

INFORMATION FOR HONG KONG INVESTORS  
THREADNEEDLE INVESTMENT FUNDS ICVC  
30 APRIL 2020

# THREADNEEDLE INVESTMENT FUNDS ICVC INFORMATION FOR HONG KONG INVESTORS

## Information for Hong Kong Investors Threadneedle Investment Funds ICVC

If you are in any doubt about the contents of the Prospectus accompanying this document, or about this document itself, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser.

**Warning:** In relation to the Funds of Threadneedle Investment Funds ICVC (the “**Company**”) set out in the Prospectus, only the following Funds are authorised by the Securities and Futures Commission (“**SFC**”)\* pursuant to Section 104 of the Securities and Futures Ordinance and hence may be offered to the public of Hong Kong:

European Fund  
Japan Fund<sup>1</sup>  
UK Select Fund  
UK Smaller Companies Fund

Please note that the Prospectus is a global offering document and therefore also contains details of the following Funds which are not authorised by the SFC:-

American Fund  
American Select Fund  
American Smaller Companies Fund (US)  
Asia Fund  
Dollar Bond Fund  
Emerging Market Bond Fund  
European Bond Fund  
European Select Fund  
European Smaller Companies Fund  
Global Bond Fund  
Global Select Fund  
High Yield Bond Fund  
Latin America Fund  
Monthly Extra Income Fund  
Sterling Bond Fund  
Sterling Corporate Bond Fund  
Strategic Bond Fund  
Sterling Short-Term Money Market Fund  
UK Equity Income Fund  
UK Equity Opportunities Fund  
UK Fund  
UK Growth and Income Fund  
UK Institutional Fund  
UK Monthly Income Fund

No offer shall be made to the public of Hong Kong in respect of the above unauthorised Funds. The issue of the Prospectus was authorised by the SFC only in relation to the offer of the above SFC-authorised Funds to the public of Hong Kong.

Intermediaries should take note of this restriction.

Details of the share classes made available to public offerings in Hong Kong are set out at Schedule 2 to this document.

Class X Shares, Class 2 Shares, Class D Shares, Class L Shares, Class M Shares, Class N Shares and Class Z Shares of each of the Funds will not be made available for public offers in Hong Kong.

The information in this document is current as at 30 April 2020. Threadneedle Investment Services Limited, the Authorised Corporate Director (the “**ACD**”) of the Company, is the person responsible for the information contained in the Prospectus and this document and accepts responsibility accordingly.

### *Hong Kong Representative and Constitutive Documents*

The Hong Kong Representative is:

HSBC Institutional Trust Services (Asia) Limited  
1 Queen’s Road Central  
Hong Kong

Attention: Transfer Agency, Fund Services  
Tel: 852-3663-5500  
Fax: 852-3409-2697

The Company has entered into an agreement dated 17 March 1998 with the Hong Kong Representative (formerly known as Bermuda Trust (Far East) Limited), under which the Hong Kong Representative will undertake certain functions in Hong Kong on behalf of the Company, in accordance with the SFC Code on Unit Trusts and Mutual Funds. The Company will pay an annual fee of US\$5,000 to the Hong Kong Representative for these services.

The documents of the Company referred to under the section “Documents of the Company” in the Prospectus may be inspected free of charge at, or purchased at a reasonable price from, the offices of the Hong Kong Representative at the above address.

The Key Investor Information referred to in the Prospectus is not available for distribution to Hong Kong investors. The Key Investor Information is available only upon the specific request of a Hong Kong investor directed to the ACD Client Services Department at the details provided in the “Directory” section of the Prospectus following his or her receipt of the Hong Kong offering documents. The Key Investor Information will be sent to the relevant Hong Kong investor directly from the service provider of the Company outside Hong Kong, together with another copy of the Hong Kong offering documents and a personalised cover letter. The terms of the Key Investor Information are reflected in the Hong Kong offering documents.

\*SFC authorisation is not a recommendation or endorsement of the Company or the Funds, nor does it guarantee the commercial merits of the Company or the Funds or their performance. It does not mean the Company or the Funds are suitable for all investors nor is it an endorsement of their suitability for any particular investor or class of investors.

<sup>1</sup>This Fund will cease to be an SFC authorised fund with effect from 10 June 2020. Subscriptions or conversions into this Fund will no longer be accepted. The disclosure in relation to this Fund in the Product Key Facts statement of the Fund will not be updated

### Investment Advisory Arrangements

Threadneedle Asset Management Limited may, subject to its own liability, delegate the discretionary investment management of part of the assets of the following Fund(s) to one or more third parties within the Ameriprise Financial, Inc. group of companies:

#### ■ Japan Fund

The delegate of Threadneedle Asset Management Limited for the above Fund(s) is Columbia Management Investment Advisers, LLC, the registered address of which is at 100 Federal Street Boston, MA 02110, United States.

### Minimum Subscriptions and Holdings

The minimum subscriptions and holding for Hong Kong residents are:

Class 1 Accumulation Shares (including hedged shares) –  
Minimum Investment – GBP 2,000 / EUR 2,500 / JPY 280,000  
Subsequent Subscription – GBP 1,000 / EUR 750 / JPY 140,000  
Minimum Holding – GBP 500 / EUR 750 / JPY 70,000

Class 1 Income Shares (including hedged shares) –  
Minimum Investment – GBP 2,000 / EUR 2,500  
Subsequent Subscription – GBP 1,000 / EUR 750  
Minimum Holding – GBP 500 / EUR 750

### ACD's Fees

As remuneration for carrying out its duties and responsibilities for Class 1 Shares as the authorised corporate director of and the registrar to the Company, the ACD is paid an annual fee out of each of the Funds of the Company as set out in the Prospectus in the section "Charges payable to the ACD". The fee is calculated with reference to the Net Asset Value of the relevant Funds.

### Custodian's Fees

The remuneration of the Custodian of the property of the Company for acting as Custodian is calculated at an ad valorem rate determined by the territory or country in which the assets of each Fund are held. Currently, the lowest rate is 0.002% and the highest rate is 0.44%. In addition, the Custodian makes a transaction charge determined by the territory or country in which the transaction is effected. Currently, these transaction charges range from £3 to £90 per transaction.

### Depositary's Fee

The Depositary currently charges a periodic charge at such annual percentage rate of 0.01% being paid on the same basis as the ACD's annual management charge.

In addition, the Depositary will be entitled to receive reimbursement for expenses properly incurred by it in the discharge of its duties or exercising any of the powers conferred upon it in relation to the Company and each Fund as set out in the Prospectus in the section "Depositary's fee".

### Risk Factors

Before investing in the Company, potential investors should consider the risks involved. Please see the section headed "Investment objectives, policies and other details of the Funds" in the Prospectus for specific risks associated with each Fund and the section headed "Risk factors" in the Prospectus for risks associated with investing in the Company.

Neither the ACD nor the Investment Manager guarantees the performance of the Company or the repayment of capital from the Company. Prospective investors should be aware that the price of Shares in the Funds and the income from Shares (if any) may go down as well as up. There is no assurance that the investment objectives of the Funds will be achieved.

Investors should note that the information contained in the "Investor Profile" section in the investment objective and policy of each Fund in the Prospectus is provided for reference only. Before making any investment decisions, investors should consider their own specific circumstances, including, without limitation, their own risk tolerance level, financial circumstances, investment objectives, etc. If you are in doubt about this information, you should consult your stockbroker, bank manager, solicitor, accountant or other financial adviser.

#### *Use of Derivatives and Forward Transactions*

Each of the Funds is permitted by the FCA Rules to use derivatives and forward transactions for the purposes of efficient portfolio management ("EPM"). The types of derivatives and forward transactions that may be so used for EPM purposes by the Funds include futures, forwards, options and swaps. The price of derivatives and forward transactions can be very volatile because a small movement in the price of the underlying security, index, interest rate or currency may result in a substantial movement in the price of the instrument. In addition, derivatives and forward transactions are subject to a variety of other risks, including liquidity risk (e.g. when particular derivative instruments become difficult to purchase or sell), credit risk (e.g. when an issuer or counterparty fails to honour its obligations under the derivative contract, or a lowering of the credit rating of an instrument leading to decreased liquidity of the instrument) and the risk of non-performance by the counterparty, including risks relating to the financial soundness and creditworthiness of the counterparty. Other risks include the risks relating to the valuation of derivatives and forward transactions as these transactions are complex and their valuation may involve subjective elements. The use of derivatives for hedging and/or EPM purposes may become ineffective in adverse situations or if the ACD or the Investment Manager employs a strategy that does not correlate well with the Funds' investments. This may result in a significant loss to the Funds. Nevertheless, owing to the limited exposure to derivatives and forward transactions under EPM, the ACD does not consider that such use of derivatives and forward transactions will increase the risk profile of any Fund.

<sup>2</sup>Efficient portfolio management is defined in the Prospectus to mean the use of techniques and instruments which relate to transferable securities and approved money-market instruments which fulfil the following criteria: (a) they are economically appropriate in that they are realised in a cost effective way; and (b) they are entered into for one or more of the following specific aims:  
- reduction of risk;  
- reduction of cost;  
- generation of additional capital or income for the scheme with a risk level which is consistent with the risk profile of the scheme and the risk diversification rules laid down in COLL.

**Downgrading Risk**

Investment grade securities may be subject to the risk of being downgraded to below investment grade securities. In the event of downgrading in the credit ratings of a security or an issuer relating to a security, a Fund's investment value in such security may be adversely affected. The ACD may or may not dispose of the securities, subject to the investment objectives of the relevant Fund. In the event of investment grade securities being downgraded to below investment grade securities, the Fund will also be subject to the risks outlined in the paragraph headed "10. High Yield Bond" in the Prospectus under the section "Risk factors".

**Risks related to the European sovereign crisis**

Certain Funds may invest substantially in Europe. The current Eurozone crisis continues to raise uncertainty with little or no clarity on an enduring solution. Potential scenarios could include, among other things, the downgrading of the credit ratings of European countries, the default or bankruptcy of one or more sovereigns within the Eurozone, the departure of some, or all, relevant EU Member States from the Eurozone, or any combination of the above or other economic or political events. These may lead to the Euro no longer being a valid trading currency, and to additional legal and operational risks to the Funds. It may also cause uncertainty as to the operation of certain terms of agreements that are governed by the law of an exiting EU Member State and may require the redenomination of some, or all, Euro-denominated sovereign debt, corporate debt and securities (including equity securities). In such circumstances, a large number of investors could decide to redeem their investments in the Funds at the same time.

These events may increase volatility, liquidity and currency risks associated with investments in Europe and the Funds may potentially be adversely affected by any or all of the above factors, or there may be additional unintended consequences.

