

GUINNESS ASSET MANAGEMENT

November 2008

# Simplified Prospectus

Prospectus

# GUINNESS ASSET MANAGEMENT FUNDS PLC

## SIMPLIFIED PROSPECTUS

### GUINNESS ASSET MANAGEMENT FUNDS PLC

An umbrella investment company with segregated liability between funds  
4<sup>th</sup> November, 2008

This Simplified Prospectus contains key information in relation to Guinness Asset Management Funds Plc (the “Company”) which is an open-ended umbrella type investment company with variable capital and with segregated liability between funds incorporated with limited liability in Ireland on 12<sup>th</sup> December, 2007 under the Companies Acts 1963 to 2006 with registration number 450670. The Company is authorised as an undertaking for collective investment in transferable securities pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2003 (S.I. Number 211 of 2003) as amended.

As at the date of this Simplified Prospectus, the Company has two sub-funds (each a “Fund”, together the “Funds”):-

- Guinness Alternative Energy Fund
- Guinness Global Energy Fund

Potential investors are advised to read the Prospectus dated 19<sup>th</sup> December, 2007, the Supplement for the Guinness Alternative Energy Fund dated 1<sup>st</sup> September, 2008 and the Supplement for the Guinness Global Energy Fund dated 1<sup>st</sup> September, 2008 as same may be amended and supplemented from time to time (collectively the “Prospectus”) before making an investment decision. The rights and duties of the investor as well as the legal relationship with the Company are laid down in the full Prospectus. Defined terms used herein will have the same meaning in the Prospectus.

The base currency of each Fund is U.S. Dollar.

#### Guinness Alternative Energy Fund

<b>Investment Objective:</b>	The investment objective of the Fund is to provide investors with long-term capital appreciation.
<b>Investment Policy:</b>	<p>In seeking to achieve its investment objective, the Fund intends to invest at least 80% of its net assets in equity securities of globally based companies involved in alternative energy or energy technology sectors. Alternative energy includes, but is not limited to energy derived from such sources as solar or wind power, hydro-electricity, tidal flow, wave movements, geothermal heat, biomass or biofuels. Energy technology includes technologies that enable these sources to be trapped and also various manners of storage and transportation of energy, including hydrogen and other types of fuel cells, batteries and flywheels, as well as technologies that conserve or enable more efficient use of energy.</p> <p>These equity securities include common stocks, preferred stocks, securities convertible into common stocks, rights and warrants, which are generally listed or traded on a Recognised Exchange. No more than 5% of the Net Asset Value of the Fund will be invested in warrants.</p> <p>Under normal market conditions the Fund intends to invest at least 30 stocks. The Investment Manager may invest the Fund’s assets in securities of companies with a wide range of market capitalizations and in companies domiciled throughout the world, including, potentially, companies domiciled in or traded on emerging markets. No more than 20% of the Net Asset Value of the Fund will be invested in emerging markets.</p> <p>When current market, economic, political or other conditions are unstable and would impair the pursuit of the Fund’s investment objective, the Fund may temporarily invest up to 100% of its assets in cash, cash investments or high quality short-term money market instruments. When the Fund takes a</p>

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	<p>temporary defensive position, the Fund may not achieve its investment objective. The philosophy of the Fund is to remain invested.</p> <p>The Fund may engage in transactions in financial derivative instruments for the purposes of efficient portfolio management including reduction of risk or cost or the generation of additional capital or income for the Fund (subject to the conditions and within the limits laid down by the Financial Regulator). Such techniques and instruments include but are not limited to futures, options, forward foreign exchange contracts, stocklending and repurchase/reverse repurchase agreements subject to the conditions and limits set out in the Financial Regulators UCITS Notices. The Fund will not be leveraged through the use of financial derivative instruments.</p>
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## Guinness Global Energy Fund

