

SANLAM US DIVIDEND FUND
Supplement to the Prospectus dated 27 February 2018
for Sanlam Universal Funds plc

This Supplement contains specific information in relation to Sanlam US Dividend Fund (the "**Fund**"), a Fund of Sanlam Universal Funds plc (the "**Company**"), an open-ended umbrella type investment company with segregated liability between its Funds authorised by the Central Bank of Ireland (the "**Central Bank**") as an undertaking for collective investment in transferable securities pursuant to the Regulations. There are forty-eight other Funds of the Company in existence, namely:

Satrix World Equity Tracker Fund
Denker Global Financial Fund
Denker Global Equity Fund
Sanlam Global Bond Fund
Sanlam Strategic Cash Fund
Sanlam World Equity Fund
Sanlam Strategic Bond Fund
P-Solve Inflation Plus Fund
Sanlam African Frontier Markets Fund
SIIP India Opportunities Fund
Bridge Global Property Income Fund
Sanlam Centre Global Select Equity Fund
Denker Global Dividend Fund
Sanlam Accel Income Fund
Sanlam Global High Quality Fund
Satrix North America Equity Tracker Fund
Satrix UK Equity Tracker Fund
Satrix Europe excluding UK Equity Tracker Fund
Satrix Emerging Markets Equity Tracker Fund
Sanlam Equity Allocation Fund
Sanlam Managed Risk Fund
Sanlam S&P Africa Tracker Fund
Sanlam Global Property Fund
Anchor Global Stable Fund
High Street Global Balanced Fund
Sanlam FOUR Active European Ex-UK Equity Fund
Sanlam Active UK Fund
Sanlam Global Value Fund
Sanlam Multi-Strategy Fund
Sanlam Stable Global Fund
Anchor Global Equity Fund
Bridge Global Equity Income Growth Fund
Bridge Global Managed Growth Fund
SIM Global Emerging Markets Fund
Sanlam FOUR UK Income Opportunities Fund
Autus Global Equity Fund
Absa Africa Equity Fund
Sanlam Japan Equity Fund
Sanlam Centre American Select Equity Fund
Sanlam Global Convertible Securities Fund
Sanlam Centre Active U.S. Treasury Fund
Wisian Capital South African Equity Fund
Sanlam FOUR Enhanced Income Fund
Cameron Hume Global Fixed Income ESG Fund
Sanlam Real Assets Fund
Sanlam Centre Global Listed Infrastructure Fund
Perpetua Global Equity UCITS Fund

This Supplement forms part of and should be read in conjunction with the Prospectus dated 27 February 2018 (the "Prospectus") and the latest audited financial statements of the Company.

The Fund will invest in financial derivative instruments ("FDIs") for efficient portfolio management and hedging purposes. It is not the intention for the Fund to be leveraged by its use of derivative instruments.

Investment in the Fund should be viewed as medium to long term.

Shareholders should note that dividends may be paid out of the capital of the Fund in order to preserve cash flow to Shareholders. Therefore, there is greater risk that capital may be eroded and distribution will be achieved by forgoing the potential for future capital growth of your investment. This cycle may continue until all capital is depleted. Distributions out of capital may have different tax consequences to distributions of income and it is recommended that you seek appropriate advice in this regard.

Shareholders should also note that fees and expenses of the distributing share classes will be charged to the capital of the Fund. Therefore, there is a greater risk that capital may be eroded and paying expenses out of capital may result in forgoing the potential for future capital growth of your investment. This will have the effect of lowering the capital value of your investment. The Fund will charge fees and expenses of the distributing share classes to the capital of the Fund in order to maximise distributions made to Shareholders.

The Directors of the Company, whose names appear in the "Directors of the Company" section of 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 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.

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

Date: 16 January 2019

DIRECTORY

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Investment Objective and Policies

Investment Objective

The investment objective of the Fund is to target capital growth over the longer term.