**Risk of Termination**

Each of the Funds may be terminated in certain circumstances which are summarised under the section headed "Winding up of the Company or a Fund of the Company" in the Prospectus. In the event of the termination of any of the Funds, the Company would have to distribute to the Shareholders their pro rata interest in the assets of the Fund. It is possible that at the time of such sale or distribution, certain investments held by the Fund may be worth less than the initial cost of such investments, resulting in a corresponding loss to the Shareholders. Moreover, any organisational expenses with regard to the Shares that had not yet become fully amortised would be debited against the Fund's assets at that time and the Fund would have to meet any outstanding liabilities which would affect the value of the Fund at the time of the termination.

**Shareholder Concentration Risk**

A Fund with high shareholder concentration may have compounded funding liquidity risks, i.e., where the relevant Fund is held by a small number of shareholders, a single redemption request may constitute a relatively large portion of the Fund size. In such circumstances, the Fund may be subject to higher liquidity risks and may be adversely affected.

**Liquidity Risk**

Please refer to the paragraph headed "19. Liquidity Risk" in the Prospectus under the section "Risk factors" for disclosures relating to liquidity risk. Where it is disclosed in the Prospectus that dealings in the fund may be limited due to issues of capacity, it refers to the fact that dealings in the Funds which are Limited Issue Funds may be limited due to issues of capacity. This is because the ACD may decide to limit the capacity of the relevant Limited Issue Fund to issue Shares. Currently, none of the Funds are Limited Issue Funds.

**Custody Risk**

Market practices in relation to the settlement of securities transactions and the custody of assets could provide increased risk. Where a Fund invests in markets where custodial and/or settlement systems are not fully developed, the assets of the Fund may be exposed to custodial risk. In particular, some of the markets in which the Fund may invest do not provide for settlement on a delivery versus payment basis and the risk in relation to such settlements has to be borne by the Fund. In case of liquidation, bankruptcy or insolvency of a custodian or sub-custodian, the Fund may take a longer time to recover its assets. In extreme circumstances such as the retroactive application of legislation and fraud or improper registration of title, the Fund may even be unable to recover all of its assets. The costs borne by a Fund in investing and holding investments in such markets will be generally higher than in organised securities markets.

**Publication of Prices**

The Net Asset Value for each Share Class of each Fund will be available daily on the website [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com)\*.

**Other Funds Managed by the ACD**

The ACD also acts as manager or the Authorised Corporate Director in respect of the funds set out in the section "Management and administration: The Authorised Corporate Director" in the Prospectus. These funds are not authorised in Hong Kong and therefore will not be available to Hong Kong residents.

**Applications by Hong Kong Investors**

Applications may be made direct to Threadneedle Investment Services Limited in the UK in accordance with the Prospectus, or through the Company's Hong Kong Representative. No money should be paid to any intermediary in Hong Kong who is not licensed or registered to carry on Type 1 regulated activity under Part V of the Securities and Futures Ordinance.

**Dealing Charges**

The initial charges, conversion fees and switching fees applicable to Hong Kong investors are set out in the section "Dealing Charges" in the Prospectus.

**Initial Charge applicable to Hong Kong investors**

Class 1 Shares: up to 5% of the gross amount invested.

The ACD will give written notice to the shareholders not less than 60 days before implementing any increase to the rates of initial charge set out above.

\*The contents of this website have not been reviewed by the SFC.

### **Fair Value Pricing**

To the extent permitted by the FCA and subject to appropriate controls, the ACD may use a technique known as “**fair value pricing**” to adjust underlying security prices by reference to external price indicators and appropriate trigger levels so that the valuation of the Funds will more accurately reflect market developments on any given Dealing Day.

Securities acquired on behalf of a Fund may subsequently become illiquid due to events relating to the issuer of the securities, market and economic conditions and regulatory sanctions. In cases where no clear indication of the value of a Fund’s securities is available (for example, when the secondary markets on which a security is traded has become illiquid) the ACD may apply valuation methods to ascertain the fair value of such securities.

In addition, market volatility may result in a discrepancy between the latest available issue and redemption prices for the Fund and the fair value of the Fund’s assets. To protect the interest of Shareholders, the ACD may, after consultation with the Depositary, adjust the Net Asset Value of the Fund or the Shares, if in the circumstances it considers that such adjustment is required to reflect more accurately the fair value of the Fund’s assets.

Valuation of a Fund’s investments may involve uncertainties and judgmental determinations, and independent pricing information may not at all times be available. If such valuations should prove to be incorrect, the Net Asset Value of the Fund may be adversely affected.

### **Deferred redemption**

As disclosed in the section headed “Deferred redemption” in the Prospectus, in times of high redemptions, where requested redemptions exceed 10% of a Fund’s value, to protect the interest of continuing Shareholders, the ACD may defer redemptions at a particular valuation point on a Dealing Day, to the Valuation Point on the next Dealing Day.

Please note that such deferral would be made in respect of redemption requests in excess of 10% of the relevant Fund’s value on a pro-rata basis. Subject to sufficient liquidity being raised at the next Valuation Point, all deferred redemption requests relating to the earlier valuation point will be completed before those relating to the later Valuation Point are considered.

### **Suspension of Dealings in the Company**

The ACD may, with the prior agreement of the Depositary, having regard to the best interests of the Shareholders, and must without delay if the Depositary so requires, temporarily suspend the issue, cancellation, sale and redemption of Shares in any or all of the Funds where due to exceptional circumstances it is in the interests of all the Shareholders in the relevant Fund or Funds. The circumstances under which suspension of dealing may occur include, for example, those where the ACD cannot reasonably ascertain the value of the assets or realise assets of the Fund, or the closure or suspension of dealing on a relevant exchange.

The ACD and the Depositary must ensure that the suspension is only allowed to continue for as long as is justified having regard to the interests of Shareholders.

In particular, exceptional circumstances that may require or indicate the possible need for suspension of dealing may include:

- (i) significant disruption to the trading of equity or debt securities in a market or markets in which a Fund is wholly or substantially invested, as a consequence of which the ACD and/or the Depositary do not believe that they can establish a reasonable estimate of the value at which investments in that market could be sold or purchased, which may itself include the suspension of a market;
- (ii) the failure of settlement systems related to the trading of equities/bonds/currencies in market or markets in which a Fund is wholly or substantially invested, as a consequence of which it is not possible to trade and settle investments in a manner that is necessary to meet redemptions by Shareholders;
- (iii) a Fund is in receipt of a substantial volume of redemption instructions and as a result of trading conditions (e.g. relative lack of liquidity in relevant markets), the ACD and/or the Depositary do not believe that they can currently establish a reasonable estimate of the value at which investments in that market could be sold;
- (iv) the systems used for valuing the assets of a Fund and pricing Shares in that Fund, or information feeds from custodian banks, have been disrupted to such an extent that it is not possible to provide a reliable valuation of such assets; and
- (v) any other significant event that may directly impact the ACD’s ability to price Shares in a Fund.

Any temporary suspension of dealing in respect of the Company and/or any of the Funds shall be notified to the SFC immediately and, where possible, all reasonable steps will be taken to bring any period of temporary suspension to an end as soon as possible. If the ACD declares such suspension, the relevant notice of suspension of dealing in Shares will be published immediately following such decision and at least once a month during the period of suspension on the website [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com)\*.

During any suspension, a holder may withdraw his redemption notice provided that such withdrawal is in writing and is received before the end of the suspension. Any notice not withdrawn will be dealt with on the Dealing Day next following the end of the suspension.

### **Unclaimed Proceeds**

On dissolution of the Company or termination of a Fund, the net proceeds not collected or claimed by the Shareholders upon completion of the liquidation or termination proceedings will be paid into court within 1 month of dissolution or termination for the account of the Shareholders, and such amounts will be forfeited if not claimed by the Shareholders by the statutory deadline of 6 years from the time of payment in court under the FCA Rules.

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### Stock lending and Repo Contracts

The Company currently engages in stock lending activities with the Custodian acting as stock lending agent on behalf of the Depositary. The purpose of such stock lending activities is to generate additional income for the Company with an acceptable degree of risk.

Under an agreement between the Company, the Depositary, the Investment Manager and the Custodian, the Custodian is entitled to a payment for providing stock lending services to the Company. The fee payable to the Custodian is calculated as a percentage of the gross income from stock lending and will be 12.5% of the income generated by the stock lending activity. The remaining amount of income that is generated by virtue of the stock lending activity is then applied to the Scheme Property of the Company being 87.5%.

The Company will only enter into stock lending arrangements with counterparts authorised by the FCA which includes minimum standards of capital requirement of such counterparts. The Depositary or the Custodian at the time of transfer of securities receives collateral to cover against the risk of the future redelivery of securities not being completed. The Depositary accepts a variety of collateral (such as readily realisable securities), the value of which is at least equal in value, at the time of the transfer to the Depositary, to the value of the securities transferred by the Depositary.

Please see the section headed “Charges payable to the ACD”, and the sections headed “44. Stock lending” and “45. Treatment of collateral” in Appendix II of the Prospectus for further details.

Notwithstanding that it is stated under the section of Appendix II headed “44. Stock lending” of the Prospectus that repo contracts may be entered into in respect of the Company, the Company does not in fact enter into such contracts. This document will be amended if the Company wishes to make use of repo contracts in the future.

### Transactions with Connected Persons and Commissions

Cash forming part of the property of the Company may be placed as deposits with the ACD, the Investment Manager, the Depositary, the Custodian or with any of their connected persons (as defined in the SFC Code on Unit Trusts and Mutual Funds) (being an institution licensed to accept deposits), so long as such cash deposits shall be maintained in a manner that is in the best interest of the holders, having regard to the prevailing commercial rate for a deposit of similar type, size and term negotiated at arm’s length in accordance with ordinary and normal course of business.

Money can be borrowed from the ACD, the Investment Manager, the Depositary, the Custodian, or any of their connected persons (being a bank) so long as that bank charges interest at no higher rate, and any fee for arranging or terminating the loan is of no greater amount than is in accordance with its normal banking practice, the commercial rate for a loan of the size and nature of the loan in question negotiated at arm’s length.

Any transactions between the Company and the ACD, the Investment Manager or any of their connected persons as principal may only be made with the prior written consent of the Depositary.

The ACD must ensure that the transactions carried out or on behalf of the Company with brokers and dealers connected with the ACD, the Investment Manager, the Depositary or any of their connected persons will be conducted on an arm’s length basis, the execution is consistent with applicable best execution standards and the fee or commission paid to any such broker and dealer in respect of a transaction must not be greater than that which is payable at the prevailing market rate for a transaction of that size and nature. The ACD must use due care in the selection of brokers or dealers and ensure that they are suitably qualified in the circumstances and the ACD must monitor such transactions to ensure compliance with its obligations. The nature of such transactions and the total commissions and other quantifiable benefits received by such broker or dealer shall be disclosed in the Company’s annual report.

