

SUPPLEMENT 11

Fiera Capital US Equity Fund to the Prospectus of Magna Umbrella Fund plc

This Supplement contains information relating to Fiera Capital US Equity Fund (the “**Fund**”), a fund of the Magna Umbrella Fund plc (the “**Company**”), an open-ended umbrella type investment company authorised as a UCITS pursuant to the UCITS Regulations with segregated liability between Funds. As at the date hereof there are ten other sub-funds of the Company namely, Magna Eastern European Fund, Magna Emerging Markets Fund, Magna Latin American Fund, Magna Africa Fund, Magna MENA Fund, Magna Undervalued Assets Fund, Magna Biopharma Income Fund, Magna Emerging Markets Dividend Fund, Magna New Frontiers Fund and Fiera Capital Global Equity Fund.

This Supplement dated 9 March, 2018 forms part of and should be read in the context of and in conjunction with the Prospectus for the Company dated 13 July, 2017 (the “Prospectus”) and the Supplement for the Fiera Capital Global Equity Fund dated 19 December, 2017. The Shares in the Fund (as defined below) are not and will not be offered or sold in the U.S., or to or for the account of U.S. persons as defined by U.S. securities laws. Each Shareholder will be deemed to represent that such Shareholder is not a U.S. person, is not receiving the Shares in the U.S., and is not acquiring the Shares for the account of a U.S. person.

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

Shareholders should note that the investment management fee in respect of the Fund shall be charged to the capital of the Fund pursuant to Article 2 of the Articles. This will have the effect of lowering the capital value of your investment. Thus, on redemptions of Shares, Shareholders may not receive the full amount that they invested. The policy of charging fees and expenses to capital seeks to maximise returns.

Definitions

The expressions below shall have the following meanings:

“Business Day”	Any day (except Saturday or Sunday) on which banks in New York, London and Dublin are generally open for business or such other day or days as may be determined by the Directors and notified in advance to the Shareholders.
“Dealing Day”	Each Business Day or such other day or days as may be determined by the Directors and notified to Shareholders in advance provided that there shall be at least two Dealing Days in each month (occurring at regular intervals) in accordance with the requirements of the Central

Bank.

“B Class Shares”

The “B” Ordinary Class of Shares denominated in USD of no par value in the capital of the Fund which may be subscribed for in EUR, AUD, CAD, CHF, GBP or USD (or such other currency as agreed in advance with the Administrator) by investors will rank *pari passu* in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“C Class Shares”

The “C” Ordinary Class of Shares denominated in USD of no par value in the capital of the Fund which may be subscribed for in EUR, AUD, CAD, CHF, GBP or USD (or such other currency as agreed in advance with the Administrator) by investors will rank *pari passu* in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“E Class Shares” (Hedged Class)

The “E” Ordinary Class of Shares denominated in EUR of no par value in the capital of the Fund which may be subscribed for in EUR by investors and will rank *pari passu* in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“F Class Shares” (Hedged Class)

The “F” Ordinary Class of Shares denominated in GBP of no par value in the capital of the Fund which may be subscribed for in GBP by investors and will rank *pari passu* in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“G Class Shares” (Hedged Class)

The “G” Ordinary Class of Shares denominated in CHF of no par value in the capital of the Fund which may be subscribed for in CHF by investors and will rank *pari passu* in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“H Class Shares” (Hedged Class)

The “H” Ordinary Class of Shares denominated in EUR of no par value in the capital of the Fund which may be subscribed for in USD by

investors and will rank *pari passu* in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“I Class Shares”

The “I” Ordinary Class of Shares denominated in USD of no par value in the capital of the Fund which may be subscribed for in USD by investors and will rank *pari passu* in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“J Class Shares” (Hedged Class)

The “J” Ordinary Class of Shares denominated in EUR of no par value in the capital of the Fund which may be subscribed for in EUR by investors and will rank *pari passu* in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“K Class Shares” (Hedged Class)

The “K” Ordinary Class of Shares denominated in GBP of no par value in the capital of the Fund which may be subscribed for in GBP by investors and will rank *pari passu* in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“L Class Shares” (Hedged Class)

The “L” Ordinary Class of Shares denominated in CHF of no par value in the capital of the Fund which may be subscribed for in CHF by investors and will rank *pari passu* in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“R Class Shares”

The “R” Ordinary Class of Shares denominated in USD of no par value in the capital of the Fund which may be subscribed for in EUR, AUD, CAD, GBP or USD (or such other currency as agreed in advance with the Administrator) by investors will rank *pari passu* in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager.

