TT EUROPEAN OPPORTUNITIES LONG/SHORT FUND

Supplement to the Prospectus dated 30 September 2020
for TT INTERNATIONAL FUNDS PLC

This Supplement contains specific information in relation to TT European Opportunities Long/Short Fund (the "**Fund**"), a sub-fund of TT International Funds Plc (the "**Company**"), an umbrella fund with segregated liability between sub-funds and an open-ended investment company with variable capital governed by the laws of Ireland authorised by the Central Bank.

This Supplement forms part of and should be read in conjunction with the Prospectus dated 30 September 2020.

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

Words and expressions defined in the Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

Investors should read the section "Risk Factors" in the Prospectus before investing in the Fund. An investment in the Fund should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.

Investors should note that the Fund intends to invest principally in FDI. The Fund may also invest substantially in deposits and Money Market Instruments. As such, investors should note the difference between the nature of a deposit and the nature of an investment in the Fund. The value of the amount invested in the Fund may fluctuate.

An investment in the Fund should be viewed as a medium to long term investment.

The Fund is actively managed.

1 December 2022

Investment Objective and Policies

Investment Objective:

The investment objective of the Fund is to produce long term capital growth.

Investment Policies:

The Fund seeks to achieve its investment objective by investing in a diversified portfolio of both long and synthetic short positions principally in equity (i.e. common and preferred stock) and equity related securities (such as depositary receipts, American depositary receipts and global depositary receipts), together with other instruments including:

- single stock options and index options (which are options, the return from which (i.e., positive or negative) reflects the performance of the underlying stocks or index. They allow participation in the performance of the underlying stocks or index without owning them. They are typically used to obtain exposure to markets where settlement arrangements are difficult);
- futures (including but not limited to single stock futures, basket futures and index futures) and options (including but not limited to index options and single share options);
- contracts for difference ("**CFD**s");
- foreign exchange spot and forwards;
- swaps;
- Money Market Instruments; and
- other securities having equities as the underlying instrument**,** i.e. equity linked notes (bonds with an embedded call option (described further below) or variable interest portion that depends on the performance of an underlying equity) and convertible bonds (which may contain leverage)

which are, or for which the underlying securities are, predominantly traded in the European region and which the Investment Manager believes have sound prospects for sustainable growth and represent value in the form of assets and earnings.

Up to 20 per cent. of the Net Asset Value of the Fund may be invested in equity and equity-related securities listed globally which may not fulfil the criteria outlined above, but which the Investment Manager believes have sound prospects for sustainable growth and represents value in the form of assets and earnings in order for the Fund to meet its investment objective.

The process for identification and selection of eligible securities is described below in the section entitled, "Identification and Selection of Eligible Securities".

While the Fund may also be invested in equity-related securities such as warrants (as set out in the Prospectus under the heading "**Types of FDIs**"), this is not expected to have a material impact on the leverage or volatility of the Fund.

The Fund may also be invested in fixed and floating rate convertible and hybrid fixed-income debt securities (debt securities which combine characteristics of bonds and of equities, which may contain leverage, such as convertible bonds) including non-investment grade debt securities of corporate and government issuers worldwide (not more than 10 per cent. of the total Net Asset Value of the Fund may be invested in non-investment grade debt securities). Non-investment grade debt securities are debt securities that are rated BB+ or lower by a rating agency, or are unrated but determined by the Investment Manager to be of comparable quality.

The Fund will hold both long and short positions as is described below in the section entitled "Use of Financial Derivative Instruments". The Investment Manager will adjust the long and short positions of the Fund on an unconstrained basis and this will reflect the Investment Manager's fundamental views regarding the valuation of the relevant positions (i.e., under-valued or over-valued). Such positions may be taken across various asset classes contemplated under the investment objective and policies of the Fund and as set out herein.

The Fund may buy and sell futures and options in pursuit of the investment objective and to gain both long and short exposure to the instruments listed above as well as for hedging purposes. Further detail with respect to the use of futures and options is set out below under the section "Use of Financial Derivative Instruments". The sale of a futures contract creates an obligation by the seller to deliver the type of financial instrument called for in the contract in a specified delivery month for a stated price. The purchase of a futures contract creates an obligation by the purchaser to pay for and take delivery of the type of financial instrument called for in the contract in a specified delivery month, at a stated price. A call option on a security is a contract under which the purchaser, in return for a premium paid, has the right to buy the securities underlying the option at the specified exercise price at any time during the term of the option. The writer (seller) of the call option, who receives the premium, has the obligation, upon exercise of the option, to deliver the underlying securities against payment of the exercise price. A put option is a contract that gives the purchaser, in return for a premium paid, the right to sell the underlying securities at the specified exercise price during the term of the option. The writer of the put, who receives the premium, has the obligation to buy the underlying securities, upon exercise, at the exercise price.

The Fund may participate in initial public offerings of equity or equity-related securities of the types described above if the Investment Manager determines participation to be appropriate in order to achieve the Fund's investment objective. The Fund may also be invested up to 10 per cent. of the total Net Asset Value of the Fund in open-ended collective investment schemes in accordance with the requirements of the Regulations (which includes money market funds and ETFs).

The Fund may be invested up to 100 per cent. of the total Net Asset Value of the Fund in cash and cash equivalent assets (which may include Money Market Instruments) where, by way of example, it is necessary to support FDI exposure or where in view of market conditions the Investment Manager may seek to adopt a defensive investment strategy. The Fund may be invested in such assets for an extended period of time if the Investment Manager deems it necessary to meet the requirements of the Fund's investment objective and policies.

