfolio Management*". The Portfolio will invest in accordance with the investment restrictions set out in the UCITS Regulations and in the section of the Prospectus entitled "*Investment Powers and Restrictions*".

The Portfolio's investment, directly, or indirectly through the use of derivatives, in equity securities (including, without limitation, common stock and warrants) and fixed-income securities listed or traded on Recognised Markets in Russia shall typically be in the region of 0% to 10% of the Net Asset Value of the Portfolio and shall not exceed 20% of the Net Asset Value of the Portfolio. These limits can be changed in the sole discretion of the Directors, subject to advance notification to the Shareholders in the Portfolio.

The MSCI Emerging Markets Index (the "**Benchmark**") is a broad-based index covering a universe of countries selected by MSCI Inc. on the basis of their relative economic development, size, liquidity and market accessibility. As at the date of this Supplement, the Benchmark covers over 800 securities across 23 markets and represents approximately 11% of world market capitalisation. Investors should note that the Portfolio is actively managed. The Portfolio does not intend to track the Benchmark and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which maybe updated from time to time. Other risk monitoring may include tracking error and / or relative Value at Risk (Var) versus the Benchmark as well as relative sector and/or country weights versus the Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be material. The Benchmark is also used for performance comparison purposes. The Investment Manager will have regard to the Benchmark for the calculation of performance fees for certain Share Classes (as described in the "*Management and Performance Fees*" section below).

The Benchmark captures large and mid cap representation across 26 emerging market countries. The Benchmark covers approximately 85% of the free float-adjusted market capitalization in each country.

Investment Approach

The Portfolio will primarily invest, directly or indirectly (through financial derivative instruments) in equity securities in global emerging markets. The Portfolio follows an investment strategy of purchasing and selling primarily emerging market securities identified by quantitative stock selection models.

The strategy is an equity long-only strategy with high volume trading in listed equities, in accordance with Numeric's proprietary quantitative models. The strategy may invest in securities with exposure to countries that are included in the MSCI Emerging Markets Index.

The Portfolio implements its strategy and selects securities for purchase and sale using quantitative stock selection models developed by Numeric. Stocks are selected using the balanced combination of two primary selection criteria: Valuation and Information Flow models. An overview of the model groups is provided below.

Valuation: The valuation signals are based on the idea that financial and behavioral attributes set a stock's price. The valuation signals are comprised of the "Fair Value" signal, the "Alternative Value" signal and the "Cash Flow" signal (see below for further detail) which are combined to form the "Value Composite model", which seeks to identify companies that are mispriced relative to their projected earnings, cash flow, asset values, cash liquidity, dividend policy, growth and quality. Together, these signals are designed to identify companies that are over- or under-valued in the market.

The "Fair Value" signal is the primary forward-earnings based valuation signal utilized in the Value Composite model. The Fair Value signal is designed to screen investor overreaction in the marketplace. Numeric believes that investors often overreact to real and perceived news, sending stock prices away from their fundamental values at times. The Fair Value signal estimates the Fair Value of each stock based on a set of fundamental and behavioural characteristics. Identifying deviations of market prices from this fair value presents opportunities to gain excess returns when the price corrects.

In addition to the Fair Value signal, "Alternative Value" and "Cash Flow" signals are utilised to increase the robustness of the Value Composite model throughout the economic cycle. Alternative Value signals include measures of a company's valuation relative to its book value, balance sheet cash, dividend payout, and sales. In an effort to address the differences between accrual and cash earnings and different capital structures, operating cash flow and earnings before interest, taxes, depreciation and amortisation (or 'EBITDA') signals are incorporated as well. The Portfolio may also have regard to gross profits, being the difference between sales and the cost of goods sold. Firms with high gross profits can invest in sales and marketing efforts, along with research and development, potentially leading to competitive advantages relative to peers. The Value Composite model blends the different views on valuation into a single signal, which is designed to produce superior returns with lower volatility.

Information Flow: Information flow signals analyse actions of various market participants (e.g., analysts, corporate management, and other informed investors) to aid Numeric in forecasting a company's business momentum and the direction and magnitude of its earnings. The signals are designed to exploit the fact that both forecast fundamentals and stock returns tend to under-react to news in the medium term. By forecasting which stocks are most likely to continue an upward trend, Numeric also forecasts those that it believes will experience excess returns.

- The "Estrend" signal is designed to exploit the fact that both analysts' earnings estimates and returns tend to under-react to news in the medium term. By forecasting which stocks are most likely to continue an earnings trend, Numeric also forecasts those that it believes will experience excess returns.

- The "Quality" signal analyses the latest financial statement filings from company management. The stocks are then ranked based on Numeric's assessment of the aggressiveness of accounting practices followed. Companies using aggressive accounting practices may be more prone to future earnings and revenue shocks, whereas companies pursuing conservative accounting practices are more likely to perform in line with their estimates in the future.

- The "Momentum" signal is based on the premise that medium-term price trends tend to persist. Because price discovery in equity markets is a process that takes place under uncertainty, investors more often than not move with the herd. Also, momentum can be an indicator of developments not yet captured by analyst estimates. For example, this may result from selective dissemination of information or the trading action of investors with superior information processing ability. "Style Momentum" is predicated on the idea that investors tend to chase styles and spread their thematically-oriented investments over short- to mid-term horizons, thus creating momentum in style returns. This multi-variate approach to capturing style effects is then implemented bottom-up in the portfolio by buying stocks that have in-favour styles and avoiding stocks that have out-of-favour styles.

- The "Informed Investor" signal analyses the trading activities of market participants that Numeric believes have superior information. Numeric seeks to buy stocks about which these investors (e.g. investors engaged in short selling of stock or option trading) have a positive view, and sell candidates where they have a negative view. This signal is concerned with analysing the activities of market participants, and seeks to utilise information obtained from their trading activities in the context of stock selection for the Portfolio. The Investment Manager may decide to sell or buy stocks on the basis of this information, but will not engage in synthetic short selling.

Numeric regularly refines, tests and validates the results of its models. The Portfolio's assets will be invested based on a signal generally composed of approximately 40% allocated towards the Value Composite model and 40% towards trend-following models (Estrend and Momentum), with no more than approximately 20% allocated towards Quality and other factors. This allocation is static over time, and changes to the allocation are subject to approval from Numeric's Investment Committee, which comprises senior Numeric investment officers and senior personnel. Under extreme market conditions, Numeric may, in its discretion but subject to Investment Committee approval, reallocate the Portfolio's investment model combination between the Valuation and Information Flow models as it deems necessary.

The Portfolio may use any combination of these models as well as other models developed by Numeric from time to time. Numeric will further refine and validate the results of the models through fundamental analysis, including reviewing company earnings and growth rates, and reading analyst notes and news releases.

As described in detail above, the primary stock selection criteria are the Value Composite and Information Flow models (Estrend, Momentum and Quality) (the "**Core Models**") and the Portfolio will primarily use a combination of these Core Models. Where it is deemed to be of benefit to the Portfolio, or where the Investment Manager determines a more efficient and effective method of measuring the Core Models, for example through the availability of new data sets or newly developed ideas or research, the Investment Manager may utilise other models within the group of models outlined above or potentially a new group of models.

While stocks are recommended for selection based on Numeric's proprietary quantitative models and in accordance with the Man Numeric Emerging Markets strategy, the final decision on whether to buy or sell a stock is made by Numeric's portfolio managers after careful validation of the fundamental financial inputs to the models. Numeric's Portfolio and Research team assist the portfolio managers in validating the financial inputs to the model. Numeric's portfolio managers may override the models' recommendations in the event of any late-breaking events, news stories, or data quality.

The Portfolio's investment will result in an exposure to emerging markets in excess of 20% of Net Asset Value and up to 100% of Net Asset Value. **Accordingly, an investment in this Portfolio should not**

constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.

While the Portfolio will invest primarily in emerging markets, it may also invest in global, non-emerging market equities, unrestricted by geographical location. The Portfolio's exposure to non-emerging market equities shall range between 0% and 15% of the Net Asset Value of the Portfolio.

Sustainable Finance Disclosure Regulation

The Portfolio does not have as its objective sustainable investment and does not promote environmental or social characteristics for the purposes of SFDR. The Portfolio is therefore not subject to the additional disclosure requirements for financial products referred to in Article 8 or Article 9 SFDR. For the same reason, the Portfolio is not subject to the requirements of the Framework Regulation. The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Principal Adverse Impacts

The Manager and the Investment Manager do not consider the principal adverse impacts of investment decisions on sustainability factors in respect of the Portfolio because the Investment Manager only operates quantitative investment strategies, which are currently not compatible with position-by-position diligence on such adverse impacts.

Investment Instruments and Asset Classes

The Portfolio may invest in the various instruments set out below when allocating assets in accordance with the investment approach outlined above.

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange in another jurisdiction. Instruments used to effect such investment include Depositary Receipts (as set out below).

Transferable Securities

Equities	The Portfolio will invest primarily, directly or indirectly, in listed equities of emerging markets issuers across all industrial sectors and market capitalisations.
ADRs, EDRs and GDRs	The Portfolio may invest in American Depositary Receipts, European Depositary Receipts and Global Depositary Receipts as alternatives to directly purchasing the underlying equity securities in their national markets and currencies.

Money Market Instruments

Money Market Instruments	Money Market Instruments, including certificates of deposit, commercial paper, bankers' acceptances, collateralised borrowing and lending obligations, negotiable certificates of deposit, government debt securities, floating rate/variable rate notes and other short-term debt obligations may be used for cash management purposes.

Other Collective Investment Schemes

UCITS	The Portfolio may invest in other UCITS, including exchange traded funds, which pursue a similar investment strategy or which facilitate the Investment Manager in

	effecting the investment strategy of the Portfolio.
Non-UCITS	The Portfolio may invest in non-UCITS which are eligible in accordance with the UCITS requirements and the requirements of the Central Bank.
ETFs (which will be UCITS or eligible non-UCITS)	The Portfolio may invest in ETFs as alternatives to directly purchasing the underlying equity securities and for cash management purposes. The Portfolio's investment in ETFs may include ETFs which embed some or all of the financial derivative instruments included beneath the sub-heading "Financial Derivative Instruments" below.

Cash and cash equivalents

Bank Deposits	Term deposits may be used for cash management purposes.
Foreign Currency	The Portfolio may take positions in foreign currencies for cash management purposes.
Other Liquid Assets	Other liquid assets, including cash equivalents (such as treasury bills, bank certificates and bankers' acceptances) and liquid government debt instruments, may be used for cash management purposes.

Financial Derivative Instruments

In general, financial derivatives as set out below may be used where the use of them is more efficient or cost effective than direct investment in the underlying assets referred to above.

Futures	UCITS eligible equity index futures may be used to gain exposure to equity markets as an alternative to individual equities and for cash management purposes. Futures contracts may be used to hedge against market risk.
Forwards	Forwards may be used to gain exposure to a change in the value of an asset or to hedge against market risk.
Options	Not applicable.
Swaps	Swaps may be used to gain exposure to equity markets in which direct investment requires prior registration and this registration has not been finalised or where swaps provide a more efficient means of implementation of the investment objective and policy. It is anticipated that the relevant jurisdictions will include India, Brazil and Chile.
Contracts for Differences	Not applicable.
Embedded Derivatives	Convertible bonds, convertible preference shares and partly paid securities may be used for investment purposes, as an alternative to investment in equities or bonds and such embedded derivatives may also embed leverage.

Leverage

"Leverage" in the context of UCITS funds such as the Portfolio is defined as being a fund's global exposure divided by its net asset value, where global exposure is defined as a measure of incremental exposure and leverage generated by using FDIs.

The leverage of the Portfolio will not exceed 100% of the Net Asset Value of the Portfolio. Therefore, although the Portfolio may be leveraged in this sense through its use of FDI, the Investment Manager does not expect the use of FDI to significantly increase the Portfolio's risk profile and the Investment Manager does not intend to use FDI as a means of gearing the Portfolio or as an alternative to borrowing.

The Portfolio's global exposure relating to financial derivative instruments will be calculated using a commitment approach. For the avoidance of doubt, the Company may incur temporary borrowings for the account of any Man Numeric Portfolio in an amount not exceeding 10% of the Net Asset Value of a Portfolio, as disclosed in the section entitled "*Borrowing Policy and Leverage*".

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio's market exposure may vary in time but will typically not exceed a maximum of 100% of Net Asset Value of the Portfolio for long positions, depending on the Investment Manager's analysis of the preceding market conditions and considered in light of the investment objective of the Portfolio.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	Maximum
Total Return Swaps and CFDs	20%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	5%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "*Certain Investment Risks*" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, *"Equities", "Counterparty Risk Generally", "Repurchase and Reverse Repurchase Agreements", "Emerging Markets", "Potential Illiquidity of Assets", "Trade Error Risk", "Model and Data Risk", "Obsolescence Risk", "Crowding / Convergence", "Involuntary Disclosure Risk", "Position Limits"* and *"Legal Risk in Emerging Markets"*.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking a reasonable return through capital appreciation.

The Investment Manager expects that the Portfolio will have an SRRI of approximately 6. This is primarily due to the makeup of the investments in the Portfolio, which tend to have a high volatility for the purposes of SRRI calculations, when compared to other investment categories. The SRRI disclosed is correct as at the date of this Supplement but is subject to change. Investors should refer to the Key Investor Information Document for the Portfolio, which is available online at www.man.com, for the most recent SRRI.

Base Currency: USD

Management Fees and Performance Fees

The management and performance fees in respect of this portfolio are outlined in the table below. Further information on how these fees are calculated is set out later in the Prospectus in the "*Fees and Expenses*" section.

Share Class Type	"D"	"DY"	"I"	"IMU"
Management Fee	1.60%	1.85%	0.85%	Up to 0.85%
Performance Fee	N/A	N/A	N/A	Up to 20%
Benchmark Return	N/A	N/A	N/A	MSCI Emerging Markets Index (USD, NDTR)

Performance Fee Calculation Date: Annually in arrears as at the last Business Day in the twelve month period ending 31 December each year.

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in New York, Dublin and London are open for normal banking business.	11:00 pm (Irish time) on each Dealing Day

MAN NUMERIC RI US LARGE CAP EQUITY

There are currently no Shareholders in Man Numeric RI US Large Cap Equity and this Portfolio is closed to further subscription. An application will be made to the Central Bank for the withdrawal of approval of this Portfolio.

INVESTMENT OBJECTIVE

The Portfolio's objective is to earn a return on investment greater than the returns available from investments in the S&P 500 Index.

INVESTMENT POLICY

The Portfolio will seek to achieve its objective by using Numeric's proprietary quantitative models to select securities for purchase or sale in order to allocate all or substantially all of its assets in accordance with the Man Numeric U.S. Large Cap Core strategy. The strategy involves taking long positions in relation to issuers primarily in the United States, that represent, in the judgment of Numeric, an opportunity for short-term investment gains. In selecting securities eligible for investment, Numeric will consider a security's market capitalisation, median daily value traded, environmental, social and governance factors and analyst coverage criteria. Further details in relation to the model is set out below under the heading "*Investment Approach*".

At least 51% of the value of the Portfolio will be invested on an ongoing basis in holdings in equity securities that are authorised for official trading on a stock exchange or included in an organised market.

The Portfolio will implement its strategy by: (i) investing all or part of the net proceeds of Shares in transferable securities (as set out in the table below headed "*Transferable Securities*"); (ii) investing in exchange traded and OTC financial derivative instruments (as set out in the table below headed "*Financial Derivative Instruments*"); (iii) investing in collective investment schemes; (iv) investing in money market instruments; and (v) investing in deposits, cash or cash equivalents as described in further detail below under the heading "*Investment Instruments and Asset Classes*".

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange or market that is located in another jurisdiction. Instruments used to effect such investments include Depositary Receipts and participatory notes.

The Portfolio may employ the various techniques and instruments set out in the section of the Prospectus titled "*Efficient Portfolio Management*". The Portfolio will invest in accordance with the investment restrictions set out in the UCITS Regulations and in the section of the Prospectus entitled "*Investment Powers and Restrictions*".

The S&P 500 Index (the "**Benchmark**") is a stock market index that represents the largest 500 stocks in the United States by market capitalization and captures approximately 80% coverage of available capitalization. Investors should note that the Portfolio is actively managed. The Portfolio does not intend to track the Benchmark and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error and / or relative Value at Risk (VaR) versus the Benchmark as well as relative sector weights versus the Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be material. The Benchmark is also used for performance comparison purposes.

The Benchmark is a capitalization-weighted index and includes 500 leading companies and captures approximately 80% coverage of available market capitalization. The Benchmark's components and weightings are determined and maintained by S&P Dow Jones Indices.

Investment Approach

The Portfolio will primarily invest, directly or indirectly (through financial derivative instruments), in equity securities listed or domiciled in the United States. The Portfolio follows an investment strategy of purchasing and selling primarily U.S. securities identified by quantitative stock selection models.

The strategy is an equity long-only strategy with high volume trading in listed equities, in accordance with Numeric's proprietary quantitative models.

The Portfolio implements its strategy and selects securities for purchase and sale using quantitative stock selection models developed by Numeric. Stocks are selected using the combination of three primary selection criteria: Valuation, Information Flow and Environmental, Social and Governance ("**ESG**") models. An overview of the model groups is provided below.

Valuation: The valuation signals are based on the idea that financial and behavioural attributes set a stock's price. The valuation signals are comprised of the "Fair Value" signal, the "Alternative Value" signal and the "Cash Flow" signal (see below for further detail) which are combined to form the "Value Composite model", which seeks to identify companies that are mispriced relative to their projected earnings, cash flow, asset values, cash liquidity, dividend policy, growth and quality. Together, these signals are designed to identify companies that are over- or under-valued in the market.

The "Fair Value" signal is the primary forward-earnings based valuation signal utilized in the Value Composite model. The Fair Value signal is designed to screen investor overreaction in the marketplace. Numeric believes that investors often overreact to real and perceived news, sending stock prices away from their fundamental values at times. The Fair Value signal estimates the fair value of each stock based on a set of fundamental and behavioural characteristics. Identifying deviations of market prices from this fair value presents opportunities to gain excess returns when the price corrects.

In addition to the Fair Value signal, "Alternative Value" and "Cash Flow" signals are utilised to increase the robustness of the Value Composite model throughout the economic cycle. Alternative Value signals include measures of a company's valuation relative to its gross profits (this "gross profit" signal compares company valuation relative to the gross earnings, which is simply the difference between sales and the cost of goods sold. Firms with high gross profits can invest in sales and marketing efforts, along with research and development, potentially leading to competitive advantages relative to peers), earnings before interest, taxes, depreciation, and sales. The Value Composite model blends the different views on valuation into a single signal, which is designed to produce superior returns with lower volatility.

Information Flow: Information flow signals analyse actions of various market participants (e.g., analysts, corporate management and other informed investors) to aid Numeric in forecasting a company's business momentum and the direction and magnitude of its earnings. The signals are designed to exploit the fact that both forecast fundamentals and stock returns tend to under-react to news in the medium term. By forecasting which stocks are most likely to continue an upward trend, Numeric also forecasts those that it believes will experience excess returns.

- The "Estrend" signal is designed to exploit the fact that both analysts' earnings estimates and returns tend to under-react to news in the medium term. By forecasting which stocks are most likely to continue an earnings trend, Numeric also forecasts those that it believes will experience excess returns.

- The "Quality" signal analyses the latest financial statement filings from company management. The stocks are then ranked based on Numeric's assessment of the aggressiveness of accounting practices followed. Companies using aggressive accounting practices may be more prone to future earnings and revenue shocks, whereas companies pursuing conservative accounting practices are more likely to perform in line with their estimates in the future.

- The “Momentum” signal is based on the premise that medium-term price trends tend to persist. Because price discovery in equity markets is a process that takes place under uncertainty, investors more often than not move with the herd. Also, momentum can be an indicator of developments not yet captured by analyst estimates. For example, this may result from selective dissemination of information or the trading action of investors with superior information processing ability. “Style Momentum” is predicated on the idea that investors tend to chase styles and spread their thematically-oriented investments over short- to mid-term horizons, thus creating momentum in style returns. This multi-variate approach to capturing style effects is then implemented bottom-up in the portfolio by buying stocks that have in-favour styles and avoiding stocks that have out-of-favour styles.