“X Class Shares” (Hedged Class)

The “X” Ordinary Class of Shares denominated in EUR of no par value in the capital of the Fund which may be subscribed for in EUR by investors and will rank *pari passu* in all respects except as to minimum

subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“Y Class Shares” (Hedged Class)

The “Y” Ordinary Class of Shares denominated in GBP of no par value in the capital of the Fund which may be subscribed for in EUR by investors and will rank pari passu in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“Z Class Shares” (Hedged Class)

The “Z” Ordinary Class of Shares denominated in CHF of no par value in the capital of the Fund which may be subscribed for in EUR by investors and will rank pari passu in all respects except as to minimum subscription amount and percentage of annual fee payable to the Investment Manager and in respect of its distribution policy will be certified as a “reporting fund” as more particularly outlined in the section of the Prospectus entitled “Dividends and Distributions”.

“Shares”

All or any of the B Class Shares, C Class Shares, E Class Shares, F Class Shares, G Class Shares, H Class Shares, I Class Shares, J Class Shares, K Class Shares, L Class Shares, R Class Shares, X Class Shares, Y Class Shares and Z Class Shares.

“Sub-Investment Manager”

Fiera Capital Corporation

“Valuation Point”

10 p.m. (Irish time) on each Business Day or such other time on such other day or days as the Directors may determine and notify to Shareholders by way of advance written notice provided always that the dealing deadline for receipt of subscriptions and redemptions is prior to the Valuation Point.

All other defined terms used in this Supplement shall have the same meaning as in the Prospectus.

The Net Asset Value per Share in respect of the Shares will be calculated in USD, the Base Currency of the Fund. The Administrator will effect a currency conversion calculation to also obtain and make available the Net Asset Value per Share, settlement and dealing in each of the Shares in the relevant currency as appropriate at the prevailing exchange rates as selected by the Administrator in its absolute discretion. The cost and risk of converting currency will be borne by the investor.

Accumulation Shares

All of the Shares are accumulating and will not pay any distributions in respect of any Accounting Period or half-yearly accounting period.

Hedged Classes

The E Class Shares, F Class Shares, G Class Shares, H Class Shares, J Class Shares, K Class Shares, L Class Shares, X Class Shares, Y Class Shares and Z Class Shares (the “Hedged Classes”) will be subscribed for in the relevant currency (shown in the table below) and hedged against exchange rate fluctuation risks between USD (the Base Currency of the Fund) and the relevant currency. The Investment Manager will try to mitigate the risk of depreciation by using spot FX transactions and financial derivative instruments such as options and forward currency exchange contracts, in no case exceeding 105% of the Net Asset Value attributable to each of the Hedged Classes provided that each is re-weighted on at least a monthly basis. In no event will over-hedged positions be carried forward. The Investment Manager shall ensure that under-hedged positions attributable to each of the Hedged Classes do not fall short of 95% of the portion of the Net Asset Value attributable to the relevant Class. The Investment Manager shall not combine or offset currency exposures of different Classes and the Investment Manager shall not allocate currency exposures of assets of the Fund to separate Classes. All hedging referred to and applied to the Share Classes listed above shall be carried out by the Investment Manager, not the Sub-Investment Manager.

The hedging restrictions for the Fund are set out in the main body of the Prospectus in the section entitled “Hedged Classes”.

To the extent that a particular Class of Shares is unhedged, performance of such Class may be strongly influenced by movements in FX rates because currency positions held by the Fund may not correspond with the securities positions held.