Save to the extent permitted by the Regulations, all securities will be listed or traded on the Markets listed in Appendix I of the Prospectus.

Identification and Selection of Eligible Securities

The Investment Manager primarily uses "bottom up" stock selection with an awareness of the "top-down" macro-economic environment.

Specifically ideas (both long and short) will be generated from:

1. An in-depth knowledge of the investment universe in which the Fund will invest;

2. Regular meetings and engagement with target companies;

3. Stock screens based upon market data used to filter the investment universe using specific stock criteria, such as valuations and earnings, and to allow undervalued growth candidates (long), and over-priced and vulnerable business models (short) to be identified; and

4. Engagement with sell-side brokers to assess their market view. These brokers may provide a useful additional resource in the assessment of a target company.

Once stock ideas have been identified, the following rigorous and disciplined three-stage process occurs:

1. Valuation – the Investment Manager will establish whether or not the securities are under-valued or over-valued in the context of their assets and/or earnings as established from, inter alia, sell-side research, management meetings and reported accounts.

2. Verification – the Investment Manager will test the internal investment thesis in a variety of ways including speaking to the management of the target companies, industry experts from the sell side, and, depending on the particular circumstances of the case, the Investment Manager may also speak with suppliers, or competitors, of the target company and establish sources of data to support the investment thesis. An assessment of environmental, social and governance (ESG) factors will be integrated as part of the verification analysis assisting the Investment Manager in its risk assessment of the target company.

3. Catalyst – these are events that the Investment Manager expects to cause a crystallisation of valuation expectations, such as company results, analyst meetings, new product launches and restructuring announcements. This process is undertaken by the Investment Manager in the analysis of each target company to assess whether they are attractive to own, or hold (synthetically) short.

Although the portfolio is expected to typically have a long bias the Investment Manager does have the ability to vary the Fund's short exposure, as described below. The Fund's short exposure will be achieved by taking synthetic short positions, through the use of FDIs, when the Investment Manager deems this to be appropriate, as set out below in the section "Use of Financial Derivative Instruments". The Investment Manager will identify securities that are trading under, or over, their fundamental value, as may be determined in accordance with the investment process outlined above.

The investments underlying the Fund do not take into account the EU criteria for environmentally sustainable economic activities.

Investment Restrictions

The general investment restrictions set out under the heading "Funds - Investment Restrictions" in the Prospectus shall apply.

Use of Financial Derivative Instruments

The Fund may use the following FDIs: futures (including index futures), options (including stock options, options on futures, indices and ETFs), foreign exchange spot and forwards, CFDs and swaps for hedging and for investment purposes and subject to the relevant restrictions set out in the Prospectus under the heading "Investment Restrictions" and "Use of FDI". Futures will be used primarily for hedging existing positions and for investment purposes. In addition, in falling markets index futures may be sold instead of selling shares to facilitate the raising of cash more quickly and at a lower cost to the Fund. Options will be used for hedging existing positions and for investment purposes, or as a more cost-effective way of gaining exposure to stocks, other equity or equity-related securities or the market. Foreign exchange spot and forward contracts may be used for hedging and for investment purposes, including cross hedging, the Fund's currency exposure into any currency in which investments are otherwise permitted. Investors should note that the performance of the Fund may be strongly influenced by movements in foreign exchange rates because currency positions held by the Fund may not correspond with the securities position held by the Fund. CFDs and swaps may be bought instead of purchasing the underlying equity as a more cost effective way of gaining exposure to that equity. The liquidity of the CFDs and swaps would be the same as the liquidity of the underlying stock. CFDs and swaps have the same generic risks as futures, and additionally have counterparty and legal risk as it is possible that the counterparty may not live up to its payment obligations, which could lead to an irrecoverable loss to the Fund and it is also possible that that a change in market regulations may not be explicitly covered in the governing contract, which could lead to legal disputes.

The Investment Manager will seek to limit volatility within the Fund as well as generate returns. The Fund will use various "hedging" techniques (which means reducing the risk of an investment by taking an offsetting position) to manage risk and reduce short-term volatility. The Fund will hold short positions synthetically through the use of FDIs, as described below. The Fund is not permitted to take direct uncovered short positions. The Fund may take both long and short positions and such positions are expected to be within a net range of 60 per cent. long and maximum -30 per cent. short of the Net Asset Value of the Fund.

Notwithstanding the disclosure in the "Use of FDI" section of the Prospectus, the market risk associated with the use of FDIs for the Fund will be covered and will be risk managed using the Value at Risk ("**VaR**") methodology in accordance with the Central Bank's requirements. VaR is a statistical methodology that predicts, using historical data, the likely maximum daily loss that the Fund could incur calculated to a one-tailed 99 per cent. confidence level. However there is a one per cent. statistical chance that the daily VaR number may be exceeded. The VaR approach uses a historical observation period and thus the VaR result may be biased if abnormal market conditions are not prevalent or are omitted from the historical observation period. Accordingly, the Fund could suffer significant financial losses in abnormal market conditions. The Investment Manager will attempt to minimize such risks by conducting regular back testing and stress testing of the VaR model in accordance with Central Bank requirements.