- The “Informed Investor” signal analyses the trading activities of market participants that Numeric believe have superior information. Numeric seeks to buy stocks about which these investors (e.g. investors engaged in short selling of stock or options trading) have a positive view, and sell stocks where investors have a negative view. This signal is concerned with analysing the activities of market participants, and seeks to utilise information obtained from their trading activities in the context of stock selection for the Portfolio. The Investment Manager may decide to sell or buy stocks on the basis of this information, but will not engage in synthetic short selling.

Environmental, Social and Governance (“ESG”): ESG signals analyse the sustainability of a company’s business and its ethical impact by taking into account the environmental, social and governances issues surrounding a company. Numeric will review and consider initial ESG information from a variety of sources. This information is then synthesised into a number of key ESG signals as outlined below. The Investment Manager believes that identifying sustainable companies and assessing their ethical impact will help to achieve the objective of excess returns and responsible investing for the Portfolio. The signals utilised by the Investment Manager are as follows:

- The “Environmental” signal evaluates a company’s impact on the environment, in the context of operating its business. It takes into account a company’s environmental policies, usage, reporting standards and incidents. In addition, measures of carbon intensity / emissions are taken into account and a “limit” may be applied on these measures at the overall portfolio level, which will ensure that the portfolio’s investments reflect stated carbon emissions levels that are deemed to be responsible.

- The “Social” signal evaluates a company’s societal impact. Key issues evaluated in this factor include (but are not limited to) diversity of workforce, labour and safety standards, data privacy, human rights, and animal welfare among others.

- The “Governance” signal evaluates the quality of a company’s corporate governance and the effectiveness of the role of various stakeholders (directors, senior managers and shareholders). Key issues in this factor include board oversight, accounting and remuneration for senior staff and policies with respect to anti-corruption and whistle-blowing among others.

In addition to the above, two further portfolio construction overlays are applied. Firstly, an outright exclusion list of tobacco and cluster munitions stocks or industries to ensure no investments in such stocks or industries are made. Secondly, overall limits on the carbon output / emissions may be implemented to ensure the portfolio meets stated carbon emissions levels that are deemed to be responsible.

Numeric regularly refines, tests and validates the results of its models. The Portfolio’s assets will be invested based on a signal generally composed by a weighting of approximately 20% to 40% towards the ESG model and approximately equal allocations of the remainder towards the Value Composite model and the Information Flow Model. This allocation to the three signals is typically static over time, and changes to the allocation are subject to approval from Numeric’s Investment Committee, which comprises senior Numeric investment officers and senior personnel. Under extreme market conditions, Numeric may, in its discretion but subject to Investment Committee approval, reallocate the Portfolio's investment model combination between the Valuation, Information Flow and ESG models as it deems necessary.

Numeric will further refine and validate the results of the models through fundamental analysis, including reviewing company earnings and growth rates, and reading analyst notes and news releases.

As described in detail above, the primary stock selection criteria are the Valuation, Information Flow and ESG models (the "Core Models") and the Portfolio will use a combination of these Core Models. Where it is deemed to be of benefit to the Portfolio, or where the Investment Manager determines a more efficient and effective method of measuring the Core Models, for example through the availability of new datasets or newly developed ideas or research, the Investment Manager may utilise other supplementary models within the Core group of models. These supplemental models are intended to complement rather than modify the purpose of the Core Models and examples would include "style momentum" and "gross profit" models as referenced above.

While stocks are recommended for selection based on Numeric's proprietary quantitative models and in accordance with the Man Numeric U.S. Large Cap Core strategy, the final decision on whether to buy or sell a stock is made by Numeric's portfolio managers after careful validation of the fundamental financial inputs to the models. Numeric's Portfolio Implementation and Research team assists the portfolio managers in validating the financial inputs to the model. Numeric's portfolio managers may override the models' recommendations in the event of any late-breaking events, news stories, or data quality.

Investment Instruments and Asset Classes

The Portfolio may invest in the various instruments set out below when allocating assets in accordance with the investment approach outlined above.

Transferable Securities

Equities	The Portfolio will primarily invest, directly or indirectly, in equity securities listed or domiciled in the United States, across all industrial sectors and market capitalisations.
ADRs, EDRs and GDRs	The Portfolio may invest in American Depositary Receipts, European Depositary Receipts and Global Depositary Receipts as alternatives to directly purchasing the underlying equity securities in their national markets and currencies.

Money Market Instruments

Money Market Instruments	Money Market Instruments, including certificates of deposit, commercial paper, bankers' acceptances, collateralised borrowing and lending obligations, negotiable certificates of deposit, government debt securities, floating rate/variable rate notes and other short-term government debt obligations may be used for cash management purposes. Debt securities referenced in this paragraph and below in respect of "Other Liquid Assets" may be either fixed or floating rate, and may be investment grade or non-investment grade. The Portfolio shall not utilise money market instruments to any substantial degree.

Other Collective Investment Schemes

UCITS	The Portfolio may invest in other UCITS, including exchange traded funds, which pursue a similar investment strategy or which facilitate the Investment Manager in effecting the investment strategy of the Portfolio.

Non-UCITS	The Portfolio may invest in non-UCITS which are eligible in accordance with the UCITS requirements and the requirements of the Central Bank.
ETFs (which will be UCITS or eligible non-UCITS)	The Portfolio may invest in ETFs as alternatives to directly purchasing the underlying equity securities and for cash management purposes. The Portfolio's investment in ETFs may include ETFs which embed some or all of the financial derivative instruments included beneath the sub-heading "Financial Derivative Instruments" below.

Cash and cash equivalents

Bank Deposits	Term deposits may be used for cash management purposes.
Foreign Currency	The Portfolio may take positions in foreign currencies for cash management purposes.
Other Liquid Assets	Other liquid assets, including cash equivalents (such as treasury bills, bank certificates and bankers' acceptances) and liquid government debt instruments, may be used for cash management purposes.

Financial Derivative Instruments

The financial derivatives as set out below may be used where the use of them is more efficient or cost effective than direct investment in the underlying assets referred to above.

Futures	UCITS eligible equity index futures may be used to gain exposure to equity markets as an alternative to individual equities and for cash management purposes. Futures contracts may be used to hedge against market risk.
Forwards	Forwards may be used to gain exposure to a change in the value of an asset or to hedge against market risk.
Options	Not applicable.
Swaps	Swaps may be used to gain exposure to equity markets where swaps provide a more efficient means of implementation of the investment objective and policy.
Contracts for Differences	Contracts for differences may be used to gain exposure to equity markets where contracts for differences provide a more efficient means of implementation of the investment objective and policy.
Embedded Derivatives	Convertible bonds, convertible preference shares and partly paid securities may be used for investment purposes, as an alternative to investment in equities or bonds, and such embedded derivatives may also embed leverage.

Leverage

"Leverage" in the context of UCITS funds such as the Portfolio is defined as being a fund's global exposure divided by its net asset value, where global exposure is defined as a measure of incremental exposure and leverage generated by using FDIs.

The leverage of the Portfolio will not exceed 100% of the Net Asset Value of the Portfolio. Therefore, although the Portfolio may be leveraged in this sense through its use of FDI, the Investment Manager does not expect the use of FDI to significantly increase the Portfolio's risk profile and the Investment Manager does not intend to use FDI as a means of gearing the Portfolio or as an alternative to borrowing.

The Portfolio's global exposure relating to financial derivative instruments will be calculated using a commitment approach. For the avoidance of doubt, the Company may incur temporary borrowings for the account of any Man Numeric Portfolio in an amount not exceeding 10% of the Net Asset Value of a Portfolio, as disclosed in the section of this Supplement entitled "*Borrowing Policy and Leverage*".

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio's market exposure may vary in time but will not exceed a maximum of 100% of Net Asset Value of the Portfolio for long positions, depending on the Investment Manager's analysis of the preceding market conditions and considered in light of the investment objective of the Portfolio.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	**Maximum**
Total Return Swaps and CFDs	0%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	5%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "*Certain Investment Risks*" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors *"Equities", "Counterparty Risk Generally", "Repurchase and Reverse Repurchase Agreements", "Potential Illiquidity of Assets", "Trade Error Risk", "Model and Data Risk", "Obsolescence Risk", "Crowding / Convergence", "Involuntary Disclosure Risk" and "Position Limits"*.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking a reasonable return through capital appreciation.

The Investment Manager expects that the Portfolio will have an SRRI of approximately 5. This is primarily due to the makeup of the investments in the Portfolio, which tend to have a moderate volatility for the purposes of SRRI calculations, when compared to other investment categories. The SRRI disclosed is correct as at the date of this Supplement but is subject to change. Investors should refer to the Key Investor Information Document for the Portfolio, which is available online at www.man.com, for the most recent SRRI.

Base Currency: USD

Management Fees

The management fees in respect of this portfolio are outlined in the table below.

Share Class Type	"D"	"DY"	"I"
Management Fee	1.35%	1.60%	0.60%

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in New York, Dublin and London are open for normal banking business.	11:00 pm (Irish time) on each Dealing Day

INVESTMENT OBJECTIVE

The Portfolio's objective is to earn a return on investment greater than the returns available from investments in the MSCI World Index.

INVESTMENT POLICY

The Portfolio will seek to achieve its objective by using Numeric's proprietary quantitative models to select securities for purchase or sale in order to allocate all or substantially all of its assets in accordance with the Man Numeric Global Core strategy. The strategy involves taking long positions in relation to issuers in the countries included in the MSCI World Index, and in the judgment of Numeric, represent an opportunity for short-term investment gains. In selecting securities eligible for investment, Numeric will consider a security's market capitalisation, median daily value traded, environmental, social and governance factors and analyst coverage criteria. Further details in relation to the model is set out below under the heading "*Investment Approach*".

At least 51% of the value of the Portfolio will be invested on an ongoing basis in holdings in equity securities that are authorised for official trading on a stock exchange or included in an organised market.

The Portfolio will implement its strategy by: (i) investing all or part of the net proceeds of Shares in transferable securities (as set out in the table below headed "*Transferable Securities*"); (ii) investing in exchange traded and OTC financial derivative instruments (as set out in the table below headed "*Financial Derivative Instruments*"); (iii) investing in collective investment schemes; (iv) investing in money market instruments; and (v) investing in deposits, cash or cash equivalents as described in further detail below under the heading "*Investment Instruments and Asset Classes*".

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange or market that is located in another jurisdiction. Instruments used to effect such investments include Depositary Receipts and participatory notes.

The Portfolio may employ the various techniques and instruments set out in the section of the Prospectus titled "*Efficient Portfolio Management*". The Portfolio will invest in accordance with the investment restrictions set out in the UCITS Regulations and in the section of the Prospectus entitled "Investment Powers and Restrictions".

The MSCI World Index (the "**Benchmark**") is a free float-adjusted market capitalisation weighted index that is designed to measure the equity market performance of developed markets. The Benchmark captures large and mid-cap representation across 23 developed markets countries, and covers approximately 85% of the free float-adjusted market capitalisation in each country. Investors should note that the Portfolio is actively managed. The Portfolio does not intend to track the Benchmark and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error and / or relative Value at Risk (VaR) versus the Benchmark as well as relative sector and/or country weights versus the Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be material. The Benchmark is also used for performance comparison purposes.

The Benchmark is a broad global equity index that represents large and mid-cap equity performance across 23 developed market countries. It covers approximately 85% of the free float-adjusted market capitalization in each country.

Investment Approach

The Portfolio will primarily invest, directly or indirectly (through financial derivative instruments), in equity securities listed or domiciled in the countries included in the Benchmark. No more than 10% of the Net Asset Value of the Portfolio will be invested in emerging markets. The Portfolio follows an investment strategy of purchasing and selling primarily global securities identified by quantitative stock selection models.

The strategy is an equity long-only strategy with high volume trading in listed equities, in accordance with Numeric's proprietary quantitative models.

The Portfolio implements its strategy and selects securities for purchase and sale using quantitative stock selection models developed by Numeric. Stocks are selected using the combination of three primary selection criteria: Valuation, Information Flow and Environmental, Social and Governance ("**ESG**") models. An overview of the model groups is provided below.

These Valuation and Information Flow model groups are generally estimated for stocks both at a regional level (ie USA, Europe or Japan) and at a global level. Specifically, stocks are typically compared to regional industry-sector peers and global industry-sector peers. Each of these comparisons will produce a different model score. Since the model scores are defined as being peer relative (ie in comparison to similar stocks in the same sector), by altering the selection of stocks that make up the peer comparison (ie either the regional peer universe, or the global peer universe), the respective model will produce a different score. The regional and global model scores are then combined for each stock to form one final model score that drives the investment decision.

Valuation: The valuation signals are based on the idea that financial and behavioural attributes set a stock's price. The valuation signals are comprised of the "Fair Value" signal, the "Alternative Value" signal and the "Cash Flow" signal (see below for further detail) which are combined to form the "Value Composite model", which seeks to identify companies that are mispriced relative to their projected earnings, cash flow, asset values, cash liquidity, dividend policy, growth and quality. Together, these signals are designed to identify companies that are over- or under-valued in the market.

The "Fair Value" signal is the primary forward-earnings based valuation signal utilized in the Value Composite model. The Fair Value signal is designed to screen investor overreaction in the marketplace. Numeric believes that investors often overreact to real and perceived news, sending stock prices away from their fundamental values at times. The Fair Value signal estimates the fair value of each stock based on a set of fundamental and behavioural characteristics. Identifying deviations of market prices from this fair value presents opportunities to gain excess returns when the price corrects.

In addition to the Fair Value signal, "Alternative Value" and "Cash Flow" signals are utilised to increase the robustness of the Value Composite model throughout the economic cycle. Alternative Value signals include measures of a company's valuation relative to its gross profits (this "gross profit" signal compares company valuation relative to the gross earnings, which is simply the difference between sales and the cost of goods sold. Firms with high gross profits can invest in sales and marketing efforts, along with research and development, potentially leading to competitive advantages relative to peers), earnings before interest, taxes, depreciation, and sales. The Value Composite model blends the different views on valuation into a single signal, which is designed to produce superior returns with lower volatility.

Information Flow: Information flow signals analyse actions of various market participants (e.g., analysts, corporate management and other informed investors) to aid Numeric in forecasting a company's business momentum and the direction and magnitude of its earnings. The signals are designed to exploit the fact that both forecast fundamentals and stock returns tend to under-react to news in the medium term. By forecasting which stocks are most likely to continue an upward trend, Numeric also forecasts those that it believes will experience excess returns.

- The “Estrend” signal is designed to exploit the fact that both analysts’ earnings estimates and returns tend to under-react to news in the medium term. By forecasting which stocks are most likely to continue an earnings trend, Numeric also forecasts those that it believes will experience excess returns.

- The “Quality” signal analyses the latest financial statement filings from company management. The stocks are then ranked based on Numeric’s assessment of the aggressiveness of accounting practices followed. Companies using aggressive accounting practices may be more prone to future earnings and revenue shocks, whereas companies pursuing conservative accounting practices are more likely to perform in line with their estimates in the future.

- The “Momentum” signal is based on the premise that medium-term price trends tend to persist. Because price discovery in equity markets is a process that takes place under uncertainty, investors more often than not move with the herd. Also, Momentum can be an indicator of developments not yet captured by analyst estimates. For example, this may result from selective dissemination of information or the trading action of investors with superior information processing ability. “Style Momentum” is predicated on the idea that investors tend to chase styles and spread their thematically-oriented investments over short- to mid-term horizons, thus creating momentum in style returns. This multi-variate approach to capturing style effects is then implemented bottom-up in the portfolio by buying stocks that have in-favour styles and avoiding stocks that have out-of-favour styles.

- The “Informed Investor” signal analyses the trading activities of market participants that Numeric believes have superior information. Numeric seeks to buy stocks about which these investors (e.g. investors engaged in short selling of stock or option trading) have a positive view, and sell candidates where they have a negative view. This signal is concerned with analysing the activities of market participants, and seeks to utilise information obtained from their trading activities in the context of stock selection for the Portfolio. The Investment Manager may decide to sell or buy stocks on the basis of this information, but will not engage in synthetic short selling.

Environmental, Social and Governance (“ESG”): ESG signals analyse the sustainability of a company’s business and its ethical impact by taking into account the environmental, social and governances issues surrounding a company. Numeric will review and consider initial ESG information from a variety of sources. This information is then synthesised into a number of key ESG signals as outlined below. The Investment Manager believes that identifying sustainable companies and assessing their ethical impact will help to achieve the objective of excess returns and responsible investing for the Portfolio. The signals utilised by the Investment Manager are as follows:

- The “Environmental” signal evaluates a company’s impact on the environment, in the context of operating its business. It takes into account a company’s environmental policies, usage, reporting standards and incidents. In addition, measures of carbon intensity / emissions are taken into account and a “limit” may be applied on these measures at the overall portfolio level, which will ensure that the portfolio’s investments reflect stated carbon emissions levels that are deemed to be responsible.

- The “Social” signal evaluates a company’s societal impact. Key issues evaluated in this factor include (but are not limited to) diversity of workforce, labour and safety standards, data privacy, human rights, and animal welfare among others.

- The “Governance” signal evaluates the quality of a company’s corporate governance and the effectiveness of the role of various stakeholders (directors, senior managers and shareholders). Key issues in this factor include board oversight, accounting and remuneration for senior staff and policies with respect to anti-corruption and whistle-blowing among others.

In addition to the above, two further portfolio construction overlays are applied. Firstly, an outright exclusion list of tobacco and cluster munitions stocks or industries to ensure no investments in such stocks or industries are made. Secondly, overall limits on the carbon output / emissions may be implemented to ensure the portfolio meets stated carbon emissions levels that are deemed to be responsible.

Numeric regularly refines, tests and validates the results of its models. The Portfolio's assets will be invested based on a signal generally composed by a weighting of approximately 20% to 40% towards the ESG model and approximately equal allocations of the remainder towards the Value Composite model and the Information Flow Model. This allocation to the three signals is typically static over time, and changes to the allocation are subject to approval from Numeric's Investment Committee, which comprises senior Numeric investment officers and senior personnel. Under extreme market conditions, Numeric may, in its discretion but subject to Investment Committee approval, reallocate the Portfolio's investment model combination between the Valuation, Information Flow and ESG models as it deems necessary.

Numeric will further refine and validate the results of the models through fundamental analysis, including reviewing company earnings and growth rates, and reading analyst notes and news releases.

As described in detail above, the primary stock selection criteria are the Valuation, Information Flow and ESG models (the "Core Models") and the Portfolio will use a combination of these Core Models. Where it is deemed to be of benefit to the Portfolio, or where the Investment Manager determines a more efficient and effective method of measuring the Core Models, for example through the availability of new datasets or newly developed ideas or research, the Investment Manager may utilise other supplementary models within the Core group of models. These supplemental models are intended to complement rather than modify the purpose of the Core Models and examples would include "style momentum" and "gross profit" models as referenced above.

While stocks are recommended for selection based on Numeric's proprietary quantitative models and in accordance with the Man Numeric Global Core strategy, the final decision on whether to buy or sell a stock is made by Numeric's portfolio managers after careful validation of the fundamental financial inputs to the models. Numeric's Portfolio Implementation and Research team assists the portfolio managers in validating the financial inputs to the model. Numeric's portfolio managers may override the models' recommendations in the event of any late-breaking events, news stories, or data quality.

Sustainable Finance Disclosure Regulation

The Portfolio promotes environmental or social characteristics within the meaning of Article 8 of SFDR (sometimes referred to as "light green investment") by maintaining a material weighting of no less than 20% to the Investment Manager's ESG alpha model as described below. As the Portfolio does not have sustainable investment as its objective it should not be regarded as falling within Article 9 of SFDR (sometimes referred to as "dark green investment").

The Investment Manager's investment process for the Portfolio integrates a comprehensive ESG alpha model that analyses company and management impact to shareholders, employees and the broader environment in a peer-relative framework on the basis that good governance practices and responsibly-minded companies create long-term benefits for those parties, and weak environmental, social, and/or governance practices present a sustainability risk for those parties.