Policy and Guidelines

The Fund's investment objective will be achieved by gaining exposure to listed companies in the United States. The Fund may also invest in listed companies in Canada to the value of 25% of the Net Asset Value of the Fund. The securities will primarily be common stocks and other securities with equity characteristics, including but not limited to preferred stocks, warrants (not more than 5% of the Fund's Net Asset Value), rights (which are issued by a company to allow holders to subscribe for additional securities issued by that company), as well as depository receipts, for such securities all of which are listed or traded on Recognised Markets (as set out in Appendix I of the Prospectus). The Fund will invest primarily in dividend yielding securities and the securities will not be selected on the basis of a particular industry/sector or capitalisation bias.

The Fund may also pending reinvestment invest on a short term basis in cash, cash deposits and money market instruments (including, but not limited to commercial paper and certificates of deposit), or collective investment schemes. Any investment in collective investment schemes shall not exceed in aggregate 10% of the Net Asset Value of the Fund.

The Fund may, for efficient portfolio management and hedging purposes also use the financial derivative instruments set out under the "Efficient Portfolio Management" section below.

Risk Management

The Manager on behalf of the Fund has filed with the Central Bank its risk management policy which enables it to accurately measure, monitor and manage the various risks associated with the use of financial derivative instruments. The Manager will, on request, provide supplementary information to Shareholders relating to the risk management methods employed, including the quantitative limits that are applied and any recent developments in the risk and yield characteristics of the main categories of investments. As set out in the risk management policy, the Manager will use the commitment approach for the purposes of calculating global exposure.

Investment Philosophy and Approach

The Investment Manager believes a company's fundamental strengths and weaknesses will be reflected in its market valuation over time. It therefore focuses its attention on identifying companies which are trading significantly below their intrinsic value. The Investment Manager considers intrinsic value to be the value which the company is really worth and which is defined by the calculation of the future discounted cash flows of a company. The aim is to capture the excess returns when these stocks eventually converge to their intrinsic value. These undervalued opportunities are often mispriced in the market due to short-term inefficiencies in quoted share prices. These anomalies can often be caused by the excessive market reactions, and by a tendency to view stocks as short term trading instruments, rather than part ownership of a business. This will often lead the Investment Manager to explore investments in parts of the market that have fallen out of fashion with investors, and where sentiment towards it is unduly depressed. The Investment Manager also believes that a key determinant of excess returns is the price initially paid for stocks. It therefore invests using a disciplined investment framework to ensure that stocks are purchased at attractive initial prices.

The Investment Manager's process of stock selection begins with an initial internal quantitative screen which is used to identify stocks which may be suitable by focussing on the level of dividends payable by such stocks and how long such dividends payments are likely to continue. An extensive fundamentals and valuation analysis is then undertaken to identify the companies with the most significant discounts to their intrinsic value. The most relevant financial criteria analysed include: the earnings statement, the cash flow statement, the composition of the balance sheet, the allocation of capital, and the returns on capital. The most relevant fundamentals criteria analysed include: market size and potential, demand, products'

positioning, competition and barriers to entry. The aforementioned criteria will form part of the Investment Manager's final decision making process. Company meetings are of significant importance, to evaluate the strength of management and shareholder friendliness.

The Investment Manager will seek to invest in those companies where it sees considerable (>20%) upside in the stock price. The core of the Fund's holdings is held on the basis that the Investment Manager believes the stocks of these companies will converge to their intrinsic value over time. Portfolio construction is led by the Investment Manager's conviction levels on each stock, and its position relative to the original selection criteria.

The vast majority of the Investment Manager's time is spent ensuring that the Fund is holding the most attractive possible stocks, with the most superior risk/reward profiles, to meet the Fund's objectives. This means a continuous and rigorous examination of new information and data as it relates to the Fund's holdings and set of new opportunities.

Risk is measured in both absolute and relative terms. The most influential risk control is applied in conviction stock selection procedures, and in ensuring the price paid for each investment is significantly below intrinsic value. The presence of a strong and sustainable dividend yield generally acts as a risk buffer. The Investment Manager complements this with quantitative risk analysis tools, and a robust compliance regime comprising pre and post-trade checking. The Investment Manager further takes care to ensure that the portfolio offers a good level of diversification across different industries, and does not become overly exposed to particular macroeconomic outcomes.