The Fund intends to use the Absolute VaR model. Accordingly, the VaR of the Fund's portfolio will not exceed 20 per cent. of the Net Asset Value of the Fund and the holding period shall be 20 days. The historical observation period shall not be less than one year. It should be noted that the above limit is the current VaR limit required by the Central Bank. However, should the VaR model for the Fund or the Central Bank limits change, the Fund will have the ability to avail of such new model or limits by updating this Supplement and the Risk Management Process of the Company accordingly. The measurement and monitoring of all exposures relating to the use of FDI will be performed on at least a daily basis.

The Fund may leverage its positions to generate a notional exposure in excess of the Net Asset Value of the Fund when calculated using VaR methodology in accordance with the Central Bank's requirements. Under normal market conditions, the Fund envisages employing leverage of between 80 per cent. and 200 per cent. but it may exceed or fall below these levels at times. This leverage figure is calculated using the sum of the notional value of the FDI used as is required by the Central Bank. This calculation does not take into account any netting and hedging arrangements that the Fund has in place at any time.

Based on the investment policies of the Fund, the Investment Manager typically expects to pursue a net biased long position, but would have the ability to vary the Fund's short exposure (as described above) by entering into synthetic short positions for hedging and investment management purposes, as the Investment Manager deems appropriate, acting in the best interests of the Fund and subject to the relevant restrictions set out in the Prospectus under the heading "Investment Restrictions" and "Use of FDI".

Short positions are taken through: futures (including index futures), options (including stock options, options on futures, indices and ETFs), foreign exchange spot and forwards, CFDs and swaps which may provide exposure to any type of security in which the Fund is permitted to invest in accordance with the Investment Policies section above.

Long positions are taken through direct investment in the equity and equity-related securities listed in the Investment Policies section above including the direct purchase of convertible bonds, or through the use of FDI that provide an alternate means of exposure to such instruments. The FDI used for providing alternate means of long exposure are: futures (including index futures), options (including stock options, options on futures, indices and ETFs), forwards, CFDs and swaps.

The Fund may use certain FDIs to invest in indices which may provide exposure to the asset classes listed above in a more efficient manner. These financial indices will meet the requirements of the Regulations and will be consistent with the investment policies of the Fund and generally will not be rebalanced more frequently than monthly. It is not anticipated that such rebalancing will increase Fund costs or impact the Fund's ability to comply with the investment restrictions. Details of any index or indices invested in will be disclosed in the annual and semi-annual reports.

Borrowings

In accordance with the general provisions set out in the Prospectus under the heading "Funds - Borrowing and Lending Powers" the Fund may borrow up to 10 per cent. of the Net Asset Value of the Fund on a temporary basis.

Profile of a Typical Investor

The Fund is suitable for investors seeking long-term capital growth through investment in a diversified portfolio of both long and short positions in equity (i.e. common and preferred stock) and equity related securities and who are prepared to accept a degree of volatility particularly over short time periods.

<u>Risk Factors</u>

The general risk factors set out under the heading "Risk Factors" of the Prospectus apply to the Fund.
The following risk factor also applies to the Fund:

Integration of Sustainability Risks

In managing the assets of the Fund, the Investment Manager takes account of any sustainability risks arising and the potential financial impact of such risks on the Fund's return. A sustainability risk is an environmental, social or governance event or condition that, if it occurs, could cause a material impact on either investment risk or return ("**ESG Risk**").

The Investment Manager believes that having an in-depth understanding of the relevant ESG issues applicable to the Fund's investments is a necessary aspect of evaluating the risk associated with a relevant investment. The Investment Manager incorporates such ESG considerations into the investment process at the stock selection stage as a mandatory part of assessing a potential investment and into the ongoing assessment and management of investments throughout the full life cycle of the Fund. This allows the Investment Manager to identify any ESG Risks before they escalate into events that may have investment ramifications and may potentially threaten the value of the Fund over and above the general risk factors set out under the heading "Risk Factors" of the Prospectus.

The Investment Manager's approach to integrating ESG factors, such as physical climate risk, health and safety, and corporate governance, into the investment process includes carrying out in-depth research (including utilising the Investment Manager's proprietary ESG company screen and ESG checklist), active ownership of stocks (such as exercising voting rights and engagement with the relevant company) and collaboration within the investment industry.

By implementing this ESG approach to the process of identification and selection of eligible securities, the potential impact on the return of the Fund is limited.

Consideration of Principal Adverse Impact

The Investment Manager considers the indicators applicable to investments in investee companies set out in Table 1 of Annex 1 of the SFDR RTS. For the avoidance of doubt, the indicators from Table 1 of the SFDR RTS applicable to investments in: (a) sovereigns and supranationals; and (b) real estate assets, are not expected to be relevant to the Fund's investment strategy and will only be referred to where relevant. Additionally, the Investment Manager considers the voluntary indicator "Investments in companies without carbon emission reduction initiatives" from Table 2 of Annex 1 of the SFDR RTS and "Number of identified cases of severe human rights issues and incidents" from Table 3 of Annex 1 of the SFDR RTS.

Volatility

Movements in the Net Asset Value per Share may be volatile from month to month. The positions taken by the Investment Manager may well be based upon its expectation of price movements over a period of several months following the trade. In the meantime, the market value of the positions may not increase, and, indeed, may decrease, and this will be reflected in the Net Asset Value per

Share. The impact of price volatility may be more severe as the Fund's portfolio may from time to time have a relatively high concentration of investments (in line with the Regulations) which, in turn, may have a more severe impact upon the Fund.