The Sub-Investment Manager

The Investment Manager has appointed the Sub-Investment Manager as discretionary sub-investment manager in connection with the investment and reinvestment of the assets of the Fund pursuant to the terms of a sub-investment management agreement dated 19 December, 2017 between the Investment Manager and the Sub-Investment Manager (the “**Sub-Investment Management Agreement**”).

The Sub-Investment Manager’s head office is located at 1501 McGill College Avenue, Suite 800, Montreal, Quebec, Canada H3A 3M8. The Sub-Investment Manager is registered in the categories of exempt market dealer and portfolio manager in all Provinces and Territories of Canada. The Sub-Investment Manager is also registered in the category of investment fund manager in the Provinces of Ontario, Québec and Newfoundland and Labrador. In addition, as the Sub-Investment Manager manages derivatives portfolios, it is registered as commodity trading manager pursuant to the *Commodity Futures Act* (Ontario), as an adviser under the *Commodity Futures Act* (Manitoba) and, in Québec, as derivatives portfolio manager pursuant to the *Derivatives Act* (Québec). The Sub-Investment Manager is not, and is not required to be licensed or regulated by the Financial Services Authority in the Isle of Man under the Financial Services Act 2008 or otherwise in relation to the services provided to the Investment Manager. The Sub-Investment Manager is principally engaged in the business of providing discretionary investment management and other services to the Investment Manager in relation to the Fund. The Sub-Investment Manager has been cleared by the Central Bank to act as investment manager to other Irish authorised investment funds such as the Fund.

Pursuant to the terms of the Sub-Investment Management Agreement, the Sub-Investment Manager has been appointed by the Investment Manager to provide discretionary investment management services to the Investment Manager in relation to the assets of the Fund. The Sub-Investment Management Agreement may be terminated by any party on three months written notice or forthwith by notice in

writing in certain circumstances such as the insolvency of either party or un-remedied breach following written notice.

Profile of a typical Investor

The Fund is suitable for investors with an appetite for a well-diversified equity portfolio. In the context of all asset classes, equities generally display moderately high levels of risk and moderately high volatility with significant risk of loss of capital. Investors in the Fund should consider their investment a mid- to long-term investment.

Investment Objective

The investment objective of the Fund is to achieve superior and sustainable returns by investing in a long-only portfolio of U.S. equities. The Fund's performance will pursue its investment objective by investing in high quality companies. For performance monitoring purposes, the Fund would be measured against the Standard & Poors 500 Index.

The Standard & Poor's 500 Index (S&P 500) is an index of 500 stocks seen as a leading indicator of U.S. equities and a reflection of the performance of the large cap universe, made up of companies selected by economists. The S&P 500 is a market value weighted index and one of the common benchmarks for the U.S. stock market.

Investment Policy (the "Investment Policy")

The Investment Manager intends to pursue the investment objective by employing an Investment Policy of investing in a concentrated portfolio of listed equities and holding them generally for an investment horizon of over 5 years. The Investment Manager employs a research-focused fundamental bottom-up approach (as further set out below), with an aim to identify what it believes to be listed equities comprising of high quality companies (as defined below). As a result of sustainable competitive advantage, these listed equities may be able to (i) generate strong return on invested capital ("ROIC"); (ii) provide long-term growth potential at incrementally high ROIC; (iii) generate strong and predictable free cash-flow; (iv) consistently compound shareholder wealth over the long term; and (v) preserve capital.

The Investment Manager expects that a minimum of 80% of the Fund's portfolio will generally consist of long positions in publicly listed U.S. equities. The Investment Manager anticipates that the portfolio of the Fund will, under typical market conditions, contain between 20 and 45 positions. However, as market conditions change, the Investment Manager may adjust these targets as it deems necessary. While the targets above represent current expectations, there is no guarantee that the Investment Manager will actually invest within such parameters.