The ACD, the Investment Manager or any of their connected persons will not enter into any soft dollar arrangements with or receive cash or other rebates from brokers or dealers in respect of transactions for the Company. The execution of transactions will be consistent with best execution standards and brokerage rates will not be in excess of customary institutional brokerage rates.

### Limitation on Charges

The ACD and the Investment Manager may not obtain a rebate on any fees or charges levied by an underlying collective investment scheme or its management company, or any quantifiable monetary benefits in connection with investments in any underlying scheme.

### Appendix V of the Prospectus

Investors should note that Appendix V of the Prospectus, which includes performance information in relation to the sub-funds of the Company, must be read together with Schedule 1 to this document, which sets out detailed performance information of the Funds.

### Notice to Shareholders

To the extent permitted by the FCA Rules, notice to Shareholders of the Company may be made by way of publishing the information on [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com)\*, or by including the information in a mailing to the shareholders. Notwithstanding the above, notice to the Hong Kong investors will continue to be issued by letter or by way of a statement in the relevant reports or accounts.

### Reports and Financial Statements

Annual long report and financial statements of the Company will be made available and published within four months of the close of each annual accounting period and half-yearly long report and financial statements will be published within two months of the close of each interim accounting period. Printed copies of the annual and half-yearly long report and financial statements will be available from the offices of the Hong Kong Representative. Shareholders can also obtain electronic copies of the annual and half-yearly long reports and financial statements from [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com)\*.

The ACD will make the short report which details the performance and activities of a Fund over the accounting period available on the website

\*The contents of this website have not been reviewed by the SFC.



www.columbiathreadneedle.com\*. The ACD will provide hard copies of short reports to Shareholders upon request.

Only English versions of the reports and financial statements mentioned above are prepared in respect of the Company.

### **UCITS Directive 2009/65/EC**

Notwithstanding the incorporation into the Prospectus of the Company of the availability of investment powers under the UCITS Directive 2009/65/EC, it is the intention of the ACD that each Fund (save the Fund detailed below) may use financial derivatives and forward transactions for hedging and efficient portfolio management. However, each Fund (save the Fund detailed below) will not use financial derivatives instruments and forward transactions extensively for hedging, efficient portfolio management or investment purposes.

Shareholders will be given prior written notification of not less than 1 month or as otherwise directed by the SFC should there be any intended change to the investment objectives, policy and/or restrictions applicable to any Fund in the future. The Prospectus and/or this document will also be updated accordingly.

### **Net Derivative Exposure**

The net derivative exposure of the following Funds may be up to 50% of the relevant Fund's Net Asset Value:

European Fund  
Japan Fund  
UK Select Fund  
UK Smaller Companies Fund

Net derivative exposure shall be calculated in accordance with the SFC's Code on Unit Trusts and Mutual Funds and the requirements and guidance issued by the SFC which may be updated from time to time.

### **Overview of Risk Management Process in relation to Derivatives and Forward Transactions Financial Derivative Instruments**

The following sections provide a summary of the risk management policy and procedures concerning the Funds' investment in derivatives and forward transactions.

Further information in relation to such policies and procedures is available from the Hong Kong Representative.

### **Risk Management Oversight Process**

In accordance with the FCA's Collective Investment Schemes Sourcebook R5.2.24 (as may be updated or amended) the ACD must use a risk management process, which enables it to monitor and measure as frequently as appropriate the risk of each Fund's positions and their contribution to the overall risk profile of each Fund. This analysis has to be capable of being carried out at least daily or at each valuation point whichever is the more frequent. The details of the risk management process must be notified by the ACD to the FCA in advance of the use of the

process and must include the methods for estimating risks in derivatives and forward transactions and the types of derivatives and forward transactions to be used by the Funds together with their underlying risks and any relevant quantitative limits. The Depositary of the Company has to take reasonable care to review the risk management process.

### **Risk Governance Framework**

- The ACD and the Investment Manager have a fully independent risk team who analyse, monitor and report investment risks (market risk), counterparty risks as well as formal prospectus investment restrictions.
- Investment risk and counterparty risk are reported on and monitored on a daily basis.
- The investment risk on all funds is reviewed and assessed formally in regular risk management committees which involve members of the risk department as well as relevant personnel from the fund management department.
- Exceptions and summaries are reported to Threadneedle's Risk Committee, which is a sub-committee of the Board of the ACD.
- Counterparty risk is considered formally at Threadneedle's Credit Committee, which also reports exceptions and summary reports to Threadneedle's Board Risk Committee.

### **Risk Control Framework**

The investment and counterparty risk control framework at Threadneedle includes the following elements:

- Regulatory investment restrictions and prospectus investment restrictions are monitored daily and controlled by Threadneedle's mandate compliance system.
- Counterparty credit exposures are subject to guidelines across the business as well as at the individual Fund level. If the guidelines are exceeded then the Fund Manager will be asked to explain the reason and the Risk team may force the Fund Manager to take corrective action.
- The calculation of counterparty exposures includes the market value of positions and instruments as well as the potential future exposure of derivatives and forward transactions.
- In addition to any applicable regulatory and Prospectus based investment restrictions, investment risk is controlled via an internal guideline framework.
- The internal guideline framework produces risk focused management information for both the risk department as well as for the fund management department. The guideline framework facilitates identification and discussion of portfolio investment risk characteristics.
- The exposure measures used for investment risk are tailored to suit the exposures that each Fund is exposed to, therefore although there are some standard exposure measures applicable to all Funds, there would typically be exposure measures used for fixed income Funds that are not applicable to equity Funds.

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\*The contents of this website have not been reviewed by the SFC.

- The exposure measures used include standard statistical measures of risk; such as tracking error and VAR. The exposure measures used also include risk measures designed to identify concentrations of risk; such as exposures to a particular industrial sector, or individual company. These measures of risk exposure are supplemented by stress tests. Stress tests are also typically tailored to the nature of individual funds, or groups of funds with similar characteristics.
- Investment risk for derivatives is typically calculated by converting derivatives into equivalent positions in the underlying instruments.

### Regulatory Limitations Controlling Risk

When using derivatives and forward transactions, the following limitations will be adhered to:

- Counterparties will be first class institutions and first class professionals specialising in these types of transactions.
- Exposure to any single counterparty in instruments traded on a regulated stock exchange will not exceed 20% of the net asset value of the portfolio.
- The overall risk exposure related to derivatives and forward transactions will be in compliance with UCITS rules.
- The derivatives and forward transactions will be valued and counterparty limits monitored by an independent valuation process.
- International Swaps and Derivatives Association documentation will be executed for swaps to mitigate transaction risk with the counterparty.
- Risk exposure may not be increased by more than 10% by means of temporary borrowing.
- Derivatives and forward transactions which are deemed to be free of counterparty risk must be listed on a national exchange.

### Liquidity Risk Management

The ACD has established a liquidity risk management policy which enables it to identify, monitor and manage the liquidity risks of each Fund and to ensure that the liquidity profile of the investments of each Fund will facilitate compliance with the Fund's obligation to meet redemption requests. Such policy, combined with the liquidity management tools of the ACD, also seeks to achieve fair treatment of Shareholders and safeguard the interests of remaining Shareholders in case of sizeable redemptions.

The ACD's liquidity policy takes into account different factors including but not limited to the investment strategy; the liquidity profile; the redemption policy; the dealing frequency; the ability to enforce redemption limitations and the fair valuation policies of the relevant Fund. These measures seek to ensure fair treatment and transparency for all investors.

The liquidity management policy involves monitoring the profile of investments held by the relevant Fund on an on-going basis to ensure that such investments are appropriate to the redemption policy. Further, the liquidity management policy includes details on periodic stress testing carried out by the ACD to manage the liquidity risk of each Fund under normal and exceptional market conditions. Risk information is updated and

reported on a daily basis. Guidelines are set for each Fund and liquidity is monitored on a daily basis against these guidelines. The liquidity stress test in the ACD's guidelines considers the percentage of the portfolio of the Funds that could be liquidated within one day pro-rata (i.e. without changing the portfolio composition of the Funds). Investigation is undertaken promptly in instances where liquidity is found to fall outside of the guidelines. Any liquidity risk issues that are identified are escalated through the risk governance framework as detailed in the ACD's risk management policy. For Funds for which the value at risk (VaR) approach is used to measure exposure, additional reverse stress tests are also applied, analysing a range of forward-looking scenarios and the likely impact of each scenario is considered and reviewed/challenged monthly by the ACD's risk management working group.

The ACD has assigned a designated team responsible for risk management to carry out the liquidity risk monitoring function and they are functionally independent from the day-to-day portfolio investment manager. The oversight of liquidity risk management is performed by the risk management committee.

The following tools may be employed by the ACD to manage liquidity risks:

- In times of high redemptions, where requested redemptions exceed 10% of a Fund's value, the ACD may defer redemptions at a particular valuation point on a Dealing Day, to the Valuation Point on the next Dealing Day. If such limitation is imposed, this would restrict the ability of a Shareholder to redeem in full the Shares the Shareholder intends to redeem on a particular Dealing Day;
- Under certain circumstances (for example, large volumes of deals) this may have an adverse effect on the Shareholders' interest in the Fund. In order to prevent this effect, called 'dilution', the ACD has the power to apply a 'dilution adjustment' to the subscription and/or redemption of Shares. Where a dilution adjustment is made, it will increase the dealing price when there are net inflows into a Fund and decrease the dealing price when there are net outflows. As a result of a dilution adjustment, the issue price or the redemption price (as the case may be) will be higher or lower than the issue price or redemption price (as the case may be) which otherwise would be if such dilution adjustment has not been made;
- The ACD may temporarily suspend the issue, cancellation, sale and redemption of Shares in any or all of the Funds where due to exceptional circumstances. During such period of suspension, Shareholders would not be able to redeem their investments in the relevant Fund.

Investors may refer to the sections "Deferred redemption", "Other Dealing Information" and "Suspension of dealings in the Company" in the Prospectus and the sections "Deferred redemption", and "Suspension of Dealings in the Company" in this document for details of the above tools.

### Hong Kong Taxation

The following summary sets out the ACD's understanding of current law and practice in Hong Kong, which may be subject to change.



The Company will not be subject to any tax in Hong Kong unless it is held to be carrying on in Hong Kong a business earning revenue profits which arise in or are derived from Hong Kong. It is not intended that the Company will carry on such business in Hong Kong.

Shareholders will not be subject to any tax in Hong Kong in respect of their acquisition, holding or disposal of Shares in the Company except where transactions in such Shares form part of a trade, profession or business carried on in Hong Kong when the relevant gains may attract Hong Kong profits tax.

### Foreign Account Tax Compliance Act (“FATCA”)

Please see the section headed “Foreign Account Tax Compliance Act” in the main body of the Prospectus for information relating to FATCA.