The Investment Manager's ESG integration is consistent with its existing investment philosophy: a principles-based approach that focuses on data and academic research rather than datamining factors. Using data science techniques, the Investment Manager created a fundamentally-based framework anchored by a number of key pillars representing E, S and G, including, without limitation, Policies, Usage, Reporting, Incidents and Budget representing "E" (Environmental) and Human Capital, Products, Supply Chain, Incidents and Social Consciousness for representing "S" (Social). Multiple data sources are mapped to the principles-based pillars and the factors used and resulting weights are industry-focused and based on the expertise of the hundreds of analysts from the primary data providers. The key pillars are adjusted for country, industry/sector and factor biases. The result is an ESG signal that is integrated into the Portfolios's model mix. All the stocks in the investment universe of the Portfolio are assigned alpha scores based on the

ESG alpha model. The stocks considered to have weaker ESG practices compared to their peers, and which thus represent some form of sustainability risk, are expected to receive lower scores on the ESG model. If a stock scores poorly on the ESG alpha model, there is a higher hurdle that the other alpha models would need to overcome for the stock to be held in the Portfolio.

Principal Adverse Impacts

The Manager and the Investment Manager do not consider the principal adverse impacts of investment decisions on sustainability factors in respect of the Portfolio because the Investment Manager only operates quantitative investment strategies, which are currently not compatible with position-by-position diligence on such adverse impacts.

Investment Instruments and Asset Classes

The Portfolio may invest in the various instruments set out below when allocating assets in accordance with the investment approach outlined above.

Transferable Securities

Equities	The Portfolio will primarily invest, directly or indirectly, in equity securities listed or domiciled in the countries included in the MSCI World Index, across all industrial sectors and market capitalisations.
ADRs, EDRs and GDRs	The Portfolio may invest in American Depositary Receipts, European Depositary Receipts and Global Depositary Receipts as alternatives to directly purchasing the underlying equity securities in their national markets and currencies.

Money Market Instruments

Money Market Instruments	Money Market Instruments, including certificates of deposit, commercial paper, bankers' acceptances, collateralised borrowing and lending obligations, negotiable certificates of deposit, government debt securities, floating rate/variable rate notes and other short-term government debt obligations may be used for cash management purposes. Debt securities referenced in this paragraph and below in respect of "Other Liquid Assets" may be either fixed or floating rate, and may be investment grade or non-investment grade. The Portfolio shall not utilise money market instruments to any substantial degree.

Other Collective Investment Schemes

UCITS	The Portfolio may invest in other UCITS, including exchange traded funds, which pursue a similar investment strategy or which facilitate the Investment Manager in effecting the investment strategy of the Portfolio.
Non-UCITS	The Portfolio may invest in non-UCITS which are eligible in accordance with the UCITS requirements and the requirements of the Central Bank.
ETFs (which will be UCITS or eligible non-UCITS)	The Portfolio may invest in ETFs as alternatives to directly purchasing the underlying equity securities and for cash management purposes. The Portfolio's investment in ETFs may include ETFs which embed some or all of the financial derivative instruments included beneath the sub-heading "Financial Derivative Instruments" below.

Cash and cash equivalents

Bank Deposits	Term deposits may be used for cash management purposes.
Foreign Currency	The Portfolio may take positions in foreign currencies for cash management purposes.
Other Liquid Assets	Other liquid assets, including cash equivalents (such as treasury bills, bank certificates and bankers' acceptances) and liquid government debt instruments, may be used for cash management purposes.

Financial Derivative Instruments

The financial derivatives as set out below may be used where the use of them is more efficient or cost effective than direct investment in the underlying assets referred to above.

Futures	UCITS eligible equity index futures may be used to gain exposure to equity markets as an alternative to individual equities and for cash management purposes. Futures contracts may be used to hedge against market risk.
Forwards	Forwards may be used to gain exposure to a change in the value of an asset or to hedge against market risk.
Options	Not applicable.
Swaps	Swaps may be used to gain exposure to equity markets where swaps provide a more efficient means of implementation of the investment objective and policy.
Contracts for Differences	Contracts for differences may be used to gain exposure to equity markets where contracts for differences provide a more efficient means of implementation of the investment objective and policy.
Embedded Derivatives	Convertible bonds, convertible preference shares and partly paid securities may be used for investment purposes, as an alternative to investment in equities or bonds and such embedded derivatives may also embed leverage.

Leverage

"Leverage" in the context of UCITS funds such as the Portfolio is defined as being a fund's global exposure divided by its net asset value, where global exposure is defined as a measure of incremental exposure and leverage generated by using FDIs.

The leverage of the Portfolio will not exceed 100% of the Net Asset Value of the Portfolio. Therefore, although the Portfolio may be leveraged in this sense through its use of FDI, the Investment Manager does not expect the use of FDI to significantly increase the Portfolio's risk profile and the Investment Manager does not intend to use FDI as a means of gearing the Portfolio or as an alternative to borrowing.

The Portfolio's global exposure relating to financial derivative instruments will be calculated using a commitment approach. For the avoidance of doubt, the Company may incur temporary borrowings for the account of any Man Numeric Portfolio in an amount not exceeding 10% of the Net Asset Value of a Portfolio, as disclosed in the section entitled "*Borrowing Policy and Leverage*".

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio's market exposure may vary in time but will typically not exceed a maximum of 100% of Net Asset Value of the Portfolio for long positions, depending on the Investment Manager's analysis of the preceding market conditions and considered in light of the investment objective of the Portfolio.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	**Maximum**
Total Return Swaps and CFDs	0%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	5%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "*Certain Investment Risks*" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, *"Equities", "Counterparty Risk Generally", "Repurchase and Reverse Repurchase Agreements", "Emerging Markets", "Potential Illiquidity of Assets", "Trade Error Risk", "Model and Data Risk", "Obsolescence Risk", "Crowding / Convergence", "Involuntary Disclosure Risk", "Position Limits"* and *"Legal Risk in Emerging Markets"*.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking a reasonable return through capital appreciation.

The Investment Manager expects that the Portfolio will have an SRRI of approximately 5. This is primarily due to the makeup of the investments in the Portfolio, which tend to have a moderate volatility for the purposes of SRRI calculations, when compared to other investment categories. The SRRI disclosed is correct as at the date of this Supplement but is subject to change. Investors should refer to the Key Investor Information Document for the Portfolio, which is available online at www.man.com, for the most recent SRRI.

Base Currency: USD

Management Fees

The management fees in respect of this portfolio are outlined in the table below.

Share Class Type	**"D"**	**"DY"**	**"I"**
Management Fee	1.30%	1.55%	0.55%

Dealing Terms

Subscription Dealing Deadline (Irish Time)	**Redemption Dealing Deadline (Irish Time)**	**Business Day**	**Valuation Point (Irish time)**
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in New York, Dublin and London are open for normal banking business.	11:00 pm (Irish time) on each Dealing Day

MAN NUMERIC RI EUROPEAN EQUITY

INVESTMENT OBJECTIVE

The Portfolio's objective is to earn a return on investment greater than the returns available from investments in the MSCI Europe Index.

INVESTMENT POLICY

The Portfolio will seek to achieve its objective by using Numeric's proprietary quantitative models to select securities for purchase or sale in order to allocate all or substantially all of its assets in accordance with the Man Numeric European Core strategy. The strategy involves taking long positions in relation to issuers in the countries included in the MSCI Europe Index, and in the judgment of Numeric, represent an opportunity for short-term investment gains. In selecting securities eligible for investment, Numeric will consider a security's market capitalisation, median daily value traded, environmental, social and governance factors and analyst coverage criteria. Further details in relation to the model is set out below under the heading "*Investment Approach*".

At least 51% of the value of the Portfolio will be invested on an ongoing basis in holdings in equity securities that are authorised for official trading on a stock exchange or included in an organised market.

The Portfolio will implement its strategy by: (i) investing all or part of the net proceeds of Shares in transferable securities (as set out in the table below headed "*Transferable Securities*"); (ii) investing in exchange traded and OTC financial derivative instruments (as set out in the table below headed "*Financial Derivative Instruments*"); (iii) investing in collective investment schemes; (iv) investing in money market instruments; and (v) investing in deposits, cash or cash equivalents as described in further detail below under the heading "*Investment Instruments and Asset Classes*".

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange or market that is located in another jurisdiction. Instruments used to effect such investments include Depositary Receipts.

The Portfolio may employ the various techniques and instruments set out in the section of the Prospectus titled "*Efficient Portfolio Management*". The Portfolio will invest in accordance with the investment restrictions set out in the UCITS Regulations and in the section of the Prospectus entitled "Investment Powers and Restrictions".

The MSCI Europe Index (the "**Benchmark**") is a free float-adjusted market capitalisation weighted index that is designed to measure the equity market performance of developed markets in Europe. The Benchmark captures large and mid-cap representation across 15 developed markets countries, and covers approximately 85% of the free float-adjusted market capitalisation in each country. Investors should note that the Portfolio is actively managed. The Portfolio does not intend to track the Benchmark and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error and/or relative Value at Risk (VaR) versus the Benchmark as well as relative sector and/or country weights versus the Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be material. The Benchmark is also used for performance comparison purposes.

The Benchmark is a European equity index which tracks the return of stocks within 15 European developed markets. The Benchmark reflects approximately 85% of the total market capitalisation of the European developed markets.

Investment Approach

The Portfolio will primarily invest, directly or indirectly (through financial derivative instruments), in equity securities listed or domiciled in the countries included in the MSCI Europe Index. The Portfolio follows an investment strategy of purchasing and selling primarily European securities identified by quantitative stock selection models.

The strategy is an equity long-only strategy with high volume trading in listed equities, in accordance with Numeric's proprietary quantitative models.

The Portfolio implements its strategy and selects securities for purchase and sale using quantitative stock selection models developed by Numeric. Stocks are selected using the combination of three primary selection criteria: Valuation, Information Flow and Environmental, Social and Governance ("**ESG**") models. An overview of the model groups is provided below.

Valuation: The valuation signals are based on the idea that financial and behavioural attributes set a stock's price. The valuation signals are comprised of the "Fair Value" signal, the "Alternative Value" signal and the "Cash Flow" signal (see below for further detail) which are combined to form the "Value Composite model", which seeks to identify companies that are mispriced relative to their projected earnings, cash flow, asset values, cash liquidity, dividend policy, growth and quality. Together, these signals are designed to identify companies that are over- or under-valued in the market.

The "Fair Value" signal is the primary forward-earnings based valuation signal utilized in the Value Composite model. The Fair Value signal is designed to screen investor overreaction in the marketplace. Numeric believes that investors often overreact to real and perceived news, sending stock prices away from their fundamental values at times. The Fair Value signal estimates the fair value of each stock based on a set of fundamental and behavioural characteristics. Identifying deviations of market prices from this fair value presents opportunities to gain excess returns when the price corrects.

In addition to the Fair Value signal, "Alternative Value" and "Cash Flow" signals are utilised to increase the robustness of the Value Composite model throughout the economic cycle. Alternative Value signals include measures of a company's valuation relative to its book value, balance sheet cash, dividend payout, and sales. In an effort to address the differences between accrual and cash earnings and different capital structures, operating cash flow and earnings before interest, taxes, depreciation and amortisation (or 'EBITDA') signals are incorporated as well. The Portfolio may also have regard to gross profits, being the difference between sales and the cost of goods sold. Firms with high gross profits can invest in sales and marketing efforts, along with research and development, potentially leading to competitive advantages relative to peers, earnings before interest, taxes, depreciation, and sales. The Value Composite model blends the different views on valuation into a single signal, which is designed to produce superior returns with lower volatility.

Information Flow: Information flow signals analyse actions of various market participants (e.g., analysts, corporate management and other informed investors) to aid Numeric in forecasting a company's business momentum and the direction and magnitude of its earnings. The signals are designed to exploit the fact that both forecast fundamentals and stock returns tend to under-react to news in the medium term. By forecasting which stocks are most likely to continue an upward trend, Numeric also forecasts those that it believes will experience excess returns.

- The "Estrend" signal is designed to exploit the fact that both analysts' earnings estimates and returns tend to under-react to news in the medium term. By forecasting which stocks are most likely to continue an earnings trend, Numeric also forecasts those that it believes will experience excess returns.

- The “Quality” signal analyses the latest financial statement filings from company management. The stocks are then ranked based on Numeric’s assessment of the aggressiveness of accounting practices followed. Companies using aggressive accounting practices may be more prone to future earnings and revenue shocks, whereas companies pursuing conservative accounting practices are more likely to perform in line with their estimates in the future.

- The “Momentum” signal is based on the premise that medium-term price trends tend to persist. Because price discovery in equity markets is a process that takes place under uncertainty, investors more often than not move with the herd. Also, Momentum can be an indicator of developments not yet captured by analyst estimates. For example, this may result from selective dissemination of information or the trading action of investors with superior information processing ability. “Style Momentum” is predicated on the idea that investors tend to chase styles and spread their thematically-oriented investments over short- to mid-term horizons, thus creating momentum in style returns. This multi-variate approach to capturing style effects is then implemented bottom-up in the portfolio by buying stocks that have in-favour styles and avoiding stocks that have out-of-favour styles.

- The “Informed Investor” signal analyses the trading activities of market participants that Numeric believes have superior information (e.g. investors engaged in short selling of stock or option trading). Numeric seeks to buy stocks about which these investors have a positive view, and sell candidates where they have a negative view. This signal is concerned with analysing the activities of market participants, and seeks to utilise information obtained from their trading activities in the context of stock selection for the Portfolio. The Investment Manager may decide to sell or buy stocks on the basis of this information, but will not engage in synthetic short selling.

Environmental, Social and Governance (“ESG”): ESG signals analyse the sustainability of a company’s business and its ethical impact by taking into account the environmental, social and governances issues surrounding a company. Numeric will review and consider initial ESG information from a variety of sources. This information is then synthesised into a number of key ESG signals as outlined below. The Investment Manager believes that identifying sustainable companies and assessing their ethical impact will help to achieve the objective of excess returns and responsible investing for the Portfolio. The signals utilised by the Investment Manager are as follows:

- The “Environmental” signal evaluates a company’s impact on the environment, in the context of operating its business. It takes into account a company’s environmental policies, usage, reporting standards and incidents. In addition, measures of carbon intensity / emissions are taken into account and a “limit” may be applied on these measures at the overall portfolio level, which will ensure that the portfolio’s investments reflect stated carbon emissions levels that are deemed to be responsible.

- The “Social” signal evaluates a company’s societal impact. Key issues evaluated in this factor include (but are not limited to) diversity of workforce, labour and safety standards, data privacy, human rights, and animal welfare among others.

- The “Governance” signal evaluates the quality of a company’s corporate governance and the effectiveness of the role of various stakeholders (directors, senior managers and shareholders). Key issues in this factor include board oversight, accounting and remuneration for senior staff and policies with respect to anti-corruption and whistle-blowing among others.

In addition to the above, two further portfolio construction overlays are applied. Firstly, an outright exclusion list of tobacco and cluster munitions stocks or industries to ensure no investments in such stocks or industries are made. Secondly, overall limits on the carbon output / emissions may be implemented to ensure the portfolio meets stated carbon emissions levels that are deemed to be responsible.

Numeric regularly refines, tests and validates the results of its models. The Portfolio’s assets will be invested based on a signal generally composed by a weighting of approximately 20% to 40% towrads the ESG model and approximately equal allocations of the remainder towards the Value Composite model and the Information Flow Model. This allocation to the three signals is typically static over time, and changes to the allocation are subject to approval from Numeric's Investment Committee, which comprises senior Numeric investment officers and senior personnel. Under extreme market conditions, Numeric may, in its discretion but subject to Investment Committee approval, reallocate the Portfolio's investment model combination between the Valuation, Information Flow and ESG models as it deems necessary.

Numeric will further refine and validate the results of the models through fundamental analysis, including reviewing company earnings and growth rates, and reading analyst notes and news releases.

As described in detail above, the primary stock selection criteria are the Valuation, Information Flow and ESG models (the "Core Models") and the Portfolio will use a combination of these Core Models. Where it is deemed to be of benefit to the Portfolio, or where the Investment Manager determines a more efficient and effective method of measuring the Core Models, for example through the availability of new datasets or newly developed ideas or research, the Investment Manager may utilise other supplementary models within the Core group of models. These supplemental models are intended to complement rather than modify the purpose of the Core Models and examples would include "style momentum" and "gross profit" models as referenced above.

While stocks are recommended for selection based on Numeric's proprietary quantitative models and in accordance with the Man Numeric European Core strategy, the final decision on whether to buy or sell a stock is made by Numeric's portfolio managers after careful validation of the fundamental financial inputs to the models. Numeric's portfolio analysts assist the portfolio managers in validating the financial inputs to the model. Numeric's portfolio managers may override the models' recommendations in the event of any late-breaking events, news stories, or data quality.

Sustainable Finance Disclosure Regulation

The Portfolio promotes environmental or social characteristics within the meaning of Article 8 of SFDR (sometimes referred to as "light green investment") by maintaining a material weighting of no less than 20% to the Investment Manager's ESG alpha model as described below. As the Portfolio does not have sustainable investment as its objective it should not be regarded as falling within Article 9 of SFDR (sometimes referred to as "dark green investment").

The Investment Manager's investment process for the Portfolio integrates a comprehensive ESG alpha model that analyses company and management impact to shareholders, employees and the broader environment in a peer-relative framework on the basis that good governance practices and responsibly-minded companies create long-term benefits for those parties, and weak environmental, social, and/or governance practices present a sustainability risk for those parties.

The Investment Manager's ESG integration is consistent with its existing investment philosophy: a principles-based approach that focuses on data and academic research rather than datamining factors. Using data science techniques, the Investment Manager created a fundamentally-based framework anchored by a number of key pillars representing E, S and G, including, without limitation, Policies, Usage, Reporting, Incidents and Budget representing "E" (Environmental) and Human Capital, Products, Supply Chain, Incidents and Social Consciousness for representing "S" (Social). Multiple data sources are mapped to the principles-based pillars and the factors used and resulting weights are industry-focused and based on the expertise of the hundreds of analysts from the primary data providers. The key pillars are adjusted for country, industry/sector and factor biases. The result is an ESG signal that is integrated into the Portfolios's model mix. All the stocks in the investment universe of the Portfolio are assigned alpha scores based on the ESG alpha model. The stocks considered to have weaker ESG practices compared to their peers, and which thus represent some form of sustainability risk, are expected to receive lower scores on the ESG model. If a stock scores poorly on the ESG alpha model, there is a higher hurdle that the other alpha models would need to overcome for the stock to be held in the Portfolio.

Principal Adverse Impacts

The Manager and the Investment Manager do not consider the principal adverse impacts of investment decisions on sustainability factors in respect of the Portfolio because the Investment Manager only operates quantitative investment strategies, which are currently not compatible with position-by-position diligence on such adverse impacts.

Investment Instruments and Asset Classes

The Portfolio may invest in the various instruments set out below when allocating assets in accordance with the investment approach outlined above.

Transferable Securities

Equities	The Portfolio will primarily invest, directly or indirectly, in equity securities listed or domiciled in the countries included in the MSCI Europe Index, across all industrial sectors and market capitalisations.
Depositary Receipts	The Portfolio may invest in Swedish Depositary Receipts, American Depositary Receipts, European Depositary Receipts and Global Depositary Receipts as alternatives to directly purchasing the underlying equity securities in their national markets and currencies.

Money Market Instruments

Money Market Instruments	Money Market Instruments, including certificates of deposit, commercial paper, bankers' acceptances, negotiable certificates of deposit and floating rate/variable rate notes may be used for cash management purposes. Debt securities referenced in this paragraph and below in respect of "Other Liquid Assets" may be corporate issued, either fixed or floating rate, and may be investment grade or non-investment grade. The Portfolio shall not utilise money market instruments to any substantial degree.

Other Collective Investment Schemes

UCITS	The Portfolio may invest in other UCITS, including exchange traded funds, which pursue a similar investment strategy or which facilitate the Investment Manager in effecting the investment strategy of the Portfolio.
Non-UCITS	The Portfolio may invest in alternative investment funds ("**AIFs**") which are eligible in accordance with the UCITS requirements and the requirements of the Central Bank.
ETFs (which will be UCITS or eligible AIFs)	The Portfolio may invest in ETFs as alternatives to directly purchasing the underlying equity securities and for cash management purposes. The Portfolio's investment in ETFs may include ETFs which embed some or all of the financial derivative instruments included beneath the sub-heading "Financial Derivative Instruments" below.