Profile of a Typical Investor

A typical investor is an institutional investor, multi-manager, fund of funds or professional investor, being a corporate, pension fund, insurance company, public sector body such as a government, supranational agency or a local authority, bank, other investment firm, or any other intermediary. The Fund may also accept retail investors. The typical investor will invest over a long-term and will expect the higher levels of volatility that accompany equity investments. Tax implications will vary by investor and each is encouraged to take its own tax advice.

Investment Restrictions

The general investment restrictions contained in the "Investment Restrictions" section of the Prospectus shall apply. In addition, the following investment restrictions shall apply to the Fund:

1. Short selling of securities is not permitted.
2. The Fund may not be geared or leveraged through investment in any security, including but not limited to warrants.
3. Over the counter derivative instruments (except for forward currency contracts) are not permitted.
4. The Fund may not invest in money market instruments or debt securities.

Efficient Portfolio Management

The Fund may also use financial derivative instruments for the purposes of efficient portfolio management only and accordingly to achieve one or more of the following, the reduction of risk, the reduction of costs, and the generation of additional capital or income for the Fund with no, or with an acceptably low level of, risk. Subject to the Investment Restrictions, the Fund may use the following instruments namely: spot and forward currency contracts, exchange traded futures and options (subject to the investment and borrowing limits (10% of the Fund's Net Asset Value) set out herein).

Spot foreign exchange transactions: The Fund may enter into spot foreign exchange transactions which involve the purchase of one currency with another, a fixed amount of the first currency being paid to receive a fixed amount of the second currency. "Spot" settlement means that delivery of the currency amounts normally takes place two business days in both relevant centres after the trade is executed.

Forwards: A forward contract locks-in the price at which an index or asset may be purchased or sold on a future date. In currency forward contracts, the contract holders are obligated to buy or sell the currency at a specified price, at a specified quantity and on a specified future date, whereas an interest rate forward determines an interest rate to be paid or received on an obligation beginning at a start date sometime in the future. Forward contracts may be cash settled between the parties. These contracts cannot be transferred. The Funds' use of forward foreign exchange contracts may include, but is not be limited to, altering the currency exposure of securities held, hedging against exchange risks, increasing exposure to a currency, shifting exposure to currency fluctuations from one currency to another and hedging classes denominated in a currency (other than the Base Currency) to the Base Currency.

Futures: Futures are contracts to buy or sell a standard quantity of a specific asset (or, in some cases, receive or pay cash based on the performance of an underlying asset, instrument or index) at a pre-determined future date and at a price agreed through a transaction undertaken on an exchange. Futures contracts may be used by the Investment Manager to hedge against the movements of a particular market. Since these contracts are marked-to-market daily, the Investment Manager may, by closing out its position, exit from its obligation to buy or sell the underlying assets prior to the contract's delivery date. Futures may be also be used by the Investment Manager to equitise cash balances, both pending investment of a cash flow and with respect to fixed cash targets. Frequently, using futures to achieve a particular strategy instead of using the underlying or related security or index results in lower transaction costs being incurred.

Options: There are two forms of options: put and call options. Put options are contracts sold for a premium that gives one party (the buyer) the right, but not the obligation, to sell to the other party (the seller) of the contract, a specific quantity of a particular product or financial instrument at a specified price. Call options are similar contracts sold for a premium that gives the buyer the right, but not the obligation, to buy from the seller of the option. Options may also be cash settled. The Investment Manager on behalf of the Fund may be a seller or buyer of put and call options. The Fund may use such instruments to hedge against the movements of a particular market.

The Investment Manager may hedge the foreign currency exposure of Share classes denominated in a currency other than the Base Currency in order that investors in this Share class receive a return in the currency of that Share class substantially in line with the investment objective of the Company. As foreign exchange hedging may be utilised for the benefit of a particular Share class, its cost and related liabilities and/or benefits shall be for the account of the Share class only. Accordingly, such costs and related liabilities and/or benefits will be reflected in the Net Asset Value per Share for Shares of any such class. It may not be possible to hedge against certain events or changes, or the Investment Manager may choose not to hedge all or any of the Fund's exposure. It is expected that the extent to which such currency exposure will be hedged will range from 0% to 100% of the Net Asset Value of the relevant class. Such hedge will in no case exceed 105% of the Net Asset Value of the relevant class. The Investment Manager will keep that position under review and will ensure over hedged positions do not exceed 105% of the Net Asset Value of the relevant Share class and that positions in excess of 100% will not be carried forward from month to month.

