## **Vanguard® Investment Series plc**

SUPPLEMENT May 26, 2010 to

Prospectus dated November 24, 2009 as amended by an Addendum dated February 25, 2010

### **Vanguard® SRI Global Stock Fund**

(a sub-fund of Vanguard Investment Series plc, an umbrella fund with segregated liability between sub-funds)

Manager • Vanguard Group (Ireland) Limited (ultimately a wholly owned subsidiary of The Vanguard Group, Inc.)

### Vanguard SRI Global Stock Fund (the "Fund")

Supplement May 26, 2010

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The Board of Directors (the "Directors") of Vanguard Investment Series plc (the "Company") listed in the Prospectus in the section **The Company** accept responsibility for the information 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 in the Prospectus and this Supplement accords with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

This Supplement forms part of, and should be read in conjunction with, the Prospectus dated 24 November, 2009 as amended by an Addendum dated 25 February 2010 (the "Prospectus") in relation to the Company and contains information relating to Vanguard SRI Global Stock Fund, which is a separate sub-fund of the Company, represented by the Vanguard SRI Global Stock Fund series of Shares (the "Shares"). At the date of this Supplement, the Company has 32 other sub-funds, namely Vanguard 20+Year Euro Treasury Index Fund, Vanguard 30-40 Year Duration Euro Index Fund, Vanguard Emerging Markets Stock Index Fund, Vanguard Euro Government Bond Index Fund, Vanguard European Enhanced Equity Fund, Vanguard European Stock Index Fund, Vanguard Eurozone Inflation-Linked Bond Index Fund, Vanguard Eurozone Stock Index Fund, Vanguard Global Bond Index Fund, Vanguard Global Enhanced Equity Fund, Vanguard Global Small-Cap Index Fund, Vanguard Global Stock Index Fund, Vanguard Japan Enhanced Equity Fund, Vanguard Japan Government Bond Index Fund, Vanguard Japan Stock Index Fund, Vanguard Pacific ex-Japan Stock Index Fund, Vanguard SRI European Stock Fund, Vanguard Switzerland Stock Index Fund, Vanguard U.K. Government Bond Index Fund, Vanguard U.K. Investment Grade Bond Index Fund, Vanguard U.K. Stock Index Fund, Vanguard U.S. Discoveries Fund, Vanguard U.S. Enhanced Equity Fund, Vanguard U.S. Fundamental Value Fund, Vanguard U.S. Futures Fund, Vanguard U.S. Government Bond Index Fund, Vanguard U.S. Investment Grade Credit Index Fund, Vanguard U.S. Mortgage Backed Securities Bond Index Fund, Vanguard U.S. Opportunities Fund, Vanguard U.S. Ultra-Short-Term Bond Fund, and Vanguard U.S. 500 Stock Index Fund.

Save as disclosed in this Supplement, there has been no significant change and no significant new matter has arisen since publication of the Prospectus.

### Why Reading This Supplement Is Important

This Supplement explains the investment objective, policies, strategies, and risks associated with the Fund. To highlight terms and concepts important to fund investors, we have provided Plain Talk™ explanations along the way. Reading the Supplement will help you decide whether the Fund is the right investment for you. We suggest that you keep this Supplement for future reference.

### **Share Class Overview**

The Company offers six classes of Shares in the Fund - Investor and Institutional "Euro" Shares, Investor and Institutional "U.S. Dollar" Shares, and Investor and Institutional "Swiss Franc" Shares.

### An Introduction to Index Funds

### What is indexing?

Indexing is an investment strategy for tracking the performance of a specified market benchmark, or "index." An index is an unmanaged group of securities whose overall performance is used as a standard to measure the investment performance of a particular market. There are many types of indices. Some represent entire markets - such as the U.S. stock market or the U.S. bond market. Other indices cover market segments - such as small-capitalisation stocks or short-term bonds.

An index fund holds all, or a representative sample, of the securities that make up its target index. Index funds attempt to mirror what the target index does, for better or worse. However, an index fund does not always perform exactly like its target index. For example, like all mutual funds, index funds have operating expenses and transaction costs. Market indices do not and therefore will usually have a slight performance advantage over funds that track them.

### Index funds typically have the following characteristics:

- Variety of investments. Most of the Company's index funds generally invest in the stocks or bonds of a wide variety
  of companies and industries.
- Relative performance consistency. Because they seek to track market benchmarks, index funds usually do not perform dramatically better or worse than their benchmarks.
- Low cost. Index funds are inexpensive to run, compared with actively managed funds. They have low or no research costs, and typically keep trading activity and thus transaction costs to a minimum.

### The company's index funds

The Company offers a variety of stock and bond index funds. This Supplement provides information about Vanguard SRI Global Stock Fund and its benchmark index the FTSE All-World Developed Index. On the following pages, you will find a profile that summarises the key features of the Fund. Following the profile, there is important additional information about the Fund.

### **Fund Profile**

### **INVESTMENT OBJECTIVE**

The Fund seeks to provide long-term growth of capital by seeking to achieve the performance of a benchmark index that measures the performance of large and mid-sized common stocks of companies in developed countries as described in Primary Investment Strategies below.

### **PRIMARY INVESTMENT STRATEGIES**

For its benchmark index the Fund will use the FTSE All-World Developed Index, a market-capitalisation-weighted index of large and mid-sized common stocks of companies in developed countries, or any other similar index selected by the Directors from time to time on the basis that such other index is, in the opinion of the Directors, more suitable and more representative of the relevant market provided that any such selection by the Directors of another index at any time shall be subject to the provision of reasonable notice to Shareholders (the "Index").

The Fund employs a "passive management" - or indexing - investment strategy designed to achieve the performance of the Index, by investing in all, or a representative sample, of Index securities that satisfy the application of a screening process for socially responsible investing as described below.