The Fund will seek to maintain a diversified portfolio through investing in issuers with varied investment theses and among a diversified selection of sectors. When considering investments for the Fund, the Investment Manager will consider the long-term objective of achieving superior and sustainable returns. The investments of the Fund as disclosed herein (other than permitted unlisted investments) will be listed or traded on the Recognised Exchanges referred to in Appendix II to the Prospectus.

Investment Strategy (the "Investment Strategy")

The Investment Strategy of the Fund relies on thorough fundamental research by the Investment Manager to seek to identify what it believes to be high quality companies (as defined below) that deliver superior

growth potential and attractive valuations and have the characteristics set out below. The Fund seeks to invest in dominant issuers that have a strong and sustainable competitive advantage with high barriers to entry. The Investment Manager strives to identify issuers that manage their capital judiciously and focus on return on invested capital and economic value added as key measures of success. The Fund's strategy focuses on stock selection and generally results in a concentrated portfolio, with typically low turnover, of 20 to 45 companies that is, from a risk management standpoint, well diversified with no specific industry or sector focus.

The Investment Manager looks for high quality companies with the following characteristics (each hereinafter known as a **"high quality company"** or **"high quality companies"**):

- Sustainable competitive advantages: including high barriers to entry and market leaders with dominant competition position;
- Attractive industry: including a growing industry with low capital requirements and strong pricing power;
- Management quality: strong management teams with sound corporate governance paired with commitment to shareholder value;
- Demonstrated track record: including consistent and high ROIC and superior operating excellence and capital allocation discipline;
- Solid balance sheet with low debt and high cash flow generation; and
- Attractive valuation with a stock price at or below intrinsic value.

The Fund does not intend to purchase units of open-ended collective investment schemes. In addition, while it is not the intention to invest in such securities, the Fund may hold one of the following permitted securities: subscription rights or warrants to the extent that one of the issuers whose equities are held in the portfolio issues any of the above securities to the holder of any equity security issued by it. These subscription rights or warrants may embed derivatives and/or leverage. The Fund may also hold global depository receipts (GDR), American depository receipts (ADR) and other securities characteristics which are similar to equities.

Asset Allocation

Subject to the Investment Policy and Investment Strategy referred to above, the allocation of the Fund's assets will be determined by the Sub-Investment Manager at its sole discretion and may vary according to market conditions.

Financial Derivative Instruments ("FDI")

The Fund does not intend to invest in financial derivatives instruments and/or utilise techniques and instruments for investment and will not do so until a revised version of the Company's risk management process has been submitted to the Central Bank. However, the Fund may use financial derivative instruments such as options and forward currency exchange contracts to hedge currency exposure in respect of the Hedged Classes as more particularly described in that section entitled Hedged Classes above. In addition there may be circumstances in which the Fund may be issued without election with certain subscription rights, warrants or other similar instruments by one of the issuers comprised in the Fund's portfolio in which case it may be required to update the Company's risk management process.

The global exposure of the Fund arising from the use of FDI shall not exceed the total Net Asset Value of the Fund.

The Fund will use the commitment approach to calculate the global exposure generated through the use of FDI as part of its risk management process.

The global exposure generated through the use of FDI will not exceed 100% of Net Asset Value of the Fund when calculated using the commitment approach.

Liquid Assets

While the Fund will normally be exposed to the investments set out above, the Fund may also retain amounts in liquid assets up to a maximum of 10%. However, the intention is for the Fund to be fully invested. Liquid assets would include, for example short dated government bonds (fixed or floating rate which are rated BB- or higher by Standard & Poor's or its equivalent), time deposits and variable rate notes and will be of investment grade or better. Even in circumstances where the Fund invests substantially in liquid assets, the Fund will not be completely protected from market movements.

Securities Lending/Repurchase/Reverse Repurchase Agreements

The Fund does not intend to use the efficient portfolio management techniques of securities lending/repurchase and reverse repurchase agreements.

Investment and Borrowing Restrictions

The Fund will be subject to certain investment and borrowing restrictions in accordance with the Regulations as defined in Appendix I to the Prospectus. The Fund will not take legal or management control of the issuers of its underlying investments.