Currency hedging may be undertaken to reduce the Funds' exposure to the fluctuations of the currencies in which the Funds' assets may be denominated against the Base Currency of the Fund. The Fund may employ techniques and instruments for protection against exchange risks (including foreign exchange transactions which alter the currency characteristics of transferable securities held by the Fund) and to alter the currency exposure characteristics of transferable securities in accordance with the conditions and limits set down by the Central Bank. The purpose of investing in these instruments is to hedge against exchange rate risk/interest rate risk to which the Fund may otherwise be exposed or, in the case of securities lending arrangements, to generate additional income for the Fund with an acceptably low level of risk.

Further detail on the requirements relating to such transactions and the Collateral Policy for the Fund is contained in the Prospectus.

Listing

The Accumulation B USD Shares, Distribution A Sterling Shares, Accumulation A Sterling Shares, Distribution A USD Shares, Distribution A Euro Shares, Accumulation A USD Shares, Accumulation B Sterling Shares, Accumulation A Euro Shares, Accumulation H Sterling Shares and the Distribution H

Sterling Shares have been admitted to listing on the Official List and traded on the Global Exchange Market ("GEM") of Euronext Dublin.

An application has been made to Euronext Dublin for the Class SR USD Shares and Class SI USD Shares, to be admitted to the Official List and to trading on the GEM of Euronext Dublin and dealing in these Shares of the Fund will commence immediately following the closing of the Initial Offer Period. No application has been made to list the Shares on any other stock exchange.

GEM is not a "regulated market" as defined under the Directive on Markets in Financial Instruments 2014/65/EU.

Neither the admission of the Shares to listing on the Official List and trading on the Global Exchange Market of Euronext Dublin nor the approval of this Supplement pursuant to the listing requirements of Euronext Dublin shall constitute a warranty or representation by Euronext Dublin as to the competence of service providers to or any other party connected with the Fund, the adequacy of information contained in this Supplement or this Prospectus or the suitability of the Fund for investment purposes.

As of the date of this document, the Fund does not have any loan capital (including term loans) outstanding or created but unissued or any outstanding mortgages, charges, debentures or other borrowings or indebtedness in the nature of borrowing, including bank overdrafts, liabilities under acceptance (other than normal trade bills) or acceptance credits, hire purchase or finance lease commitments, guarantees or other contingent liabilities which are material in nature.

As at the date of this Supplement, no Director nor their spouses nor their infant children or any person closely associated have any interest in the shares of the Fund or any options in respect of such capital.

Save as disclosed herein there has been no significant change and no significant new matter has arisen since the date of the Prospectus.

The Directors confirm that there has been no significant change in the financial or trading position of the Company since 31 December 2017, the date of the latest financial statements of the Company.

Investment Manager and Distributor

The investment manager and distributor currently appointed to the Fund is:

Sanlam FOUR Investments UK Limited

Sanlam FOUR Investments UK Limited (the "**Investment Manager**") is a company incorporated under the laws of the United Kingdom having its registered office at 1 Ely Place, London, EC1N 6RY, United Kingdom. The Investment Manager is regulated by the Financial Conduct Authority.

Borrowings

In accordance with the general provisions contained in the "Borrowing and Lending Powers" section of the Prospectus, the Fund may borrow up to 10% of its net assets on a temporary basis. Such borrowings are permitted only to meet the Fund's obligations in relation to (i) the administration of the Fund relating to purchase or sale transactions; and/or (ii) the redemption or cancellation of Shares in the Fund. Borrowings in relation to (i) above are only permitted for a period of up to 8 calendar days, and 61 calendar days in respect of (ii) in order to comply with the South African Financial Sector Conduct Authority and to allow for the Fund to be distributed to South African retail investors. However, at all times borrowings on behalf of the Fund will be in accordance with the Regulations and the requirements of the Central Bank.