The Fund will not hold stocks of companies in the Index that do not meet specific "socially responsible" criteria. The Investment Manager will hold each, or a representative sample, of those Index securities meeting socially responsible criteria in approximate proportion to its weighting in the Index, optimizing the Fund to match the risk factors and performance of the Index. Socially responsible investing ("SRI") is broadly defined as an investment approach that aims to integrate social, environmental, and ethical considerations into investment selection. The Index provider has developed a customized SRI screening process designed to analyze companies issuing securities in the Index. The Index is comprised of large and mid-cap companies located in 26 developed countries<sup>1</sup>. The Index stocks are free-float weighted and liquidity screened to ensure that only the investable opportunity set is included. The Index provider conducts regular reviews to ensure that a continuous and accurate representation of the Index market is maintained. The SRI screening process is designed to exclude Index constituents that are or have engaged in activities that result in serious violations of the United Nations Global Compact ("UNGC"). The UNGC is a strategic policy initiative for businesses that are committed to aligning their operations and strategies with universally accepted principles in the areas of human rights, labour, the environment and anti-corruption. The SRI screening process also may apply other criteria as necessary in developing the "socially responsible" screens, including avoidance of owning companies that are involved in the production of controversial weapons such as cluster munitions, land mines, biochemical and nuclear weapons. The SRI screening process will periodically apply the customized SRI screening criteria to the Index and may remove a company's stock from the list of Index stocks eligible for investment by the Fund if, after review, it determines that the company has failed the screening process.

Although the Fund will refrain from holding stocks of companies contained in the Index but excluded by the SRI screening process, it will seek to perform consistently with the unscreened Index. To accomplish this objective, the Fund uses index "sampling" techniques to select securities. Using sophisticated computer programs, the Fund selects a representative sample of the securities that meet the SRI screening process that approximates the full Index in terms of key risk factors and other characteristics. These factors include price/earnings ratio, industry weights, country weights, market capitalization, dividend yield, and other financial characteristics of stocks. The Fund will attempt to minimize deviations in currency, country, and sector exposures as compared with that of its Index. However, it is possible that, if a large Index constituent is excluded, there may be a lack of substitutes within the same country and sector, which would result in a potential mismatch of the Fund's weighted holdings relative to the Index.

For additional information on the Fund's investment strategies, please see More on the Fund.

### **OTHER INVESTMENT POLICIES**

The Fund's investment policy is to remain substantially fully invested in common stocks. At least two- thirds of the net assets of the Fund (without taking into account ancillary liquid assets) shall at all times be invested in equities contained in the customised screen of the Index. Up to one-third of the net assets of the Fund (without taking into account ancillary liquid assets) may, in the aggregate, be invested in convertible securities, equity-linked notes, and short-term fixed income securities, as detailed below, for the purposes of liquidity and efficient portfolio management. For more information, please see Efficient Portfolio Management.

The Fund may invest in short-term fixed income securities due to its uncommitted cash balances, generally being overnight cash received by the Fund after a time in which it can be fully invested in the market, or required to maintain liquidity to meet Shareholder redemptions.

Austria, Australia, Belgium, Canada, Denmark, Finland, France, Germany, Greece, Hong Kong, Ireland, Israel, Italy, Luxembourg, Japan, the Netherlands, New Zealand, Norway, Portugal, Singapore, South Korea, Spain, Sweden, Switzerland, the United Kingdom and the United States.

- The Fund may invest in convertible securities listed or traded on Recognised Markets in Organisation for Economic Co-operation and Development ("OECD") Member States² and other countries, provided that the Fund will not invest more than 10% of its net assets in convertible securities listed or traded on Recognised Markets in non-OECD countries. Investments in convertible securities shall not exceed 25% of the net assets of the Fund.
- The Fund may invest in investment-grade short-term fixed income securities listed or traded on Recognised Markets in OECD Member States and other countries.
- The Fund will not invest more than 10% of its net assets in short-term fixed income securities listed or traded on Recognised Markets in non-OECD countries.
- The Fund will not invest more than 10% of its net assets in short-term fixed income securities with a debt rating that is less than Prime-1 ("P-1") from Moody's Investor Service, Inc ("Moody's") or A-1+ from S&P or the equivalent as determined by the Investment Manager. These short-term securities may include obligations of any country included in the Index, commercial paper (rated P-1 by Moody's or A-1+ by S&P), bank certificates of deposit, and banker's acceptances.
- The Fund may invest in warrants or hold warrants where these are issued by reason of or in connection with transferable securities held in the Fund or otherwise hold warrants for efficient portfolio management purposes. The Fund will not invest or hold more than 5% of its net assets in warrants.
- The Fund may invest in equity-linked notes, but it may not invest more than 10% of its net assets in such notes unless they are issued as transferable securities that are listed or traded on Recognised Markets in OECD Member States with a long-term debt rating of Aa3 or better from Moody's or AA- or better from S&P or the equivalent as determined by the Investment Manager.
- The Fund may invest in futures, forward currency exchange and option contracts for the purpose of efficient portfolio management within the limits and conditions specified in the Prospectus.
- The Fund may invest no more than 10% of its net assets in collective investment undertakings that are exchange-traded funds ("ETFs"). The ETFs will be located in a Member State of the European Economic Area (EEA) or in the United States, where such funds will be registered under the Investment Company Act of 1940. The ETFs will predominately represent investments that are similar to the Fund's other investments. The ETFs will operate on the principle of risk spreading and will not be leveraged.

The Fund may also enter into repurchase, reverse repurchase agreements and security lending arrangements for the purposes of efficient portfolio management in accordance with the limits and conditions specified under **Portfolio Investment Techniques** in the Prospectus.

### **TEMPORARY INVESTMENT MEASURES**

The Fund may temporarily depart from its normal investment policies in response to the Investment Manager's perception of extraordinary market, political or similar conditions. During these periods and for as long as the Investment Manager deems it necessary, the Fund may increase its holdings of ancillary liquid assets. In doing so, the Fund may succeed in avoiding losses, but may otherwise fail to achieve its investment objective.

### **INVESTMENT RESTRICTIONS**

The Fund's assets are invested in accordance with the investment restrictions imposed under the UCITS Regulations and summarised in the **Investment Objective and Policies** section of the Prospectus.