Class Currency Hedging

The Base Currency of the Fund is US Dollars and there are classes of Shares available in the Fund which are denominated in Euro and Sterling. In this regard, and notwithstanding the terms of the Prospectus, the Fund will engage in foreign exchange hedging transactions for the non-Base Currency Share classes with a view to mitigating, so far as practicable, the effect of currency movements between the non-Base Currency Share classes against the Base Currency. The benefits, losses and expenses relating to such hedging transactions shall be for the account of the relevant class of Shares. There can be no assurance that such hedging transactions will be successful.

While not the intention, over-hedged and under-hedged positions may arise due to factors outside the control of the Fund. The Investment Manager shall ensure that under-hedged positions do not fall short of 95 per cent. of the portion of the Net Asset Value of the relevant Share class which is to be hedged and will keep any under-hedged position under review to ensure it is not carried forward from month to month.

The Investment Manager will have procedures in place to monitor hedged positions to ensure that over-hedged positions do not exceed the limit of 105 per cent. of the Net Asset Value of the relevant Share class. As part of this procedure, the Investment Manager will review hedged positions in excess of 100 per cent. of the Net Asset Value of the relevant Share class and positions materially in excess of 100 per cent. of the Net Asset Value of the class will not be carried forward from month to month.

To the extent that these hedging strategies are successful the performance of the non-Base Currency Share classes are likely to move in line with the performance of the underlying assets. The adoption of these strategies may substantially limit holders of the non-Base Currency share classes from benefitting if the currency of that class falls against US Dollar and/or the currency in which the assets of the Fund are denominated, but it is also designed to substantially protect holders of the non-Base Currency Share classes if the currency of that class rises against Base Currency. All costs and gains or losses of such hedging transactions will be borne by the non-Base Currency share classes, shall not form part of the assets of the Fund as a whole and should not constitute a general liability of the Fund.

All such transactions will be clearly attributable to a specific class and currency exposures of different classes will not be combined or offset.

The Investment Manager may obtain assistance from third parties in relation to hedging that do not have discretionary management approval provided that in such circumstances the Investment Manager is making all investment decisions.

Exchange Rate Risk

The performance of certain share classes may be strongly influenced by exchange rate movements because currency positions held by the Fund may not correspond with the securities positions held. In addition, the Net Asset Value per Share will be computed in the Base Currency of the Fund, whereas the Fund's investments will be acquired in a wide range of currencies, some of which may be affected by currency movements of a more volatile nature than those of developed countries and some of which may not be freely convertible. It may not be possible or practical to hedge against the consequent currency risk exposure and in certain instances the Investment Manager may consider it desirable not to hedge against such risk.

Securities Financing Transactions and Total Return Swaps

Maximum proportion of SFTs as a % of the Net Asset Value of the Fund	Expected percentage of SFTs as a % of the Net Asset Value of the Fund	Expected percentage of TRS as a % of the Net Asset Value of the Fund
60%	**30%**	**0%**

The figures set out above include collateral that is posted by the Fund with respect to CFDs.

Key Information for Buying and Selling

Base Currency of the Fund

US Dollar

Business Day

Any day other than Saturday or Sunday on which banks are open for business in Dublin and London.

Dealing Day

Unless otherwise determined by the Directors, notified in advance to Shareholders and disclosed in a Supplement, each Business Day shall be a Dealing Day except where the determination of the Net Asset Value has been temporarily suspended in the circumstances set out under the heading "Suspension of Calculation of Net Asset Value" in the Prospectus.

Dealing Deadline

In respect of a Dealing Day, 12 noon (Irish time) on the Business Day immediately preceding a Dealing Day.

The Class Currency, the Minimum Initial Investment Amount, Minimum Additional Investment Amount, Minimum Shareholding, Initial Issue Price, Initial Offer Period and the Total Expense Ratio Cap for each Share class is set out below. The Directors may reduce the Minimum Shareholding, Minimum Initial Investment Amount and Minimum Additional Investment Amount applicable to any Share class.

Share Class	Class Currency	Minimum Initial Investment Amount	Minimum Additional Investment Amount	Minimum Shareholding	Initial Issue Price	Initial Offer Period	Distributing/ Accumulation Shares	Total Expense Ratio Cap
Class A1 Shares*	US$	US$100,000	US$50,000	US$100,000	N/A	As described below	Accumulation	1.00 per cent.

Share Class	Class Currency	Minimum Initial Investment Amount	Minimum Additional Investment Amount	Minimum Shareholding	Initial Issue Price	Initial Offer Period	Distributing/ Accumulation Shares	Total Expense Ratio Cap
Class A2 Shares	US$	US$100,000	US$50,000	US$100,000	US$10	As described below	Accumulation	1.50 per cent.
Class A3 Shares	US$	US$10,000	US$10,000	US$10,000	US$10	As described below	Accumulation	2.00 per cent.
Class B1 Shares*	Euro	€100,000	€50,000	€100,000	N/A	As described below	Accumulation	1.00 per cent.
Class B2 Shares	Euro	€100,000	€50,000	€100,000	N/A	As described below	Accumulation	1.50 per cent.
Class B3 Shares	Euro	€10,000	€10,000	€10,000	€10	As described below	Accumulation	2.00 per cent.
Class C1 Shares*	Sterling	£100,000	£50,000	£100,000	N/A	As described below	Accumulation	1.00 per cent.
Class C2 Shares	Sterling	£100,000	£50,000	£100,000	£10	As described below	Accumulation	1.50 per cent.
Class C3 Shares	Sterling	£10,000	£10,000	£10,000	£10	As described below	Accumulation	2.00 per cent.
Class D Shares	US$	US$10,000	US$10,000	US$10,000	US$10	As described below	Accumulation	1.50 per cent.
Class E Shares	Euro	€10,000	€10,000	€10,000	€10	As described below	Accumulation	1.50 per cent.
Class F Shares	Sterling	£10,000	£10,000	£10,000	£10	As described below	Accumulation	1.50 per cent.