<b>Investment Objective:</b>	The investment objective of the Fund is to provide investors with long-term capital appreciation.
<b>Investment Policy:</b>	<p>In seeking to achieve its investment objective the Fund intends to invest at least 80% of its net assets in equity securities of globally based companies principally engaged in the production, exploration or discovery, or distribution of energy derived from fossil fuels and the research and development or production of alternative energy sources. Alternative energy includes, but is not limited to energy derived from such sources as solar or wind power, hydro-electricity, tidal flow, wave movements, geothermal heat, biomass or biofuels. The term “principally engaged” means that the company must derive at least 50% of its annual gross revenues from the activities listed above.</p> <p>These equity securities include common stocks, preferred stocks, securities convertible into common stocks, rights and warrants, which are generally listed or traded on a Recognised Exchange. No more than 5% of the Net Asset Value of the Fund will be invested in warrants.</p> <p>Under normal market conditions the Fund intends to invest in at least 30 stocks. The Investment Manager may invest the Fund’s assets in securities of companies with a wide range of market capitalizations and in companies domiciled throughout the world, including, companies domiciled in or traded on Emerging Markets.</p> <p>When current market, economic, political or other conditions are unstable and would impair the pursuit of the Fund’s investment objective, the Fund may temporarily invest up to 100% of its assets in cash, cash investments or high quality short-term money market instruments including, but not limited to, commercial paper and treasury bills. When the Fund takes a temporary defensive position, the Fund may not achieve its investment objective. The philosophy of the Fund is to remain invested.</p> <p>The Fund may engage in transactions in financial derivative instruments for the purposes of efficient portfolio management including reduction of risk or cost (subject to the conditions and within the limits laid down by the Financial Regulator). Such techniques and instruments include but are not limited to futures, options, forward foreign exchange contracts, stocklending and repurchase/reverse repurchase agreements (a more detailed description of which is set out in the Prospectus under the section headed “ Financial Derivative Instruments and Techniques for Efficient Portfolio Management”) subject to the conditions and limits set out in the Financial Regulators UCITS Notices. The Fund will not be leveraged through the use of financial derivative instruments.</p>

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<p><b>Risk Factors:</b></p>	<p><b>The value of investments may fall as well as rise and investors may not receive back the amount invested. Investors should be aware that the following are a selection of the Risk Factors in relation to the Funds.</b></p> <p>Please consult the Prospectus under the heading “Risk Factors” together with the relevant supplement for the Funds for a more detailed analysis of the risk profile of the Fund. Principal risk factors outlined in the Prospectus include, but are not limited to the following; market risk, credit risk, political, regulatory, settlement and sub-custodial risk, liquidity risk, emerging markets risk and currency risk.</p> <p>Specific risk factors applicable to the Funds are as follows:</p> <p><i>Emerging Markets Risk</i></p> <p>The Funds may invest in equity securities of companies in emerging markets. Such securities may involve a high degree of risk and may be considered speculative. Risks include (i) greater risk of expropriation, confiscatory taxation, nationalization, and social, political and economic stability; (ii) the small current size of the markets for securities of emerging markets issuers and the currently low or non-existent volume of trading, resulting in lack of liquidity and in price volatility; (iii) certain national policies which may restrict the Funds 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 legal infrastructure and accounting, auditing and reporting standards in emerging markets may not provide the same degree of shareholder protection or information to investors as would generally apply internationally; (vi) potentially a greater risk regarding the ownership and custody of securities i.e. in certain countries, ownership is evidenced by entries in the books of a company or its registrar. In such instances, no certificates representing ownership of companies will be held by the Custodian or any of its local correspondents or in an effective central depository system; and (vii) emerging markets may experience significant adverse economic developments, including substantial depreciation in currency exchange rates or unstable currency fluctuations, increased interest rates, or reduced economic growth rates than investments in securities of issuers based in developed countries.</p> <p><i>Special Risks Associated with Energy Companies</i></p> <p>The stocks of energy and energy related companies are especially affected by variations in the price of oil and natural gas, which, in turn, are impacted by many variables, including, but not limited to, the supply and demand for the commodities. Factors influencing supply include: the actions of Organization of The Petroleum Exporting Countries (“OPEC”); war and terrorism; weather; tax regimes; and the price of oil itself, which influences the marginal return of producing oil and natural gas. Factors influencing demand include: economic growth around the world, and the relative growth of less developed countries versus developed economies; weather; and the price of the commodity itself. Energy stocks tend to be influenced on a day-to-day basis by the futures prices for the commodities that are traded on various exchanges.</p>
	<p><i>Regulatory and Environmental Risks</i></p> <p>Energy operations are subject to various federal, state and local and foreign governmental regulations, which may be changed from time to time in response to economic or political conditions. Government regulation can include price regulation as well as limiting available services and products, ownership, and geographic territories served. Such regulation can result in limited returns, increased costs, and decreased economic incentive to develop new products. Government regulation may be unpredictable and is subject to</p>