Cash and cash equivalents

Bank Deposits	Term deposits may be used for cash management purposes.
Foreign Currency	The Portfolio may take positions in foreign currencies for cash management purposes.

Other Liquid Assets	Other liquid assets, including cash equivalents (such as treasury bills, bank certificates and bankers' acceptances) may be used for cash management purposes.

Financial Derivative Instruments

The financial derivatives as set out below may be used where the use of them is more efficient or cost effective than direct investment in the underlying assets referred to above.

Futures	UCITS eligible equity index futures may be used to gain exposure to equity markets as an alternative to individual equities and for cash management purposes. Futures contracts may be used to hedge against market risk.
Forwards	Forwards may be used to gain exposure to a change in the value of an asset or to hedge against market risk.
Options	Not applicable.
Swaps	Total return swaps and equity swaps may be used to gain exposure to equity markets where swaps provide a more efficient means of implementation of the investment objective and policy.
Contracts for Differences	Contracts for differences may be used to gain exposure to equity markets where contracts for differences provide a more efficient means of implementation of the investment objective and policy.
Embedded Derivatives	Convertible bonds, convertible preference shares and partly paid securities may be used for investment purposes, as an alternative to investment in equities or bonds and such embedded derivatives may also embed leverage.

Leverage

"Leverage" in the context of UCITS funds such as the Portfolio is defined as being a fund's global exposure divided by its net asset value, where global exposure is defined as a measure of incremental exposure and leverage generated by using FDIs.

The leverage of the Portfolio will not exceed 100% of the Net Asset Value of the Portfolio. Therefore, although the Portfolio may be leveraged in this sense through its use of FDI, the Investment Manager does not expect the use of FDI to significantly increase the Portfolio's risk profile and the Investment Manager does not intend to use FDI as a means of gearing the Portfolio or as an alternative to borrowing.

The Portfolio's global exposure relating to financial derivative instruments will be calculated using a commitment approach. For the avoidance of doubt, the Company may incur temporary borrowings for the account of any Man Numeric Portfolio in an amount not exceeding 10% of the Net Asset Value of a Portfolio, as disclosed in the section entitled "*Borrowing Policy and Leverage*".

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio's market exposure may vary in time but will typically not exceed a maximum of 100% of Net Asset Value of the Portfolio for long positions, depending on the Investment Manager's analysis of the preceding market conditions and considered in light of the investment objective of the Portfolio.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	Maximum
Total Return Swaps & CFDs	5%	60%
Repurchase Agreements & Reverse Repurchase Agreement	0%	0%
Stock Lending	0%	0%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "*Certain Investment Risks*" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, "*Market Risk*", "*Counterparty Risk"*, "*Currency Risk*", "*Liquidity Risk*", "*Financial Derivatives Instruments*", "*Single Region/Country*" and "*Model and Data Risk*".

Profile of A Typical Investor

Investment in the Portfolio is suitable for investors seeking a reasonable return through capital appreciation.

The Investment Manager expects that the Portfolio will have an SRRI of approximately 5. This is primarily due to the makeup of the investments in the Portfolio, which tend to have a moderate volatility for the purposes of SRRI calculations, when compared to other investment categories. The SRRI disclosed is correct as at the date of this Supplement but is subject to change. Investors should refer to the Key Investor Information Document for the Portfolio, which is available online at www.man.com, for the most recent SRRI.

Base Currency: Euro

Management Fees

The management fees in respect of this portfolio are outlined in the table below.

Share Class Type	"DF"	"D"	"DY"	"I"	"IF"	"IU"
Management Fee	1.25%	1.40%	1.65%	0.65%	0.5%	Up to 0.7%

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in New York, Dublin and London are open for normal banking business.	11:00 pm (Irish time) on each Dealing Day

MAN NUMERIC CHINA A EQUITY

INVESTMENT OBJECTIVE

The Portfolio's objective is to earn a return on investment greater than the returns available from investments in the MSCI China A Net Return Index USD.

INVESTMENT POLICY

The Portfolio will seek to achieve its objective by using Numeric's proprietary quantitative models to select equity securities for purchase or sale in order to allocate all or substantially all of its assets in accordance with the Man Numeric China strategy. The strategy involves taking long positions in relation to issuers in China, that represent, in the judgement of Numeric, an opportunity for investment gains in respect of China A Shares. In selecting securities eligible for investment, Numeric will consider a security's market capitalisation, median daily value traded and analyst coverage criteria. Further details in relation to the model are set out below under the heading "*Investment Approach*".

At least 51% of the value of the Portfolio will be invested on an ongoing basis in holdings in equity securities that are authorised for official trading on a stock exchange or included in an organised market.

The Portfolio will implement its strategy by: (i) investing all or part of the net proceeds of Shares in exchange-traded and OTC financial derivative instruments (as set out in the table below headed "Financial Derivative Instruments"); (ii) investing all or part of the net proceeds of Shares in transferable securities (as set out in the table below headed "Transferable Securities"); (iii) investing up to 10% of Net Asset Value in collective investment schemes; (iv) holding money market instruments; and (v) holding deposits, cash or cash equivalents as described in further detail below under the heading "*Investment Instruments and Asset Classes".* Investors should note that the Portfolio may achieve its investment objective by investing principally in financial derivative instruments as described below.

The Portfolio may employ the various techniques and instruments set out in the section of the Prospectus titled "*Efficient Portfolio Management*". The Portfolio will invest in accordance with the investment restrictions set out in the UCITS Regulations and in the section of the Prospectus entitled "*Investment Powers and Restrictions*".

The MSCI China A Net Return Index USD (the "**Benchmark**") captures large and mid capitalisation representation across China securities listed on the Shanghai and Shenzhen exchanges. Investors should note that the Portfolio is actively managed. The Portfolio does not intend to track the Benchmark and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error and/or relative Value at Risk (VaR) versus the Benchmark as well as relative sector and/or country weights versus the Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be material. The Benchmark is also used for performance comparison purposes.

Investment Approach

The Portfolio will primarily invest, directly (through trading via Stock Connect) or indirectly (through financial derivative instruments) in China A Shares. Stock Connect provides a channel for investors from Hong Kong and overseas to access the PRC stock market directly and enables the Portfolio to invest in China A Shares listed on the Shanghai and Shenzhen markets, as applicable, through local securities firms or brokers. The Portfolio follows an investment strategy of purchasing and selling China A Shares identified by quantitative stock selection models.

The strategy is an equity long-only strategy with high volume trading in listed equities, in accordance with Numeric's proprietary quantitative models.

The Portfolio implements its strategy and selects securities for purchase and sale using quantitative stock selection models developed by Numeric. Stocks are selected using the balanced combination of two primary selection criteria: Value Composite and Information Flow models. An overview of the quantitative stock selection models is provided below.

Value Composite: The valuation signals are based on the idea that financial and behavioural attributes set a stock's price. The valuation signals are comprised of the "Fair Value" signal, the "Alternative Value" signal and the "Cash Flow" signal (see below for further detail) which are combined to form the "Value Composite model", which seeks to identify companies that are mispriced relative to their projected earnings, cash flow, asset values, cash liquidity, dividend policy, growth and quality. Together, these signals are designed to identify companies that are over- or under-valued in the market.

The "Fair Value" signal is the primary forward-earnings based valuation signal utilised in the Value Composite model. The Fair Value signal is designed to screen investor overreaction in the marketplace. Numeric believes that investors often overreact to real and perceived news, sending stock prices away from their fundamental values at times. The Fair Value signal estimates the Fair Value of each stock based on a set of fundamental and behavioural characteristics. Identifying deviations of market prices from this fair value presents opportunities to gain excess returns when the price corrects.

In addition to the Fair Value signal, "Alternative Value" and "Cash Flow" signals are utilised to increase the robustness of the Value Composite model throughout the economic cycle. Alternative Value signals include measures of a company's valuation relative to its book value, balance sheet cash, dividend payout, and sales. In an effort to address the differences between accrual and cash earnings and different capital structures, the Cash Flow signal is incorporated which reflects operating cash flow and earnings before interest, taxes, depreciation and amortisation (or 'EBITDA'). The Value Composite model blends the different views on valuation into a single signal, which is designed to produce superior returns with lower volatility than would be achieved if using only a single view.

Information Flow: Information flow signals analyse actions of various market participants (e.g., external analysts, corporate management and other informed investors) to aid Numeric in forecasting a company's business momentum and the direction and magnitude of its earnings. The signals are designed to exploit the fact that both forecast fundamentals and stock returns tend to under-react to news in the medium term. By forecasting which stocks are most likely to continue an upward trend, Numeric also forecasts those that it believes will experience excess returns.

- The "Estrend" signal is designed to exploit the fact that both analysts' earnings estimates and returns tend to under-react to news in the medium term. By forecasting which stocks are most likely to continue an earnings trend, Numeric also forecasts those that it believes will experience excess returns.

- The "Quality" signal analyses the latest financial statement filings from company management. The stocks are then ranked based on Numeric's assessment of the aggressiveness of accounting practices followed. Companies using aggressive accounting practices may be more prone to future earnings and revenue shocks, whereas companies pursuing conservative accounting practices are more likely to perform in line with their estimates in the future.

- The "Momentum" signal is based on the premise that medium-term price trends tend to persist. Because price discovery in equity markets is a process that takes place under uncertainty, investors more often than not move with the herd. Also, momentum can be an indicator of developments not yet captured by analyst estimates. For example, this may result from selective dissemination of information or the trading action of investors with superior information processing ability. "Style Momentum" is predicated on the idea that investors tend to pursue styles and spread their thematically-oriented investments over short- to mid-term horizons, thus creating momentum in style returns. This multi-variate approach to capturing style effects is then implemented bottom-up in the portfolio by buying stocks that have in-favour styles and avoiding stocks that have out-of-favour styles.

Numeric regularly refines, tests and validates the results of its models. The Portfolio's assets will be invested based on a composite model generally composed of approximately 40% allocated towards the Value Composite model and, within the Information Flow model 40% towards Estrend and Momentum, with no more than approximately 20% allocated towards Quality. This allocation is static over time, and changes to the allocation are subject to approval from Numeric's Investment Committee, which comprises senior Numeric investment officers and senior personnel. Under extreme market conditions, Numeric may, in its discretion but subject to Investment Committee approval, reallocate the Portfolio's investment model combination between the Value Composite and Information Flow models as it deems necessary.

Numeric will further refine and validate the results of the models through fundamental analysis, including reviewing company earnings and growth rates, and reading analyst notes and news releases.

As described in detail above, the stock selection criteria are the Value Composite and Information Flow models (Estrend, Momentum and Quality) (the "**Core Models**") and the Portfolio will use a combination of these Core Models. Where it is deemed to be of benefit to the Portfolio, or where the Investment Manager determines a more efficient and effective method of measuring the Core Models, for example through the availability of new data sets or newly developed ideas or research, the Investment Manager may utilise other supplemental models or signals within the core group of models. These supplemental models are intended to complement rather than modify the purpose of the Core Models and includes "style momentum" as referenced above.

While stocks are recommended for selection based on Numeric's proprietary quantitative models and in accordance with the Man Numeric China strategy, the final decision on whether to buy or sell a stock is made by Numeric's portfolio managers after careful validation of the fundamental financial inputs to the models. Numeric's Portfolio and Research team assists the portfolio managers in validating the financial inputs to the model. Numeric's portfolio managers may override the models' recommendations in the event of any late-breaking events, news stories, or data quality.

The Portfolio's investment will result in an exposure to emerging markets in excess of 20% of Net Asset Value and up to 100% of Net Asset Value. **Accordingly, an investment in this Portfolio should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.**

Sustainable Finance Disclosure Regulation

The Portfolio does not have as its objective sustainable investment and does not promote environmental or social characteristics for the purposes of SFDR. The Portfolio is therefore not subject to the additional disclosure requirements for financial products referred to in Article 8 or Article 9 SFDR. For the same reason, the Portfolio is not subject to the requirements of the Framework Regulation. The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Principal Adverse Impacts

The Manager and the Investment Manager do not consider the principal adverse impacts of investment decisions on sustainability factors in respect of the Portfolio because the Investment Manager only operates quantitative investment strategies, which are currently not compatible with position-by-position diligence on such adverse impacts.

Investment Instruments and Asset Classes

The Portfolio may invest in the various instruments set out below when allocating assets in accordance with the investment approach outlined above.

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange in another jurisdiction.

Transferable Securities

Equities	The Portfolio will invest primarily, directly or indirectly, in China A Shares across all industrial sectors and market capitalisations.

Money Market Instruments

Money Market Instruments	Money Market Instruments, including certificates of deposit, commercial paper, bankers' acceptances and negotiable certificates of deposit may be used for cash management purposes. The Portfolio shall not utilise money market instruments to any substantial degree.

Other Collective Investment Schemes

UCITS	The Portfolio may invest up to 10% of Net Asset Value in other UCITS, including exchange traded funds, which pursue a similar investment strategy or which facilitate the Investment Manager in effecting the investment strategy of the Portfolio.
AIFs	The Portfolio may invest up to 10% in alternative investment funds ("**AIFs**") which are eligible in accordance with the UCITS requirements and the requirements of the Central Bank.
ETFs (which will be UCITS or eligible AIFs)	The Portfolio may invest in ETFs as alternatives to directly purchasing the underlying equity securities and for cash management purposes. The Portfolio's investment in ETFs may include ETFs which embed some or all of the financial derivative instruments included beneath the sub-heading "Financial Derivative Instruments" below.

Cash and cash equivalents

Bank Deposits	Term deposits may be used for cash management purposes.
Foreign Currency	The Portfolio may take positions in foreign currencies for cash management purposes.
Other Liquid Assets	Other liquid assets, including cash equivalents (such as treasury bills, bank certificates and bankers' acceptances) may be used for cash management purposes.

Financial Derivative Instruments

In general, financial derivatives as set out below may be used where the use of them is more efficient or cost effective than direct investment in the underlying assets referred to above.

Futures	UCITS eligible equity index futures may be used to gain exposure to equity markets as an alternative to individual equities and for cash management purposes. Futures contracts may be used to hedge against market risk.

Forwards	Forwards may be used to gain exposure to a change in the value of an equity security or to hedge against market risk.
Swaps	Total return swaps and equity swaps may be used to gain exposure to equity markets where swaps provide a more efficient means of implementation of the investment objective and policy.
Embedded Derivatives	Convertible bonds, convertible preference shares and partly paid securities may be used for investment purposes, as an alternative to investment in equities and such embedded derivatives may also embed leverage.

Leverage

"Leverage" in the context of UCITS funds such as the Portfolio is defined as being a fund's global exposure divided by its net asset value, where global exposure is defined as a measure of incremental exposure and leverage generated by using FDIs.

The leverage of the Portfolio will not exceed 100% of the Net Asset Value of the Portfolio. Therefore, although the Portfolio may be leveraged in this sense through its use of FDI, the Investment Manager does not expect the use of FDI to significantly increase the Portfolio's risk profile and the Investment Manager does not intend to use FDI as a means of gearing the Portfolio or as an alternative to borrowing.

The Portfolio's global exposure relating to financial derivative instruments will be calculated using a commitment approach. For the avoidance of doubt, the Company may incur temporary borrowings for the account of any Man Numeric Portfolio in an amount not exceeding 10% of the Net Asset Value of a Portfolio, as disclosed in the section entitled "*Borrowing Policy and Leverage*".

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio's market exposure may vary in time but will typically not exceed a maximum of 100% of Net Asset Value of the Portfolio for long positions, depending on the Investment Manager's analysis of the preceding market conditions and considered in light of the investment objective of the Portfolio.

Securities Financing Transactions

Any of the Portfolio's assets may be subject to securities financing transactions. The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	Maximum
Total Return Swaps	100%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	0%
Stock Lending	0%	0%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "*Certain Investment Risks*" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, *"Equities", "Counterparty Risk Generally", "Repurchase and Reverse Repurchase Agreements", "Hedging Transactions", "Business and Regulatory Risks", "Tax Considerations", "Emerging Markets", "Potential Illiquidity of Assets", "Trade Error Risk", "Model and Data Risk", "Obsolescence Risk", "Crowding / Convergence", "Involuntary Disclosure Risk", "Position Limits", "Investments in the PRC"* and *"Legal Risk in Emerging Markets"*.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking a reasonable return through capital appreciation.

The Investment Manager expects that the Portfolio will have an SRRI of approximately 6. This is primarily due to the makeup of the investments in the Portfolio, which tend to have a high volatility for the purposes of SRRI calculations, when compared to other investment categories. The SRRI disclosed is correct as at the date of this Supplement but is subject to change. Investors should refer to the Key Investor Information Document for the Portfolio, which is available online at www.man.com, for the most recent SRRI.

Base Currency: USD

Management Fees

The management fees in respect of this portfolio are outlined in the table below.

Share Class Type	**"D"**	**"DY"**	**"DF"**	**"I"**	**"IF"**	**"IU"**
Management Fee	1.65%	1.90%	1.25%	0.9%	0.5%	Up to 1.00%

Dealing Terms

Subscription Dealing Deadline (Irish Time)	**Redemption Dealing Deadline (Irish Time)**	**Business Day**	**Valuation Point (Irish time)**
1:00 pm on the Business Day prior to the Dealing Day	1:00 pm on the Business Day prior to the Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in New York, Dublin and London are open for normal banking business and on which Stock Connect is open for trading.	11:00 pm (Irish time) on each Dealing Day

MAN NUMERIC US HIGH YIELD

INVESTMENT OBJECTIVE

The Portfolio's objective is to earn a return on investment greater than the returns available from investments in the ICE BAML US High Yield Index (the "Index").

INVESTMENT POLICY

The Portfolio will seek to achieve its objective by using Numeric's proprietary quantitative models to select securities for purchase or sale in order to allocate all or substantially all of its assets in accordance with the Man Numeric U.S. High Yield strategy (the "US High Yield Strategy). The strategy involves taking long positions primarily in US dollar denominated high yield corporate bonds listed or traded on Recognised Markets in the US. These investments represent, in the judgment of Numeric, an opportunity for investment gains relative to the Index. In selecting corporate bonds eligible for investment, Numeric considers securities included within the Index, however, the Portfolio will be actively managed and the Investment Manager may invest in securities not included in the Index, however, these will generally be securities similar to those in the Index and/or securities anticipated to enter or having exited from the Index. The Investment Manager may invest in Index constituents using different weights than those used by the Index. The Index will also be used for performance comparison purposes. Further details in relation to the model is set out below under the heading "*Investment Approach*".

The Portfolio will implement the US High Yield Strategy by: (i) investing all or part of the net proceeds of Shares in transferable securities (as set out in the table below headed "*Transferable Securities*"); (ii) investing in exchange traded and OTC financial derivative instruments (as set out in the table below headed "*Financial Derivative Instruments*"); (iii) investing in collective investment schemes; (iv) investing in money market instruments; and (v) investing in deposits, cash or cash equivalents as described in further detail below under the heading "*Investment Instruments and Asset Classes*".

The Portfolio may employ the various techniques and instruments set out in the section of the Prospectus titled "*Efficient Portfolio Management*". The Portfolio will invest in accordance with the investment restrictions set out in the UCITS Regulations and in the section of the Prospectus entitled "*Investment Powers and Restrictions*".

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a Recognised Market other than a US stock exchange . Instruments used to effect such investments include ETFs. The Portfolio will not invest more than 10% of its assets in Emerging Markets. The Portfolio can invest, without limit, in fixed and floating rate securities rated below investment grade (as measured by Standard & Poor's or any other similar credit rating agencies) or which are unrated, without excluding the possibility of investing in investment grade securities. **Accordingly, an investment in this Portfolio should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.**

The Index is a bond market index that tracks the performance of US dollar denominated below investment grade corporate debt publicly issued in the US domestic market. While, in selecting corporate bonds eligible for investment, Numeric considers securities similar to those in the Index as well as securities anticipated to enter or having exited from the Index, the selection of securities remains at the entire discretion of Numeric and thus the Portfolio may include securities which are not part of the Index. Thus investors should note that the Portfolio is actively managed and does not intend to track this Index, however the Index will be used for performance comparison purposes.