Risk Factors

The risk factors set out in the "Risk Factors" section of the Prospectus apply to the Fund. In addition, the following risk factors apply to the Fund:

Segregated Liability between the Funds

Liabilities of one sub-fund of the Company will not impact on nor be paid out of the assets of another sub-fund of the Company. While the provisions of the Companies Acts 2014 provide for segregated liability between sub-funds, these provisions have yet to be tested in foreign courts, in particular, in satisfying local creditors' claims. Accordingly it is not free from doubt that the assets of any sub-fund may be exposed to the liabilities of other sub-funds of the Company. As of the date of the Prospectus the Directors are not aware of any existing or contingent liability of any sub-fund of the Company.

Legal Risk

Legal risk is the risk of loss due to unexpected application of a law or regulation, or because contracts are not legally enforceable or documented correctly in the context of financial derivative instruments.

Dividend Policy

It is the intention of the Directors to declare a dividend in relation to the Distribution A Sterling Shares, Distribution A USD Shares, Distribution A Euro Shares and Distribution H Sterling Shares on a quarterly basis on or around 31 March, 30 June, 30 September and 31 December of each year

It is the intention of the Company to seek UK "reporting fund" status in respect of Accumulation A Sterling Shares, Accumulation B Sterling Shares and Distribution A Sterling Shares. In broad terms, a "reporting fund" is a non-UK domiciled fund that meets certain upfront and annual reporting requirements to the HM Revenue & Customs and its Shareholders. Once reporting fund status is obtained from HM Revenue & Customs for the relevant classes it will remain in place permanently, provided the annual requirements are complied with. UK Shareholders who hold their interests in the Accumulation A Sterling Shares, Accumulation B Sterling Shares and Distribution A Sterling Shares at the end of the reporting period to which the reported income relates, subject to their personal circumstances, will normally be liable to either income tax or corporation tax on the higher of any cash distribution paid and the full reported amount. The reported income will be deemed to arise to UK Shareholders on the date the report is issued by the Company.

The Directors reserve the right to change the dividend policy of the Fund to reflect changes that may occur from time to time in the requirements for qualifying as a reporting fund or otherwise for the purposes of UK taxation and will notify Shareholders of any changes to the Dividend Policy.

Investors should refer to their tax advisors in relation to the implications of these Share classes obtaining such status and any payment of dividends. Please see the section entitled United Kingdom under the Taxation section of the Prospectus of the Company for further details.

As at the date of this Supplement, no dividends have been declared.

Key Information for Buying and Selling

Initial Offer Period

The Initial Offer Period for the Class SR USD Shares and Class SI USD Shares begins at 9.00a.m. on 17 January 2019 to 5.00 p.m. on 16 July 2019 (as may be shortened or extended by the Directors in accordance with the Central Bank's requirements). Accumulation A USD Shares, Accumulation A Sterling Shares, Accumulation A Euro Shares, Accumulation B Sterling Shares, Accumulation B USD Shares, Distribution A Euro Shares, Distribution A Sterling Shares, Distribution A USD Shares, Accumulation H Sterling Shares and Distribution H Sterling Shares are currently available for subscription on each Dealing Day.

Initial Issue Price

SR USD	US\$10
SI USD	US\$10

Base Currency

USD

Business Day

Any day (except Saturday or Sunday) on which the banks in Ireland, UK and U.S. are open for business and such other days as the Directors may, with the consent of the Depositary, determine and notify in advance to Shareholders.

Dealing Day

Any Business Day.

Dealing Deadline

In respect of a Dealing Day, the Dealing Deadline is defined as 2.00 pm in Ireland on the relevant Business Day.

Minimum Shareholding, Minimum Initial Investment Amount and Minimum Additional Investment Amount

Accumulation A Sterling	£1,000
Accumulation A USD	US\$1,000
Accumulation A Euro	€1,000
Accumulation B USD	US\$10,000
Accumulation B Sterling	£10,000
Distribution A Sterling	£1,000
Distribution A USD	US\$1,000
Distribution A Euro	€1,000
Accumulation H Sterling	£1,000
Distribution H Sterling	£1,000
SR USD	None
SI USD	None

The Manager may, in its absolute discretion, waive or reduce the amounts set out above under Minimum Shareholding, Minimum Initial Investment Amount and Minimum Additional Investment Amount.