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	<p>political, economic, social and market developments. There can be no assurance as to the level or effect on companies in the energy and oil and gas sector of government regulation in the future.</p> <p><i>Concentration Risk</i></p> <p>The Guinness Global Energy Fund invests in a narrow sector of the stock market and typically holds a relatively small number of stocks as compared to many other funds. This may make the Guinness Global Energy Fund's performance more volatile than would be the case if it had a diversified investment portfolio.</p>
<b>Performance Data:</b>	Please note that there is no performance data in relation to the Guinness Alternative Energy Fund or the Guinness Global Energy Fund as the Funds have not yet been in existence for one full year.
<b>Profile of a Typical Investor:</b>	Investment in the Funds is suitable only for those persons and institutions for whom such investment does not represent a complete investment program, who understand the degree of risk involved and believe that the investment is suitable based upon investment objectives and financial needs.
<b>Distribution Policy:</b>	<p>The Company may in a general meeting declare dividends but no dividend shall exceed the amount recommended by the Directors. It is intended that the Funds will pursue a distribution policy so that the Funds will be able to obtain certification as a "Distributing Fund" under the United Kingdom Income and Corporation Taxes Act 1988 for the purpose of United Kingdom taxation. A failure of the Funds to comply with this requirement will result in the Funds failing to obtain certification.</p> <p>Dividends, if declared, will be paid annually within four months of declaration.</p>
<b>Fees and Expenses:</b>	<p><u>Shareholder Expenses</u></p> <p>Distribution Fee: 2% on subscription proceeds in respect of Class B Shares and up to 5% on subscription proceeds in respect of Class C Shares of the relevant Fund, payable to the distributor</p> <p>Redemption Fee: 2% in respect of Shares being redeemed within 30 days of subscription, payable to the relevant Fund. Shareholders who redeem after the 30 day period will not be charged a redemption fee.</p> <p>Conversion Fee: none</p> <p>Subscription Fee: none</p> <p><u>Annual Operating Expenses</u></p> <p><i>Manager</i></p> <p>The Company will pay to the Manager out of the assets of the relevant Fund a fee as detailed below subject to a minimum annual fee of €78,000 (plus VAT, if any) thereon:</p> <ul style="list-style-type: none"> <li>• 0.15% of the Net Asset Value of the relevant Fund on the first US\$100million</li> <li>• 0.12% of the Net Asset Value of the relevant Fund on amounts in excess of US\$100million</li> </ul> <p><i>Investment Manager</i></p> <p>The Company will pay to the Investment Manager out of the assets of the relevant Fund the fees as detailed below subject to a maximum fee of 2%:</p> <ul style="list-style-type: none"> <li>• Class A – 1% of the Net Asset Value of the Class A Shares</li> <li>• Class B – 1.5% of the Net Asset Value of the Class B Shares</li> <li>• Class C – 1.5% of the Net Asset Value of the Class C Shares</li> <li>• Class D - 1% of the Net Asset Value of the Class D Shares</li> </ul>