### **PRIMARY RISKS**

An investment in the Fund could lose money over short or even long periods. You should expect the Fund's Share price and total return to fluctuate within a wide range, like the fluctuations of the overall stock market. The Fund's performance could be hurt by:

- Tracking error risk, which is the risk that, because the Fund will not invest in all of the companies that comprise the Index, but rather will exclude those securities that do not meet the Fund's SRI screening process, the performance of the Fund may be considerably different, and could be significantly lower, than the performance of the Index. The Fund expects to experience a higher degree of tracking error than is normally achieved in index funds since the Fund's SRI screening process will preclude the Fund from investing stocks of certain companies otherwise included in the Index and which companies may, or may not, contribute significantly to the Index's overall performance.
- *Index sampling risk*, which is the chance that the securities selected pursuant to the SRI screening process, in the aggregate, will not provide investment performance matching that of the Index.

<sup>&</sup>lt;sup>2</sup>The current OECD Member States are Australia, Austria, Belgium, Canada, the Czech Republic, Denmark, Finland, France, Germany, Greece, Hungary, Iceland, Ireland, Italy, Japan, Luxembourg, Mexico, the Netherlands, New Zealand, Norway, Poland, Portugal, the Slovak Republic, South Korea, Spain, Sweden, Switzerland, Turkey, the United Kingdom and the United States.

- Stock market risk, which is the chance that stock prices overall, will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices.
- Investment style risk, which is the chance that returns from the types of stocks in which the Fund invests will trail returns from the overall stock market. Specific types of stocks tend to go through cycles of doing better or worse than the stock market in general. These periods have, in the past, lasted for as long as several years.
- Currency risk, which is the chance that changes in currency exchange rates will unfavourably affect the value of the investments held by the Fund relative to investors' home currencies.
- Country risk, which is the chance that domestic events such as political upheaval, financial troubles, or natural disasters will weaken a country's securities markets.

### **FEES AND EXPENSES**

The following table describes the fees and expenses you may pay if you buy and hold Shares of the Fund. The expenses shown under *Annual Fund Operating Expenses* may vary over time, but will not exceed, on an annual basis, 1.00% of the average net assets of the Institutional Shares and 1.50% of the average net assets of the Investor Shares. The Manager will absorb (directly or by way of refund to the Fund) any difference that may arise between the actual cost of the operations of the Fund and this fixed fee.

As is the case with all funds, transaction costs incurred by the Fund for buying and selling securities are not reflected in the table, although such costs are reflected in the investment performance figures included in this Supplement.

SHAREHOLDER FEES (fees paid directly from your investment)	Investor Shares	Institutional Shares
Sales Charge (Load) Imposed on Purchases:	None	None
Purchase Fee:	None	None
Exchange Fee:	None	None
Redemption Fee:	None	None
ANNUAL FUND OPERATING EXPENSES <sup>1</sup> (expenses deducted from the Fund's assets)		
Investment Management Expenses:	0.29%	0.29%
Administrative and Other Expenses:	<u>0.31%</u>	0.21%
Total Annual Fund Operating Expenses:	<u>0.60%</u>	<u>0.50%</u>

<sup>&</sup>lt;sup>1</sup> All percentages are expressed as a percentage of the average Net Asset Value of the Fund. All annual fund-operating expenses are paid by the Fund

In calculating the subscription/redemption price for any class of Shares, the Company may, on any Business Day when there are net subscriptions/redemptions adjust the subscription/redemption price by adding an anti-dilution levy to cover dealing costs and to preserve the value of the underlying assets of the Fund. The anti-dilution levy is designed to compensate the Fund and will be applied only in the exceptional event that dealing costs result in a material cost to the Fund and its existing shareholders. The anti-dilution levy will be paid into the Fund and become part of the property of the Fund; it is designed to protect both the value of the Fund's underlying assets, and the current Shareholders' interest in the Fund.

The Manager is entitled to receive such fees and expenses from the Company relating to the Fund, which fees will be subject to the *Annual Fund Operating Expenses* cap described above. The Manager will pay the fees of the Investment Manager, the Administrator, the Distributors and the Custodian out of its fees. The Investment Manager will pay out of its fees, the fees of any Sub-Investment Manager it appoints.

The Fund may bear its proportion of the Company's organisational expenses (including those relating to the preparation and printing of this Supplement, the listing of the Shares on the Official List and trading on the Main Securities Market of the Irish Stock Exchange and professional advisor fees), which will initially be borne by the Manager. However, the Company may reimburse the Manager for these organisational expenses over such period as may be determined by the Directors in consultation with the Manager. It is estimated that such organisational expenses will amount to \$18,200.

A more detailed description of how the fees and expenses have been calculated is set out in the **Fees and Expenses** section of the Prospectus.

### PLAIN TALK TM ABOUT

### Fund Expenses

All funds have operating expenses. These expenses, which are deducted from a fund's gross income, are expressed as a percentage of the net assets of the fund. Management expenses, which are one part of operating expenses, include investment advisory fees as well as other costs of managing a fund - such as account maintenance, reporting, accounting, legal and other administrative expenses.

### PLAIN TALK TM ABOUT

### **Costs of Investing**

Costs are an important consideration in choosing a fund. That is because you, as a Shareholder, pay the costs of operating a fund, plus any transaction costs incurred when the fund buys and sells securities. These costs can erode a substantial portion of the gross income or the capital appreciation a fund achieves. Even seemingly small differences in expenses can, over time, have a dramatic effect on a fund's performance.

### **Additional Information**

### **Dividends and Capital Gains**

The Directors do not intend to declare a dividend in respect of Shares in the Fund. Accordingly, income and capital gains are reflected in the Fund's Net Asset Value per Share.

#### **Investment Manager**

The Vanguard Group, Inc. Valley Forge, Pennsylvania, U.S.A., since inception

### **Supervisory Authority**

Irish Financial Services Regulatory Authority (the "Financial Regulator").