***Denotes that this Share Class closed to new investment on 14 July 2021.**

Class A3, Class B3, Class C3, Class D, Class E and Class F Shares shall only be available through such sub-distributors as the Distributor may approve from time to time.

The Initial Offer Period

Save in relation to the Class A1 Shares, Class B1 Shares, Class B2 Shares and Class C1 Shares which have launched, the Initial Offer Period commences on the Business Day after the date of this Supplement and concludes upon the earlier of: (i) the first investment by a Shareholder in a class; (ii) 9.00am (Irish time) on 1 June 2023, or (iii) such earlier or later date as the Directors may determine and notify to the Central Bank.

The Directors may limit or close, permanently or on a temporary basis, subscriptions for Shares in the Fund or any class of Shares in their discretion. The Class A1 Shares, Class B1 Shares and Class C1 Shares (the "**Founder Classes**") have been established to accommodate investment by early stage investors. The Founder Classes will be closed to new investors when USD $100 million (or the currency equivalent thereof) or such other amount as the Directors may in their discretion determine has been invested in the Founder Classes.

Investors wishing to invest in an unlaunched Class should contact the Investment Manager and, upon sufficient interest, the Class may be opened. A list of open Share Classes is available from the Investment Manager on request.

Investors may subscribe for unlaunched Share Classes at the Initial Issue Price as set out in the table above.

Following the Initial Offer Period

In relation to the Class A1 Shares, Class B1 Shares, Class B2 Shares and Class C1 Shares, the Initial Offer Period is closed and Shares are continuously open for subscription and the issue price is the Net Asset Value of the relevant Share Class on the relevant Dealing Day.

Following launch, each Class will issue Shares at the issue price on the relevant Dealing Day.

Preliminary Charge

The Company may apply a Preliminary Charge to the subscription of Shares representing the actual cost of trading but not to exceed 0.40 per cent. of the amount subscribed. The Preliminary Charge will generally be waived by the Directors or the Manager (or the Investment Manager on behalf of the Directors or the Manager) save in circumstances where, for any Dealing Day, subscription requests, in aggregate, represent 20 per cent. or more of the Net Asset Value of the Fund (as calculated on the Valuation Point prior to the relevant subscription being effected). In such circumstances, either the relevant Shareholder(s) or the Investment Manager, at the absolute discretion of the Investment Manager, will bear the Preliminary Charge.

Repurchase Charge

The Company may apply a Repurchase Charge to the redemption of Shares representing, under normal market conditions, the actual cost of trading but not to exceed 1.00 per cent. of the Net Asset Value of the Shares being sold. The Repurchase Charge will generally be waived by the Directors or the Manager (or the Investment Manager on behalf of the Directors or the Manager) save in circumstances where, for any Dealing Day, repurchase requests, in aggregate, represent 20 per cent. or more of the Net Asset Value of the Fund (as calculated on the Valuation Point prior to the relevant redemption being effected). In such circumstances, either the relevant Shareholder(s) or the Investment Manager, at the absolute discretion of the Investment Manager, will bear the Repurchase Charge.

Exchange Charge

The Company may apply an Exchange Charge to the exchange of Shares of up to but not to exceed 0.40 per cent. of the Net Asset Value of the Shares being exchanged. The Exchange Charge will generally be waived by the Directors or the Manager (or the Investment Manager on behalf of the Directors or the Manager) save in circumstances where, for any Dealing Day, exchange requests, in aggregate, represent 20 per cent. or more of the Net Asset Value of the Fund (as calculated on the Valuation Point prior to the relevant repurchase being effected). In such circumstances, either the relevant Shareholder(s) or the Investment Manager, at the absolute discretion of the Investment Manager, will bear the Exchange Charge.

The Exchange Charge for exchanges may be satisfied by reducing the number of Shares to which the exchanging Shareholder would otherwise have been entitled by its exchange.

Settlement Date

For applications for subscription, within two Business Days of the relevant Dealing Day. For applications for subscriptions that shall represent 10 per cent. or more of the Net Asset Value of the Fund at the time of such application, cleared funds must be received by 3.00 p.m. (Irish time) on the Dealing Day (or such other time or on such other day as the Directors or the Investment Manager on their behalf may determine) otherwise the application will be dealt with on the next Dealing Day following receipt of cleared funds.

In the case of applications for repurchase, normally three Business Days after the Dealing Day next following receipt of the relevant duly signed and completed repurchase documentation, and further provided that all required documentation has been furnished to and received by the Administrator.

Valuation Point

Close of business in the relevant market on the relevant Dealing Day.