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	<ul style="list-style-type: none"> <li>Class E – 0.75% of the Net Asset Value of the Class E Shares</li> </ul>
<i>Global Distributor</i>	<p>The Global Distributor shall be entitled to receive a distribution fee of 2% on subscription proceeds in respect of Class B Shares of the relevant Fund. This fee may be waived in whole or in part at the discretion of the Global Distributor. The Global Distributor shall be entitled to receive a distribution fee of up to 5% on subscription proceeds in respect of Class C Shares. This fee may be waived in whole or in part at the discretion of the Global Distributor.</p> <p>The fees of any sub-distributor appointed by the Global Distributor will be paid out of the portion of the fees payable to it for the distribution of Shares of the relevant Fund.</p>
<i>Custodian</i>	<p>The Custodian shall be entitled to receive out of the assets of the relevant Fund an annual fee accrued at each Valuation Point and payable monthly in arrears, which shall not exceed 0.2% per annum of the Net Asset Value of the relevant Fund subject to a minimum annual fee of €35,000 (plus VAT, if any) thereon.</p>
<i>Administrator</i>	<p>The Company shall pay the Manager a fee out of which it will pay the Administrator's fee. The Administrator shall be entitled to charge a transaction fee of €35 per Shareholder transaction which will be paid out of the assets of the relevant Fund. .</p>
<i>Out of Pocket Expenses</i>	<p>The Manager, Investment Manager, Custodian, and Directors are all entitled to all reasonable expenses and fees incurred on behalf of the relevant Fund.</p>
<b>Taxation:</b>	<p>The Company qualifies as an Investment undertaking as defined in Section 739 B of the Taxes Act. Under current Irish law and practice it is not chargeable to Irish tax on income and gains. No stamp duty is payable in Ireland on the issue, transfer, repurchase or redemption of Shares in the Company.</p> <p><b>Shareholders and potential investors should consult with their professional advisers in relation to the tax treatment of their holdings in the Company.</b></p>
<b>Publication of Share Price:</b>	<p>The Net Asset Value per Share will be published daily on <a href="http://www.Bloomberg.com">www.Bloomberg.com</a> and <a href="http://www.guinnessfunds.com">www.guinnessfunds.com</a>. In addition, the Net Asset Value per Share may be obtained from the office of either the Global Distributor or the Administrator during normal business hours.</p>
<b>How to Buy/Sell Shares:</b>	<p>Initial applications for Shares should be made using an Application Form obtained from the Administrator but may, if the Company so determines, be made by telefax subject to prompt transmission to the Administrator of the original signed application form and such other papers (such as documentation relating to money laundering prevention checks) as may be required by the Directors or their delegate.</p> <p>Subsequent applications to purchase Shares following the initial subscription may be made to the Administrator by telefax or such other means as may be permitted by the Directors without a requirement to submit original documentation and such applications should contain such information as may be specified from time to time by the Directors or their delegate.</p> <p>Requests for the redemption of Shares should be made to the Administrator whose details are set out in the Application Form on behalf of the Company by way of a signed application form or facsimile or written communication or telephone or such other means as may be permitted by the Directors and should include such information as may be specified from time to time by the Directors or their delegate.</p> <p>The address for the Administrator is included below in the section "Important Addresses".</p>

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<b>Additional Important Information:</b>	Directors	Timothy W.N. Guinness (*Alternate Director to Edward Guinness), Edward Guinness, Anthony Joyce, Paul Nunan, Andrew Martin Smith, James Leslie, Johnny McClintock and David McGeough
	Manager	Capita Financial Managers (Ireland) Limited
	Investment Manager/Promoter	Guinness Asset Management Limited
	Global Distributor	Guinness Asset Management Limited
	Administrator/Company Secretary	Capita Financial Administrators (Ireland) Limited
	Custodian	JPMorgan Bank (Ireland) plc
	Auditors	Deloitte & Touche
	Copies of the Memorandum and Articles of Association, the latest annual and half yearly reports and the Prospectus of the Company may be obtained (free of charge) from the offices of the Administrator during normal business hours:	
<i>Important Addresses</i>	Administrator – Capita Financial Administrators (Ireland) Limited 1 Adelaide Court Adelaide Road Dublin 2 Ireland	



