

Tideway UCITS Funds ICAV

First Addendum

This first addendum (the “Addendum”) forms part of and should be read in conjunction with the prospectus in respect of Tideway UCITS Funds ICAV (the “ICAV”) dated 17 April, 2020 and the supplements dated 17 April, 2020 in respect of the sub-funds of the Company (the “Sub-Funds”), namely the Sanlam High Income Real Return Fund, Sanlam GBP Hybrid Capital Bond Fund, Sanlam GBP Credit Fund and Sanlam European Equity Income Fund (the “Supplements”) (together hereinafter referred to as the “Prospectus”). All capitalised terms herein contained shall have the same meaning in this Addendum as in the Prospectus unless otherwise indicated.

The directors of the ICAV whose names appear under the heading “Directors” on page 6 of the Prospectus (the “Directors”) accept responsibility for the information contained in this Addendum 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) such information is in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

Prospective investors should not construe the contents of this document as legal, investment, tax or other advice. Each prospective investor must rely upon his or her own representatives, including his or her own legal counsel and accountants, as to legal, economic, tax and related aspects of the investment described herein and as to its suitability for such investor.

The Directors wish to advise Shareholders and prospective investors of the following changes to the Prospectus and Supplements (where relevant):

1. CHANGE OF NAMES OF THE SANLAM GBP HYBRID CAPITAL BOND FUND AND SANLAM GBP CREDIT FUND

All references in the Prospectus and Supplement to the “Sanlam GBP Hybrid Capital Bond Fund” and the “Sanlam GBP Credit Fund” shall be amended to the “*Sanlam Hybrid Capital Bond Fund*” and the “*Sanlam Credit Fund*” respectively.

2. AMENDMENTS TO THE SECTION OF THE PROSPECTUS ENTITLED “RISK FACTORS”

- (i) The section entitled “Risk Factors” in the Prospectus shall be amended by the addition of the following new risk factor:

“COVID 19

In March 2020, the World Health Organisation declared COVID 19 a pandemic. While the full impact is not yet known, COVID 19 may result in continued market volatility and a period of economic decline globally. It may also have a significant adverse impact on the value of a Fund’s investments and the ability of the Investment Manager to access markets or implement the Fund’s investment policy in the manner

originally contemplated. Government interventions or other limitations or bans introduced by regulatory authorities or exchanges and trading venues as temporary measures in light of significant market volatility may also negatively impact on the Investment Manager's ability to implement a Fund's investment policy. Funds' access to liquidity could also be impaired in circumstances where the need for liquidity to meet redemption requests may rise significantly. Services required for the operation of the ICAV such as the determination of the Net Asset Value of any Fund and the issue, conversion and redemption of Shares in any Fund may in certain circumstances be interrupted as a result of the pandemic."

- (ii) The section entitled "Risk Factors" in the Prospectus shall also be amended by the deletion of the risk factor "Brexit" and its replacement with the following new risk factor:

"On 31 January 2020, the United Kingdom ("UK") formally withdrew from and ceased being a member of the European Union ("EU"). The UK and the EU have now entered into a transition period until 31 December 2020 during which time the UK is subject to applicable EU laws and regulations. The outcome of the negotiation and implementation of the political, economic and legal framework for the ongoing relationship between the UK and the EU cannot be predicted and may lead to a period of continued uncertainty and volatility in both the UK and European markets. The terms of the future relationship between the UK and the EU may cause continued uncertainty in the global financial markets, and adversely affect the performance of the Funds. Volatility resulting from this uncertainty may mean that the returns of the Funds' investments are adversely affected, for example, by market movements and potential decline in the value of Sterling and/or Euro or reduced liquidity in certain securities. This may also make it more difficult, or more expensive, for the Funds to execute prudent currency hedging policies where implemented by the relevant Investment Manager. The UK's exit from the EU may change the legal and regulatory landscape, increasing operating and compliance costs for the ICAV."