The Fund may only borrow an amount which in aggregate does not exceed 10% of its Net Asset Value. Such borrowings may, however, only be made on a temporary basis which will not usually extend beyond a few days. The Fund may acquire foreign currency by means of a "back-to-back" loan agreement. The Company shall ensure that the Fund with foreign currency borrowings which exceed the value of a back-to-back deposit treats that excess as borrowings for the purpose of Regulation 103 of the UCITS Regulations.

Issue of Shares

The Directors are entitled to impose minimum subscription requirements in respect of each Class of Shares. To date the minimum subscription in respect of each Class of Shares is as follows:

Class of Shares	Minimum Subscription Inclusive of the Initial Charge (or equivalent thereof if investing in GBP, USD, CAD or AUD) and Minimum Holding	Minimum Amount for Subsequent Subscriptions
B Class Shares *	USD 10,000,000	USD 100,000
C Class Shares *	USD 5,000	USD 100
E Class Shares +	EUR 10,000,000	EUR 100,000
F Class Shares +	GBP 10,000,000	GBP 100,000

G Class Shares +	CHF 10,000,000	CHF 100,000
H Class Shares +	EUR 20,000,000	EUR 100,000
I Class Shares	USD 20,000,000	USD 100,000
J Class Shares +	EUR 5,000	EUR 100
K Class Shares +	GBP 5,000	GBP 100
L Class Shares +	CHF 5,000	CHF 100
R Class Shares*	USD 5,000	USD 100
X Class Shares +	EUR 10,000,000	EUR 100,000
Y Class Shares +	GBP 10,000,000	GBP 100,000
Z Class Shares +	CHF 10,000,000	CHF 100,000

* Multi Currency Classes: Subscriptions may be made in EUR, GBP, USD, CAD or AUD as appropriate or such other currency as may be agreed in advance by the Administrator.

+ Class Currency Hedged back to the US Dollar

Initial Offer

During the initial offer period for B Class Shares, C Class Shares, E Class Shares, F Class Shares, G Class Shares, H Class, Shares, I Class Shares, J Class Shares, K Class Shares, L Class Shares, R Class Shares, X Class Shares, Y Class Shares and Z Class Shares which shall commence at 9 a.m. Dublin time on 12 March, 2018 and close at 5 p.m. Dublin time on 12 September, 2018 (the “Closing Date”):

B Class Shares, C Class Shares, H Class Shares, I Class Shares and R Class Shares are being offered to investors at an initial price of USD 10 per Share;

E Class Shares, J Class Shares and X Class Shares at EUR 10 per Share;

F Class Shares, K Class Shares and Y Class Shares at GBP 10 per Share; and

G Class Shares, L Class Shares and Z Class Shares at CHF 10 per Share (the “**Initial Price**”).

The initial offer period as outlined above may be extended or shortened at the discretion of the Directors in accordance with the requirements of the Central Bank.

With the exception of the H Class Shares and I Class Shares, an initial charge of up to 5% of the amount subscribed by an investor may be added upon the issue of such Shares and will be payable by the investor to the Share Distributor. Applications for Shares and subscription monies in respect of such applications

must be received by the Administrator on or before 12.00 p.m. (Dublin time) on the Closing Date for the relevant Class of Shares.

Continuing Offer

Shares in the Fund may be issued on each Dealing Day during the Continuing Offer at a price equal to the Net Asset Value per Class of Share. With the exception of the H Class Shares and I Class Shares, an initial charge of up to 5% of the amount subscribed by an investor may be added upon the issue of such Shares and will be payable by the investor to the Share Distributor.

Application Procedure

Investors' attention is drawn to the Section of the Prospectus entitled "The Shares" and the sub-section therein entitled "Application Procedure" which outlines the application procedure to be followed.

Redemption of Shares

Investors' attention is drawn to the Section of the Prospectus entitled "The Shares" and the sub-section therein entitled "Redemption Procedure" which outlines the redemption procedure to be followed.