Investment Approach

The Portfolio will seek income from US high yield corporate bonds using a systematically driven approach. The Portfolio intends to implement a long-only strategy with fully quantitative issue and issuer modeling for enhanced yield potential and higher quality holdings relative to the Index. Systematic portfolio construction and risk management are both used with rigorous transaction cost analysis to help ensure efficient implementation. The Portfolio offers a fully systematic approach to US high yield fixed income investing, with returns driven by two factors: interest rate risk and credit risk. The Portfolio limits interest rate exposures and focuses primarily on identifying high quality bonds with attractive risk-adjusted spreads.

The Portfolio implements the US High Yield Strategy and selects securities for purchase and sale using quantitative bond selection models developed by Numeric. Bonds are selected using the combination of two primary selection criteria: Valuation and Information Flow. An overview of the model groups is provided below.

Valuation: The valuation signals are based on the idea that financial and behavioural attributes set a bond's price. Those signals analyze the market's pricing of bonds relative to risk characteristics aiming to identify potential divergences between those risk characteristics and market pricing.

- All bonds are compared on a relative value basis, seeking bonds with enhanced yield and higher option-adjusted spread exposure at a lower overall price, taking into account issue and issuer risk factors. The relative value model attempts to seek enhanced yield while avoiding deteriorating company fundamentals, in part by identifying what Numeric considers a fairly priced credit spread.

Information Flow: Information flow signals analyse actions of various market participants (e.g., analysts, corporate management and other informed investors) to aid Numeric in forecasting a company's business momentum. The signals are designed to exploit the fact that both forecast fundamentals and bond returns tend to under-react to news in the medium term. By forecasting which bonds are most likely to continue an upward trend, Numeric also forecasts those that it believes will experience excess returns.

- The "Quality" signal analyses the financial statement filings from company management. The bonds are then ranked based on Numeric's assessment of management financing decisions and the probability of default.

- The "Momentum" signal is based on the premise that medium-term price trends tend to persist. Because price discovery is a process that takes place under uncertainty, investors more often than not move with the herd. Also, momentum can be an indicator of developments not yet captured by analyst estimates. For example, this may result from selective dissemination of information or the trading action of investors with superior information processing ability.

- The "Informed Investor" signal analyses the trading activities of market participants that Numeric believes have superior information. Numeric seeks to buy securities about which these investors appear to have a positive view, and sell securities where they appear to have a negative view. This signal is concerned with analysing the activities of market participants, and seeks to utilise information obtained from their trading activities. Numeric may decide to sell or buy securities on the basis of this information, but will not engage in synthetic short selling.

Numeric regularly refines, tests and validates the results of its models. The Investment Manager will further refine and validate the results of the models through fundamental analysis, including reviewing company filings and reading analyst notes and news releases. The Portfolio's assets will be invested based on a composite model generally composed of no more than 40% allocated towards the Valuation model, no more than 40% allocated towards each of the three Information Flow signals, "Quality", "Momentum" and "Informed Investor" based on several factors including model efficacy, diversity of subcomponent models, and model correlation amongst other factors. This allocation is typically static over time, and changes to the allocation are subject to approval from Numeric's Investment Committee, which comprises senior Numeric investment officers and senior personnel. Under extreme market conditions, Numeric may, in its discretion but subject to Investment Committee approval, reallocate the Portfolio's investment model combination between the Valuation and Information Flow models as it deems necessary.

As described in detail above, the primary bond selection criteria are the Valuation and Information Flow models (the "Core Models") and the Portfolio will use a combination of these Core Models. Where it is deemed to be of benefit to the Portfolio, or where the Investment Manager determines a more efficient and effective method of measuring the Core Models, for example through the availability of new datasets or newly developed ideas or research, the Investment Manager may utilise other supplementary models within the Core group of models. .

While bonds are recommended for selection based on Numeric's proprietary quantitative models and in accordance with the Man Numeric U.S High Yield Strategy, the final decision on whether to buy or sell a bond is made by Numeric's portfolio managers after careful validation of the fundamental financial inputs to the models. Numeric's Portfolio and Research team assists the portfolio managers in validating the financial inputs to the model. Numeric's portfolio managers may override the models' recommendations in the event of any late-breaking events, news stories, or data quality.

Discretionary Management in Certain Circumstances

Although Numeric intends to rely heavily on its quantitative models in connection with the ongoing performance of portfolio management services to the Portfolio, Numeric will likely rely on more traditional discretionary input from its and its investment management personnel in managing the Portfolio's portfolio from time to time due to the types of instruments and markets in which the Portfolio intends to focus its investment activity. For example, upon a financial instrument held by the Portfolio becoming illiquid or a bankruptcy or similar corporate event with respect to an issuer of financial instruments held by the Portfolio, Numeric may rely on its personnel (who may receive advice from other Man Group personnel), to make decisions in connection with the management of the Portfolio's exposure to such instruments. Other circumstances such as late-breaking events, new stories or data quality may arise with respect to the Portfolio's investment activity from time to time which may similarly require discretionary decision making instead of reliance on quantitative investment processes.

Sustainable Finance Disclosure Regulation

The Portfolio does not have as its objective sustainable investment and does not promote environmental or social characteristics for the purposes of SFDR. The Portfolio is therefore not subject to the additional disclosure requirements for financial products referred to in Article 8 or Article 9 SFDR. For the same reason, the Portfolio is not subject to the requirements of the Framework Regulation. The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Principal Adverse Impacts

The Manager and the Investment Manager do not consider the principal adverse impacts of investment decisions on sustainability factors in respect of the Portfolio because the Investment Manager only operates quantitative investment strategies, which are currently not compatible with position-by-position diligence on such adverse impacts.

Investment Instruments and Asset Classes

The Portfolio may invest in the various instruments set out below when allocating assets in accordance with the investment approach outlined above.

Transferable Securities

Fixed Income	The Portfolio will primarily invest, directly or indirectly, in US dollar denominated corporate bonds. The Portfolio may invest in bonds that are convertible from debt to equity upon the occurrence of a trigger event ("CoCos"), however, such investment in CoCos will only account for a small portion of the Portfolio volume (max. 10%). Please see the section headed "Portfolio Specific Information – Investment In Contingent Convertible Bonds" herein.

Money Market Instruments

Money Market Instruments	Money Market Instruments, including certificates of deposit, commercial paper, bankers' acceptances, collateralised borrowing and lending obligations, negotiable certificates of deposit, government debt securities such as floating rate/variable rate notes and other short-term government bonds may be used for cash management purposes. Debt securities referenced in this paragraph and below in respect of "Other Liquid Assets" may be either fixed or floating rate, and may be investment grade or non-investment grade. The Portfolio shall not utilise money market instruments to any substantial degree.

Other Collective Investment Schemes

Limits on investment in Other Collective Investment Schemes	For the avoidance of doubt, the Portfolio may invest up to 10% of Net Asset Value in aggregate in other collective investment schemes, including UCITS, alternative investment funds and ETFs, as referred to below.
UCITS	The Portfolio may invest in other UCITS, which pursue a similar investment strategy or which facilitate the Investment Manager in effecting the investment strategy of the Portfolio.
Alternative Investment Funds	The Portfolio may invest in alternative investment funds which are eligible in accordance with the UCITS requirements and the requirements of the Central Bank.
ETFs (which will be UCITS or eligible alternative investment funds))	The Portfolio may invest in ETFs as alternatives to directly purchasing the underlying securities and for cash management purposes. The Portfolio's investment in ETFs may include ETFs which embed some or all of the financial derivative instruments included beneath the sub-heading "Financial Derivative Instruments" below.

Cash and cash equivalents

Bank Deposits	Term deposits may be used for cash management purposes.
Foreign Currency	The Portfolio may take positions in foreign currencies for cash management purposes.
Other Liquid Assets	Other liquid assets, including cash equivalents (such as treasury bills, bank certificates and bankers' acceptances) and liquid government debt instruments, may be used for cash management purposes.

Financial Derivative Instruments

The financial derivatives as set out below may be used where the use of them is more efficient or cost effective than direct investment in the underlying assets referred to above.

Futures	UCITS eligible fixed income index futures may be used to gain exposure to fixed income markets as an alternative to individual fixed income securities and for cash management purposes. Futures contracts may be used to hedge against market risk.
Forwards	Forwards may be used to gain exposure to a change in the value of an asset or to hedge against market risk and interest rate fluctuations.

Options	Options may be used to hedge or to gain exposure to fixed income markets instead of using a physical security
Swaps	Swaps may be used to gain exposure to fixed income markets where swaps provide a more efficient means of implementation of the investment objective and policy.
Contracts for Differences	Not applicable.
Embedded Derivatives	Convertible bonds, convertible preference shares may be used for investment purposes, as an alternative to investment in bonds, and such embedded derivatives may also embed leverage.

Leverage

"Leverage" in the context of UCITS funds such as the Portfolio is defined as being a fund's global exposure divided by its net asset value, where global exposure is defined as a measure of incremental exposure and leverage generated by using FDIs.

The leverage of the Portfolio will not exceed 100% of the Net Asset Value of the Portfolio. Therefore, although the Portfolio may be leveraged in this sense through its use of FDI, the Investment Manager does not expect the use of FDI to significantly increase the Portfolio's risk profile and the Investment Manager does not intend to use FDI as a means of gearing the Portfolio or as an alternative to borrowing.

The Portfolio's global exposure relating to financial derivative instruments will be calculated using a commitment approach. For the avoidance of doubt, the Company may incur temporary borrowings for the account of any Man Numeric Portfolio in an amount not exceeding 10% of the Net Asset Value of a Portfolio, as disclosed in the section entitled " Borrowing Policy and Leverage ".

Long Investment Strategy

The Portfolio applies a long-only investment strategy. The Portfolio's market exposure may vary in time but will typically not exceed a maximum of 100% of Net Asset Value of the Portfolio for long positions .

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	**Maximum**
Total Return Swaps	0%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	5%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "*Certain Investment Risks*" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors *“Debt Securities”, “Fixed Income Securities”, “Lower Rated Security”, “Non-investment Grade Securities”, ”Interest and Exchange Rate Risks”, “Counterparty Risk Generally”, “Single Region / Country / Industry”, “Repurchase and Reverse Repurchase Agreements”, “Potential Illiquidity of Assets”, “Trade Error Risk”, “Model and Data Risk”, “Obsolescence Risk”, “Crowding / Convergence”, “Involuntary Disclosure Risk” and “Position Limits”*.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking a reasonable return through income and capital appreciation.

The Investment Manager expects that the Portfolio will have an SRRI of approximately 5. This is primarily due to the makeup of the investments in the Portfolio, which tend to have a moderate volatility for the purposes of SRRI calculations, when compared to other investment categories. The SRRI disclosed is correct as at the date of this Supplement but is subject to change. Investors should refer to the Key Investor Information Document for the Portfolio, which is available online at www.man.com, for the most recent SRRI.

Base Currency: USD

Management Fees

The management fees in respect of this portfolio are outlined in the table below.

Share Class Type	**“D”**	**“I”**	**“IU”**
Management Fee	1.25%	0.50%	Up to 0.5%

Dealing Terms

Subscription Dealing Deadline (Irish Time)	**Redemption Dealing Deadline (Irish Time)**	**Business Day**	**Valuation Point (Irish time)**
1:00 pm on the third Business Day prior to the relevant Dealing Day	1:00 pm on the third Business Day prior to the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in New York, Dublin and London are open for normal banking business.	11:00 pm (Irish time) on each Dealing Day

SUBSCRIPTIONS

For detailed information concerning subscriptions, please consult the section under the heading "SUBSCRIPTIONS" in the Prospectus.

For details on the specific Share Classes of the Portfolios, please refer to the Website.

Dealing Procedures

Each Business Day is both a Dealing Day and a Valuation Day for the Man Numeric Portfolios.

Applications for Shares should be made on the relevant Application Form which should be posted or sent by facsimile or such other form of electronic communication agreed in advance by the Administrator (with the original Application Form sent by post immediately thereafter save where the Administrator has specified that this is not required pursuant to its discretion above) to the Administrator. The address for the Administrator is set out in the Application Form.

Where the applicant is an existing Shareholder, the relevant Application Form may be submitted to the Administrator by facsimile or by any other form of electronic communication agreed in advance by the Administrator. The relevant contact details of the Administrator can be found in the Application Form.

In order to receive Shares at the Net Asset Value per Share as calculated on that Dealing Day, Application Forms must be received before the relevant Subscription Dealing Deadline for the relevant Man Numeric Portfolio (as set out in the "*Portfolio Specific Information – Dealing Terms*" section of this Supplement) or such later time as the Manager may from time to time permit in exceptional circumstances, provided that applications will not be accepted after the Valuation Point in respect of the relevant Dealing Day. Applications received after the Subscription Dealing Deadline (where a later time for receipt has not been permitted by the Manager) will be held over until the following Dealing Day and will receive the Net Asset Value per Share calculated on the following Dealing Day.

Settlement Procedures

Cleared subscription monies must be received within three (3) Business Days of the Dealing Day except for the Man Numeric US High Yield for which cleared subscription monies must be received within two (2) Business Days of the Dealing Day.

For further information in respect of settlement procedures concerning subscriptions, please consult the section under the heading "Subscriptions" in the Prospectus.

REDEMPTION OF SHARES

For information concerning redemptions, please consult the section under the heading "REDEMPTION, CONVERSION AND TRANSFER OF SHARES" in the Prospectus.

Each Business Day is both a Dealing Day and a Valuation Day for the Man Numeric Portfolios.

The Shares in each Portfolio may be redeemed on each Dealing Day at the Net Asset Value per Share calculated in respect of that Dealing Day. A Redemption Request Form should be posted, sent by facsimile or by any other form of electronic communication agreed in advance with the Administrator and the Central Bank, so as to arrive at the Administrator no later than the relevant Redemption Dealing Deadline (as set out in the "*Portfolio Specific Information – Dealing Terms*" section of this Supplement) or, in exceptional circumstances (with the Manager ensuring that such exceptional circumstances are fully documented), such later time as the Manager may from time to time permit provided that Redemption Request Forms will not be accepted after the Valuation Point in respect of the relevant Dealing Day.

If a Redemption Request Form is received by the Administrator after the time specified for receipt of same for a particular Dealing Day, it shall be treated as a request for redemption on the next Dealing Day and will receive the Net Asset Value per Share calculated on the following Dealing Day.

No redemption proceeds will be paid until all documentation required by the Company and the Administrator (including any documentation required in connection with anti-money laundering procedures) have been received and the anti-money laundering procedures have been complied with.

The relevant contact details of the Administrator can be found in the Application Form.

The Company expects to pay redemption proceeds within three (3) Business Days of the relevant Dealing Day, however, on occasion the payment of redemption proceeds may take longer subject always to the provision that redemption proceeds will be paid within ten (10) Business Days of the Redemption Dealing Deadline. Redemption proceeds will be paid by telegraphic transfer to the Shareholder's account specified in the Redemption Request Form. If, however, the account specified in the Redemption Request Form differs from that previously specified by the Shareholder for receipt of redemption proceeds, an original Redemption Request Form where required must be received by the Administrator before the proceeds will be paid.

For further information in respect of dealing procedures concerning redemptions, please consult the section under the heading "REDEMPTIONS, CONVERSION AND TRANSFER OF SHARES" in the Prospectus.

FEES AND EXPENSES

MANAGEMENT FEES

Details of the management fee payable in respect of each Man Numeric Portfolio are set out in the *"Portfolio Specific Information - Management and Performance Fees"* or "*Portfolio Specific Information – Management Fees"* section (as applicable) of this Supplement which needs to be read in conjunction with the *"Fees and Expenses"* section of the Prospectus.

PERFORMANCE FEES

There are no performance fees in respect of Man Numeric RI US Large Cap Equity, Man Numeric RI Global Equity, Man Numeric RI European Equity or Man Numeric China A Equity or Man Numeric US High Yield.

Details of the performance fees payable in respect of Man Numeric Emerging Markets Equity are set out in the *"Portfolio Specific Information – Management and Performance Fees"* section of this Supplement which needs to be read in conjunction with the *"Fees and Expenses"* section of the Prospectus.

DEPOSITARY FEE

The Company will pay the Depositary a depositary fee which will not exceed 0.04% per annum of the Net Asset Value of the Portfolio together with value added tax, if any, applicable to such fees.

ESTABLISHMENT EXPENSES

The establishment expenses and amortisation period of each Man Numeric Portfolio are set out in the table below.

Name of Portfolio	Formation Expenses	Amortisation Period	Fully Amortised
Man Numeric Emerging Markets Equity	USD 50,000	36 months	Yes
Man Numeric RI US Large Cap Equity	USD 50,000	36 months	Yes
Man Numeric RI Global Equity	USD 50,000	36 months	Yes
Man Numeric RI European Equity	EUR 50,000	36 months	Yes
Man Numeric China A Equity	USD 50,000	36 months	No
Man Numeric US High Yield	USD 50,000	36 months	No

In each case, the amortisation period will commence immediately upon the launch of the relevant Man Numeric Portfolio.

For additional information concerning fees and expenses, please consult the section under the heading "FEES AND EXPENSES"

DISTRIBUTION POLICY

Each of the Man Numeric Portfolios may be comprised of accumulation Share Classes and Dist Share Classes. Further detail in respect of the distribution policy is set out in the "*Distribution Policy*" section of the Prospectus.

STOCK EXCHANGE LISTING

Information in relation to applications (if any) to Euronext Dublin for the listing of Classes of Shares in the Man Numeric Portfolios on the Official List and trading on the Global Exchange Market or the Main Securities Exchange shall be set out on www.ise.ie.

THE PROSPECTUS

This Supplement forms part of the Prospectus and should be read in the context of, and together with the Prospectus. In addition to those sections of the Prospectus which have been referred to in the body of this Supplement, investors should note the following provisions of the Prospectus which apply to the Man Numeric Portfolios.

1. Important Information;

2. The Company;

3. Fees and Expenses;

4. Investment Powers and Restrictions;

5. Efficient Portfolio Management;

6. Certain Investment Risks;

7. Determination and Publication and Temporary Suspension of Net Asset Value;

8. Termination of Portfolios;

9. Taxation;

10. General:

    (a) The Share Capital;

    (b) Variation of Share Capital;

    (c) Variation of Shareholder Rights;

    (d) Voting Rights;

    (e) Memorandum and Articles of Association;

    (f) Conflicts of Interest;

    (g) Meetings;

    (h) Reports and Accounts;

    (i) Account Communications;

    (j) Confidential Information;

    (k) Periodic Reports;

    (l) Winding-Up;

    (m) Material Contracts; and

    (n) Documents for Inspection;

11. Appendix I – Definitions;

12. Appendix II – Regulation S Definition of US Person;

13. Appendix III – Recognised Markets;

14. Appendix IV – Additional Distribution and Selling Restrictions; and

15. Appendix V – Delegates and Sub-Delegates of the Depositary.

The directors of Man Funds plc (the "Directors") listed in the Prospectus under the heading "THE COMPANY", accept responsibility for the information contained in the Prospectus and this Supplement. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in the Prospectus and this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

MAN FUNDS PLC

SUPPLEMENT IN RESPECT OF THE GLG LLC PORTFOLIOS

(Portfolios of Man Funds plc, an umbrella fund with segregated liability between Portfolios authorised by the Central Bank of Ireland pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended)

INVESTMENT MANAGER

GLG LLC

The Investment Manager is a member of Man Group plc.

This Supplement is dated 9 March 2021 and forms part of, and should be read in the context of, and together with the Prospectus dated 9 March 2021, as may be amended from time to time (the "Prospectus"), in relation to Man Funds plc (the "Company") and contains information relating to Man GLG Global Emerging Markets Local Currency Rates and Man GLG Global Emerging Markets Bond (the "GLG LLC Portfolios") which are separate portfolios of the Company, which issue the Share Classes outlined in this Supplement.