3. AMENDMENTS TO THE SECTION OF THE PROSPECTUS ENTITLED "MANAGEMENT AND ADMINISTRATION"

The following amendments shall be made to the section in the Prospectus entitled "Management and Administration":

- (i) The reference to "committee" in Conor Meehan's biography in the sub-section "Manager" shall be deleted and replaced with "committees".
- (ii) The second sentence in the fourth paragraph in the sub-section "Application for Shares" shall be deleted and replaced with the following: *"Investors may submit initial Application Forms ("Initial Application Form(s)") and supporting documentation by facsimile, post, email or any other approved electronic means (or such other measures may be prescribed by the Directors from time to time) but the original signed duly completed application must be mailed to the Administrator immediately thereafter."*

- (iii) The first sentence in the sixth paragraph in the sub-section "Application for Shares" shall be deleted and replaced with the following: *"Subsequent applications to purchase Shares in a Fund following the initial subscription may be made to the Administrator by post, facsimile, any other approved electronic means (including email) or such other means as may be permitted by the Directors and agreed with the Administrator in accordance with the requirements of the Central Bank."*
- (iv) The first sentence in the fourth paragraph in the sub-section "Redemption of Shares" shall be deleted and replaced with the following: *"Requests for the redemption of Shares in a Fund should be made to the ICAV care of the Administrator. Redemption requests may be submitted by facsimile, post or any other approved electronic means (including email)."*
- (v) The first sentence in the second paragraph in the sub-section "Conversion of Shares" shall be deleted and replaced with the following: *"Requests for conversion of Shares should be made to the ICAV care of the Administrator by facsimile, email or written communication (in such format or method as shall be permitted by the Directors and agreed in advance with the Administrator and subject to and in accordance with the requirements of the Administrator) and should include such information as may be specified from time to time by the Directors or their delegate."*

4. AMENDMENTS TO THE SECTION OF THE PROSPECTUS ENTITLED "GENERAL INFORMATION"

- (i) The last sentence of the first paragraph of sub-section "5 Reports and Accounts" shall be deleted in its entirety.
- (ii) A new first sentence shall be inserted in first paragraph of sub-section "7 (a) - Transfer of Shares" under the heading "General Information" in the Prospectus as follows: *"Requests for transfer of Shares should be made to the ICAV care of the Administrator by facsimile, email or written communication (in such format or method as shall be permitted by the Directors and agreed in advance with the Administrator and subject to and in accordance with the requirements of the Administrator) and should include such information as may be specified from time to time by the Directors or their delegate"*

5. AMENDMENTS TO THE SUPPLEMENT IN RESPECT OF THE SANLAM HIGH INCOME REAL RETURN FUND

The section in the Supplement entitled "Investment Policy" shall be amended as follows:

- (i) The second paragraph in the sub-section "Forwards" shall be deleted in its entirety.
- (ii) The sub-section "Currency Hedging" shall be deleted in its entirety and replaced with the following:

“The Fund may enter into forward foreign exchange (FX) contracts for the purpose of currency hedging. In a forward FX contract, holders are obliged to buy or sell a particular underlying currency at a specified price in a specified quantity and on a specified future date. Forwards may also be cash settled. In contrast to futures, forwards are not traded on an exchange, but in the OTC market. Forward FX contracts may be used to hedge or generate exposure. They can be used to express both positive and negative views on the underlying currencies.”

(i) Portfolio Currency Hedging

*Assets of the Fund may be denominated in a currency other than the Base Currency and changes in the exchange rate between the Base Currency and the currency of the assets may lead to a depreciation of the value of the Fund’s assets as expressed in the Base Currency. The aim of this hedging will be to reduce the Fund’s level of risk and to hedge the currency exposure of the Fund’s underlying securities into the Base Currency. No assurance however can be given that such mitigation will be successful. Any such transactions shall be carried out at normal commercial rates. Investors should note that further information is set out in the Prospectus at the section entitled “**Currency Risk**”.*

*Investors should also note that the hedging strategies implemented by the Investment Manager at Fund level are distinct from any currency hedging strategies that the Investment Manager may implement in respect of Hedged Share Classes, information on which is set out below under “**Share Class Currency Hedging**”.*

(ii) Share Class Currency Hedging

In the case of the Classes not denominated in the same currency as the base currency, the Investment Manager will hedge the value of these Shares against changes in the rate of exchange between the Base Currency and currency of denomination of the relevant class.