Preliminary Charge

Accumulation A Sterling	up to 5%
Accumulation A USD	up to 5%
Accumulation A Euro	up to 5%
Distribution A Sterling	up to 5%
Distribution A USD	up to 5%
Distribution A Euro	up to 5%
Accumulation B USD	none
Accumulation B Sterling	none
Accumulation H Sterling	none
Distribution H Sterling	none
SR USD	none
SI USD	none

Settlement Date

In the case of subscriptions payment must be received no later than three Business Days after the relevant Dealing Day. However, the Directors may, at their discretion, allow investors to make payment for subscriptions after these periods. In such circumstances, the provisions which are set out under the "Application for Shares" section of the Prospectus shall apply. Furthermore, the completed subscription documentation must have been received by the relevant Dealing Deadline.

If payment in full has not been received by the Settlement Date, or in the event of non-clearance of funds, the Directors may treat the application as an application for such number of Shares as may be purchased with such payment on the next Dealing Day following receipt of payment in full or of cleared funds.

If cleared funds are not received on the Settlement Date then any interest costs and/or directly related charges will be reimbursed by the subscriber unless otherwise agreed by the Directors at their absolute discretion.

In the case of repurchases three Business Days after the relevant Dealing Day (assuming the receipt of the relevant duly signed repurchase documentation).

Valuation Point

11.59 pm (Irish time) on the relevant Dealing Day.

Charges and Expenses

Fees of the Manager, the Investment Manager, the Depositary, the Registrar and Transfer Agent, the Administrator and the Distributors.

The total annual investment management charges and expenses of the Fund are based on a percentage of the NAV of the Fund prior to the deduction of any fees or other expenses.

The total annual investment management charges and expenses of the Fund differ for the various classes of Shares. The total annual management charges and expenses of the Accumulation A Sterling, Accumulation A USD, Accumulation A Euro, Accumulation B USD, Accumulation B Sterling, Accumulation H Sterling, Distribution A Sterling, Distribution A Euro, Distribution A USD and Distribution H Sterling Shares in the Fund will be as follows:-

Accumulation A Sterling Share.	0.75% per annum of the NAV of the Fund attributable to that class of Share.
Accumulation A USD of Share.	0.75% per annum of the NAV of the Fund attributable to that class of Share.
Accumulation A Euro Share.	0.75% per annum of the NAV of the Fund attributable to that class of Share.
Accumulation B USD Share as the Shareholders in this class have entered into a separate investment management agreement with the Investment Manager.	0.00% per annum of the NAV of the Fund attributable to that class of Share as the Shareholders in this class have entered into a separate investment management agreement with the Investment Manager.
Accumulation B Sterling Share as the Shareholders in this class have entered into a separate investment management agreement with the Investment Manager.	0.00% per annum of the NAV of the Fund attributable to that class of Share as the Shareholders in this class have entered into a separate investment management agreement with the Investment Manager.
Accumulation H Sterling of Share	0.75% per annum of the NAV of the Fund attributable to that class of Share
Distribution A Sterling Share.	0.75% per annum of the NAV of the Fund attributable to that class of Share.
Distribution A Euro Share.	0.75% per annum of the NAV of the Fund attributable to that class of Share.
Distribution A USD Share.	0.75% per annum of the NAV of the Fund attributable to that class of Share.
Distribution H Sterling	0.75% per annum of the NAV of the Fund attributable to that class of Share

Share.

The Manager will be entitled to receive out of the assets of the Fund an annual aggregate fee of up to 0.15% of the Net Asset Value of the Accumulation A Sterling, Accumulation A USD, Accumulation A Euro, Accumulation B USD, Accumulation B Sterling, Accumulation H Sterling, Distribution A Sterling, Distribution A Euro, Distribution A USD and Distribution H Sterling Shares (plus VAT, if any) subject to a minimum fee of up to \$20,000. These fees will accrue and be calculated on each Dealing Day and be payable monthly in arrears. The Manager will be responsible for all its own out of pocket costs and expenses. The Manager will pay out of its fees, the fees and expenses of the Administrator.