This Supplement should be read in conjunction with the general description of the Company contained in the Prospectus. All information contained in the Prospectus is deemed incorporated herein. Words and expressions not specifically defined in this Supplement bear the same meaning as that attributed to them in the Prospectus. To the extent that there is any inconsistency between this Supplement and the Prospectus, this Supplement shall prevail.

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IMPORTANT INFORMATION

Statements made in this Supplement are, except where otherwise stated, based on the law and practice currently in force in Ireland and are subject to change.

The Company is authorised and regulated by the Central Bank of Ireland (the "**Central Bank**") as a UCITS.

This Supplement forms part of, and should be read in the context of, and together with the Prospectus as may be amended from time to time (the "**Prospectus**"), which sets out general information in relation to the Company.

As the Company is availing of the provisions of the Investment Funds, Companies and Miscellaneous Provisions Act, 2005, it is intended that each Portfolio will have segregated liability from the other Portfolios and that the Company will not be liable as a whole to third parties for the liability of each Portfolio. However, investors should note the risk factor "*Company's Liabilities*" under the section of the Prospectus titled "*Certain Investment Risks*".

THE GLG LLC PORTFOLIOS

The Company offers a choice of Portfolios, each of which issues separate Share Classes to allow investors a choice of strategic allocation.

This Supplement contains information relating to the following separate Portfolios of the Company (the "**GLG LLC Portfolios**"):

Man GLG Global Emerging Markets Local Currency Rates
Man GLG Global Emerging Markets Bond

GLG LLC, a member of the Man Group plc group of companies, has been appointed as investment manager of the GLG LLC Portfolios and further information in relation to GLG LLC is set out in the section of this Supplement entitled "*The Investment Manager*".

Save as otherwise set out herein, the provisions of the Prospectus shall apply in respect of the GLG LLC Portfolio.

TERMINATION OF PORTFOLIOS

The Company may terminate any GLG LLC Portfolio, and redeem all of the Shares of such Portfolio or of a Share Class in the circumstances set out in the section of the Prospectus entitled "*Termination of Portfolios*".

OTHER INFORMATION

No person has been authorised to give any information or to make any representation in connection with the offering or placing of Shares other than those contained in this Supplement and the reports referred to below and, if given or made, such information or representation must not be relied upon as having been authorised by the Company. The delivery of this Supplement (whether or not accompanied by the reports), or any issue of Shares, shall not, under any circumstances, create any implication that the affairs of the Company have not changed since the date of this Supplement.

The distribution of this Supplement and the offering and placing of Shares in certain jurisdictions may be restricted and, accordingly, persons into whose possession this Supplement comes are required by the Company to inform themselves about and to observe such restrictions. This Supplement does not constitute an offer or solicitation to anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation.

Distribution of this Supplement is not authorised unless it is accompanied by a copy of the Prospectus and the Company's latest annual report and audited reports and/or half-yearly report and unaudited accounts (as applicable). These documents, delivered together, will comprise a complete current Prospectus for the offering of Shares of the GLG LLC Portfolios.

Prospective investors should seek the advice of their legal, tax and financial advisers if they have any doubts regarding the contents of this Supplement.

An investment in the GLG LLC Portfolios should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.

THE INVESTMENT MANAGER

The Manager has appointed GLG LLC as investment manager to the Company responsible for providing discretionary investment management and advisory services in respect of the GLG LLC Portfolio.

GLG LLC is an indirect wholly owned subsidiary of Man Group plc, a global alternative investment management business that provides a range of fund products and investment management services for institutional and private investors globally. GLG LLC is registered with the SEC as an investment adviser under the Investment Advisers Act of 1940, as amended with its principal business address at 452 Fifth Avenue, 27th Floor, New York, NY 10018.

The Investment Management Agreement dated 13 February 2018 between the Manager and GLG LLC (the "**Investment Management Agreement**") provides that in the absence of negligence, wilful default, fraud or bad faith, neither GLG LLC nor any of its directors, officers, employees or agents shall be liable for any loss or damage arising out of its performance of its obligations and duties under the Agreem ent. Under the Investment Management Agreement, in no circumstances shall GLG LLC be liable for special, indirect or consequential damages, or for lost profits or loss of business, arising out of or in connection with the performance of its duties, or the exercise of its powers, under the Investment Management Agreement. The Manager is obliged under the Investment Management Agreement to indemnify GLG LLC from and against any and all claims, actions, proceedings, damages, losses, liabilities, costs and expenses (including legal fees and expenses) directly or indirectly suffered or incurred by GLG LLC in connection with the performance of its duties and/or the exercise of its powers under the Investment Management Agreement, in the absence of any negligence, wilful default, bad faith or fraud.

Under the Investment Management Agreement, GLG LLC is entitled to delegate or sub-contract all or any of its functions, powers, discretions, duties and obligations to any person approved by the Manager and with the prior approval of the Central Bank, provided that such delegation or sub-contract shall terminate automatically on the termination of the Investment Management Agreement and provided further that GLG LLC shall remain responsible and liable for any acts or omissions of any such delegate as if such acts or omissions were those of GLG LLC. GLG LLC will pay the fees of any such person so approved. Details of any entity to which investment management responsibilities are delegated will be provided to Shareholders on request and will be disclosed in the periodic reports of the Company.

The appointment of GLG LLC under the Investment Management Agreement is not exclusive and the Manager is entitled to appoint other persons to manage the assets of the Company, or of any Portfolio, or to provide investment advice to the Company.

The Investment Management Agreement shall continue in force until terminated by either party thereto on thirty (30) days written notice, provided that such termination shall not take effect until the appointment of a successor investment manager is approved by the Central Bank, unless terminated earlier by either party at any time if the other party: (i) commits any material breach of the Agreement or commit persistent breaches of the Agreement which is or are either incapable of remedy or has or have not been remedied within thirty (30) days of the non-defaulting party serving notice requiring the remedying of the default; (ii) becomes incapable of performing its duties or obligations under the Agreement; (iii) is unable to pay its debts as they fall due or otherwise becomes insolvent or enters into any composition or arrangement with or for the benefit of its creditors or any class thereof; (iv) is the subject of a petition for the appointment of an examiner, administrator, trustee, official assignee or similar officer to it or in respect of its affairs or assets; (v) has a receiver appointed over all or any substantial part of its undertaking, assets or revenues; (vi) is the subject of an effective resolution for the winding up (except in relation to a voluntary winding up for the purposes of reconstruction or amalgamation upon terms previously approved in writing by the other parties); or (vii) is the subject of a court order for its winding up or liquidation. The Investment Management Agreement may also terminate forthwith on the termination of the Management Agreement.

PORTFOLIO SPECIFIC INFORMATION

INVESTMENT POWERS AND RESTRICTIONS

A summary of the investment powers and restrictions applicable to the Portfolios is set out in the section of the Prospectus titled "*Investment Powers and Restrictions*".

EFFICIENT PORTFOLIO MANAGEMENT

The Manager may employ investment techniques and instruments for efficient portfolio management of the assets of any Portfolio including hedging against market movements, currency exchange or interest rate risks under the conditions and within the limits stipulated by the Central Bank under the UCITS Regulations.

These investment techniques and instruments are described in further detail in the section of the Prospectus titled "*Efficient Portfolio Management*".

For the purposes of the section titled "*Efficient Portfolio Management –Currency Transactions"* it should be noted that the base currency of each GLG LLC Portfolio is set out below or such other currency as the Directors shall from time to time determine and notify to the Shareholders. In its capacity as investment manager of the GLG LLC Portfolios, GLG LLC may hedge the investments in the GLG LLC Portfolios against currency fluctuations that are adverse to the base currency of the relevant Portfolio.

BORROWING POLICY AND LEVERAGE

Subject to the provisions of the UCITS Regulations and the Central Bank UCITS Regulations, the Company may, from time to time, where collateral is required to be provided in respect of derivatives transactions, pledge Investments of the relevant Portfolio(s) equal in value to the relevant amount of required collateral to the relevant derivative counterparty provided that a pledge agreement has been entered into between the Company and that counterparty. As at the date of this Supplement, the Company is not party to any pledge agreements in respect of the GLG LLC Portfolios.

In addition, the Company may from time to time at its own discretion enter into pledge agreements with derivative counterparties on behalf of Portfolios.

A Portfolio may be leveraged as a result of its use of derivatives. However, each Portfolio will remain subject to the value-at risk provisions set out in this Supplement.

USE OF FINANCIAL DERIVATIVE INSTRUMENTS

The GLG LLC Portfolio may use financial derivative instruments ("FDI") for investment purposes and/or hedging purposes. However, none of the GLG LLC Portfolios is expected to have an above average risk profile as a result of its investment in FDI. The Central Bank defines "leverage" as being a fund's global exposure divided by its net asset value, where global exposure is defined as a measure of incremental exposure and leverage generated by using FDI. The extent to which the GLG LLC Portfolios may invest in FDIs and adopt policies in relation to leverage will be formulated and agreed by the Directors on an individual Portfolio basis. The description of each GLG LLC Portfolio's investment objective is set out below. The extent to which a GLG LLC Portfolio may use leverage and FDIs will at all times remain within the limits set out by the UCITS Regulations. Investors should refer to the section of the Prospectus entitled "*Certain Investment Risks*" and the "*Portfolio Specific Information - Risk Considerations of the Portfolio*" section of this Supplement for information in relation to the risks associated with the use of FDI.

The section immediately below describes certain of the FDI which may be used by the GLG LLC Portfolios in implementing their investment policy. Further detail in relation to the FDI to be used by each specific Portfolio is set out in the investment policy for each Portfolio.

Futures

Futures could be used to gain exposure to positions in a more efficient manner or to hedge against market risk. For example a single stock future could be used to provide a Portfolio with exposure to a single security. Index futures could also be used to manage risk, for example to hedge the risk of a security or group of securities held within the underlying index or with a high correlation with the underlying index. A futures position can be created by way of paying a deposit. Because that is typically only a small part of the total value of the futures contract, it is possible to participate through this 'leverage effect' in the price changes of the underlying assets. Thus a small price movement in the underlying asset can result in substantial profits or substantial losses relative to the invested capital.

Forwards

Forward contracts are transactions involving an obligation to purchase or sell a specific instrument or entitlement at a future date at a specified price. Forward contracts may also be used for investment, non-hedging purposes to pursue the Company's investment objective, for example where it is anticipated that a particular currency will appreciate or depreciate in value. Forward contracts may also be used for hedging purposes, such as to protect against uncertainty in the level of future foreign currency exchange rates. Forward contracts may also be used to attempt to protect the value of the Company's existing holdings of securities held in currencies other than the reference currency of the relevant GLG LLC Portfolio.

Forward contracts and options thereon, unlike futures contracts, are not traded on exchanges and are not standardised; rather, banks and dealers act as principals in these markets, negotiating each transaction on an individual basis.

Options

An option contains the right to buy or sell a specific quantity of a specific asset at a fixed price at or before a specified future date. There are two forms of options: put or call options. Put options are contracts sold for a premium that give to the buyer the right, but not the obligation, to sell to the seller a specified quantity of a particular asset (or financial instrument) at a specified price. Call options are similar contracts sold for a premium that give the buyer the right, but not the obligation, to buy from the seller a specified quantity of a particular asset (or financial instrument or currency) at a specified price. Options may also be cash-settled. The Company may use such instruments to hedge against market risk to gain exposure to an underlying, for example the relevant underlying equity or equity related security. Any option entered into by the Company will be in accordance with the limits prescribed by the law. A GLG LLC Portfolio may enter into options in respect of FDI, including options on futures, credit default swaps, outperformance options and others.

Asset Swapped Convertible Option Transactions (ASCOTS)

An ASCOT consists of an option on a convertible bond that is used to separate the convertible bond into its two constituent parts, ie the bond and the option to acquire stock. ASCOTS will be used by the Investment Manager in an effort to protect a portfolio against the potential impact of credit risk or interest rate risk in a particular convertible bond. In an ASCOT transaction, the Investment Manager sells a convertible bond in return for a combination of a cash payment and a call option which entitles the Investment Manager to repurchase the convertible bond on demand. The convertible bond is repurchased when the Investment Manager determines that it wishes to realise the value of any gain or loss on this call option.

Warrants

A security which is usually issued along with a bond or preferred stock, entitling the holder to buy a specific amount of securities at a specified price, usually above the current market price at the time of issuance, for a specified or unspecified period. If the price of the security rises to above the warrant's exercise price, then the investor can buy the security at the warrant's exercise price and resell it for a profit. Otherwise, the warrant will simply expire.

Share Purchase Rights

Share purchase rights, which give a Portfolio the ability but not the obligation to purchase more shares, may be issued to a Portfolio pursuant to its investment in a particular security and, in such cases, may be retained for the purposes of efficient portfolio management and exercised when considered appropriate

Swaps

Swaps are individually negotiated transactions where each party agrees to make a one-time payment or periodic payments to the other party. Swaps are entered into in an attempt to obtain a particular return without the need to purchase the underlying reference asset. There are a broad range of swaps including total return swaps, price return swaps, volatility swaps, variance swaps, performance swaps, rate swaps, basis swaps, forward rate transactions, swaptions, basket swaps, index swaps, cap transactions, floor transactions, collar transactions, currency swap transactions, cross-currency rate swap transactions which may reference fixed income, equity or hybrid securities, credit, rates, currencies, baskets or indices (including any option with respect to any of these transactions). Certain swap agreements require one party's payments to be "up-front" and timed differently than the other party's payments (such as is often the case with currency swaps), in which case the entire principal value of the swap may be subject to the risk that the other party to the swap will default on its contractual delivery obligations. Other swap agreements, such as interest rate swaps, typically do not obligate the parties to make "principal" payments, but only to pay the agreed rates or amounts as applied to an agreed "notional" amount. As swap transactions are not typically fully funded, a payment of margin is often required by the counterparty.

Exchange rate swaps may be used in order to protect the Company against foreign exchange rate risks. Exchange rate swaps could be used by the Company to protect assets held in foreign currencies from foreign exchange rate risk. Total return, interest rate and currency swaps, could be used to enable the Company to gain exposure to securities, currencies or indices.

A recovery rate swap is an agreement between two parties to swap a real recovery rate (whenever it is ascertained) with a fixed recovery rate. Recovery rate swaps allow investors to hedge the uncertainty of recovery in default.

Further information in relation to total return swaps is set out below.

Swaptions

Swaptions are options which grant the owner the right but not the obligation to enter into an underlying swap.

Variance Swaps

Under the terms of a typical variance swap, parties agree to exchange, at maturity, an amount calculated by reference to realised volatility of an applicable equity index over the lifetime of the swap. The payment amount is determined in accordance with a standard formula which has regard to the anticipated volatility of the relevant index on inception of the swap (referred to as the 'strike level') and realised volatility over the lifetime of the swap. The seller of the variance swap (who is said to have a short variance position) will benefit when realised volatility is lower than the strike level over the period of the swap, in which case the buyer of the variance swap would suffer a loss. Conversely, the buyer of the variance swap (who is said to have a long variance position) will benefit when realised volatility is higher than the strike level, in which case the seller of the variance swap would suffer a loss.

The realised variance of each variance swap - whether long or short - within a GLG LLC Portfolio may be subject to a cap. The caps will limit the potential gains and/or losses within the GLG LLC Portfolio in respect of each variance swap. In addition, the terms of each swap transaction shall provide that the value of the GLG LLC Portfolio cannot fall below zero.

Forward starting variance swaps

Forward starting variance swaps are a type of variance swap contract. They differ from variance swaps in that the anticipated volatility of the swap is calculated with reference to a future time period.

Volatility Swaps

A forward contract whose underlying is the volatility of a given product. Volatility swaps allow investors to trade the volatility of an asset directly. The underlying is usually a foreign exchange rate but could be as well a single name equity or index. Unlike a stock option, which will derive its value from the stock price, these swaps provide pure exposure to volatility alone. Volatility swaps may be used to express a view on future volatility levels, to trade the spread between realised and implied volatility, or to hedge the volatility exposure of other positions.

Dividend Swaps

A dividend swap consists of a series of payments made between two parties at defined intervals over a fixed term (e.g., annually over 5 years). One party - the holder of the fixed leg - will pay its counterparty a pre-designated fixed payment at each interval. The other party - the holder of the floating leg - will pay its counterparty the total dividends that were paid out by a selected underlying, which can be a single company, a basket of companies, or all the members of an index. The payments are multiplied by a notional number of shares.

Contracts for Differences

Contracts for difference ("**CFD**") are contracts between two parties, typically described as 'buyer' and 'seller', stipulating that the seller will pay to the buyer the difference between the current value of an asset and its value when the contract was entered into. In effect, CFDs are financial derivatives that allow investors to take long or short positions on underlying financial instruments. CFDs do not involve the purchase or sale of an asset, only the agreement to receive or pay the movement in its price.

Embedded Derivatives

Convertible Bonds

Convertible Bonds are bonds that can be converted into a predetermined amount of a company's equity at certain times during its life, usually at the discretion of the bondholder.

Convertible Preference Shares

Convertible preference shares are corporate fixed-income securities that can be converted into a certain number of shares of the company's common stock at a specific future date or after a predetermined time period. The fixed-income component offers a steady income stream and some capital protection. The option to convert these securities into stock gives the investor the opportunity to gain from a rise in the share price.

Partly Paid Securities

Partly paid securities are securities on which part only of the capital amount and any premium due has been paid. The outstanding amounts are payable at a time chosen by the company issuing the securities.

Where the Company enters into an arrangement with a counterparty, GLG LLC's counterparty selection procedures are centred on various factors to ensure that GLG LLC is acting in the best interests of the Company. These criteria include, amongst other factors, credit worthiness, reputation, regulatory oversight, fees and charges and reliability. The counterparties to swap transactions will be institutions subject to prudential supervision and belonging to categories approved by the Central Bank.

Total Return Swaps

A total return swap is a bilateral financial contract, which allows a Portfolio to enjoy all of the cash flow benefits of an asset or portfolio of assets without actually owning this asset. Where a Portfolio undertakes a "total return swap" in respect of an underlying asset, it will obtain a return which is based principally on the performance of the underlying assets of the swap plus or minus the financing charges agreed with the counterparty. Such swap arrangements involve the Portfolio taking on the same market risk as it would have if it held the underlying assets of the swap itself and the return sought is the same financial rewards as if the Portfolio held the underlying security or index, plus or minus the financing costs that would have occurred had the transaction been fully funded from the outset.

The counterparty may provide collateral to the Portfolio so that the Portfolio's risk exposure to the counterparty is reduced to the extent required by the Central Bank. Collateral will be in the form required by the Central Bank. The factors which may be taken into account by the Investment Manager in determining whether to use a total return swap in respect of a portfolio may include, without limitation, costs, market access, regulatory requirements (such as, for example, the prohibition on taking direct short positions in respect of an issuer), benefits of netting certain positions within a single Total Return Swap, portfolio benefits or efficient collateral management.

The counterparties to total return swap transactions will be institutions subject to prudential supervision and belonging to categories approved by the Central Bank and will not have discretion over the composition or management of the Portfolio or over the underlying of the FDIs, nor will any counterparty's approval be required in relation to any of the Portfolio's investment transactions.

The counterparty risk associated with the Swap is set out in more detail in the Prospectus at "*Certain Investment Risks – Counterparty Risk"*.

RISK MANAGEMENT PROCEDURES

Each GLG LLC Portfolio is subject to an advanced risk management process in compliance with the UCITS Regulations.

The GLG LLC Portfolios will utilise a "Relative VAR" approach which aims to ensure that the value-at-risk of the Portfolio will be no greater than twice the value-at-risk of a comparable benchmark portfolio.

The value-at-risk of a Portfolio is a daily estimation of the maximum loss the Portfolio may incur over a specified holding period. It is arrived at through quantitative simulations with a one-tailed confidence interval of 99% and an observation period of at least 1 year (250 business days) unless a shorter period is justified by a significant increase in price volatility (for example, extreme market conditions). This process is described in detail in the statement of risk management procedures of the Company.

There are currently no Portfolios which utilise an "Absolute VaR" approach. In circumstances where a Portfolio is established which uses a value-at-risk approach and where there is no comparable benchmark portfolio, the value-at-risk of the Portfolio will be measured using an "Absolute VaR" approach which provides for a 20 day (one month) holding period and a historical return observation period of 1 year unless the risk manager believes that the current risk environment is better represented by applying a longer or shorter observation period which shall not exceed 20% of the Net Asset Value of the Portfolio.