In case FFIs choose not to comply with FATCA, FATCA will impose a withholding tax of 30% on all “withholdable payments” derived from U.S. sources, including dividends, interest and certain derivative payments made on or after 1 July 2014. In addition, starting from 1 January 2017, gross proceeds such as sales proceeds and returns of principal derived from stocks and debt obligations generating U.S. source dividends or interest will be treated as “withholdable payments”. It is expected that certain non-U.S. source payments attributable to amounts that would be subject to FATCA withholding (referred to as “passthru payments”) will also be subject to FATCA withholding, though the definition of “passthru payment” in U.S. Treasury Regulations is currently pending and the related rules may be subject to change.

On 12 September 2012, the United States and the United Kingdom signed an intergovernmental agreement for the implementation of FATCA (the “UK IGA”). Pursuant to the UK IGA, UK FFIs pass information to HM Revenue & Customs (HMRC) who will then automatically exchange this information with the U.S. Internal Revenue Service (the “IRS”).

The Company and its Funds have registered with the IRS as a UK reporting financial institution, in accordance with FATCA and other current related legislation. The Company has put in place appropriate processes and procedures to maintain its compliance with the statutory requirements, including ensuring that the Company obtain the required certification from its clients and investors as necessary to mitigate any requirement upon the Company to withhold or report such clients under the legislation.

Although the Company will attempt to satisfy any obligation imposed on it to avoid the imposition of FATCA withholding tax, no assurance can be given that the Company will be able to satisfy these obligations.

In the event a Shareholder does not provide the requested information and/or documentation, whether or not that actually leads to compliance failures by the Company or the Fund, or a risk of the Company or the relevant Fund being subject to withholding tax under FATCA, the ACD reserves the right to take any action and/or pursue all remedies at its disposal including, without limitation, (i) reporting the relevant information of such Shareholder to the IRS; (ii) withholding or deducting from the redemption proceeds of such Shareholder any such tax liability to the extent permitted by applicable laws and regulations; and (iii) compulsorily redeeming such Shares held by

the relevant Shareholder in the manner as set out in the section headed “Restrictions and compulsory transfer and redemption” in the Prospectus. The Manager in taking any such action or pursuing any such remedy shall act in good faith and on reasonable grounds.

All prospective investors should consult with their own tax advisors regarding the possible implications of FATCA on them, the Company and the Funds.

### Automatic Exchange of Financial Account Information

The Inland Revenue (Amendment) (No.3) Ordinance (the “Ordinance”) came into force on 30 June 2016. This is the legislative framework for the implementation in Hong Kong of the Standard for Automatic Exchange of Financial Account Information (“AEOI”). The AEOI requires financial institutions (“FI”) in Hong Kong to collect information relating to non-Hong Kong tax residents holding accounts with FIs, and to file such information with the Hong Kong Inland Revenue Department (“IRD”) who in turn will exchange such information with the jurisdiction(s) in which that account holder is resident. Generally, tax information will be exchanged only with jurisdictions with which Hong Kong has a Competent Authority Agreement (“CAA”); however, FIs may further collect information relating to residents of other jurisdictions.

By investing in the Company and the Funds and/or continuing to invest in the Company and the Funds through FIs in Hong Kong, investors acknowledge that they may be required to provide additional information to the relevant FI in order for the relevant FI to comply with AEOI. The investor’s information (and information on beneficial owners, beneficiaries, direct or indirect shareholders or other persons associated with such shareholders that are not natural persons), may be communicated by the IRD to authorities in other jurisdictions.

Each shareholder and prospective investor should consult its own professional advisor(s) on the administrative and substantive implications of AEOI on its current or proposed investment in the Company and the Funds through FIs in Hong Kong.

### Enquiries and Complaints

If you have any enquiries or complaints relating your investment in the Funds, please contact the Hong Kong Representative at the following contact details:

HSBC Institutional Trust Services (Asia) Limited  
1 Queen’s Road Central  
Hong Kong

Attention: Transfer Agency, Fund Services  
Tel: 852-3663-5500  
Fax: 852-3409-2697

The relevant party will endeavour to respond to any enquiry or complaint in writing as soon as possible upon receipt of such enquiry or complaint.

**Website**

The Company's website, [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com), has not been reviewed and is not authorised by the SFC. The website is not specifically directed to Hong Kong residents and may contain information with respect to non-SFC authorised funds of the Company which are not available for public offer in Hong Kong.

**This document should be issued and read in conjunction with the Prospectus.**

## Schedule 1 Supplement to Appendix V of the Prospectus

This Schedule supplements the performance information of the Funds in Appendix V of the Prospectus. Please note that the past performance information presented is not indicative of future performance.

Investors should note that certain investment returns presented in Appendix V of the Prospectus and this Schedule are denominated in sterling or Euro. US/HK dollar-based investors are therefore exposed to fluctuations in the exchange rate between US/HK dollar and sterling or between US/HK dollar and Euro.

The performance of Class 1 Shares of the Funds is set out below for illustrative purposes. The performance figures exclude the effect of the initial charge and are calculated on the basis that income was reinvested gross of tax. The annual charges applicable to the Funds are included in the calculation of performance.

<b>Fund name</b>	<b>Launch Date</b>	<b>YTD (%)</b>	<b>2019 (%)</b>	<b>2018 (%)</b>	<b>2017 (%)</b>	<b>2016 (%)</b>	<b>2015 (%)</b>
UK Smaller Companies Fund	August 1997	-7.84	32.90	-21.30	35.67	7.08	23.34
UK Select Fund	August 1997	-11.30	17.59	-14.32	12.03	4.05	11.27
Japan Fund <sup>3</sup>	August 1997	-9.92	23.21	-12.20	16.46	20.52	15.13
European Fund	August 1997	-7.61	32.83	-10.53	14.61	9.02	12.73

Investment returns in this Schedule are presented in UK Pounds Sterling on a bid to bid price basis.

Source: Morningstar, data as at 28 February 2020.

<sup>3</sup>This Fund will cease to be an SFC authorised fund with effect from 10 June 2020. Subscriptions or conversions into this Fund will no longer be accepted. The disclosure in relation to this Fund in the Product Key Facts statement of the Fund will not be updated

## Schedule 2

### LIST OF PORTFOLIOS AND SHARE CLASS AVAILABILITY IN HONG KONG

Portfolios	Base Currency of Portfolio	Share Classes
The Equity Portfolios		
Threadneedle Investment Funds ICVC – European Fund	GBP	Class 1 Accumulation – GBP, EUR
Threadneedle Investment Funds ICVC – UK Select Fund	GBP	Class 1 Income – GBP, EUR
Threadneedle Investment Funds ICVC – UK Smaller Companies Fund	GBP	Class 1 Income – GBP

To find out more visit [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com)



**Important Information**

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Your success. Our priority.

PROSPECTUS  
2 January 2020

# THREADNEEDLE INVESTMENT FUNDS ICVC



## Contents

Prospectus of Threadneedle Investment Funds ICVC.....	2	Winding up of the Company or a Fund of the Company .....	51
Definitions .....	3	General Information .....	52
Details of the Company .....	5	Annual Report and Financial Statements .....	53
The Structure of the Company .....	5	Risk Management .....	53
Share Classes .....	6	Documents of the Company .....	53
Investment objectives, policies and other details of the Funds .....	8	Material Contracts.....	54
Buying, selling, switching and conversion of Shares .....	24	Additional Information .....	54
Buying Shares .....	25	Notice to Shareholders .....	54
Selling Shares.....	26	Privacy Statement.....	54
Dealing Charges .....	27	Remuneration .....	55
Redemption Charge.....	28	Complaints .....	55
Switching Fee .....	28	Notes for investors resident outside the UK .....	56
Other Dealing Information .....	28	Non-UK investors.....	56
Restrictions and Compulsory Transfer and Redemption .....	29	Appendix I Eligible securities markets and eligible derivatives markets.....	58
In specie redemptions .....	30	Appendix II Investment management and borrowing powers of the Company.....	60
Issue of Shares in exchange for in specie assets .....	30	Appendix III List of states, local authorities or public international bodies issuing or guaranteeing the securities in which the Company may invest.....	77
Suspension of dealings in the Company .....	30	Appendix IV Dilution adjustment estimates .....	78
Governing law .....	31	Appendix V Performance of the Funds.....	79
Valuation of the Company .....	31	Appendix VI Share class availability and fund launch dates .....	88
Price per Share in each Fund and each Class.....	32	Appendix VII Hedged Share Classes availability.....	90
Pricing basis .....	32	Appendix VIII Delegates of the Depositary.....	91
Publication of Prices .....	32	Directory.....	93
Risk factors .....	33	Paying Agents.....	93
Management and administration .....	38	Representative and Paying Agent in Switzerland.....	94
The Depositary .....	39		
The Investment Manager.....	40		
Auditors.....	41		
Legal Advisers .....	41		
Register of Shareholders.....	41		
Conflicts of Interest.....	41		
Fees and expenses .....	42		
Charges payable to the ACD .....	43		
Stock lending .....	45		
Investment Manager's fee .....	45		
Depositary's fee .....	45		
Ongoing Charges Figure ('OCF').....	46		
Instrument of Incorporation.....	46		
Shareholder meetings and voting rights.....	48		
Taxation .....	49		

**Important: If you are in any doubt about the contents of this Prospectus you should consult your financial adviser.**

Threadneedle Investment Services Limited, the Authorised Corporate Director of the Company (the 'ACD'), is the person responsible for the information contained in this Prospectus. To the best of its knowledge and belief (having taken reasonable care to ensure that such is the case) the information contained herein does not contain any untrue or misleading statement or omit any matters required by the FCA Rules to be included in it. Threadneedle Investment Services Limited accepts responsibility accordingly.

**Prospectus of Threadneedle Investment Funds ICVC**

(An open-ended investment company with variable capital incorporated with limited liability and registered in England and Wales under registered number IC000002.)

This document constitutes the Prospectus for Threadneedle Investment Funds ICVC, which has been prepared in accordance with the FCA Rules. The Company is also subject to the OEIC Regulations. The Instrument of Incorporation of the Company is registered with the FCA. The FCA product reference number for the Company is 183487.

This Prospectus is dated and is valid as at 2 January 2020 and replaces any previous Prospectuses issued by the Company.

Copies of this Prospectus have been sent to the FCA and the Depositary.

No person has been authorised by the Company or the ACD to give any information or to make any representations in connection with the offering of Shares other than those contained in the Prospectus and, if given or made, such information or representations must not be relied on as having been made by the Company or the ACD. The delivery of this Prospectus or the issue of Shares shall not, under any circumstances, create any implication that the affairs of the Company have not changed since the date hereof.

The distribution of this Prospectus and the offering of Shares in certain jurisdictions may be restricted by law. Persons into whose possession this Prospectus comes are required by the Company and the ACD to inform themselves about and to observe any such restrictions. This Prospectus does not constitute an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation.

Potential investors should not treat the contents of this Prospectus as advice relating to legal, taxation, investment or any other matters and are recommended to consult their own professional advisers concerning the acquisition, holding or disposal of Shares.