### **Inception Date**

(See also "Purchase Price" Under **Buying Shares**)
Investor "Euro" Shares\*
Institutional "Euro" Shares\*
Investor "U.S. Dollar" Shares\*
Institutional "U.S. Dollar" Shares\*
Investor "Swiss Franc" Shares\*
Institutional "Swiss Franc" Shares\*

#### \*These shares have not yet launched

### **Minimum Initial Subscription**

Investor Shares - \$100,000, €100,000 or CHF100,000
Institutional Shares - \$500,000, €500,000 or CHF500,000

#### Conversions

Investor Shares - If your holdings reach or surpass \$500,000, €500,000 or CHF500,000, you will have the option of converting them to Institutional Shares.

Institutional Shares - If your holdings fall below \$500,000, €500,000 or CHF500,000, the Company may mandatorily convert your Shares to Investor Shares.

### **ISIN Number**

Investor "Euro" Shares - IE00B54FFW20 Institutional "Euro" Shares - IE00B5456744 Investor "U.S. Dollar" Shares - IE00B503SH68 Institutional "U.S. Dollar" Shares - IE00B505V954 Investor "Swiss Franc" Shares - IE00B54GJP65 Institutional "Swiss Franc" Shares - IE00B547GN62

### More on the Fund

This Supplement describes the primary risks you would face as a Fund Shareholder. A more detailed description of investment risks is set out in the Investment Risks section of the Prospectus. It is important to keep in mind one of the main axioms of investing: The higher the risk of losing money, the higher the potential reward. The reverse, also, is generally true: The lower the risk, the lower the potential reward. As you consider an investment in any fund, you should take into account your personal tolerance for fluctuations in the securities markets. Look for this symbol throughout the Supplement. It is used to mark detailed information about the more significant risks that you would confront as a Fund Shareholder.

The following sections explain the primary investment strategies and policies that the Fund uses in pursuit of its objective. The Fund's objective and investment policies will be adhered to and, in the absence of exceptional circumstances, will not be altered for at least three years following the admission of the Shares to the Official List and trading on the Main Securities Market of the Irish Stock Exchange. There cannot, in any event, be any change in investment objective or any material change in investment policies without the approval of a majority of Shareholder votes cast at a general meeting. Shareholders will be given reasonable notice prior to any change in the Fund's investment objective or policies.

### MARKET EXPOSURE



The Fund is subject to stock market risk, which is the chance that stock prices overall, will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices.

To illustrate the variability and volatility of international markets, the following table shows returns for different international markets from 2000 through 2009, as measured by their respective indices.

Returns for Various Stock Markets <sup>1</sup>					
	European Market	Pacific Market	Emerging Markets	U.S. Market	
2000	-8.39	-25.78	-27.94	-9.10	
2001	-19.90	-25.40	-2.80	-11.89	
2002	-18.38	-9.29	-7.04	-22.10	
2003	38.54	38.48	58.81	28.68	
2004	20.88	18.98	26.68	10.88	
2005	9.42	22.64	32.85	4.91	
2006	33.72	12.20	32.17	15.79	
2007	13.86	5.30	39.39	5.49	
2008	-46.42	-36.42	-53.33	-37.00	
2009	24.18	78.51	26.46	35.83	

<sup>1</sup>European market returns are measured by the MSCI Europe Index; Pacific market returns are measured by the MSCI Pacific Index; emerging markets returns are measured by the MSCI Emerging Markets Index (formerly known as the Select Emerging Markets Index through 16 October 2006); and U.S. market returns are measured by the Standard & Poor's 500 Index. All returns are expressed in U.S. dollars.

These average returns reflect *past* performance on common stocks; you should not regard them as an indication of *future* performance from either the stock market as a whole or the Fund in particular.

## PLAIN TALK ABOUT Regional Versus Broad International Investing

Regional funds are international funds that invest in a particular geographical region, such as Europe or the Pacific Basin. Because they concentrate their holdings in a single region, these funds typically have higher share-price volatility than broadly diversified international stock funds (which, by investing in many different foreign markets, may offset losses from one country with gains from another at any given time).

Tracking error risk, which is the risk that, because the Fund will not invest in all of the companies that comprise the Index, but rather will exclude those securities that do not meet the Fund's SRI screening process, the performance of the Fund may be considerably different, and could be significantly lower, than the performance of the Index. The Fund expects to experience a higher degree of tracking error than is normally achieved in index funds since the Fund's SRI screening process will preclude the Fund from investing in stocks of certain companies otherwise included in the Index and which companies may, or may not, contribute significantly to the Index's overall performance.

- Index sampling risk, which is the chance that the securities selected for the Fund pursuant to the SRI screening process, in the aggregate, will not provide investment performance matching that of the Index.
- Investment Style risk, which is the chance that returns from the types of stocks in which the Fund invests will trail returns from the overall stock market. Specific types of stocks tend to go through cycles of doing better-or worse-than the stock market in general. These periods have, in the past, lasted for as long as several years.
- Country risk, which is the chance that domestic events-such as political upheaval, financial troubles, or natural disasters-will weaken a country's securities markets.
- Currency risk, which is the chance that changes in currency exchange rates will unfavourably affect the value of the investments held by the Fund relative to investors' home currencies.

For example, for Shares denominated in U.S. dollars, a rise in the euro against the dollar will supplement the Fund's returns when they are translated into dollars. Conversely, a fall in the euro against the dollar will diminish the Fund's returns when they are translated into dollars. For subscriptions, redemptions, exchanges and distributions for Shares denominated in a currency other than the base currency, the currency conversion will be effected at the then current exchange rate.

### **OTHER INVESTMENT POLICIES AND RISKS**

The Fund reserves the right to substitute a different index if the Index is discontinued or changed in any material way, or if the Fund's agreement with the Index sponsor is terminated, or for any other reason determined in good faith by the Board of Directors, and with prior notification to, or, where required, with the prior approval of Shareholders. In any such instance, the substitute index would measure the same market segment as the Index.