Minimum Fund Net Asset Value

USD $5,000,000 (subject to the discretion of the Directors to allow lesser amounts. In the event the Directors determine to reduce the Minimum Fund Net Asset Value, a note will be included in the annual financial statements informing Shareholders).

Acceptance and Refusal of Applications

The Directors may in their absolute discretion refuse to accept any application for Shares in the Fund or accept any application in whole or in part.

Fees and Expenses

This section should be read in conjunction with the section entitled "Fees and Expenses" in the Prospectus. The Fund shall bear its attributable portion of the fees and operating expenses of the Company. The fees and expenses of the Company are set out in the section "Fees and Expenses" in the Prospectus.

Fees of the Manager

The Manager shall be paid a fee out of the assets of the Fund, calculated and accrued on each Dealing Day and payable monthly in arrears, of an amount up to 0.03% of the Net Asset Value of the Fund (plus VAT, if any), subject to a minimum monthly fee up to €8,000 per month (plus VAT, if any) to be prorated across the Funds of the Company proportionate to each Fund's assets under management. The Manager is also entitled to receive out of the assets of the Fund reasonable and properly vouched out of pocket expenses, which will be at normal commercial rates.

Fees of the Investment Manager and the Distributor

The Investment Manager will be entitled to receive from the Company an annual investment management fee, calculated by reference to the relevant investment management fee percentage, as specified below (the "**Investment Management Fee**"). The Investment Manager will also be entitled to receive from the Company reasonable costs and expenses incurred by it in the performance of its duties.

Share Class	Annual Investment Management Fee Percentage
Class A1 Shares	0.50 per cent.
Class A2 Shares	1.00 per cent.
Class A3 Shares	1.50 per cent.
Class B1 Shares	0.50 per cent.
Class B2 Shares	1.00 per cent.
Class B3 Shares	1.50 per cent.
Class C1 Shares	0.50 per cent.
Class C2 Shares	1.00 per cent.
Class C3 Shares	1.50 per cent.
Class D Shares	1.00 per cent.
Class E Shares	1.00 per cent.
Class F Shares	1.00 per cent.

The Investment Management Fee will accrue and be calculated on each Dealing Day and be payable monthly in arrears. Save in respect of Class D, Class E and Class F Shares, the Investment Manager may rebate any proportion of the fees that it has received to any investor and may differentiate between potential investors in relation to the amount of such rebate. Further, save in respect of Class D, Class E and Class F Shares, the Investment Manager is entitled to pay sales commissions and/or rebate any proportion of the fees that it has received to any broker, distributor, financial adviser and/or investment platform. Class A3, Class B3, Class C3, Class D, Class E and Class F Shares may only be offered through certain large distributors and/or platforms providing advisory and/or any related services to its retail investors under separate arrangements, as appointed by the Investment Manager from time to time and/or as may otherwise be determined by the Company and/or the Investment Manager at their sole discretion.

The Investment Manager as the Distributor of the Fund shall not be entitled to receive any additional fees or reimbursement for its out-of-pocket costs and expenses from the Company for its services as Distributor of the Shares of the Fund.

The Investment Manager has committed, if necessary to reimburse certain of the Fund's expenses, in order to keep the Fund's Total Expense Ratio (including the fees of the Manager, the Investment Manager, Administrator and Depositary) from exceeding an annual rate of the daily Net Asset Value of the Fund, as set out in the table above, with respect to each Share Class (the "**Expense Limitation**"). The Total Expense Ratio does not include any Performance Fee (as defined below), the cost of third party research and other ongoing expenses such as: the cost of buying and selling investments, applicable ongoing charges associated with investments in underlying collective investment schemes (including ETFs), withholding tax, stamp duty or other taxes on investments, commissions and brokerage fees incurred with respect to investments and such extraordinary or exceptional costs and expenses (if any) as may arise from time to time, as may be determined by the Directors in their discretion. The Investment Manager may renew or discontinue this arrangement at any time upon prior notification to Shareholders.

To the extent that the Investment Manager reimburses certain of the Fund's expenses under the Expense Limitation, the Fund's overall Total Expense Ratio will be lower than it would have been without the Expense Limitation. This reduction in the Fund's expenses may increase the Fund's investment return and such returns may not be achieved without the benefit of the Expense Limitation.

Performance Fee

In addition to the Investment Management Fee, the Investment Manager is entitled to a performance fee, calculated by reference to the relevant performance fee percentage ("**Relevant Performance Fee Percentage**"), as specified below (the "**Performance Fee**").

Share Class	Relevant Performance Fee Percentage
Class A1 Shares	12.5 per cent.
Class A2 Shares	15 per cent.
Class A3 Shares	15 per cent.
Class B1 Shares	12.5 per cent.
Class B2 Shares	15 per cent.
Class B3 Shares	15 per cent.
Class C1 Shares	12.5 per cent.
Class C2 Shares	15 per cent.
Class C3 Shares	15 per cent.
Class D Shares	15 per cent.
Class E Shares	15 per cent.
Class F Shares	15 per cent.

The Performance Fee shall be calculated and shall accrue at each Valuation Point and the accrual will be reflected in the Net Asset Value per Share of the relevant Share class. The Performance Fee (if any) will crystallise on the last Valuation Point of each Performance Period and will become payable to and be credited to the Investment Manager. The Performance Fee will be paid annually in arrears as soon as practicable, and typically within 14 calendar days, after the close of business on the Business Day following the end of the relevant Performance Period.