The provisions of the Company's Instrument of Incorporation are binding on each of its Shareholders (who are taken to have notice of them).

This Prospectus has been approved for the purpose of section 21 of the Financial Services and Markets Act 2000 (the 'Act') by the ACD.

This Prospectus is based on information, law and practice at the date hereof. The Company shall not be bound by an out of date Prospectus when it has issued a new Prospectus or addendum and investors should check with the ACD that this is the most recently published Prospectus.

Copies of this Prospectus can be provided in large print or on computer disk upon request.

Shares in the Company are not available for offer or sale in any state in the United States, or to persons (including companies, partnerships, trusts or other entities) who are 'US Persons' nor may Shares be owned or otherwise held by such persons. Accordingly, this Prospectus may not be distributed in the United States or to a US Person. The ACD reserves the right to give notice to any Shareholder that is or that subsequently becomes incorporated in the United States or to a US Person to (i) transfer the Shares to a person that is not a US Person or (ii) request a redemption or cancellation of the Shares and the ACD may redeem or cancel the Shares if the Shareholder fails to make such transfer or request within 30 days of that notice provided by the ACD.

## Definitions

'Accumulation Shares' means Gross Paying Shares (of whatever Class) in Funds of the Company as may be in issue from time to time in respect of which income allocated thereto is credited periodically to capital pursuant to the FCA Rules.

'ACD' means Threadneedle Investment Services Limited, the authorised corporate director of the Company.

'Approved Bank' means one of certain institutions as defined in the glossary to the FCA Handbook.

'Base Currency' means Pounds Sterling and is the currency in which the accounts of the Company are to be prepared.

'China–Hong Kong Stock Connect Programme' means the Shanghai-Hong Kong and Shenzhen-Hong Kong Stock Connect Programmes, and other similar regulated securities trading and clearing linked Programmes which may be approved by the relevant authorities from time to time.

'Class' or 'Classes' means in relation to Shares, means (according to the context) all of the Shares related to a single Fund or a particular class or classes of Share related to a single Fund.

'Class D' means Shares that are available to certain investors in the European Fund, UK Select Fund and UK Equity Income Fund.

'Class L' means Shares that are available at the ACD's discretion to certain investors in the European Fund, UK Select Fund and UK Equity Income Fund.

'Class N' means Shares that are available at the ACD's discretion to eligible distributors that have entered into separate fee arrangements with their clients and which distribute on a monthly basis.

'Class X' means Shares that have been designed to accommodate an alternative charging structure whereby instead of an annual management fee charge to the Fund, the investor is invoiced directly by the ACD as set out in the agreement between the ACD and each Eligible Shareholder.

'Class Z' means Shares that are available at the ACD's discretion to eligible distributors that have entered into separate fee arrangements with their clients.

'COLL' means the appropriate chapter or rule in the FCA Rules.

'Commitment Approach' means a method for calculating leverage which takes into account the exposure of the Fund to derivative instruments with the exclusion of derivative instruments which are used for reducing risk (i.e. derivative instruments used for hedging and netting purposes).

'Company' means Threadneedle Investment Funds ICVC.

'Conversion' means the conversion of Shares in one Class in a Fund to Shares of another Class in the same Fund and 'Convert' shall be construed accordingly.

'Dealing Day' means Monday to Friday excluding public and bank holidays in England and Wales and other days at the ACD's discretion.

'Depository' means Citibank Europe plc, UK Branch, the depository of the Company.

'EEA State' means a member state of the European Union and any other state that is within the European Economic Area.

'Eligible Institution' means one of certain credit institutions as defined in the glossary to the FCA Handbook.

'Eligible Shareholder' means an existing or new investor of the Company that is eligible at the ACD's discretion to invest in the Class X Shares upon entering into an agreement with the ACD and fulfilling the eligibility conditions set by the ACD from time to time.

'EPM' or 'Efficient Portfolio Management' means the use of techniques and instruments which relate to transferable securities and approved money-market instruments and which fulfil the following criteria:

- they are economically appropriate in that they are realised in a cost effective way; and
- they are entered into for one or more of the following specific aims:
  - reduction of risk;
  - reduction of cost;
  - generation of additional capital or income for the scheme with a risk level which is consistent with the risk profile of the scheme and the risk diversification rules laid down in COLL.

'European Money Market Fund Regulation' means Regulation (EU) 2017/1131 of the European Parliament and of the Council of 14 June 2017 on money market funds.

'Fraction' a smaller denomination Share (on the basis that ten-thousand smaller denomination Shares make one larger denomination Share).

'FCA' means the Financial Conduct Authority or any successor organisation.

'FCA Handbook' means the FCA Handbook of Rules and Guidance.

'FCA Rules' means the rules contained in the Collective Investment Schemes Sourcebook published as part of the FCA Handbook that shall, for the avoidance of doubt, not include guidance or evidential requirements contained in that Sourcebook.

'Fund' or 'Funds' means a sub-fund of the Company (being part of the Scheme Property of the Company which is pooled separately) and to which specific assets and liabilities of the Company may be allocated and which is invested in accordance with the investment objective applicable to such sub-fund.

'Global Exposure' is a measure of leverage generated by a UCITS through the use of financial derivative instruments (including embedded derivatives) or the market risk of the UCITS portfolio as further set out in the section with the heading "Use of derivatives and forward transactions for investment purposes" on page 35.

'Gross Paying Shares' means Shares (of whatever Class) in Funds of the Company as may be in issue from time to time in respect of which income allocated to holders is (i) in the case of Accumulation Share credited periodically to capital or (ii) in the case of Income Shares distributed periodically to the holders. In either case in accordance with relevant tax law without any tax being deducted or accounted for by the Company.

'Hedged Currency' means the currency in which the Hedged Share Class is denominated.

'Hedged Share Class' or 'Hedged Share Classes' means (according to the context) a Portfolio Currency Hedged Share Class or a Reference Currency Hedged Share Class.

'Income Shares' means Shares (of whatever Class) in Funds of the Company as may be in issue from time to time in respect of which income allocated thereto is distributed periodically to the holders thereof pursuant to the FCA Rules.

'Investment Manager' means Threadneedle Asset Management Limited, the investment manager to the ACD.

'IPA Shares' means Shares available to Individual Pensions Accounts only.

'Limited Issue Fund' means a Fund whose Shares are Limited Issue Shares.

'Limited Issue Shares' means Shares which, in accordance with the FCA Rules, may only be issued at limited times and in the circumstances as specified in the Prospectus.

'near cash' means money, deposits or investments which, in each case, fall within the definition of "Near Cash" and/or "Money-Market Instrument" set out in the FCA Handbook

'Net Asset Value' or 'NAV' means the value of the Scheme Property of the Company (or of any Fund as the context requires) less the liabilities of the Company (or of the Fund concerned) as calculated in accordance with the Company's Instrument of Incorporation.

'OECD' means the Organisation for Economic Co-operation and Development.

'OEIC Regulations' means the Open-Ended Investment Companies Regulations 2001, as amended.

'PEA' means "*Plan d'Epargne en Actions*", a tax efficient savings scheme for French resident investors.

'Portfolio Currency' or 'Portfolio Currencies' means (according to the context) the currency or currencies in which the underlying assets of the Fund are invested in line with the investment objective and policy applicable to the Fund.

'Portfolio Currency Hedged Share Class' or 'Portfolio Currency Hedged Share Classes' means (according to the context) a share class or classes which allow the use of currency hedging transactions to reduce the effect of exchange rate fluctuations between the Portfolio Currencies and the Hedged Currency.

'PRC' means the People's Republic of China.

'Reference Currency' or 'Reference Currencies' means (according to the context) the primary investment currency of the share class against which the currency hedging transaction will be applied in order to reduce any exchange rate fluctuation with the Hedged Currency.

'Reference Currency Hedged Share Class' or 'Reference Currency Hedged Share Classes' means (according to the context) a share class or classes which allow the use of currency hedging transactions to reduce the effect of exchange rate fluctuations between the Reference Currency and the Hedged Currency as set out in Appendix VII.

'Scheme Property' means the property of the Company required under the FCA Rules to be given for safe-keeping to the Depositary.

'Share' or 'Shares' means a share or shares in the Company (including larger denomination Shares and Fractions).

'Shareholder' means a holder for the time being of Shares.

'Switch' means the exchange of Shares of one Fund for Shares of another Fund.

'US Person' means, for the purposes of the Foreign Account Tax Compliance Act, a US citizen or resident individual, a partnership or corporation organised in the United States or under the laws of the United States or any State thereof, a trust if (i) a court within the United States would have authority under applicable law to render orders or judgements concerning substantially all issues regarding administration of the trust, and (ii) one or more US person has the authority to control all substantial decisions of the trust, or an estate of a decedent that is a citizen or resident of the United States. This definition shall be interpreted in accordance with sections 1471 to 1474 of the US Internal Revenue Code of 1986.

'Valuation Point' means the point, whether on a periodic basis or for a particular valuation, decided by the ACD, at which the ACD carries out a valuation of the property of the Company or a Fund (as the case may be) for

the purpose of determining the price at which Shares of a Class may be issued, cancelled, sold or redeemed. The current Valuation Point is 12 noon UK time on each Dealing Day.

“Variable Net Asset Value Short-Term Money Market Fund” means a Fund that complies with the specific requirements laid down in Articles 29 and 30 and in Article 33(1) of EU Regulation and invests in eligible money market instruments referred to in Article 10(1) and is subject to the portfolio rules set out in Article 24; 2017/1131 (the EU Money Market Funds Regulation).

‘Weighted Average Life’ means the average length of time to legal maturity of all of the underlying assets in the Fund reflecting the relative holdings in each asset.

‘Weighted Average Maturity’ means the average length of time to legal maturity or, if shorter, to the next interest rate reset to a money market rate, of all of the underlying assets in the Fund reflecting the relative holdings in each asset.

## Details of the Company

### General

THREADNEEDLE INVESTMENT FUNDS ICVC is an open-ended investment company with variable capital incorporated in England and Wales under registered number IC000002 and authorised by the FCA with effect from 18 June 1997.

The Company has been certified by the FCA as eligible to enjoy the rights conferred by the Undertakings for Collective Investment in Transferable Securities Directive (2009/65/EC) (the ‘UCITS Directive’). Accordingly, the Company is a ‘UCITS Scheme’ for the purposes of the FCA Rules.

At the referendum held in June 2016, the United Kingdom voted to leave the European Union. The UK invoked Article 50 of the Lisbon Treaty to negotiate the exit from the European Union. There is a significant degree of uncertainty about how negotiations relating to the UK’s withdrawal will be concluded, as well as the potential consequences and precise timeframe for this.