SUSTAINABLE FINANCE DISCLOSURE REGULATION

Status under SFDR and Framework Regulation

Save where specified for a particular Portfolio, the Portfolios do not have as their objective sustainable investment and do not promote environmental or social characteristics as described in the EU Regulation 2019/2088 of the European Parliament and the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector (**"SFDR"**). Such Portfolios are therefore not subject to the additional disclosure requirements for financial products referred to in Article 8 or Article 9 of SFDR. For the same reason, such Portfolios is not subject to the requirements of the EU Regulation 2020/852 of the European Parliament and of the Council of 18 June 2020 on the establishment of a framework to facilitate sustainable investment (the **"Framework Regulation"**). The investments underlying such financial products do not take into account the EU criteria for environmentally sustainable economic activities.

Principal Adverse Impacts

The Manager and the Investment Manager do not currently consider the principal adverse impacts of investment decisions on sustainability factors pursuant to Article 4 of SFDR in respect of those Portfolios which do not have as their objective sustainable investment or that promote environmental or social characteristics for the purposes of the SFDR as, taking account of the nature and scale of its activities and the types of products that it makes available, both the Manager and the Investment Manager consider that it would be disproportionate to consider such principal adverse impacts.

The foregoing disclosures are required pursuant to SFDR and the Framework Regulation and do not impact the Investment Manager's approach to responsible investment as described in its Responsible Investment Policy, which is available at www.man.com/responsible-investment.

Integration of Sustainability Risks

A "sustainability risk" means an environmental, social or governance event or condition that, if it occurs, could cause an actual or a potential material negative impact on the value of an investment.

The Manager has implemented a Sustainability Risk Policy which is available at www.man.com/responsible-investment.

The Manager and the Investment Manager consider that sustainability risks may be relevant to the returns of the Portfolios. A sustainability risk is an environmental, social or governance event or condition that, if it occurs, could cause an actual or potential material negative impact on the value of an investment.

As a discretionary investment manager with a diverse product offering, the Investment Manager's methods and approaches to sustainability risk integration vary between strategies and the Investment Manager focuses on empowering individual investment teams to incorporate sustainability risks in a way that is relevant and effective to them.

To ensure that investment teams have the resources to analyse a company from a sustainability risk perspective, the Investment Manager subscribes to a number of leading ESG data providers. The Investment Manager utilizes a wide array of metrics, such as carbon footprint, social supply chain incidents and controversy scores to facilitate the monitoring and reporting of ESG risks and exposures in real time. This allows investment teams to understand the ESG and sustainability risks faced by their investments and to embed this into their investment decision-making process.

In evaluating sustainability risk, an investment team may take into account the "physical" or tangible risks of a sustainability event (for example, the impact of severe climate events leading to business disruption or losses for its investment positions) and/or the "transition" risk, which focuses on the risk to investments as the world moves towards a more sustainable environmental and social model. In some cases, this sustainability risk may cross-cut into other categories of risk (such as litigation risk or reputational risk).

Sustainability risk forms part of the overall risk management process and is one of many aspects which may, depending on the specific investment opportunity, be relevant to a determination of risk. While the Investment Manager's investment professionals are encouraged to take sustainability risks into account when making an investment decision, sustainability risk may not by itself prevent the Investment Manager from making any investment.

Potential Impact of Sustainability Risks on Investment Returns

Assessment of sustainability risks is complex and requires subjective judgements, which may be based on data which is difficult to obtain and incomplete, estimated, out of date or otherwise materially inaccurate. Even when identified, there can be no guarantee that the Investment Manager will correctly assess the impact of sustainability risks on a Portfolio's investments.

To the extent that a sustainability risk occurs, or occurs in a manner that is not anticipated by the Investment Manager, there may be a sudden, material negative impact on the value of an investment, and hence the Net

Asset Value of the relevant Portfolio. Such negative impact may result in an entire loss of value of the relevant investment(s) and may have an equivalent negative impact on the Net Asset Value of the Portfolio.

The impacts following the occurrence of a sustainability risk may be numerous and vary depending on the specific risk and asset class. In general, where a sustainability risk occurs in respect of an asset, there will be a negative impact on, or entire loss of, its value. For a corporate, this may be because of damage to its reputation with a consequential fall in demand for its products or services, loss of key personnel, exclusion from potential business opportunities, increased costs of doing business and/or increased cost of capital. A corporate may also suffer the impact of fines and other regulatory sanctions. The time and resources of the corporate's management team may be diverted from furthering its business and be absorbed seeking to deal with the sustainability risk, including changes to business practices and dealing with investigations and litigation. Sustainability risks may also give rise to loss of assets and/or physical loss including damage to real estate and infrastructure. The utility and value of assets held by businesses to which a Portfolio is exposed may also be adversely impacted by a sustainability risk.

Sustainability risks are relevant as both standalone risks, and also as cross-cutting risks which manifest through many other risk types which are relevant to the assets of a Portfolio. For example, the occurrence of a sustainability risk can give rise to financial and business risk, including though a negative impact on the credit worthiness of other businesses. The increasing importance given to sustainability considerations by both businesses and consumers means that the occurrence of a sustainability risk may result in significant reputational damage to affected businesses. The occurrence of a sustainability risk may also give rise to enforcement risk by governments and regulators, and also litigation risk.

A sustainability risk may arise and impact a specific investment or may have a broader impact on an economic sector, geographical regions and/or jurisdictions and political regions.

Many economic sectors, regions and/or jurisdictions, including those in which a Portfolio may invest, are currently and/or in the future may be, subject to a general transition to a greener, lower carbon and less polluting economic model. Drivers of this transition include governmental and/or regulatory intervention, evolving consumer preferences and/or the influence of non-governmental organisations and special interest groups.

Laws, regulations and industry norms play a significant role in controlling the impact on sustainability factors of many industries, particularly in respect of environmental and social factors. Any changes in such measures, such as increasingly stringent environmental or health and safety laws, can have a material impact on the operations, costs and profitability of businesses. Further, businesses which are in compliance with current measures may suffer claims, penalties and other liabilities in respect of alleged prior failings. Any of the foregoing may result in a material loss in value of an investment linked to such businesses.

Further, certain industries face considerable scrutiny from regulatory authorities, non-governmental organisations and special interest groups in respect of their impact on sustainability factors, such as compliance with minimum wage or living wage requirements and working conditions for personnel in the supply chain. The influence of such authorities, organizations and groups along with the public attention they may bring can cause affected industries to make material changes to their business practices which can increase costs and result in a material negative impact on the profitability of businesses. Such external influence and can also materially impact the consumer demand for a business's products and services which may result in a material loss in value of an investment linked to such businesses.

Sectors, regions, businesses and technologies which are carbon-intensive, higher polluting or otherwise cause a material adverse impact on sustainability factors may suffer from a significant fall in demand and/or obsolescence, resulting in stranded assets the value of which is significantly reduced or entirely lost ahead of their anticipated useful life. Attempts by sectors, regions, businesses and technologies to adapt so as to reduce their impact on sustainability factors may not be successful, may result in significant costs being incurred, and future ongoing profitability may be materially reduced.

In the event that a sustainability risk arises, this may cause investors, including the Investment Manager in respect of a Portfolio, to determine that a particular investment is no longer suitable and to divest of it (or not make an investment in it), further exacerbating the downward pressure on the value of the investment.

In addition to the above, a description of certain other sustainability risks identified by the Investment Manager as being potentially relevant to the investments made by a Portfolio and hence its Net Asset Value is set out in the section of the Prospectus entitled "Certain Investment Risks – Sustainability Risks". This description is not exhaustive.

INVESTMENT OBJECTIVES AND POLICIES OF THE GLG LLC PORTFOLIO

Investors should note that there can be no guarantee that any Portfolio will achieve its investment objective.

The investment objective and policies of the GLG LLC Portfolios are set out below.

The assets of each GLG LLC Portfolio will be invested with the aim of achieving the investment objective and in accordance with the investment policy of that Portfolio. They must also be invested so as to comply with: (1) the investment and borrowing powers and restrictions set out in the UCITS Regulations; (2) the Memorandum and Articles; and (3) the Prospectus and Supplement.

Details of Recognised Markets for the Portfolios are set out in Appendix VI to the Prospectus.

At the date of this Supplement, the following GLG LLC Portfolios have been established with the following investment objectives and policies and subject to the restrictions specified in "*Investment Powers and Restrictions*" section of the Prospectus.

MAN GLG GLOBAL EMERGING MARKETS LOCAL CURRENCY RATES

Investment Objective

Man GLG Global Emerging Markets Local Currency Rates' investment objective is to achieve a return over the long term primarily through investment in a portfolio of emerging markets local currency bonds, foreign exchange forwards and/or other derivatives (as described below).

Investment Policy

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

The Portfolio primarily invests in fixed income securities (eg bonds), directly, or indirectly via the use of derivatives (as described below) including currency forwards (including non-deliverable forwards). The fixed income securities are issued or guaranteed by governments, government agencies and supranational bodies of emerging markets or issued by companies which are based in or carry out the larger part of their business activities in emerging markets or which provide exposure to emerging markets. There is no limit on the Portfolio's Net Asset Value which may be invested in such emerging market securities or in non-investment grade securities. Please refer to the "*Certain Investment Risks – Market Risk"* and "*Certain Investment Risks – Emerging Markets"* section of the Prospectus for information in relation to the risks of investing in emerging markets.

In pursuing its investment objective, the Portfolio may use the derivative instruments set out below. The Portfolio typically aims to create returns through long exposure to positive returns in the investments specified herein, however, it may also seek to apply a long/short investment strategy through the use of "synthetic short" positions as more fully outlined below in the "*Long-Short Investment Strategy*" sub-section. The Portfolio may take long or synthetic short positions in any asset class in which it invests, however, it is intended to typically maintain a net long portfolio weighting.

The Portfolio's investment, directly, or indirectly through the use of derivatives, in fixed-income securities listed or traded on Recognised Markets in Russia shall not exceed 20% of the Net Asset Value of the Portfolio.

It is not intended that the Fund will have a specific focus in terms of industry, sector or market capitalisation. The Fund may invest in a limited number of investments, which can increase the volatility of performance.

The Portfolio may seek to replicate exposure to emerging market bonds by investing in currency forwards and interest rate swaps (for example by exposing the Portfolio to cash flows under the swap or forward contract equivalent to receiving bond coupon payments made by emerging market bonds) with the remaining cash in the Portfolio being invested in US treasury bills or in emerging markets hard currency denominated bonds or other liquid assets as set out below. In addition, the Portfolio may take currency positions in US Dollar, Euro, Japanese Yen or Israeli Shekel in order to reduce risk. The Portfolio may also seek to achieve its investment objective by trading in global currencies and purchasing money market instruments as outlined below.

The Investment Manager typically applies an exclusion list of controversial stocks or industries which may be related to arms and munitions, nuclear weapons, tobacco and coal production. Further information regarding the exclusion list to be applied is available upon request from the Investment Manager.

The Portfolio may invest principally in the financial derivative instruments set out below.

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange or market that is located in another jurisdiction. Instruments used to effect such investments include depositary receipts. The emerging market securities in which the Portfolio invest may be listed or traded on Recognised Markets in developed markets and/or may be issued by issuers domiciled in developed markets which provide emerging markets exposure.

The Investment Manager's investment universe is comprised of emerging market fixed income securities and currency forwards (including non-deliverable forwards) and interest rate swaps on emerging market countries. The Investment Manager may, however, in its discretion, invest in fixed income securities of issuers of other countries which are developed markets where the Investment Manager believes that these markets should be considered as emerging markets (for example where the Investment Manager believes that a particular country exhibits characteristics of emerging markets such as low levels of income or an undeveloped market) without generally being recognised as such. The Investment Manager will select investments from the investment universe based on three factors: (i) the evaluation of the fundamental quality of the asset being purchased (such as credit quality, evolution of the balance of payments of countries and other economic factors, including inflation rates and monetary policy); (ii) degree of attractiveness of the asset valuation (through analysing anticipated returns of potential investments, including comparison of the spreads, currency valuations and levels of local interest rates); and (iii) the number of market participants invested in such assets.

Although the primary focus will be on emerging market fixed income investment, the Portfolio may also seek to achieve its investment objective by trading in global currencies and purchasing money market instruments (including treasury bills, certificates of deposit, commercial paper and bankers acceptances). These instruments may be used for hedging purposes, in the event that the Portfolio wishes to reduce exposure, or for investment purposes, in the event that the Portfolio wishes to increase exposure, to a particular country, sector or specific risk. There is no limit to the extent to which the Portfolio may be invested in money market instruments. The selection of such opportunities is based on fundamental and valuation factors as well as market and investor sentiment which the Investment Manager monitors consistently. The Portfolio may invest up to 10% of its Net Asset Value in other eligible collective investment schemes. The Portfolio may hold ancillary liquid assets.

Where the Investment Manager believes that it is in the best interests of the Portfolio, the Investment Manager may retain a significant proportion of the Portfolio in cash and/or invest a significant proportion or all of the Portfolio in liquid assets including cash equivalents, liquid government debt instruments and money market instruments (as outlined above) denominated in US Dollars or other developed market currencies. The Investment Manager may also hold cash and/or invest in liquid assets in order to comply with the requirements of the Prospectus, the UCITS Regulations and/or the Central Bank in relation to leverage and the cover of positions held through financial derivative instruments.

In pursuing its investment objective, the Portfolio may use derivative instruments such as options (including currency options), swaps (including credit default swaps, interest rate swaps and recovery rate swaps [1]), futures (including currency and interest rate futures), swaptions and currency forward contracts (including non-deliverable forwards). These instruments may be used for hedging purposes and/or investment purposes. Swaps in respect of a single security or an index may be used to achieve a profit as well as to hedge existing long positions. A recovery rate swap is an agreement between two parties to swap a real recovery rate (whenever it is ascertained) with a fixed recovery rate. Futures contracts may be used to hedge against currency or interest rate risk or to gain exposure to a particular risk type. Options and forward contracts may be used to hedge or to achieve exposure to a change in the value of a currency. Swaptions may be used to hedge or achieve exposure to changes in the level of interest rates.

The Portfolio is actively managed. The Portfolio does not intend to track the JP Morgan GBI-EM Global Diversified Composite Unhedged Index (the "**Benchmark**") and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error versus the Benchmark as well as relative country weights versus the Benchmark and relative duration versus the Benchmark. While the Portfolio will

1. In the event of default debt securities normally have a claim with some level of seniority or security on the assets of the issuing company. However, at the time of default amounts and timings of any such payments from the bankruptcy or restructuring process are uncertain. The use of recovery rate swap allows these to be fixed and known in advance of any default.

focus on individual issuers that may or may not belong to the Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be significant. The Benchmark is also used for performance comparison purposes.

The Benchmark is a comprehensive global local emerging markets index, and consists of regularly traded, liquid fixed-rate, domestic currency government bonds.

Investment in China

The Portfolio may invest in fixed income securities via the CIBM. To the extent that investment is made, the CIBM investment regulations governing the CIBM will become applicable and should be complied with. Please see the section of the Prospectus titled "*Certain Investment Risks – CIBM Direct Entry Specific Risks*" for further information on the CIBM and the risks associated with investment on the CIBM.

Principal Adverse Impacts

The Manager and the Investment Manager do not currently consider the principal adverse impacts of investment decisions on sustainability factors pursuant to Article 4 of SFDR in respect of the Portfolio given that a) they currently only consider it in respect of funds that have as their objective sustainable investment or that promote environmental or social characteristics for the purposes of the SFDR and that b) taking account of the nature and scale of their activities and the types of products that they make available, the Manager and the Investment Manager consider that it would be disproportionate to consider such principal adverse impacts.

Long-Short Investment Strategy

As disclosed above, the Portfolio typically aims to create returns through long exposure to the assets mentioned, however, it may also seek to apply a long/short investment strategy and may take full advantage of the ability to invest in derivatives providing long and "synthetic short" positions through the use of forwards, futures, options and swaps (as referenced below). The Portfolio's market exposure may vary in time and typically range from between 70% to 150% for long positions and 0% to 50% for short positions of the Net Asset Value of the Portfolio, depending on the Investment Manager's analysis of the prevailing market conditions and considered in light of the investment objective of the Portfolio. These ranges are not limits and the actual exposures may from time to time fall outside these estimated ranges.

The Investment Manager may seek to deliver the long/short strategy by utilising, where it deems appropriate in its sole discretion, synthetic short positions to hedge certain long positions within the Portfolio. In addition, the Investment Manager may utilise synthetic short positions in pursuit of the Portfolio's investment objective by seeking to achieve a return in respect of those issuers whose securities the Investment Manager believes to be overvalued or expects to fall in value.

The level of leverage to be incurred through the use of financial derivative instruments is not expected to exceed 200% of the Net Asset Value of the Portfolio. Leverage is defined as the sum of the gross notional values of all financial derivative contracts. Attention should also be drawn to the fact that one derivative contract may partially or perfectly offset the market risk of another derivative contract. Derivative contracts may also reduce the risks associated with holdings in non-derivative products, e.g. on bonds and fixed income instruments. Disclosure of the gross notional value of derivatives is a requirement under UCITS, and as this measure does not reflect the netting or offsetting just described, it does not necessarily represent the market risk incurred through the use of derivatives. The Portfolio will utilise a "Relative VAR" approach which aims to ensure that the value-at-risk of the Portfolio shall be no greater than twice the value-at-risk of the Benchmark. The Value-at-Risk of the Portfolio is an estimation of the maximum loss which the Portfolio may incur over a 20 day (one month) holding period and a return historical observation period of at least 1 year using a one tailed confidence interval of 99%. The Portfolio will measure its value-at-risk using the Relative VaR approach on a daily basis. The reference portfolio, the Benchmark, broadly represents the intended characteristics of the Portfolio with regard to potential investments, currency, maturity, country and credit ratings. The Investment Manager may alter the reference portfolio from time to time to any other benchmark which the Investment Manager determines, in its sole discretion, is generally representative of the securities in which the Portfolio will invest. Shareholders will not be notified in advance of any change in the reference portfolio where this does not result in a material change to the risk profile of the Portfolio. However, such change will be notified to Shareholders in the periodic reports of the Portfolio following such change.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	**Maximum**
Total Return Swaps and CFDs	0%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	5%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "Certain Investment Risks" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, *"Investment and Repatriation Restrictions", "Repurchase and Reverse Repurchase Agreements", "Market Risk", "Fixed Income Securities", "Emerging Markets", "Derivative Instruments Generally"* and *"Non-Investment Grade Securities"*.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking long-term capital growth with an investment horizon of at least five years.

The Investment Manager expects that the Portfolio will have an SRRI of approximately 5. This is primarily due to the makeup of the investments in the Portfolio, which tend to have a moderate volatility for the purposes of SRRI calculations, when compared to other investment categories. The SRRI disclosed is correct as at the date of this Supplement but is subject to change. Investors should refer to the Key Investor Information Document for the Portfolio, which is available online at www.man.com, for the most recent SRRI.

Base Currency: USD

Management Fees

The management fees in respect of this portfolio are outlined in the table below. Further information on how these fees are calculated is set out later in the Prospectus in the "*Fees and Expenses*" section.

Share Class Type	**"D"**	**"DY"**	**"I"**
Management Fee	1.35%	1.60%	0.60%

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in New York, Dublin and London are open for normal banking business or such other day as may be specified.	9.00 pm on each Dealing Day

MAN GLG GLOBAL EMERGING MARKETS BOND

Investment Objective

Man GLG Global Emerging Markets Bond's investment objective is to achieve a return in all market conditions, primarily through investment in emerging market fixed income securities directly, or indirectly via the use of derivatives (as described below).

Investment Policy

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

The Portfolio will invest primarily in a diversified portfolio of fixed income securities (e.g. bonds) either directly, or indirectly via the use of derivatives (as described below). The fixed income securities will either be issued by companies which provide exposure to emerging markets or which have their registered office in emerging markets around the world or be issued or guaranteed by governments, government agencies and supranational bodies in emerging markets. There is no limit on the extent Portfolio's Net Asset Value may be invested in such emerging market securities or non-investment grade securities. Please refer to the "*Certain Investment Risks – Market Risk"* and "*Certain Investment Risks – Emerging Markets"* section of the Prospectus for information in relation to the risks of investing in emerging markets.