The Performance Fee shall be calculated in respect of each period of 12 months ending on 31 December (a "**Performance Period**"). The first Performance Period shall begin from the end of the Initial Offer Period of the relevant Share class and shall finish (i) in respect of Share classes where the Initial Offer Period closed before the date of this Supplement, on 31 December in respect of that calendar year; and (ii) in respect of Share classes where the Initial Offer Period closed after the date of this Supplement, on 31 December in respect of the following calendar year (the "**First Performance Period**").

The Performance Fee for each Performance Period will be equal to the Relevant Performance Fee Percentage of the amount, if any, by which the Net Asset Value (pre-Performance Fee accrual to the extent it is in Shareholders' best interests) of the relevant Share class exceeds the High Water Mark (defined below) of such Share class on the last day of the Performance Period. The Performance Fee will only be payable if the Net Asset Value per Share (pre-Performance Fee accrual to the extent it is in Shareholders' best interests) exceeds (i) the previous highest Net Asset Value per Share on which a Performance Fee was paid or accrued; or (ii) the Initial Issue Price, whichever is higher. In addition, the Performance Fee with respect to any redemptions of Shares during the Performance Period will crystallise in due proportions and become payable within 14 days of the redemption date.

"High Water Mark" means in respect of the First Performance Period for a Share class the Initial Issue Price of the relevant Share class multiplied by the number of Shares of such Share class issued during the Initial Offer Period, increased at each Valuation Point by the value of any subscriptions or decreased at each Valuation Point pro rata by the value of any redemptions of Shares which have taken place since the Initial Offer Period. The High Water Mark will be adjusted to take into account distributions (in the event distributions are paid).

For each subsequent Performance Period for a Share class the "High Water Mark" means either:

- where a Performance Fee was payable in respect of the prior Performance Period, the Net Asset Value per Share of the relevant Share class at the beginning of the Performance Period multiplied by the number of Shares of such Share class in issue at the beginning of such Performance Period, increased at each Valuation Point by the value of any subscriptions or decreased at each Valuation Point pro rata by the value of any redemptions of Shares which have taken place since the beginning of such Performance Period. The High Water Mark will be adjusted to take into account distributions (in the event distributions are paid); or

- where no Performance Fee was payable in respect of the prior Performance Period, the High Water Mark of the relevant Share class at end of the prior Performance Period, increased at each Valuation Point by the value of any subscriptions or decreased at each Valuation Point pro rata by the value of any redemptions of Shares which have taken place since the beginning of such Performance Period. The High Water Mark will be adjusted to take into account distributions (in the event distributions are paid).

The Performance Fee shall be calculated by the Administrator, and the calculation will be verified by the Depositary and not be open to the possibility of manipulation.

If the Investment Management Agreement is terminated before the last day of the Performance Period in any year the Performance Fee in respect of the then Performance Period will be calculated and paid as though the date of termination were the end of the relevant Performance Period.

The Directors may, with the consent of the Investment Manager, waive or reduce any portion of the Performance Fee.

Each Share class is charged a Performance Fee which is proportionate to the performance of that Share class as a whole. The Performance Fee is calculated based upon the Net Asset Value of the relevant Share class and no Shareholder level equalisation is undertaken. This may result in unequal effects being experienced between different Shareholders as to the effective Performance Fee rate that they bear on the performance of their investment in the Fund through the period of their investment.

Please refer to the Schedule to this Supplement for an example of the calculation of the Performance Fee. The tabulation is provided as an illustration for information only and shows the Performance Fee calculated on a per Share rather than Share class basis. The tabulation does not constitute any warranty as to success and is qualified in its entirety by the express provisions of the Prospectus and this Supplement.

Performance Fees are payable on realised and unrealised capital gains taking into account realised and unrealised losses at the end of the Performance Period. Consequently, Performance Fees may be paid on unrealised gains which may subsequently never be realised. Shareholders should note that Performance Fees may become payable due to market movements rather than the performance of the Investment Manager. Whilst the key objectives of the Performance Fee are to further strengthen the alignment of interest between the Investment Manager and Shareholders and to reward outperformance, the payment of a Performance Fee, if any, shall reduce the investment return of the relevant Shareholders.

Depositary

The Depositary is entitled to receive out of the assets of the Fund an annual fee which will not exceed 0.50 per cent. of the Net Asset Value of the Fund subject to a minimum of USD $11,000 per annum (plus any applicable taxes). This fee accrues and is calculated on each Dealing Day and payable monthly in arrears. The Depositary is also entitled to charge to the Fund all agreed sub-custodian fees and transaction charges, at normal commercial rates, together with reasonable out-of-pocket expenses (plus any applicable taxes), it incurs on behalf of that Fund in the performance of its duties under the Depositary Agreement, which shall be payable monthly in arrears.

Administrator

The Administrator is entitled to receive out of the assets of the Fund an annual fee which will not exceed 0.06 per cent. of the Net Asset Value of the Fund, subject to a minimum of USD $39,000 per annum (plus any applicable taxes). This fee accrues and is calculated on each Dealing Day and payable monthly in arrears. The Administrator is also entitled to charge to the Fund all agreed fees and transaction charges, at normal commercial rates, together with reasonable out-of-pocket expenses (plus any applicable taxes), it incurs on behalf of the Fund in the performance of its duties under the Administration Agreement, which shall be payable monthly in arrears.