The full scope of the changes and the consequences on the legal framework is currently not known. Depending on the outcome of the UK’s negotiations with the European Union, and the existence or otherwise of any formal implementation period, it is possible that the Funds may no longer be eligible to enjoy the rights set out in the UCITS Directive. Ceasing to be so eligible may impact the ability of non-UK domiciled investors to make new investments in the Company.

Shareholders of the Company are not liable for the debts of the Company.

Head Office: Cannon Place, 78 Cannon Street, London EC4N 6AG.

Address for Service: The head office is the address of the place in the United Kingdom for service on the Company of notices or other documents required or authorised to be served on it.

Base Currency: The base currency of the Company is Pounds Sterling. Each Fund is designated in Pounds Sterling.

Share Capital:	Maximum	£100,000,000,000
	Minimum:	£100

Shares in the Company have no par value. The share capital of the Company at all times equals the sum of the NAV of each of the Funds.

Shares in the Company can be marketed in other EEA States if the ACD so decides. The Shares are currently registered for public offer in a number of countries outside the UK including Austria, Belgium, Denmark, Finland, France, Ireland, Italy, Luxembourg, the Netherlands, Norway, Portugal, Spain and Sweden. Certain Funds are currently registered for public offer in Hong Kong. Some of the Funds are registered for offer and sale in Switzerland, and to ‘approved’ pension funds in Peru and Chile. In Singapore, certain Funds are currently restricted schemes and are only available for marketing to accredited investors (as defined under Singapore law), or as recognised schemes.

A separate Prospectus applies to the distribution of the Funds in Switzerland and is available upon request from the ACD. The Sterling Short-Term Money Market Fund is currently only registered for public offer in the UK and it is not intended to be registered outside the UK unless otherwise decided by the ACD.

The Company issues and redeems Shares in each of its available Classes at a price related to the relevant NAV.

## The Structure of the Company

### The Funds

The Company is structured as an umbrella company, in that different Funds may be established from time to time by the ACD with the approval of the FCA and the agreement of the Depositary. On the introduction of any new Fund or Class, a revised Prospectus will be prepared setting out the relevant details of each Fund or Class.

The assets of each Fund will be treated as separate from those of every other Fund and will be invested in accordance with the investment objective and investment policy applicable to that Fund. The Funds that are currently available are as follows:

Name of Fund	Product Reference Number (PRN)
American Fund	638113
American Select Fund	638121
American Smaller Companies Fund (US)	638124
Asia Fund	638105
Dollar Bond Fund	638108
Emerging Market Bond Fund	638117
European Bond Fund	638104

Name of Fund	Product Reference Number (PRN)
European Fund	638122
European Select Fund	638118
European Smaller Companies Fund	638115
Global Bond Fund	638119
Global Select Fund	638120
High Yield Bond Fund	638098
Japan Fund	638123
Latin America Fund	638114
Monthly Extra Income Fund	638100
Sterling Bond Fund	638102
Sterling Corporate Bond Fund (formerly known as "UK Corporate Bond Fund")	638101
Sterling Short-Term Money Market Fund (formerly known as "Sterling Fund")	638129
Strategic Bond Fund	638116
UK Equity Income Fund	638112
UK Equity Opportunities Fund (formerly known as "UK Overseas Earnings Fund")	638103
UK Fund	638099
UK Growth & Income Fund	638110
UK Institutional Fund	638095
UK Monthly Income Fund	638107
UK Select Fund	638109
UK Smaller Companies Fund	638097

The Sterling Short-Term Money Market Fund is a Variable Net Asset Value Short-Term Money Market Fund and the Fund's investment objectives and policies meet the conditions required of a Variable Net Asset Value Short-Term Money Market Fund.

Each of the Funds will be managed so as to be eligible as ISA investments for the purposes of the Individual Savings Account ("ISA") Regulations 1998 (as amended). Details of the Funds currently available, including their investment objectives and policies, are contained in the section with the heading 'Investment objectives, policies and other details of the Funds' on page 8.

Each Fund will be charged with the liabilities, expenses, costs and charges of the Company attributable to that Fund and, within the Funds, charges will be allocated between Classes in accordance with the terms of issue of Shares of those Classes. The liabilities, expenses and charges directly attributable to a Hedged Share Class will be charged to that specific Hedged Share Class. Any assets, liabilities, expenses, costs or charges not attributable to a particular Fund may be allocated by the ACD in a manner which is fair to the Shareholders generally, but they will normally be allocated to all Funds pro rata to the NAV of the relevant Funds.

The Funds are segregated portfolios of assets and, accordingly, the assets of a Fund belong exclusively to that Fund and shall not be used to discharge directly or indirectly the liabilities of, or claims against, any other person or body, including the umbrella, or any other Fund, and shall not be available for any such purpose.

While the OEIC Regulations provide for segregated liability between Funds, the concept of segregated liability is relatively new. Accordingly, where claims are brought by local creditors in foreign courts or under contracts which are subject to the laws of other countries it is not yet known how those foreign courts will react to provisions of the OEIC Regulations which provide for segregated liability between Funds.

The ACD makes the details of the target market for each of the Funds available on the website [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com). This will include the types of investor the Fund is targeted at, their knowledge and experience and risk tolerance. This information can also be obtained by contacting the ACD using the contact details set out in the Directory.

## Share Classes

Several Classes of Share may be issued in respect of each Fund.

Subject to compliance with the OEIC Regulations and the FCA Rules, the ACD may create new Classes of Share in respect of any Fund.

The Funds will make Accumulation Shares and/or Income Shares available. The types of Shares that are currently available are set out in Appendix VI and Appendix VII.

Holders of Income Shares are entitled to be paid the income attributed to such Shares on the relevant interim and annual allocation dates.

Holders of Accumulation Shares are not entitled to be paid the income attributable to such Shares, but that income is automatically transferred to (and retained as part of) the capital assets of the relevant Fund on the relevant interim and/or annual accounting dates. The price of Accumulation Shares increases to reflect this.

Where a Fund has different Classes, each Class may attract different charges and expenses and so monies may be deducted from Classes in unequal proportions. In these circumstances the proportionate interests of the Classes within a Fund will be adjusted accordingly.

The table below shows the types of Share that are currently available as well as the types of investor for whom each Share Class may be available:

Share Class	Availability
Class 1	Available to retail and institutional investors seeking income or growth (or a combination of both) over the medium to long-term
Class 2	Available at the ACD's discretion to institutional investors and eligible distributors that have entered into separate fee arrangements with their clients. If operating within the



Share Class	Availability
	European Union (ex UK), the distributors will ordinarily be distributors providing (i) discretionary portfolio management; (ii) investment advice on an independent basis or (iii) investment advice on a non-independent basis where those distributors have agreed with their clients to receive fee-based remuneration and will not receive commission and/or trail fees, each as defined in the Markets in Financial Instruments Directive. For distributors operating under (i), (ii) or (iii) above no minimum subscription/investment level applies
Class D	Intended to be available to retail and institutional investors seeking income or growth (or a combination of both) over the medium to long-term at the ACD's discretion
Class L	Available to non-retail investors at the ACD's discretion
Class M	Available to retail and institutional investors (distributions paid monthly) seeking income or growth (or a combination of both) over the medium to long-term
Class N	Available at the ACD's discretion to eligible distributors which have entered into separate fee arrangements with their clients and which distribute on a monthly basis
Class X	Available only to Eligible Shareholders
Class Z	Available at the ACD's discretion to eligible distributors which have entered into separate fee arrangements with their clients. If operating within the European Union (ex UK), the distributors will ordinarily be distributors providing (i) discretionary portfolio management; (ii) investment advice on an independent basis or (iii) investment advice on a non-independent basis where those distributors have agreed with their clients to receive fee-based remuneration and will not receive commission and/or trail fees, each as defined in the Markets in Financial Instruments Directive. For distributors operating under (i), (ii) or (iii) above no minimum subscription/investment level applies

Existing Shareholders in Class 2 Shares or Class Z Shares, who held such Shares as at 1 January 2018 but no longer comply with the requirements set out above, can continue to hold such Shares and will be able to continue to apply for additional subscriptions in Class 2 Shares or Class Z Shares respectively.

Shareholders are entitled (subject to certain restrictions) to Convert or Switch all or part of their Shares in a Class or a Fund for Shares in another Class within the same Fund or for Shares of the same or another Class within a different Fund. Details of this switching facility and the conversion facility and the restrictions are set out in the section 'Buying, selling, switching and conversion of Shares'. Shareholders can only Switch or Convert into the Class X Shares if they are classified as an Eligible Shareholder.

### Hedged Share Classes

The ACD may make Hedged Share Classes available for some Funds. Threadneedle offers two types of Hedged Share Classes: Reference Currency Hedged Share Classes and Portfolio Currency Hedged Share Classes.

Reference Currency Hedged Share Classes hedge the Hedged Currency against the Reference Currency of the Fund. Portfolio Hedged Share Classes hedge, in proportion, the principal currencies of the underlying assets of the Fund attributable to the Share Class against the Hedged Currency.

Where undertaken, the effects of hedging will be reflected in the value of the relevant Hedged Share Class. Hedged Share Classes allow the ACD to use currency hedging transactions to reduce the effect of exchange rate fluctuations between the Reference Currency, or Portfolio Currencies and the Hedged Currency. The aim is that the Hedged Share Class should reflect the actual return of the Reference Currency of the Fund or the various Portfolio Currencies within the Fund, as applicable, plus or minus the interest rate differential between the Hedged Currency and the Portfolio Currency or Reference Currency. However, other factors will impact the return of the Hedged Share Class which will mean that the Hedged Share Class will not perfectly achieve this aim. These factors include but are not limited to:

- (i) any unrealised profit/loss on the currency forward remains uninvested until the hedge is rolled over and any profit or loss is crystallised;
- (ii) transaction costs;
- (iii) short term interest rate changes;
- (iv) the timing of the market value hedge adjustments relative to the Fund's Valuation Point; and
- (v) intra-day volatility of the value of the currency of the assets of the Fund in relation to the existing hedge.

The cost and expenses associated with the hedging transactions in respect of the relevant Hedged Share Class and any benefits of the hedging transactions will accrue to Shareholders in that Hedged Share Class only. The instruments used to carry out the hedging will all be permitted under Appendix II.

The ACD will aim to hedge between 95% and 105% of the proportion of the Net Asset Value attributable to a Hedged Share Class. When assessing the hedging transactions in respect of a Hedged Share Class both the capital and income values of the relevant Hedged Share Class will be taken into account.

The ACD will review the relevant hedging positions daily and, if appropriate, adjust the hedge to reflect investor in- and outflows.

It should be noted that hedging transactions may be entered into whether or not the currency of a Hedged Share Class is declining or increasing in value relative to the Reference Currency or Portfolio Currencies; consequently, where such hedging is undertaken, it may protect investors in the relevant class against a decrease in the value of this currency being hedged but it may also preclude investors from benefiting from an increase in the value of this currency. Investors in Hedged Share Classes will still be exposed to the market risks that relate to the underlying investments in a Fund and any

exchange rate risks that arise from the policy of the relevant Fund that is not fully hedged.