# GUINNESS ASSET MANAGEMENT FUNDS PLC

## **GUINNESS ASSET MANAGEMENT FUNDS PLC (THE "COMPANY") UNITED KINGDOM COUNTRY SUPPLEMENT**

This Country Supplement, dated 1 September 2008, forms part of, and should be read in the context of, and in conjunction with, the prospectus for the Company dated 19 December 2007, as amended by Supplement Nos. 1 dated 1 September 2008 and 2 dated 1 September 2008 (hereinafter together referred to as the "Prospectus"). This document replaces the UK Country Supplement dated 12 March 2008.

The Directors of the Company, whose names appear in the Prospectus under the heading "Directory", 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.

All capitalised terms herein contained shall have the same meaning in this document as in the Prospectus, unless otherwise indicated.

The Directors wish to inform Shareholders and prospective investors in the Company or any of its Funds of the following:

### **ADDITIONAL INFORMATION FOR INVESTORS IN THE UNITED KINGDOM**

The Company is an open-ended umbrella type investment company, with segregated liability between each of its Funds, incorporated and authorised in Ireland as an undertaking for collective investment in transferable securities pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2003 (S.I. No. 211 of 2003), as amended (the "Regulations"). The Company, and its existing Funds, as detailed below, have been recognised by the FSA pursuant to section 264 of the FSMA.

The FSA has not approved and takes no responsibility for the contents of the Prospectus or for the financial soundness of the Company or any of its Funds or for the correctness of any statements made or expressed in the Prospectus.

The existing Funds of the Company are as follows:

Guinness Alternative Energy Fund

Guinness Global Energy Fund

### **Facilities Agent**

In connection with the Company's recognition under section 264 of the FSMA, the Company, by way of a UK Facilities Agent Agreement dated 18 January, 2008, has appointed Guinness Asset Management Limited (the "Facilities Agent") to maintain the facilities required of a recognised scheme pursuant to the rules contained in the Collective Investment Schemes Sourcebook ("COLL") published by the FSA as part of the FSA's Handbook of Rules and Guidance governing recognised schemes.

The facilities will be located at the offices of the Facilities Agent at 14 Queen Anne's Gate, London SW1H 9AA, United Kingdom.

At these facilities, any person may:

1. inspect (free of charge) a copy (in English) of:
  - (a) the Company's Articles of Association, the Regulations, the Material Contracts, and any subsequent amendments thereto;
  - (b) the most recent Prospectus issued by the Company, as the same may be amended and supplemented from time to time;
  - (c) the most recent Simplified Prospectus issued by the Company;
  - (d) the latest annual and half-yearly reports of the Company; and



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- (e) any other documents required from time to time by COLL to be made available.
- 2. obtain a copy of any of the above documents (free of charge in the case of documents (b) and (c));
- 3. obtain information (in English) about the prices of Shares;
- 4. redeem or arrange for the redemption of its Shares and obtain payment in relation to such redemption; any redemption requests received by the UK Facilities Agent shall be sent to Capita Financial Administrators (Ireland) Limited, the administrator of the Company, for processing.
- 5. make a complaint about the operation of the Company, which complaint the Facilities Agent will transmit to the Company; and
- 6. obtain, free of charge, details or copies of any notices which have been given or sent to Shareholders.

## **Fees and Expenses**

The Facilities Agent shall not receive a fee for its services.

## **Taxation**

The attention of United Kingdom investors is drawn to Section 5 of the Prospectus which deals with United Kingdom Taxation.

**Dated: 1 September 2008**

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**GUINNESS ASSET MANAGEMENT FUNDS PLC**

Capita Financial Administrators (Ireland) Limited, 1 Adelaide Court, Adelaide Road, Dublin 2, Ireland

**[www.guinnessfunds.com](http://www.guinnessfunds.com)**