The Distributor shall not be entitled to receive any fees or be reimbursed its out-of-pocket costs and expenses from the Company for its services as distributor of the Shares of the Fund.

Establishment Costs

The Fund shall bear its own establishment costs and attributable proportion of the establishment costs of the Company.

The expenses incurred in the establishment of the Fund did not exceed USD $97,000.00 and will be borne by the Fund and amortised over the first five years of the Fund's operation (or such shorter period as may be determined by the Directors at their discretion following consultation with the Depositary).

How to Buy Shares

Applications for the initial issue of Shares can only be made after the prospective investor has completed the anti-money laundering verification process outlined in the Prospectus under the heading "Anti-Money Laundering Procedures". The Administrator will provide confirmation when the anti-money laundering documentation for your registration has been satisfied. Following receipt of this confirmation, your subscription can proceed with your written instruction. A delay or failure by an applicant to produce any documentation or information required for verification purposes may result in a delay in processing a subscription (including, for the sake of clarity, a delay in investing subscription amounts), and the Administrator on behalf of the Company may refuse to accept the application and/or subscription amounts and return all subscription amounts. None of the Company, the Directors, the Manager, the Investment Manager or the Administrator shall be liable to any subscriber or Shareholder where an application for Shares is not processed or is delayed in such circumstances.

The initial application for Shares should be made on the Application Form and submitted to the Company care of the Administrator, in writing, by email or facsimile (with the original Application Form and supporting documentation in relation to money laundering prevention checks to be received promptly), to be received by the Administrator on or prior to the Dealing Deadline for the relevant Dealing Day. Any subsequent application may be sent by email, facsimile or by letter.

Applications by email or facsimile will be treated as definite orders even if not subsequently confirmed in writing and no application will be capable of withdrawal after acceptance by the Administrator.

The Minimum Shareholding must be maintained by each investor in the Fund (subject to the discretion of the Investment Manager on behalf of the Directors) following any partial repurchase, conversion or transfer of Shares.

Unless the Directors otherwise agree, payment for Shares in the Fund must be received by the Settlement Date in cleared funds in the Base Currency as set out in the Application Form.

This section should be read in conjunction with the section "Subscription for Shares" in the Prospectus.

How to Sell Shares

Requests for the sale of Shares should be submitted to the Company care of the Administrator in writing, by email or facsimile. Requests received on or prior to a Dealing Deadline will be dealt with on the relevant Dealing Day. Repurchase requests by email or facsimile will be treated as definite orders. A repurchase request once given will not be capable of revocation without the consent of the Directors.

The amount due on the repurchase of Shares of any class in the Fund will normally be paid by the Settlement Date by telegraphic transfer to the bank detailed in the Application Form or as subsequently notified to the Administrator in writing. Payment of the proceeds of repurchase will only be paid on receipt by the Administrator of the original Application Form, supporting documentation, any relevant repurchase documentation and all anti money laundering procedures have been completed.

No Shareholder shall be entitled to realise part only of his holding of Shares of any class in the Fund if such realisation would result in his holding of Shares of such class after such realisation being below the Minimum Shareholding.

The Articles contain special provisions where a repurchase request received from a Shareholder would result in more than 5 per cent. of the Net Asset Value of Shares in issue in the Fund being repurchased on any Dealing Day which provisions are summarised in the section "Repurchase of Shares" in the Prospectus.

The Directors are entitled to limit the number of Shares of the Fund repurchased on any Dealing Day to Shares representing 10 per cent. of the total Net Asset Value of Shares of the Fund in issue on that Dealing Day. The repurchases effected on that Dealing Day will be effected pro rata in the manner described in the section "Repurchase of Shares" in the Prospectus.

This section should be read in conjunction with the section entitled "Repurchases of Shares" in the Prospectus.

SCHEDULE

Example of the calculation of the Performance Fee

The following table shows a concrete example of the Performance Fee methodology incorporating events that may occur during a Performance Fee Period.

Class A2 Shares	Initial Issue Price / Net Asset Value at the start of the Performance Period	High Water Mark	Net Asset Value (pre-performance fee accrual) at the end of the Performance Period	Performance Fee payable from a Performance Fee percentage of 15%	Net Asset Value (pre-performance fee accrual) at the end of the Performance Period after the Performance Fee crystallises	Comments
Year 1	$100	$100	$90	$0	$90	In this example, as performance during the Performance Period has not exceeded the High Water Mark, no Performance Fee becomes payable and the High Water Mark is carried over to the next Performance Period.
Year 2	$90	$100	$110	$1.5	$108.50	In this example, as the High Water Mark during the Year 1 Performance Period was not exceeded, it has been carried forward to the Year 2 Performance Period. As performance during the Year 2 Performance Period has exceeded the High Water Mark, a Performance Fee will crystallise at the end of the Year 2 Performance Period and will be payable. The Performance Fee amount corresponds to the outperformance over the High Water

						Mark (10) * Performance Fee Percentage of 15%.
Year 3	$108.50	$108.50	$113	$0.675	$112.325	In this example, as a Performance Fee was paid in the previous Performance Period, the High Water Mark resets to the Year 2 crystallisation Net Asset Value per Share. As performance during the Year 3 Performance Period has exceeded the High Water Mark, a Performance Fee will crystallise at the end of the Year 3 Performance Period and will be payable. The Performance Fee amount corresponds to the Fund's outperformance over the High Water Mark (4.5) * Performance Fee Percentage of 15%.