There can be no guarantee that the hedging strategy applied in Hedged Share Classes will entirely eliminate the adverse effects of changes in exchange rates between the Reference Currency or Portfolio Currencies and the Hedged Currency.

The Reference Currency for each Reference Currency Hedged Share Class is set out in Appendix VII.

### Limited Issue

The ACD may, at any time in the future, decide to limit the issue of Shares in respect of a Fund or one or more particular Share Classes of a Fund if the ACD is of the opinion that this is appropriate to do so. The ACD will notify Shareholders if it makes such a determination, setting out the reasons for so limiting the capacity of the relevant Fund or Share Class. The reasons may include situations where, for example, the ACD considers that substantially all of the subscriptions relating to a Business Day, if accepted, could not be efficiently invested; could not be invested without compromising the investment objectives and policies of the Fund; or might materially prejudice existing Shareholders' interests. Currently none of the Funds are Limited Issue Funds.

## Investment objectives, policies and other details of the Funds

Investment of the assets of each of the Funds must comply with the FCA Rules, the investment objective and policy of the relevant Fund, and in the case of the Sterling Short-Term Money Market Fund, the European Money Market Fund Regulation. Details of these investment objectives and policies are set out below. The eligible securities markets and eligible derivatives markets on which the Funds may invest are set out in Appendix I. A detailed statement of the general investment and borrowing restrictions and the extent to which each Fund may use derivatives is set out in Appendix II.

The investment policy of a Fund may mean that at times it is appropriate not to be fully invested but to hold cash or near cash. The circumstances when this may occur are set out in Appendix II.

All Funds may use derivatives for Efficient Portfolio Management. The aim of any derivative or forward is to assist the ACD in meeting the investment objectives of the Fund by reducing risk and/or reducing cost and/or generating additional income or capital with a level of risk which is consistent with the risk profile of the Fund and the risk diversification rules within which it operates. The use of derivatives or forwards for the purposes of Efficient Portfolio Management will not materially alter the risk profile of the Fund. Further details are set out in Appendix II at paragraph 19. Where a Fund may invest in derivatives for investment purposes, this will be stated in the investment policy of each Fund.

Where the investment policy of a Fund contains words such as 'primarily', 'principally' or 'mainly' in the description of its investment policy, the relevant Fund will invest not less than two-thirds of the value of the property of that Fund in the specified kind of assets.

Where the investment policy of a Fund contains the term 'significant' in the description of its investment policy that term shall mean not less than two thirds.

Where the investment policy of a Fund contains the word "predominantly" in the description, the relevant Fund will invest not less than three-quarters of the value of the property of that Fund in the specified kind of assets.

With regard to the High Yield Bond Fund, the term 'below investment grade' means below an average rating of BBB-. For these purposes the average rating is the average based on a simple linear methodology using ratings from Standard & Poor's, Moody's and Fitch. If only two ratings are available the average of those ratings shall be used. If only one rating is available, that single rating will apply.

Where the name of the Fund refers to investments in bonds, then that Fund will invest at least two thirds of its total assets in straight bonds, other debt securities included in recognised bond indices (for example Merrill Lynch, iBoxx, etc) and derivatives of such constituents, a maximum of 10% of its assets in equities or other participation rights and a maximum of 25% of its total assets in options and convertible bonds and a maximum of one-third of its assets in money market instruments, if such investments are permitted by the investment policy of that Fund. For further details please refer to Appendix II.

Bond funds and particularly high yield bond funds are generally permitted to invest in a range of fixed interest securities which include non-traditional types of debt securities. These may include (without limitation), regulatory capital (such as Tier 1 and Tier 2 capital), subordinated debt and various forms of contingent capital securities including, but not limited to, contingent convertible bonds. These securities may possess features such as coupon deferral or cancellation, resettable coupon rates, loss of capital or conversion to equity. Such investments may be made by the Funds but will only be permitted in accordance with the Fund's investment objectives and policies and within the existing risk profile of the Fund.

Where the Investment Objective or Policy contains the term 'maturity' it refers to the final payment date of a financial instrument, at which point the remaining principal and any interest is due to be paid. Where the Investment Objective or Policy contains the term Commercial Paper it is an unsecured promissory note with a fixed maturity of 1 to 365 days (unless otherwise specified).

Where the investment policy of the Fund permits it to invest in equity related securities these may include participatory notes (p-notes) and/or warrants (including low exercise price warrants).

Where the investment policy of a Fund permits it to invest in other collective investment schemes it may invest in other Funds of the Company provided that the investing Fund complies with the FCA and the OEIC Regulations.

## UK Equity Income Fund

### Investment Objective and Policy

The Fund aims to provide income combined with prospects for capital growth over the long term. It looks to provide an income yield higher than the FTSE All-Share Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 90% of its assets in the shares of companies listed on the London Stock Exchange; predominantly companies domiciled in the UK, or which have significant UK business operations.

The Fund selects companies that exhibit above average income generation potential, as well as those considered to offer opportunities more by way of share price or dividend growth. These companies may be selected from any industry or economic sector, and whilst there is no restriction on size, investment tends to focus on the larger companies included in the FTSE All-Share Index.

The FTSE All-Share Index is regarded as an appropriate performance measure of the UK stock market, with over 600 companies currently included. The income yield of this index provides a suitable target benchmark against which the level of income generated by the Fund will be measured and evaluated over time.

The Fund typically invests in fewer than 60 companies, which may include shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other information

The following benchmarks are currently used as a point of reference against which the Fund's performance may be compared:

**Peer Group:** Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA UK Equity Income sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

**Index:** The FTSE All-Share Index provides a benchmark against which overall performance of the Fund can be evaluated.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking income and potential capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the section "Risk to Capital Growth".

These "Risk factors" must be understood before making an investment in the Fund.

## UK Monthly Income Fund

### Investment Objective and Policy

The Fund aims to provide a monthly income combined with prospects for capital growth over the long term. It looks to provide an income yield higher than the FTSE All-Share Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 90% of its assets in shares of companies listed on the London Stock Exchange; predominantly companies domiciled in the UK, or which have significant UK business operations.

The Fund focuses on selecting companies that exhibit strong potential for paying attractive and sustainable dividend income. These companies may be chosen from any industry or economic sector, and whilst there is no restriction on size, investment tends to focus on the larger companies included in the FTSE All-Share Index.

The FTSE All-Share Index is regarded as an appropriate performance measure of the UK stock market, with over 600 companies currently included. The income yield of this index provides a suitable target benchmark against which the level of income generated by the Fund will be measured and evaluated over time.

The Fund typically invests in fewer than 70 companies, which may include shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

## Other Information

The following benchmarks are currently used as a point of reference against which the Fund's performance may be compared:

**Peer Group:** Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA UK Equity Income sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

**Index:** The FTSE All-Share Index provides a benchmark against which overall performance of the Fund can be evaluated.

## Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking income and potential for capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

## Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the section "Risk to Capital Growth".

These "Risk factors" must be understood before making an investment in the Fund.

## Sterling Corporate Bond Fund

### Investment Objective and Policy

The Fund aims to provide income with the prospect of some capital growth over the long term (5 years or more).

The Fund is actively managed, and invests at least two-thirds of its assets in investment grade corporate bonds that are denominated in sterling (or hedged back to sterling, if a different currency), issued by UK companies and companies worldwide. In addition, the Fund may invest in other bonds (including below investment grade corporate bonds, and government bonds) when considered appropriate to achieve its investment objective.

The Fund may also invest in other securities, as well as collective investment schemes (including funds managed by Columbia Threadneedle companies), and hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

## Other Information

The following benchmarks are currently used as a point of reference against which the Fund's performance may be compared:

**Peer Group:** Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment

managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). The Fund is currently included in the IA £ Corporate Bond sector.

**Index:** The iBoxx GBP Non-Gilts Index is regarded as an appropriate performance measure of sterling-denominated investment grade bonds (including corporate, government and government agencies) issued worldwide, but excluding bonds issued by the UK government (gilts).

## Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking income and the possibility of some capital growth who are prepared to tolerate moderate price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

## Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the section "Fixed Income Funds".

These "Risk factors" must be understood before making an investment in the Fund.

## Sterling Bond Fund

### Investment Objective and Policy

The Fund aims to provide income with the prospect of some capital growth over the long term. It looks to outperform the FTSE Actuaries UK Conventional Gilts All Stock Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and will invest at least 80% of its assets in UK government bonds (gilts).

The Fund may also invest in other bonds, including index linked UK government bonds (index-linked gilts), as well as bonds issued by governments (or government agencies) of other developed countries, international organisations, or companies. The bonds selected are usually investment grade and denominated in sterling (or hedged back to sterling, if a different currency).

The Fund may also invest in other securities, as well as collective investment schemes (including funds managed by Columbia Threadneedle companies), and hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

The FTSE Actuaries UK Conventional Gilts All Stocks Index is regarded as an appropriate performance measure of sterling-denominated government bonds, issued by the UK government. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

## Other Information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA UK Gilt sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

## Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking income and the possibility of some capital growth who are prepared to tolerate moderate price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

## Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the sections "Risk to Capital Growth" and "Fixed Income Funds".

These "Risk factors" must be understood before making an investment in the Fund.

## Monthly Extra Income Fund

### Investment Objective and Policy

The Fund aims to provide a monthly income with prospects for capital growth over the long term. It looks to provide an income yield higher than the FTSE All-Share Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests in a combination of company shares and bonds; typically, between 70-80% in UK company shares and 20%-30% in bonds. The Fund considers UK companies to mean companies listed on the London Stock Exchange; predominantly those domiciled in the UK, or which have significant UK business operations.

The Fund selects companies that exhibit above average income generation potential, as well as those considered to offer opportunities more by way of share price or dividend growth. These companies may be chosen from any industry or economic sector, and whilst there is no restriction on size, investment tends to focus on the larger companies included in the FTSE All-Share Index. The bonds selected are usually investment grade corporate bonds, but may also include government bonds. These bonds are denominated in sterling (or hedged back to sterling, if a different currency).

The FTSE All-Share Index is regarded as an appropriate performance measure of the UK stock market, with over 600 companies currently included. The income yield of this index provides a suitable target benchmark against which the level of income generated by the Fund will be measured and evaluated over time.

The Fund may also invest in money market instruments, deposits, cash and near cash and other collective investment schemes (including funds managed by Columbia Threadneedle companies) when deemed appropriate.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

## Other Information

The following benchmarks are currently used as a point of reference against which the Fund's performance may be compared:

**Composite Index:** An index that is 80% comprised of the FTSE All-Share Index and 20% of the ICE BofA Sterling Corporate & Collateralised Index, is considered to provide a suitably weighted performance measure of the UK Stock Market and sterling denominated corporate bonds respectively, against which Fund performance can be evaluated.