### **EFFICIENT PORTFOLIO MANAGEMENT**



The Fund may invest, to a limited extent, in financial derivative instruments ("FDI") for the purpose of efficient portfolio management with the specific aim of the reduction of risk and cost and generating additional capital and/or income for the Fund with an appropriate level of risk, taking into account the risk profile of the Fund as described herein and in the Prospectus. Such techniques must be used under the conditions and within the limits stipulated by the Financial Regulator under the UCITS Regulations, as described in the Portfolio Investment Techniques section of the Prospectus. FDI may involve risks different from, and possibly greater than, those of traditional investments.

To track the Index as closely as possible, the Fund attempts to remain fully invested in stocks that meet the SRI screening process within the Index. To help stay fully invested and to reduce transaction costs, the Fund may invest, to a limited extent, in FDI. Generally speaking, an FDI is a financial contract whose value is based on the value of a financial asset (such as a stock, bond or currency), a physical asset (such as gold) or a market index (such as the S&P 500 Index). The Fund will not use FDI for speculation or for the purpose of leveraging (magnifying) investment returns.

If at any time a security in the Index constitutes more than the applicable Fund limit for direct investment in a single issuer, the Fund may take indirect exposure to that security in order to track the Index more accurately without breaching any of the investment restrictions to which the Fund is subject.

The Fund may enter into forward currency exchange contracts, which are types of FDI contracts. A forward currency exchange contract is an agreement to buy or sell a country's currency at a specific price on a specific date, usually 30, 60 or 90 days in the future. In other words, the contract guarantees an exchange rate on a given date. Managers of funds that invest in non-U.S. securities use these contracts to guard against sudden, unfavorable changes in exchange rates between the U.S. dollar and other currencies. These contracts, however, will not prevent the Fund's securities from falling in value during international market downswings.

The reasons for which the Fund may invest in futures, options, warrants, equity-linked notes and swap agreements include:

- To keep sufficient cash on hand to meet Shareholder redemptions or other needs and comply with the Financial Regulator's requirements while simulating full investment in stocks.
- To reduce transaction costs or add value when these instruments are favourably priced.
- To facilitate trading.
- To seek higher investment returns when a futures contract, option or swap agreement is priced more attractively than the underlying security or Index.

The Company employs a risk management process which enables it to accurately measure, monitor and manage the various risks associated with the use of FDI. The Company will only use FDI which are specified in the risk management process cleared by the Financial Regulator.

For more information see Financial Derivative Instruments Risk in the **Investment Risks** section of the Prospectus.

### PLAIN TALK ABOUT

### **Financial Derivative Instruments**

FDI can take many different forms. Some forms of FDI, such as exchange-traded futures and options on securities, commodities or indices, have been trading on regulated exchanges for decades. These types of FDI are standardised contracts that can easily be bought and sold, and whose market values are determined and published daily. Non-standardised FDI (such as swap agreements), on the other hand, tend to be more specialised or complex, and may be harder to value.

### FREQUENT TRADING OR MARKET-TIMING

Background

The Fund is intended to be a long-term investment vehicle and is not designed to provide investors with a means of speculating on short-term market or currency movements. Some investors try to profit from a strategy called market-timing - switching money into funds when they expect prices to rise and taking money out when they expect prices to fall. As money is shifted in and out, the Fund incurs expenses for buying and selling securities. To the extent that these expenses are not offset by the Fund's purchase fee and/or redemption fee, these costs are borne by *all* the Shareholders in the Fund, including the long-term investors who do not generate the costs. Frequent trading may also interfere with an investment manager's ability to efficiently manage the Fund.

Policies to Address Frequent Trading

- The Directors reserve the right to reject any subscription order including exchanges from other Company funds without notice and regardless of size. For example, a subscription order could be rejected if the Company determines that such purchase may disrupt a fund's operation or performance or because of a history of frequent trading by the investor.
- The Directors may limit the number of times an investor can exchange into or out of the Fund.
- The Directors may stop offering Shares at any time.

See the **Conversions and Exchanges** and the **Costs and Market-Timing** sections of the Prospectus for further details on the Company's transaction policies.

### Do not invest in the Fund if you are a market-timer.

### **TURNOVER RATE**

Although the Fund normally seeks to invest for the long term, it may sell securities regardless of how long they have been held. Generally, an index fund sells securities only to respond to redemption requests or to adjust the number of shares held to reflect a change in the fund's target index.

### PLAIN TALK ABOUT

### **Turnover Rate**

Before investing in a fund, you should review its turnover rate. This gives an indication of how transaction costs, which are not included in the fund's expense ratio, could affect the fund's future returns. In general, the greater the volume of buying and selling by the fund, the greater the impact that transaction costs will have on its return.

### The Company

Vanguard Investment Series plc has been established as an umbrella fund with segregated liability between its subfunds and it may, with the prior approval of the Financial Regulator, issue different series of Shares representing separate portfolios of assets. The Company also may offer different classes of Shares for each series, subject to prior notification to and clearance from the Financial Regulator.

## **Investment Manager**

The Investment Manager of the Fund is The Vanguard Group, Inc. ("Vanguard"), based in Valley Forge, Pennsylvania. Vanguard is made up of 37 U.S. investment companies with more than 150 funds holding approximately \$1.3 trillion in assets. Vanguard's Quantitative Equity Group is responsible for the investment of the Fund's assets and provides investment advisory services to a number of Vanguard-sponsored investment funds. As of 31 December 2009, the Investment Manager served as advisor for approximately \$1 trillion in assets.

**George U. Sauter** is Chief Investment Officer and Managing Director of Vanguard. As Chief Investment Officer, he is responsible for the oversight of Vanguard's Quantitative Equity and Fixed Income Groups. The investments managed by these two groups include active quantitative equity funds, equity index funds, active bond funds, index bond funds, stable value portfolios and money market funds.

Since joining Vanguard in 1987, Mr. Sauter has been a key contributor to the development of the company's stock indexing and active quantitative equity investment strategies. He received his A.B. in Economics from Dartmouth College, and an M.B.A. in Finance from the University of Chicago.