The Manager will be entitled to receive from the Company an annual fee of 0.85% of the Net Asset Value of the Class SR USD Shares and 0.55% per annum of the Net Asset Value of the Class SI USD Shares. The Manager will pay out its fees, the fees and expenses of the Distributor, Investment Manager and the Administrator. Shareholders in these classes have entered into a separate investment management agreement with the Investment Manager. The above fees shall accrue and be calculated with reference to the daily Net Asset Value of the Fund on each Dealing Day and will be payable monthly in arrears. The Manager will be responsible for all its own out of pocket costs and expenses.

The Registrar and Transfer Agent will be entitled to receive from the Company out of the assets of the Fund an annual fee which will not exceed US\$2,500 plus \$1,000 for each additional share class greater than four, together with reasonable costs and expenses incurred by the Registrar and Transfer Agent in the performance of its duties as Registrar and Transfer Agent of the Fund. These fees shall accrue and be calculated on each Dealing Day and shall be payable monthly in arrears. The Registrar and Transfer Agent shall also be entitled to be reimbursed out of the assets of the Fund all agreed transaction charges (which will be charged at normal commercial rates).

The Depositary will be entitled to receive from the Company out of the assets of the Fund an annual trustee fee which will not exceed 0.02% of the net assets of the Fund (plus VAT, if any) together with reasonable costs and expenses incurred by the Depositary in the performance of its duties as Depositary of the Fund. These fees shall accrue and be calculated on each Dealing Day and shall be payable monthly in arrears. The Depositary shall also be entitled to be reimbursed out of the assets of the Fund all agreed safekeeping fees, expenses and all agreed transaction charges (which will be charged at normal commercial rates).

The cost of establishing the Fund, obtaining authorisation from any authority, regulatory or other body, listing the Shares on Euronext Dublin, filing fees and the preparation and printing of this Supplement, marketing costs and the fees of all professionals relating to it, is not expected to exceed €15,000 and are being borne by the Fund and amortised over the five years following the first issue of Shares in the Fund.

This section should read in conjunction with the section entitled "Charges and Expenses" in the Prospectus.

Material Contracts

Investment Management Agreement

The Investment Management Agreement dated 03 March 2010 between the Manager and the Investment Manager (the "**Agreement**") provides that the appointment of the Investment Manager will continue in force unless and until terminated by the Manager on giving not less than 30 days' written notice to the Investment Manager or the Investment Manager giving not less than 90 days' written notice to the Manager. However, in certain circumstances the Agreement may be terminated without a minimum period of notice by either party. The Agreement limits the liability of the Investment Manager to the Manager to losses arising by reason of the fraud, bad faith, negligence, wilful default or wilful misfeasance of the Investment Manager in the performance or non-performance of its duties. The Agreement also provides that the Investment Manager shall indemnify the Manager to the extent that any claims, costs, direct damages, direct losses or expenses are attributable to the fraud, bad faith, negligence, wilful default or wilful misfeasance by the Investment Manager in the performance or non-performance of its duties.

Distribution Agreement

The Distribution Agreement dated 21 December 2015 between the Manager and the Distributor (the "**Agreement**") provides that the appointment of the Distributor will continue in force unless and until terminated by the Manager on giving not less than 90 days' written notice to the Distributor or by the Distributor giving not less than 90 days' written notice to the Manager. However, in certain circumstances

the Agreement may be terminated without a minimum period of notice by either party. The Agreement limits the liability of the Distributor to the Manager to losses arising by reason of the fraud, bad faith, negligence, wilful default or wilful misfeasance by the Distributor in the performance or non-performance of its duties. The Agreement also provides that the Distributor shall indemnify the Manager to the extent that any claims, costs, direct damages, direct losses or reasonable expenses are attributable to the fraud, bad faith, negligence, wilful default or wilful misfeasance by the Distributor in the performance or non-performance of its duties.