Fees and Expenses

The Sponsor has agreed with the Company that it will be responsible for paying the fees and expenses relating to and incidental to the establishment of the Fund (including legal expenses, the negotiation and preparation of the contracts (if any) of the various service providers, the costs of printing this document and any disbursement expenses of its professional advisers and service providers). These establishment expenses are estimated not to exceed EUR 50,000. Whilst these costs and expenses will be borne by the Sponsor, the Company and the Sponsor have agreed that the Sponsor will be reimbursed a pro rata amount equal to 0.2% per annum of the average monthly Net Asset Value of the Fund, such fee to be accrued by the Fund daily and paid monthly in arrears, subject to the maximum aggregate payment not exceeding the estimated cost as above until such time as the Sponsor has been reimbursed the cost of all establishment expenses which will not exceed 5 years from the launch of the Fund.

In addition to the general fees and charges set out in the Prospectus under the heading "Fees and Expenses" the Fund will also bear a portion of the operating costs of the Company.

Redemption Fee

The Directors may, in their absolute discretion, charge a redemption fee of up to 3% of the Net Asset Value per Share being redeemed and such fee if applicable shall be payable to the Share Distributor.

Investment Management Fee

In respect of B Class Shares the Investment Manager will be paid a fee of 0.75% per annum of the average daily Net Asset Value of the B Class Shares.

In respect of C Class Shares the Investment Manager will be paid a fee of 0.85% per annum of the average daily Net Asset Value of the C Class Shares.

In respect of E Class Shares, the Investment Manager will be paid a fee of 0.75% per annum of the average daily Net Asset Value of the E Class Shares.

In respect of F Class Shares, the Investment Manager will be paid a fee of 0.75% per annum of the average daily Net Asset Value of the F Class Shares.

In respect of G Class Shares, the Investment Manager will be paid a fee of 0.75% per annum of the average daily Net Asset Value of the G Class Shares.

In respect of H Class Shares, the investment management fee payable will be discharged by the holders of the H Class Shares as agreed by the H Class Shareholder and the Investment Manager.

In respect of I Class Shares, the investment management fee payable will be discharged by the holders of the I Class Shares as agreed by the I Class Shareholder and the Investment Manager.

In respect of J Class Shares, the Investment Manager will be paid a fee of 0.85% per annum of the average daily Net Asset Value of the J Class Shares.

In respect of K Class Shares, the Investment Manager will be paid a fee of 0.85% per annum of the average daily Net Asset Value of the K Class Shares.

In respect of L Class Shares, the Investment Manager will be paid a fee of 0.85% per annum of the average daily Net Asset Value of the L Class Shares.

In respect of R Class Shares the Investment Manager will be paid a fee of 1.75% per annum of the average daily Net Asset Value of the R Class Shares.

In respect of X Class Shares the Investment Manager will be paid a fee of 1.75% per annum of the average daily Net Asset Value of the X Class Shares.

In respect of Y Class Shares the Investment Manager will be paid a fee of 1.75% per annum of the average daily Net Asset Value of the Y Class Shares.

In respect of Z Class Shares the Investment Manager will be paid a fee of 1.75% per annum of the average daily Net Asset Value of the Z Class Shares.

These fees will accrue daily and be paid monthly in arrears. The investment management fee shall be payable out of the capital of the Fund.

The Investment Manager is also entitled to reimbursement by the Fund of all reasonable out-of-pocket expenses properly incurred in the performance of its services to the Fund under the Investment Management Agreement. The fees and expenses of the Sub-Investment Manager will be met by the Investment Manager out of its investment management fee.

Company and Shareholder Taxation Issues

This Supplement should be read in conjunction with the section of the Prospectus entitled "Taxation".

Risk Factors

The attention of investors is drawn to the section of the Prospectus entitled "Risk Factors" and to the following additional risks relating to the Fund:

Active Management Risk. The Fund is actively managed and therefore its performance will reflect, in part, the ability of the Investment Manager and the Sub-Investment Manager to make investment decisions that

will achieve the Fund's investment objective. Due to its active management, the Fund may underperform its benchmark index and/or other funds with similar investment objectives and/or strategies.