### PLAIN TALK ABOUT

### The Fund's Investment Managers

The co-managers primarily responsible for the day-to-day management of the Fund are:

**Gerard C. O'Reilly,** Principal of Vanguard. He has worked in investment management with Vanguard since 1992 and has managed the Fund since its inception. Education: B.S., Villanova University.

**Andrew Maack**, Portfolio Manager for Vanguard. He has worked in investment management with Vanguard since 2002 and has managed the Fund since its inception. Education: B.S., Indiana University of Pennsylvania.

### **Distribution Policy**

The Directors do not intend to declare a dividend. Accordingly, the Fund's income and capital gains are reflected in its Net Asset Value per Share.

### **Net Asset Value**

The base currency of the Fund is the U.S. dollar. The Net Asset Value per Share is calculated to four decimal places and published in the manner described in the **Determination of Net Asset Value** section of the Prospectus and quoted in the currency of each Share class.

The Investment Manager does not intend to hedge the foreign currency exposure of the Investor and Institutional "Euro" Shares, the Investor and Institutional "U.S. Dollar" Shares or the Investor and Institutional "Swiss Franc" Shares.

### **Investing With the Company**

This section of the Supplement explains the basics of doing business with the Company. Contact information can be found at the end of this section.

Buying Shares
Redeeming Shares
Exchanging and Converting Shares
Other Rules
Fund and Account Updates
Contacting the Company

The Company offers six classes of Shares in the Fund - Investor "Euro" Shares, Institutional "Euro" Shares, Investor "U.S. Dollar" Shares, Institutional "U.S. Dollar" Shares, Investor "Swiss Franc" Shares, Institutional "Swiss Franc" Shares. The Shares differ in terms of their currency denomination, minimum subscription requirements, and expense ratios.

The Net Asset Value per Share will be calculated separately for each class of Shares to reflect the different currency denominations and expense ratios to which the classes are subject.

## **Buying Shares**

How to Buy Shares

To open an account: Mail, fax or, where applicable, send by approved electronic transmission the subscription agreement to the Administrator (with the original subscription agreement and all documentation required for anti-money laundering procedures mailed immediately thereafter). The Company will mail a confirmation of ownership by the close of the third Business Day after the relevant Dealing Day, provided that for the purposes of this Fund each Business Day shall be a Dealing Day. To add to an existing account: Mail, fax or, where applicable, send by approved electronic transmission to the Administrator a signed letter or other authorisation acceptable to the Administrator, specifying the Shareholder's full name, address, account number and subscription amount. If the Shareholder has elected in the subscription agreement to place subsequent deals by telephone or, where applicable, by approved electronic transmission, the Shareholder must contact the Administrator prior to the daily Dealing Deadline.

Cash subscriptions for Investor "Euro" Shares, and Institutional "Euro" Shares must be in euros (EUR). Subscriptions for Investor "U.S. Dollar" Shares, and Institutional "U.S. Dollar" Shares must be in U.S. dollars (USD). Subscriptions for Investor "Swiss Franc" Shares, and Institutional "Swiss Franc" Shares must be in Swiss Francs (CHF).

The Company reserves the right not to accept any subscriptions until the Administrator receives the original subscription agreement and all of the necessary anti-money-laundering checks are completed.

The Company reserves the right to reject any purchase request, including exchanges from other sub-funds.

## Any application for Shares received or deemed to be received by the Company may be withdrawn only with the consent of the Directors.

For a list of addresses and phone numbers, see **Contacting the Company**.

### **Account Minimums**

**To open and maintain an account:** \$100,000, €100,000 or CHF100,000 (Investor Shares); \$500,000, €500,000 or CHF500,000 (Institutional Shares).

The Directors may waive the minimum subscription levels.

### **Purchase Price**

Investor "Euro" Shares, Institutional "Euro" Shares, Investor "U.S. Dollar" Shares, Institutional "U.S. Dollar" Shares, Investor "Swiss Franc" Shares, and Institutional "Swiss Franc" Shares, which have not launched, are initially offered from 10:00 a.m. 27 May 2010 until the earlier of the receipt of the initial subscriptions or 5:00 pm (Irish time) on 27 November 2010 (or such other date as may be determined by the Directors and notified to the Financial Regulator) at a price of \$100.0000 per Share or the currency equivalent in non-US Dollar denominated Share classes. After the first issue of Shares, Shares will be available at a price per Share equal to the Net Asset Value per Share on the relevant **Dealing Day**.

### Subscription In Kind

The Company may agree to accept subscription in kind of assets of a type in which the Fund may invest, in accordance with the requirements described in the **Buying Shares** section of the Prospectus.

## Cutoff Time for Subscriptions

**To open an account or add to an existing account:** The Administrator must receive a properly completed subscription agreement by 4:00 p.m. (Irish time) or 5:00 p.m. (Central European Time) (the "Dealing Deadline") on the Business Day immediately preceding the relevant Dealing Day. Subscription agreements received after these times will usually be treated as if received on the next Business Day.

The Custodian must receive subscription monies in immediately available funds prior to the relevant Custodian's cut-off time for each currency on the third Business Day ("Value Date") after the relevant Dealing Day. The Custodian's currency cut-off times are confirmed on the Dealing & Wire Instruction Form attached to the Subscription Agreement and are as follows:

USD 4:30 p.m. (United States Eastern Standard Time) on Value Date

EUR 3:15 p.m. (London time) on Value Date CHF 12:00 p.m. (London time) on the Value Date

The Directors have the discretion to require receipt of subscription monies on the Dealing Day as of which Shares are to be issued and the Directors may exercise this discretion, for example, with respect to new investors in the Company. In exercising their discretion the Directors will take into account legal considerations, timing matters and other considerations.