Where a Class of Shares is designated as a hedged Class Share, that Class will be hedged against exchange rate fluctuation risks between the denominated currency of the Share Class and the base currency of the Fund and/or between the denominated currency of the Class and the denominated currencies in which the assets of the Fund are denominated. Such hedging strategy may not be implemented in the following circumstances:

The hedging strategies implemented by the Investment Manager shall be subject to the conditions and within the limits laid down by the Central Bank but may not be implemented in the following circumstances:

- (i) if the Net Asset Value of the Fund falls below USD\$10,000,000 or any other level whereby the Investment Manager considers that there is a risk that it is no longer able to hedge the currency exposure in an effective manner, on the basis that it is prohibitively expensive; and*

- (ii) *if, in the opinion of the Investment Manager, market conditions are such that hedging against exchange rate fluctuations is prohibitively expensive and may be highly detrimental to the share class.*

*Further information is set out in the Prospectus at the section entitled “Hedged Classes” and “Share Currency Designation Risk”. It should be noted that the successful execution of a hedging strategy which mitigates this currency risk exactly cannot be assured. Investors should also note that the hedging of hedged share classes is distinct from any hedging strategies that the Investment Manager may implement at Fund level, information on which is set out above under “**Portfolio Currency Hedging**”.*

Where a Class is unhedged, a currency conversion will take place on subscriptions, redemptions, conversions and distributions at prevailing exchange rate. In such circumstances, the value of the Share expressed in the Class currency will be subject to exchange rate risk in relation to the Base Currency and/or in relation to the designated currencies of the underlying assets.”

6. AMENDMENTS TO THE SUPPLEMENT IN RESPECT OF THE SANLAM GBP HYBRID CAPITAL BOND FUND

The section in the Supplement entitled “Investment Policy” shall be amended as follows:

- (i) The first sentence in the first paragraph in the sub-section “General” shall be deleted and replaced with the following: *“The Fund will invest in debt securities which are listed or traded on Recognised Exchanges worldwide, as further detailed below”.*
- (ii) The first and third sentences in the third paragraph in the sub-section “General” shall be deleted and replaced with the following:

“The Fund’s investment in debt securities shall be through all varieties of fixed and floating rate income securities (i.e. fixed rate, floating rate, secured, unsecured, subordinated, dated, perpetual and inflation-linked bonds).”

And

“The Fund’s investments may include treasury bills and debentures, issued or guaranteed by government and government-related issuers (EU Member States, another OECD member state, another G20 member state or Singapore, their sub-divisions, agencies or instrumentalities), bank, corporate or other commercial issuers worldwide.”

- (iii) The first sentence in the eleventh paragraph in the sub-section “General” shall be deleted and replaced with the following:

“The Fund may use foreign exchange forwards for hedging purposes as described in the section entitled “Currency Hedging” below.”

- (iv) The first and third sentences in the first paragraph in the sub-section “Investment Strategy” shall be deleted and replaced with the following:

“The Investment Manager will pursue a long-only discretionary investment strategy (i.e. a policy of only holding “long” positions in assets and securities) in hybrid capital bonds, as described under the heading Investment Policy above.”

And

“Factors which influence the market price of the bonds include interest rates, global credit market conditions and individual issuer creditworthiness.”

- (v) The second and third sentences in the fifth paragraph in the sub-section “Investment Strategy” shall be deleted and replaced with the following:

“The Fund will operate predominantly on a “buy and hold to redemption” policy where bonds are bought with a view to holding until capital is repaid at GBP 100 (or the relevant currency equivalent). For example, a bond may be purchased at GBP 96.00 (or the relevant currency equivalent) with a redemption at GBP 100 (or the relevant currency equivalent) in 4 years’ time.”

- (vi) The first sentence in first paragraph in the sub-section “Leverage” shall be deleted in its entirety and replaced with the following: *“It is intended the Fund will use foreign exchange forwards solely for hedging, as described under the heading “Currency Hedging”, below.”*

- (vii) The second sentence in the second paragraph in the sub-section “Leverage” shall be deleted and replaced with the following: *“As stated above, the Fund will be not be leveraged through the use of derivatives which are for hedging purposes only.”*

- (viii) The sub-section “Currency Hedging” shall be deleted in its entirety and replaced with the following:

“The Fund may enter into forward foreign exchange (FX) contracts for the purpose of currency hedging. In a forward FX contract, holders are obliged to buy or sell a particular underlying currency at a specified price in a specified quantity and on a specified future date. Forwards may also be cash settled. In contrast to futures, forwards are not traded on an exchange, but in the OTC market. Forward FX contracts may be used to hedge or generate exposure. They can be used to express both positive and negative views on the underlying currencies.