In pursuing its investment objective, the Portfolio may use the derivative instruments set out below. The Portfolio typically aims to create returns through long exposure to positive returns in the investments specified herein, however, it may also seek to apply a long/short investment strategy through the use of "synthetic short" positions as more fully outlined below in the "*Long-Short Investment Strategy*" sub-section. The Portfolio may take long or synthetic short positions in any asset class in which it invests, however, it is intended to typically maintain a net long portfolio weighting.

The Portfolio's investment, directly, or indirectly through the use of derivatives, in fixed-income securities listed or traded on Recognised Markets in Russia shall not exceed 20% of the Net Asset Value of the Portfolio.

It is not intended that the Fund will have a specific focus in terms of industry, sector or market capitalisation.

In addition to the above, to the extent that the Portfolio is not invested in emerging markets, the Portfolio may invest in fixed-income securities (e.g. bonds) listed or traded in Recognised Markets worldwide. The bonds in which the Portfolio may invest include convertible bonds (which may embed derivatives and/or leverage).

The Investment Manager typically applies an exclusion list of controversial stocks or industries which may be related to arms and munitions, nuclear weapons, tobacco and coal production. Further information regarding the exclusion list to be applied is available upon request from the Investment Manager.

Exposure may be taken to a country or region through investment in companies or instruments that are listed or traded on a stock exchange or market that is located in another jurisdiction. Instruments used to effect such investments include depositary receipts. The emerging market securities in which the Portfolio invest may be listed or traded on Recognised Markets in developed markets and/or may be issued by issuers domiciled in developed markets which provide emerging markets exposure.

The Investment Manager's investment universe is comprised of emerging market fixed income securities and currency forwards (including non-deliverable forwards) and credit default swaps on emerging market countries. The Investment Manager may, however, in its discretion, invest in fixed income securities of issuers of other countries which are developed markets where the Investment Manager believes that these markets should be considered as emerging markets (for example where the Investment Manager believes that a particular country exhibits characteristics of emerging markets such as low levels of income or an undeveloped market) without generally being categorised as such. The Investment Manager will select investments from the investment universe based on three factors: (i) the evaluation of the fundamental quality of the asset being purchased (such as credit quality, evolution of the balance of payments of countries and other economic factors, including inflation rates and monetary policy); (ii) degree of attractiveness of the asset valuation (through analysing anticipated returns of potential investments, including comparison of the spreads, currency valuations and levels of local interest rates); and (iii) the number of market participants invested in such assets.

The Portfolio may invest up to 25% of its net assets in securities issued by or guaranteed by a single sovereign issuer with a non-investment grade credit rating. This is due to the fact that the Portfolio's reference benchmark, the JP Morgan "Emerging Markets Bond Index Global (EMBI Global)" (the "**Benchmark**"), may contain sovereign issuers that may have a non-investment grade rating. The Investment Manager may decide to invest in a specific non-investment grade sovereign issuer and / or to overweight (in relation to the reference benchmark) a particular non-investment grade sovereign issuer.

Although the primary focus will be on emerging market fixed income investment, the Portfolio may also seek to achieve its investment objective by trading in global currencies and purchasing money market instruments (including treasury bills, certificates of deposit, commercial paper and bankers acceptances). These instruments may be used for hedging purposes, in the event that the Portfolio wishes to reduce exposure, or for investment purposes, in the event that the Portfolio wishes to increase exposure, to a particular country, sector or specific risk. The selection of such opportunities is based on fundamental and valuation factors as well as market and investor sentiment which the Investment Manager monitors consistently. The Portfolio may invest up to 10% of its Net Asset Value in other eligible collective investment schemes. The Portfolio may hold ancillary liquid assets.

Furthermore, where the Investment Manager believes that it is in the best interests of the Portfolio, the Investment Manager may retain a significant proportion of the Portfolio in cash and/or invest a significant proportion or all of the Portfolio in liquid assets including cash equivalents, liquid government debt instruments and money market instruments (as outlined above). The Investment Manager may also hold cash and/or invest in liquid assets in order to comply with the requirements of the Prospectus, the UCITS Regulations and/or the Central Bank in relation to leverage and the cover of positions held through financial derivative instruments.

In pursuing its investment objective, the Portfolio may use derivative instruments such as options (including currency options), futures (including currency and interest rate futures), swaps (including credit default swaps, interest rate swaps and recovery rate swaps[2]), swaptions and currency forward contracts (including non-deliverable forwards). These instruments may be used for hedging purposes and/or investment purposes. Swaps in respect of a single security or an index may be used to achieve a profit as well as to hedge existing long positions. A recovery rate swap is an agreement between two parties to swap a real recovery rate (whenever it is ascertained) with a fixed recovery rate. Recovery rate swaps allow investors to hedge the uncertainty of recovery in default. Futures contracts may be used to hedge against currency or interest rate risk or to gain exposure to a particular risk type. Options and forward contracts may be used to hedge or to achieve exposure to a change in the value of a currency. Swaptions may be used to hedge or achieve exposure to changes in the level of interest rates.

The Portfolio is actively managed. The Portfolio does not intend to track the Benchmark and is not constrained by it. The Benchmark is being used by the Portfolio for risk management purposes to ensure that the Portfolio is managed in a manner consistent with its investment objective and risk profile. The risk management function of the Investment Manager will perform additional monitoring of positions in the Portfolio relative to weights in the Benchmark. Relative weights will be assessed with reference to a threshold which may be updated from time to time. Other risk monitoring may include tracking error versus the Benchmark as well as relative country weights versus the Benchmark and relative duration versus the Benchmark. While the Portfolio will focus on individual issuers that may or may not belong to the

2. In the event of default debt securities normally have a claim with some level of seniority or security on the assets of the issuing company. However, at the time of default amounts and timings of any such payments from the bankruptcy or restructuring process are uncertain. The use of recovery rate swap allows these to be fixed and known in advance of any default.

Benchmark, such investment may be in different weights than those used by the Benchmark. The above factors, considered together, may influence the extent to which the Portfolio deviates from the Benchmark and such deviation may be significant. The Benchmark is also used for performance comparison purposes.

The Benchmark tracks total returns for traded external debt instruments in emerging markets.

Investment in China

The Portfolio may invest in fixed income securities via the CIBM. To the extent that investment is made, the CIBM investment regulations governing the CIBM will become applicable and should be complied with. Please see the section of the Prospectus titled "*Certain Investment Risks – CIBM Direct Entry Specific Risks*" for further information on the CIBM and the risks associated with investment on the CIBM.

Principal Adverse Impacts

The Manager and the Investment Manager do not currently consider the principal adverse impacts of investment decisions on sustainability factors pursuant to Article 4 of SFDR in respect of the Portfolio given that a) they currently only consider it in respect of funds that have as their objective sustainable investment or that promote environmental or social characteristics for the purposes of the SFDR and that b) taking account of the nature and scale of their activities and the types of products that they make available, the Manager and the Investment Manager consider that it would be disproportionate to consider such principal adverse impacts.

Long-Short Investment Strategy

As disclosed above, the Portfolio may seek to apply a long/short investment strategy and may take full advantage of the ability to invest in derivatives providing long and "synthetic short" positions through the use of forwards, futures, options and swaps (as referenced below). The Portfolio's market exposure may vary in time and typically range from between 70% to 150% for long positions and 0% to 50% for short positions of the Net Asset Value of the Portfolio, depending on the Investment Manager's analysis of the prevailing market conditions and considered in light of the investment objective of the Portfolio. These ranges are not limits and the actual exposures may from time to time fall outside these estimated ranges.

The Investment Manager may seek to deliver the long/short strategy by utilising, where it deems appropriate in its sole discretion, synthetic short positions to hedge certain long positions within the Portfolio. In addition, the Investment Manager may utilise synthetic short positions in pursuit of the Portfolio's investment objective by seeking to achieve a return in respect of those issuers whose securities the Investment Manager believes to be overvalued or expects to fall in value.

The level of leverage to be incurred through the use of financial derivative instruments is not expected to exceed 150% of the Net Asset Value of the Portfolio. Leverage is defined as the sum of the gross notional values of all financial derivative contracts. Attention should also be drawn to the fact that one derivative contract may partially or perfectly offset the market risk of another derivative contract. Derivative contracts may also reduce the risks associated with holdings in non-derivative products, e.g. on bonds and fixed income instruments. Disclosure of the gross notional value of derivatives is a requirement under UCITS, and as this measure does not reflect the netting or offsetting just described, it does not necessarily represent the market risk incurred through the use of derivatives. The Portfolio will utilise a "Relative VAR" approach which aims to ensure that the value-at-risk of the Portfolio shall be no greater than twice the value-at-risk of the Benchmark. The Value-at-Risk of the Portfolio is an estimation of the maximum loss which the Portfolio may incur over a 20 day (one month) holding period and a return historical observation period of at least 1 year using a one tailed confidence interval of 99%. The Portfolio will measure its value-at-risk using the Relative VaR approach on a daily basis. The reference portfolio, the Benchmark, broadly represents the intended characteristics of the Portfolio with regard to potential investments, currency, maturity, country and credit ratings. The Investment Manager may alter the reference portfolio from time to time to any other benchmark which the Investment Manager determines, in its sole discretion, is generally representative of the securities in which the Portfolio will invest. Shareholders will not be notified in advance of any change in the reference portfolio where this does not result in a material change to the risk profile of the Portfolio. However, such change will be notified to Shareholders in the periodic reports of the Portfolio following such change.

Securities Financing Transactions

The Portfolio's exposure to securities financing transactions is as set out below (in each case as a percentage of Net Asset Value). The expected proportion is not a limit and the actual percentage may vary over time depending on factors including, but not limited to, market conditions.

	Expected	Maximum
Total Return Swaps and CFDs	0%	100%
Repurchase Agreements & Reverse Repurchase Agreements	0%	20%
Stock Lending	5%	100%

Risk Considerations of the Portfolio

Investors are referred to the section of the Prospectus entitled "Certain Investment Risks" and should have regard to all of the risks outlined therein as each of these risk factors will be relevant in the context of investment in the Portfolio. In the context of investment in this Portfolio investors should pay particular regard to the following risk factors, "*Investment and Repatriation Restrictions", "Repurchase and Reverse Repurchase Agreements", "Market Risk", "Fixed Income Securities", "Emerging Markets", Derivatives Instruments Generally"* and *"Non-Investment Grade Securities"*.

Profile of a Typical Investor

Investment in the Portfolio is suitable for investors seeking medium to long-term capital growth with an investment horizon of three to five years.

The Investment Manager expects that the Portfolio will have an SRRI of approximately 4. This is primarily due to the makeup of the investments in the Portfolio, which tend to have a moderate volatility for the purposes of SRRI calculations, when compared to other investment categories. The SRRI disclosed is correct as at the date of this Supplement but is subject to change. Investors should refer to the Key Investor Information Document for the Portfolio, which is available online at www.man.com, for the most recent SRRI.

Base Currency: USD

Management Fees

The management fees in respect of this portfolio are outlined in the table below. Further information on how these fees are calculated is set out later in the Prospectus in the "*Fees and Expenses*" section.

Share Class Type	**"D"**	**"DY"**	**"I"**	**"IF"**
Management Fee	1.25%	1.50%	0.50%	0.20%

Dealing Terms

Subscription Dealing Deadline (Irish Time)	Redemption Dealing Deadline (Irish Time)	Business Day	Valuation Point (Irish time)
1:00 pm on the relevant Dealing Day	1:00 pm on the relevant Dealing Day	A day (except Saturdays, Sundays and public holidays) on which banks in New York, Dublin and London are open for normal banking business or such other day as may be specified.	9.00 pm on each Dealing Day

SUBSCRIPTIONS

For detailed information concerning subscriptions, please consult the section under the heading "SUBSCRIPTIONS" in the Prospectus.

For details on the specific Share Classes of the Portfolios please refer to the Website.

Dealing Procedures

Each Business Day is both a Dealing Day and a Valuation Day for the GLG LLC Portfolios.

Applications for Shares should be made on the relevant Application Form which should be posted or sent by facsimile or such other form of electronic communication agreed in advance by the Administrator (with the original Application Form sent by post immediately thereafter save where the Administrator has specified that this is not required pursuant to its discretion above) to the Administrator. The address for the Administrator is set out in the Application Form.

Where the applicant is an existing Shareholder, the relevant Application Form may be submitted to the Administrator by facsimile or by any other form of electronic communication agreed in advance by the Administrator. The relevant contact details of the Administrator can be found in the Application Form.

In order to receive Shares at the Net Asset Value per Share as calculated on that Dealing Day, Application Forms must be received before the relevant Subscription Dealing Deadline for the GLG LLC Portfolio (as set out in the "*Portfolio Specific Information – Dealing Terms*" section of this Supplement) or such later time as the Manager may from time to time permit in exceptional circumstances, provided that applications will not be accepted after the Valuation Point in respect of the relevant Dealing Day. Applications received after the Subscription Dealing Deadline (where a later time for receipt has not been permitted by the Manager) will be held over until the following Dealing Day and will receive the Net Asset Value per Share calculated on the following Dealing Day.

Settlement Procedures

Cleared subscription monies must be received within three (3) Business Days of the Dealing Day. In circumstances where subscription monies are not received before the Dealing Deadline, Shares will be provisionally allotted. The Company reserves the right to cancel such provisional allotment.

For further information in respect of settlement procedures concerning subscriptions, please consult the section under the heading "SUBSCRIPTIONS" in the Prospectus.

REDEMPTION OF SHARES

For information concerning redemptions, please consult the section under the heading "REDEMPTION, CONVERSION AND TRANSFER OF SHARES" in the Prospectus.

Each Business Day is both a Dealing Day and a Valuation Day for the GLG LLC Portfolios.

The Shares in each Portfolio may be redeemed on each Dealing Day at the Net Asset Value per Share calculated in respect of that Dealing Day. A Redemption Request Form should be posted, sent by facsimile or by any other form of electronic communication agreed in advance with the Administrator and the Central Bank, so as to arrive at the Administrator no later than the relevant Redemption Dealing Deadline (as set out in the "*Portfolio Specific Information – Dealing Terms*" section of this Supplement) or, in exceptional circumstances (with the Manager ensuring that such exceptional circumstances are fully documented), such later time as the Manager may from time to time permit provided that Redemption Request Forms will not be accepted after the Valuation Point in respect of the relevant Dealing Day.

If a Redemption Request Form is received by the Administrator after the time specified for receipt of same for a particular Dealing Day, it shall be treated as a request for redemption on the next Dealing Day and will receive the Net Asset Value per Share calculated on the following Dealing Day.

No redemption proceeds will be paid until all documentation required by the Company and the Administrator (including any documentation required in connection with anti-money laundering procedures) have been received and the anti-money laundering procedures have been complied with.

The relevant contact details of the Administrator can be found in the Application Form.

The Company expects to pay redemption proceeds within three (3) Business Days of the relevant Dealing Day, however, on occasion the payment of redemption proceeds may take longer subject always to the provision that redemption proceeds will be paid within ten (10) Business Days of the relevant Dealing Day. Redemption proceeds will be paid by telegraphic transfer to the Shareholder's account specified in the Redemption Request Form. If, however, the account specified in the Redemption Request Form differs from that previously specified by the Shareholder for receipt of redemption proceeds, an original Redemption Request Form where required must be received by the Administrator before the proceeds will be paid.

For further information in respect of dealing procedures concerning redemptions, please consult the section under the heading "REDEMPTIONS, CONVERSION AND TRANSFER OF SHARES" in the Prospectus.

FEES AND EXPENSES

For information concerning fees and expenses, please consult the section under the heading "FEES AND EXPENSES" in the Prospectus.

MANAGEMENT FEES

Details of the management fee payable in respect of each GLG LLC Portfolio are set out in the *"Portfolio Specific Information - Management and Performance Fees"* section of this Supplement which needs to be read in conjunction with the *"Fees and Expenses"* section of the Prospectus.

PERFORMANCE FEES

No performance fees shall be payable in respect of the GLG LLC Portfolios.

ESTABLISHMENT EXPENSES

As at the date of this Supplement, the establishment expenses in respect of the GLG LLC Portfolios have been fully amortised.

DISTRIBUTION POLICY

Each of the GLG LLC Portfolios may be comprised of accumulation Share Classes and Dist Share Classes. Further detail in respect of the distribution policy is set out in the "*Distribution Policy*" section of the Prospectus.

STOCK EXCHANGE LISTING

Information in relation to applications (if any) to Euronext Dublin for the listing of Classes of Shares in the GLG LLC Portfolios on the Official List and trading on the Global Exchange Market or the Main Securities Market of Euronext Dublin shall be set out on www.ise.ie.

THE DISTRIBUTOR

The Manager has appointed Man Investments AG ("**MIAG**") as non-exclusive distributor in relation to the distribution and sale of Shares in the GLG LLC Portfolios.

Under the Distribution Agreement dated 14 October 2010 between the Manager and MIAG, MIAG has agreed to distribute the Shares in the Portfolios directly to investors and to establish, optimise, co-ordinate and maintain global distribution networks regarding the distribution of the Shares in the Portfolios via independent sub-distributors appointed by MIAG.

MIAG is obliged to carry out its duties in accordance with applicable laws. Under the Distribution Agreement, none of MIAG (or its shareholders, directors, officers, employees and agents), nor its respective successors or assigns, shall be liable to the Manager in respect of any act or omission, except that MIAG shall be liable to the Manager for acts or omissions by it or any of its shareholders, directors, officers, employees and agents with respect to the provision of services under the Agreement which constitute negligence, wilful default, fraud or bad faith. Where any action or proceeding is threatened against MIAG by a third party as a result of any act, omission or error on the part of any Portfolio and in the absence of the negligence, wilful default, fraud or bad faith of MIAG, the Manager has agreed to indemnify MIAG against any liability, penalty, fine, cost or expense reasonably incurred by MIAG (including, without limitation, legal expenses) out of the assets of the relevant Portfolio.

The Distribution Agreement will continue in force until terminated by either party thereto on ninety (90) days' notice in writing to the other party. In addition, either party may terminate the Distribution Agreement in the event that (i) an administrator is appointed over the other party, if a receiver is appointed over the other party's assets, or in the event that the other party becomes insolvent, goes into liquidation (other than a voluntary liquidation for the purpose of reconstruction or amalgamation) or seeks to enter into an arrangement with creditors or is subject to analogous proceedings in accordance with the laws applicable to that party's jurisdiction; (ii) the Distribution Agreement, or any portion thereof is determined to be in violation of any applicable law or any jurisdiction or regulatory authority; and (iii) in respect of MIAG's appointment in relation to the Portfolios, upon the termination of the Management Agreement.

THE PROSPECTUS

This Supplement forms part of the Prospectus and should be read in the context of, and together with the Prospectus. In addition to those sections of the Prospectus which have been referred to in the body of this Supplement, investors should note the following provisions of the Prospectus which apply to the GLG LLC Portfolios.

1. Important Information
2. Fees and Expenses
3. Investment Powers and Restrictions
4. Efficient Portfolio Management
5. Certain Investment Risks
6. Determination and Publication and Temporary Suspension of Net Asset Value;
7. Termination of Portfolios;
8. The Company;
9. Taxation;
10. General;
    (a) The Share Capital;
    (b) Variation of Share Capital;
    (c) Variation of Shareholder Rights;
    (d) Voting Rights;
    (e) Memorandum and Articles of Association;
    (f) Conflicts of Interest;
    (g) Meetings;
    (h) Reports and Accounts;
    (i) Account Communications;
    (j) Confidential Information;
    (k) Periodic Reports;
    (l) Material Contracts; and
    (m) Documents for Inspection;
11. Appendix I – Definitions;
12. Appendix II – Definition of US Person;

13. Appendix III – Recognised Markets;

14. Appendix IV – Additional Distribution and Selling Restrictions; and

15. Appendix V – Delegates and Sub-Delegates of the Depositary.