Under the terms of the subscription agreement, Shareholders accept responsibility and liability for any failure by them to provide subscription monies in accordance with the procedures and deadlines set out above. Each Shareholder agrees that any costs for which such Shareholder becomes liable as a result of his or her failure to provide subscription monies in accordance with the procedures and deadlines set out above authorises the Manager to redeem such number of Shares held by such Shareholder in the Company in order to satisfy any such liability to the Company and the proceeds of any such redemption shall be paid into the assets of the Fund. In the event that there is a failure to provide subscription monies, the relevant Shares will be cancelled.

The Directors may, in exceptional circumstances, accept subscription agreements after the Dealing Deadline provided that the subscription agreement is received before calculating the Net Asset Value per Share on the Business Day to which the subscription agreement relates.

See the **Buying Shares** section of the Prospectus for more information.

## **Redeeming Shares**

### How to Redeem Shares

Mail, fax or, where applicable, send by approved electronic transmission to the Administrator a signed letter or other authorisation acceptable to the Administrator,

specifying the Shareholder's full name, address, and account number. If the Shareholder has elected in the subscription agreement to place subsequent deals by telephone or, where applicable, by approved electronic transmission, the Shareholder must contact the Administrator prior to the daily Dealing Deadline.

Redemption orders may not be withdrawn without the Company's consent except when the redemption of Shares has been temporarily suspended.

Redemption requests for Investor "Euro" Shares, and Institutional "Euro" Shares will be paid in euros. Redemption requests for Investor "U.S. Dollar" Shares, and Institutional "U.S. Dollar" Shares will be paid in U.S. dollars. Redemption requests for Investor "Swiss Franc" Shares, and Institutional "Swiss Franc" Shares will be paid in Swiss Francs.

No redemption proceeds will be made to investors until the Administrator has received the original subscription agreement and all of the necessary anti-money-laundering checks have been completed and original wiring instructions have been received.

All redemption proceeds will be paid to an account in the name of the investor. No third-party payments are permitted.

### Cutoff Time for Redemptions

The Administrator must receive a properly completed Redemption Form by 4:00 p.m. (Irish time) or 5:00 p.m. (Central European Time) (the "Dealing Deadline") on the Business Day immediately preceding the relevant Dealing Day. Redemption requests received after these times will usually be treated as if received on the next Business Day.

Redemption proceeds will normally be paid on the third Business Day after the relevant Dealing Day.

### **Redemption Price**

Shares are redeemed at a price equal to the Net Asset Value per Share on the relevant Dealing Day after receipt of the redemption request.

### Redemption - Holding Over and Redemption In Kind

If a Shareholder requests the redemption of Shares equal to 5% or more of the total number in issue in the Fund on any Dealing Day, the Directors may, in their sole discretion, satisfy the request by distributing Fund assets in kind, provided that the asset allocation is subject to the approval of the Custodian, that such distribution does not materially prejudice the interest of other Shareholders, and that the redeeming Shareholder has the right to instruct the Directors to sell such assets on their behalf. The Shareholder shall receive the proceeds of any such sale net of all duties and charges incurred.

If outstanding redemption requests from Shareholders on any Dealing Day total in aggregate 10% or more of the total number of Shares of the Fund or class then in issue, the Directors may, in their sole discretion, refuse to redeem such number of the Shares of the Fund or class in excess of such 10% as they may determine.

See the **Redeeming Shares** section of the Prospectus for more information.

### Mandatory Redemptions

A Shareholder's investment may be compulsorily redeemed in the following circumstances:

- If a redemption order would result in the Net Asset Value of the Shares held by a Shareholder falling below \$50,000, €50,000, CHF50,000, or the equivalent in another currency, the Company may treat the redemption order as an order to redeem the entire Shareholding. If the Fund has a redemption fee, that redemption fee will apply to all such redemptions, unless the Manager determines otherwise.
- If the Net Asset Value of the Fund falls below \$15 million or its equivalent in another currency.

See the **Redeeming Shares** section of the Prospectus for more information.

## **Exchanging and Converting Shares**

## Exchanges Between Funds

Shareholders may exchange their Shares into the same class of Shares of any other Vanguard fund.

A purchase fee may be payable on an exchange of Shares between the Fund and another fund if there is a fee for subscription for the new fund. If applicable, a redemption fee also may be payable. Exchanges of Shares between funds whose base currencies are not the same will be facilitated by the Administrator. The investor will bear the risks and costs of the currency exchange transaction. The costs will be deducted from the subscription amount. Any request for an exchange of Shares received or deemed to be received by the Company may be withdrawn only with the consent of the Directors.

### Conversions Between Share Classes

If the value of a Shareholder's Institutional Shares falls below €500,000 (for the "Euro" Shares) or \$500,000 (for the "U.S. Dollar" Shares) or CHF500,000 (for the "Swiss Franc" Shares), the Company may mandatorily convert the Shareholder's holdings to Investor Shares. If the value of a Shareholder's Investor Shares reaches or surpasses€500,000 (for the "Euro" Shares) or \$500,000 (for the "U.S. Dollar" Shares) or CHF500,000 (for the Swiss Franc Shares), the Shareholder may convert the holdings to Institutional Shares.

See the **Conversions and Exchanges** section of the Prospectus for more information.

### **Other Rules**

### Written Instructions

The Directors, and the Administrator as their delegate, reserve the right to require satisfactory proof of authority in relation to any application for Shares, and may 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.

### Responsibility for Fraud

Under the terms of the subscription agreement, a Shareholder authorises the Company to act on any fax or other written instructions from any person (or persons in the case of joint holdings) representing himself or herself to be an authorised person and reasonably believed to be genuine.

The Company and the Administrator will not be liable for any losses, costs, or expenses arising out of, or in connection with, any unauthorised or fraudulent instructions.

# Closing of the Fund to further subscriptions or exchanges

At the discretion of the Directors, the Fund may be closed to subscriptions or exchanges into the Fund (but not to redemptions or exchanges out of the Fund). The Fund may be closed in such circumstances without prior notice to Shareholders, but notification of such closing will be provided in the next report. Similarly, at the discretion of the Directors, the Fund may be re-opened for such subscriptions or exchanges without prior notice to Shareholders, but notification thereof will be provided in the next report.