(iii) Portfolio Currency Hedging

Assets of the Fund may be denominated in a currency other than the Base Currency and changes in the exchange rate between the Base Currency and the currency of the assets may lead to a depreciation of the value of the Fund's assets as expressed in the Base Currency. The aim of this hedging will be to reduce the Fund's level of risk and to hedge the currency exposure of the Fund's underlying securities into the Base Currency. No assurance however can be given that such mitigation will be successful. Any such transactions shall be carried out at normal commercial rates. Investors should note that further information is set out in the Prospectus at the section entitled "**Currency Risk**".

Investors should also note that the hedging strategies implemented by the Investment Manager at Fund level are distinct from any currency hedging strategies that the Investment Manager may implement in respect of Hedged Share Classes, information on which is set out below under "**Share Class Currency Hedging**".

(iv) *Share Class Currency Hedging*

In the case of the Classes not denominated in the same currency as the base currency, the Investment Manager will hedge the value of these Shares against changes in the rate of exchange between the Base Currency and currency of denomination of the relevant class.

Where a Class of Shares is designated as a hedged Class Share, that Class will be hedged against exchange rate fluctuation risks between the denominated currency of the Share Class and the base currency of the Fund and/or between the denominated currency of the Class and the denominated currencies in which the assets of the Fund are denominated. Such hedging strategy may not be implemented in the following circumstances:

The hedging strategies implemented by the Investment Manager shall be subject to the conditions and within the limits laid down by the Central Bank but may not be implemented in the following circumstances:

- (iii) if the Net Asset Value of the Fund falls below USD\$10,000,000 or any other level whereby the Investment Manager considers that there is a risk that it is no longer able to hedge the currency exposure in an effective manner, on the basis that it is prohibitively expensive; and
- (iv) if, in the opinion of the Investment Manager, market conditions are such that hedging against exchange rate fluctuations is prohibitively expensive and may be highly detrimental to the share class.

Further information is set out in the Prospectus at the section entitled "Hedged Classes" and "Share Currency Designation Risk". It should be noted that the successful execution of a hedging strategy which mitigates this currency risk exactly cannot be assured. Investors should also note that the hedging of hedged share classes is distinct from any hedging

strategies that the Investment Manager may implement at Fund level, information on which is set out above under “**Portfolio Currency Hedging**”.

Where a Class is unhedged, a currency conversion will take place on subscriptions, redemptions, conversions and distributions at prevailing exchange rate. In such circumstances, the value of the Share expressed in the Class currency will be subject to exchange rate risk in relation to the Base Currency and/or in relation to the designated currencies of the underlying assets.”

7. AMENDMENTS TO THE SUPPLEMENT IN RESPECT OF THE SANLAM GBP CREDIT FUND

The section in the Supplement entitled “Investment Policy” shall be amended as follows:

- (i) The first sentence in the first paragraph in the sub-section “General” shall be deleted and replaced with the following:

“The Fund will invest only in debt securities which are listed or traded on Recognised Exchanges worldwide, as further detailed below”.

- (ii) The first sentence in second paragraph in the sub-section “General” shall be deleted and replaced with the following:

“The Fund’s investment in debt securities shall be through all varieties of fixed and floating rate income securities (i.e. fixed rate, floating rate, secured (including asset-backed), unsecured, subordinated, dated, perpetual and inflation-linked bonds).”

- (iii) The second sentence in the third paragraph in the sub-section “General” shall be deleted and replaced with the following:

“The Fund’s investments may include treasury bills and debentures, issued or guaranteed by government and government-related issuers (EU Member States, another OECD member state, another G20 member state or Singapore, their subdivisions, agencies or instrumentalities), bank, corporate or other commercial issuers worldwide.”

- (iv) The first sentence in the tenth paragraph in the sub-section “General” shall be deleted and replaced with the following:

“The Fund may use foreign exchange forwards for hedging purposes as described in the section entitled “Currency Hedging” below”.

- (v) The first paragraph in the sub-section “Investment Strategy” shall be deleted and replaced with the following:

“The Investment Manager will pursue a long-only discretionary investment strategy, i.e. a policy of only holding “long” positions in debt securities, as described under the heading Investment Policy above. This means that the Fund’s Net Asset Value will rise (or fall) in value based on the market value of the bonds held. Factors which influence the market price of the bonds include interest rates, global credit market conditions and individual issuer creditworthiness.”