Focused Portfolio Risk. Because it may invest in a limited number of companies, the Fund may have more volatility in its Net Asset Value and is considered to have more risk than a fund that invests in a greater number of companies because changes in the value of a single security may have a more significant effect, either negative or positive, on the Fund's Net Asset Value. To the extent the Fund invests its assets in fewer securities, the Fund is subject to greater risk of loss if any of those securities decline in price.

Issuer Risk. An issuer in which the Fund invests or to which it has exposure may perform poorly, and the value of its securities may therefore decline, which would negatively affect the Fund's performance. Poor performance may be caused by poor management decisions, competitive pressures, breakthroughs in technology, reliance on suppliers, labor problems or shortages, corporate restructurings, fraudulent disclosures, natural disasters or other events, conditions or factors.

Preferred Stock Risk. Preferred stock is a type of stock that generally pays dividends at a specified rate and that has preference over common stock in the payment of dividends and the liquidation of assets. Preferred stock does not ordinarily carry voting rights. The price of a preferred stock is generally determined by earnings, type of products or services, projected growth rates, experience of management, liquidity, and general market conditions of the markets on which the stock trades. The most significant risks associated with investments in preferred stock include issuer risk, market risk and interest rate risk (*i.e.*, the risk of losses attributable to changes in interest rates).

Sector Risk. At times, the Fund may have a significant portion of its assets invested in securities of companies conducting business in a related group of industries within an economic sector. Companies in the same economic sector may be similarly affected by economic, regulatory, political or market events or conditions, which may make the Fund more vulnerable to unfavorable developments in that economic sector than funds that invest more broadly. Generally, the more broadly the Fund invests, the more it spreads risk and potentially reduces the risks of loss and volatility.

Small- and Mid-Cap Company Securities Risk. Securities of small- and mid-capitalization companies (small- and mid-cap companies) can, in certain circumstances, have a higher potential for gains than securities of larger, more established companies (larger companies) but may also have more risk. For example, small- and mid-cap companies may be more vulnerable to market downturns and adverse business or economic events than larger companies because they may have more limited financial resources and business operations. Small- and mid-cap companies are also more likely than larger companies to have more limited product lines and operating histories and to depend on smaller management teams. Securities of small- and mid-cap companies may trade less frequently and in smaller volumes and may be less liquid and fluctuate more sharply in value than securities of larger companies. If the Fund takes significant positions in small- or mid-cap companies with limited trading volumes, the liquidation of those positions, particularly in a distressed market, could be prolonged and result in losses to the Fund. In addition, some small- and mid-cap companies may not be widely followed by the investment community, which can lower the demand for their stocks.

Liquidity and Settlement Risks associated with FDIs used for Hedged Classes. Where the Fund enters into financial derivative instruments on OTC markets, there is no guarantee that the Fund will be able to realise the fair value of such financial derivative instruments as they may have limited liquidity and high price volatility as there is no exchange on which to close out an open position and it may be difficult to assess the value of a position and its exposure to risk.

The participants in OTC derivative markets are typically not subject to the same level of credit evaluation and regulatory oversight as that imposed on members of "exchange-based markets". The Fund may have credit exposure to counterparties by virtue of positions in OTC derivative contracts. To the extent that a

counterparty defaults on its obligation and the Fund is delayed or prevented from exercising its rights with respect to the investments in its portfolio, it may experience a decline in the value of its position, lose income and incur costs associated with asserting its rights.

In general, there is less government regulation and supervision of transactions in the OTC markets (in which for example forwards, certain options and swaps are generally traded) than of transactions entered into on Recognised Exchanges. In addition, many of the protections afforded to participants on some Recognised Exchanges, such as the performance guarantee of an exchange clearing house, might not be available in connection with OTC transactions. In OTC markets, there is no limitation on daily price movements and speculative position limits are not applicable. The principals who deal in the forward markets are not required to continue to make markets in the underlyings and these markets can experience periods of illiquidity, sometimes of significant duration. Market illiquidity or disruption could result in losses to the Fund.