### **Unusual Circumstances**

An application for Shares or a redemption order received during a period when the Share dealings have been temporarily suspended will be treated as received on the first Business Day after dealings have recommenced, unless the application is withdrawn.

See the **Temporary Suspension of Dealings** section of the Prospectus for more information.

### Investing With the Company Through Other Firms

Financial entities not related to the Company, such as banks, insurance companies, independent financial advisors and financial intermediaries, may advise investors to invest in the Fund or may execute transactions in the Fund on behalf of their clients. These entities may charge fees (which are payable directly by the investor and not out of subscription monies) for these services in addition to those indicated above.

We advise investors to ask the intervening financial entity about additional fees, special terms, additional service features or other policies.

## **Fund and Account Updates**

Contract Notes Shareholders who purchase, redeem, or exchange Shares will receive a contract note

confirming the trade date and amount of the transaction. No Share certificates will

be issued.

Portfolio Summaries Shareholders will receive a monthly portfolio summary showing account balances as

well as all purchases, sales and exchanges for the statement period.

Annual and Semiannual Reports Comprehensive financial reports about the Fund will be published every April and August

and mailed to Shareholders.

## **Contacting the Company**

For Service Information and Literature Requests

Visit http://global.vanguard.com, 24 hours a day, 7 days a week, or call the number

below during business hours.

Postal Address Vanguard Investment Series plc - Vanguard SRI Global Stock Fund

<sup>C</sup>/<sub>o</sub> J.P. Morgan Administration Services (Ireland) Limited

JP Morgan House

International Financial Services Centre

Dublin 1 Ireland

Telephone and Fax Numbers **Telephone:** 353-1-612-3226

Fax: 353-1-612-3067

### **General**

None of the Directors has any unspent convictions, has been declared bankrupt, or has been the subject of an individual voluntary arrangement or a receivership of any assets held by such person. None of the Directors was a director with an executive function of any company at the time of, or within the 12 months preceding, its bankruptcy, receivership administration, creditors' voluntary liquidation, company voluntary arrangement, or composition or arrangement with its creditors generally. There have been no public criticisms of any of the Directors by any statutory or regulatory authority and no Director has ever been disqualified by a court from acting as a director of a company or from acting in the management or conduct of the affairs of any company. No Director was a partner of any partnership at the time of or within the 12 months preceding its compulsory liquidation, administration, or partnership voluntary arrangement. No Director has had a receiver appointed over any of his assets or over any of the assets of a partnership of which he was a partner within the 12 months after he ceased to be a partner of that partnership.

A memorandum detailing the names of all companies and partnerships of which the Directors have been directors or partners in the past five years, together with an indication of whether or not they are still directors or partners, is available for inspection at the Offices of Goodbody Stockbrokers, Ballsbridge Park, Ballsbridge, Dublin 4, Ireland.

### **Glossary of Investment Terms**

### **Active Management**

An investment approach that seeks to exceed the average returns of the financial markets. Active managers rely on research, market forecasts and their own judgment and experience in selecting securities to buy and sell.

### **Bond**

A debt security (IOU) issued by a corporation, government, or government agency in exchange for the money you lend it. In most instances, the issuer agrees to pay back the loan by a specific date and make regular interest payments until that date.

### **Capital Gains Distribution**

Payment to fund shareholders of gains realised on securities that a fund has sold at a profit, minus any realised losses.

### **Cash Investments**

Cash deposits, short-term bank deposits, and money market instruments that include U.S. Treasury bills and notes, bank certificates of deposit (CDs), repurchase agreements, commercial paper and banker's acceptances.

### **Common Stock**

A security representing ownership rights in a corporation. A stockholder is entitled to share in the company's profits, some of which may be paid out as dividends.

### **Currency Risk**

The chance that the value of an investment will decrease because of unfavourable changes in currency exchange rates.

### **Expense Ratio**

The percentage of a fund's average net assets used to pay its expenses during a fiscal year. The expense ratio includes management expenses-such as advisory fees, reporting, accounting, legal and other administrative expenses. It does not include the transaction costs of buying and selling portfolio securities.

### Fund

An investment company that pools the money of many people and invests it in a variety of securities in an effort to achieve a specific objective over time.

### Index

An unmanaged group of securities whose overall performance is used as a standard to measure the investment performance of a particular market.

### **Investment-Grade Bond**

A bond whose credit quality is considered by independent bondrating agencies to be sufficient to ensure timely payment of principal and interest under current economic circumstances. Bonds rated in one of the four highest categories are considered "investment-grade."

### **Investment Manager**

An organisation that makes the day-to-day decisions regarding a fund's investments.

### **Median Market Cap**

An indicator of the size of companies in which a fund invests; the midpoint of market capitalisation (market price x shares outstanding) of a fund's stocks, weighted by the proportion of the fund's assets invested in each stock. Stocks representing half of the fund's assets have market capitalisations above the median, and the rest are below it

### **Net Asset Value (NAV)**

The market value of a fund's total assets, minus liabilities, divided by the number of shares outstanding. The value of a single share is also called its share value or share price.

### **Passive Management**

A low-cost investment strategy in which a fund attempts to trackrather than outperform-a specified market benchmark or "index"; also known as indexing.

### **Principal**

The face value of a debt instrument or the amount of money put into an investment.

### **Total Return**

A percentage change, over a specified time period, in a fund's net asset value, assuming the reinvestment of all distributions of dividends and capital gains.

### **UCITS**

An Undertaking for Collective Investment in Transferable Securities within the meaning of the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2003, as amended.

### Volatility

The fluctuations in value of a fund or other security. The greater a fund's volatility, the wider the fluctuations in its returns.

### **Yield**

Income (interest or dividends) earned by an investment, expressed as a percentage of the investment's price.



% J.P. Morgan Administration Services (Ireland) Limited JPMorgan House International Financial Services Centre Dublin 1 Ireland

Investor Information and Services (Ireland)

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