- (vi) The second and third sentences in the sixth paragraph in the sub-section “Investment Strategy” shall be deleted and replaced with the following:

“The Fund will operate predominantly on a “buy and hold to redemption” policy where bonds are bought with a view to holding until capital is repaid at GBP 100 (or the relevant equivalent currency). For example, a bond may be purchased at GBP 96.00 (or the relevant equivalent currency) with a redemption at GBP 100 (or the relevant equivalent currency) in 4 years time.”

- (vii) The first sentence in first paragraph in the sub-section “Leverage” shall be deleted in its entirety and replaced with the following: *“It is intended the Fund will use foreign exchange forwards solely for hedging, as described under the heading “Currency Hedging”, below.”*

- (ix) The second sentence in the second paragraph in the sub-section “Leverage” shall be deleted and replaced with the following: *“As stated above, the Fund will be not be leveraged through the use of derivatives which are for hedging purposes only.”*

- (viii) The sub-section “Currency Hedging” shall be deleted in its entirety and replaced with the following:

“The Fund may enter into forward foreign exchange (FX) contracts for the purpose of currency hedging. In a forward FX contract, holders are obliged to buy or sell a particular underlying currency at a specified price in a specified quantity and on a specified future date. Forwards may also be cash settled. In contrast to futures, forwards are not traded on an exchange, but in the OTC market. Forward FX contracts may be used to hedge or generate exposure. They can be used to express both positive and negative views on the underlying currencies.

(i) *Portfolio Currency Hedging*

*Assets of the Fund may be denominated in a currency other than the Base Currency and changes in the exchange rate between the Base Currency and the currency of the assets may lead to a depreciation of the value of the Fund’s assets as expressed in the Base Currency. The aim of this hedging will be to reduce the Fund’s level of risk and to hedge the currency exposure of the Fund’s underlying securities into the Base Currency. No assurance however can be given that such mitigation will be successful. Any such transactions shall be carried out at normal commercial rates. Investors should note that further information is set out in the Prospectus at the section entitled “**Currency Risk**”.*

*Investors should also note that the hedging strategies implemented by the Investment Manager at Fund level are distinct from any currency hedging strategies that the Investment Manager may implement in respect of Hedged Share Classes, information on which is set out below under “**Share Class Currency Hedging**”.*

(ii) Share Class Currency Hedging

In the case of the Classes not denominated in the same currency as the base currency, the Investment Manager will hedge the value of these Shares against changes in the rate of exchange between the Base Currency and currency of denomination of the relevant class.

Where a Class of Shares is designated as a hedged Class Share, that Class will be hedged against exchange rate fluctuation risks between the denominated currency of the Share Class and the base currency of the Fund and/or between the denominated currency of the Class and the denominated currencies in which the assets of the Fund are denominated. Such hedging strategy may not be implemented in the following circumstances:

The hedging strategies implemented by the Investment Manager shall be subject to the conditions and within the limits laid down by the Central Bank but may not be implemented in the following circumstances:

- (i) if the Net Asset Value of the Fund falls below USD\$10,000,000 or any other level whereby the Investment Manager considers that there is a risk that it is no longer able to hedge the currency exposure in an effective manner, on the basis that is prohibitively expensive; and*
- (ii) if, in the opinion of the Investment Manager, market conditions are such that hedging against exchange rate fluctuations is prohibitively expensive and may be highly detrimental to the share class.*

*Further information is set out in the Prospectus at the section entitled “Hedged Classes” and “Share Currency Designation Risk”. It should be noted that the successful execution of a hedging strategy which mitigates this currency risk exactly cannot be assured. Investors should also note that the hedging of hedged share classes is distinct from any hedging strategies that the Investment Manager may implement at Fund level, information on which is set out above under “**Portfolio Currency Hedging**”.*

Where a Class is unhedged, a currency conversion will take place on subscriptions, redemptions, conversions and distributions at prevailing exchange rate. In such circumstances, the value of the Share expressed in the Class currency will be subject to exchange rate risk in relation to the Base Currency and/or in relation to the designated currencies of the underlying assets.”

Dated: 31 August, 2020