**Peer Group:** Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA UK Equity and Bond Income sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

## Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking monthly income and potential capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

## Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the section "Risk to Capital Growth".

These "Risk factors" must be understood before making an investment in the Fund.

## Strategic Bond Fund

### Investment Objective and Policy

The Fund aims to provide income with the prospect of some capital growth over the long term (5 years or more).

The Fund is actively managed, and invests at least two-thirds of its assets in bonds denominated in sterling (GBP) or euro (EUR). In addition to GBP or EUR denominated bonds, the Fund may invest in bonds priced in other currencies, however all non-sterling bonds are usually hedged back to sterling.

The Fund follows a strategic investment approach, allowing for changes to allocation between investment grade and below investment grade corporate



bonds, as well as investment in government bonds and bonds issued by international organisations. This approach aims to position the Fund to take advantage of those areas of the bond market that are considered to offer the best return potential.

Derivatives (including forward transactions) may be used for investment purposes. This includes allowing the Fund to profit from the fall in the price of an asset (shorting), as well as extending market exposure beyond the value of its assets (leverage). In addition, derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

The Fund may also invest in other securities, as well as collective investment schemes (including funds managed by Columbia Threadneedle companies), and hold money market instruments, deposits, cash and near cash.

### Other information

The following benchmarks are currently used as a point of reference against which the Fund's performance may be compared:

Peer Group: Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). The Fund is currently included in the IA £ Strategic Bond sector.

Composite Index: An index comprised of 60% of iBoxx GBP Non-Gilts 1-10 Years and 40% of ICE BofA European Currency High Yield Excluding Subordinated Financials Constrained (Hedged to Sterling) Index, is regarded as providing an appropriate performance measure of both sterling-denominated investment grade bonds (including corporate bonds), and below investment grade sterling and euro-denominated (hedged back to sterling) corporate bonds, respectively.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking income and the possibility of some capital growth who are prepared to tolerate moderate price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the sections "Fixed Income Funds", "Investments in derivatives and forward transactions", "Risk to Capital Growth" and "High Yield Bond".

### Use of Derivatives and Forward Transactions

**The Fund uses derivatives and forward transactions for both EPM and investment purposes including short selling and leverage. The use of derivatives and forward transactions for EPM will not increase the risk profile of the Fund. The use of derivatives for investment purposes may increase the risk profile of the Fund.**

### Short Sales and Leverage

**The Fund's exposure involves short sales of securities and leverage which increases the risk of the Fund.** The term "short sales" refers to an exposure through derivatives to the selling of securities that are not owned by the seller at the time of the sale in anticipation that its value will fall. However, if the value of that security increases, it will have a negative effect on the Fund's value. In a rising market, leverage can enhance returns to Shareholders but if the market falls, losses may be greater.

These "Risk factors" must be understood before making an investment in the Fund.

### High Yield Bond Fund

#### Investment Objective and Policy

The Fund aims to provide income. It looks to outperform the ICE BofA European Currency High Yield Excluding Subordinated Financials Constrained (Hedged to Sterling) Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least two-thirds of its assets in bonds issued by companies worldwide that are denominated in euros (EUR) or sterling (GBP) and rated below investment grade. The Fund may invest to a lesser extent in bonds denominated in currencies other than euro and sterling, bonds of other credit quality (as well as unrated bonds) and bonds issued by governments and quasi-government entities. Non-sterling bonds are typically hedged into sterling.

The Fund may also invest in other securities, as well as collective investment schemes (including funds managed by Columbia Threadneedle companies), and hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

The ICE BofA European Currency High Yield Excluding Subordinated Financials Constrained (Hedged to Sterling) Index is regarded as an appropriate performance measure of euro and sterling-denominated below investment grade bonds, issued by a broad range of companies. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

#### Other Information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). The Fund is currently included in the IA £ High Yield sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

#### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking an income who are prepared to tolerate moderate to



large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the sections "Fixed Income Funds", "Risk to Capital Growth" and "High Yield Bond".

These "Risk factors" must be understood before making an investment in the Fund.

## UK Growth and Income Fund

### Investment Objective and Policy

The Fund aims to provide a return over the long term, through the combination of capital growth and income. It looks to outperform the FTSE All-Share Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 90% of its assets in shares of companies listed on the London Stock Exchange; predominantly companies domiciled in the UK, or which have significant UK business operations.

The Fund selects companies considered to offer good total return opportunities (the combination of share price growth and dividend income), from any industry or economic sector. Whilst there is no restriction on size, investment focuses on the largest 150 companies included in the FTSE All-Share Index.

The FTSE All-Share Index is regarded as an appropriate performance measure of the UK stock market, with over 600 companies currently included. It provides a suitable target benchmark against which the performance of the Fund will be measured and evaluated over time.

The Fund is relatively concentrated, and typically invests in fewer than 55 companies, which may include shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other Information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA UK All Companies sector.

Performance data on funds within this sector may be used when evaluating the performance of this Fund.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking a combination of capital growth and income who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the section "Risk to Capital Growth".

These "Risk factors" must be understood before making an investment in the Fund.

## UK Fund

### Investment Objective and Policy

The Fund aims to achieve capital growth over the long term. It looks to outperform the FTSE All-Share Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 90% of its assets in shares of companies listed on the London Stock Exchange; predominantly companies domiciled in the UK, or which have significant UK business operations.

The Fund selects companies that are considered to have good prospects for share price growth, from any industry or economic sector, and whilst there is no restriction on size, investment tends to focus on the larger companies included in the FTSE All-Share Index.

The FTSE All-Share Index is regarded as an appropriate performance measure of the UK stock market, with over 600 companies currently included. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

The Fund typically invests in fewer than 80 companies, which may include shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

## Other Information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA UK All Companies sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

## Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

## Other Investor Information

The Fund is an eligible investment for a PEA. This means the Fund has at least 75% of its Net Asset Value invested in the equity of corporate issues with their registered office in an EEA country (excluding Liechtenstein). In the event of any change to the Fund which means that it will no longer be an eligible investment for a PEA prior written notice of the change will only be provided to French resident investors. For more information please refer to the section "Notes for Investors resident outside the UK".

In the event that, the UK leaves the EU without an agreed deal in place, it is likely that the UK Fund will lose its PEA status.

## Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company.

These "Risk factors" must be understood before making an investment in the Fund.

## UK Smaller Companies Fund

### Investment Objective and Policy

The Fund aims to achieve capital growth over the long term. It looks to outperform the Numis Smaller Companies Index ex Investment Companies over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 90% of its assets in the shares of companies listed on the London Stock Exchange; predominantly smaller companies traded on the Alternative Investment Market (AIM) or included within the Numis Smaller Companies Index ex Investment Companies, that are UK domiciled, or have significant UK business operations.

The Fund selects companies considered to have good prospects for share price growth, from any industry or economic sector, with smaller companies providing potential exposure to niche growth areas that often cannot be accessed by large companies.

The Fund typically invests in shares of fewer than 70 companies. The Fund may invest in other securities (including fixed interest securities) and

collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

The Numis Smaller Companies Index ex Investment Companies is a widely used benchmark for monitoring the performance of UK smaller companies. It consists of companies that make up the smallest 10% of the UK main listed market by value (excluding investment companies). It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

## Other information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA UK Smaller Companies sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

## Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

## Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the section "Smaller Companies Funds".

These "Risk factors" must be understood before making an investment in the Fund.

## UK Select Fund

### Investment Objective and Policy

The Fund aims to achieve above average capital growth over the long term. It looks to outperform the FTSE All-Share Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 90% of its assets in a concentrated portfolio of shares of companies listed on the London Stock Exchange; predominantly companies domiciled in the UK, or which have significant UK business operations.

The Fund selects companies in which the fund manager has a high conviction that the current share price does not reflect the prospects for that business. These companies may be of any size, from any industry or economic sector,

with significant sector and share weightings taken at the fund manager's discretion.

The FTSE All-Share Index is regarded as an appropriate performance measure of the UK stock market, with over 600 companies currently included. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

The Fund typically invests in fewer than 50 companies, which may include shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA UK All Companies sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company. In particular, investors should refer to the section "Concentrated Portfolios".

These "Risk factors" must be understood before making an investment in the Fund.

## UK Institutional Fund

### Investment Objective and Policy

The Fund aims to achieve capital growth over the long term. It looks to outperform the FTSE All-Share Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 90% of its assets in shares of companies listed on the London Stock Exchange; predominantly

companies domiciled in the UK, or which have significant UK business operations.

The Fund selects companies that are considered to have good prospects for share price growth, from any industry or economic sector, and whilst there is no restriction on size, investment tends to focus on the larger companies included in the FTSE All-Share Index.

The FTSE All-Share Index is regarded as an appropriate performance measure of the UK stock market, with over 600 companies currently included. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

The Fund typically invests in fewer than 130 companies, which may include shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other Information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA UK All Companies sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company.

These "Risk factors" must be understood before making an investment in the Fund.

## UK Equity Opportunities Fund

### Investment Objective and Policy

The Fund aims to achieve capital growth over the long term. It looks to outperform the FTSE All-Share Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 90% of its assets in shares of companies listed on the London Stock Exchange; predominantly companies domiciled in the UK or which have significant UK business operations.

The Fund selects companies that are considered to provide good opportunities for share price growth, from any industry or economic sector, and whilst there is no restriction on size, investment tends to focus on the larger companies included in the FTSE All-Share Index.

The FTSE All-Share Index is regarded as an appropriate performance measure of the UK stock market, with over 600 companies currently included. It provides a helpful benchmark against which the performance of the Fund can be measured and evaluated over time.

The Fund is relatively concentrated, and typically invests in fewer than 55 companies, which may include the shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other Information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA UK All Companies sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company. In particular, investors should refer to the section "Concentrated Portfolios".

These "Risk factors" must be understood before making an investment in the Fund.

## Sterling Short-Term Money Market Fund

### Investment Objective and Policy

The Fund aims to provide income and preserve the original value of your investment, however, this is not guaranteed.

The Fund is actively managed, and looks to provide income returns broadly in line with the 1 Month GBP London Interbank Bid Rate (LIBID), before charges are deducted.

The Fund invests in short-term assets of high credit quality from issuers that have received a favourable assessment in accordance with credit quality assessment procedures adopted by the Fund. These investments may include UK Government securities (including Treasury bills) with a maturity of 184 days or less, sterling denominated cash deposits and certificates of deposit. In addition, up to 50% of the Fund may be invested in sterling denominated commercial paper, also with a maturity of 184 days, or less. Investment in other short-term money market funds is permitted, but limited in total to 10% of the Fund's value.

### Other Information

The following benchmark is used as a comparator for the Fund's performance: 1 Month GBP London Interbank Bid Rate (LIBID).

LIBID is the indicative interest rate that banks expect to pay when borrowing from each other in the London Interbank Market. It is widely used by short-term money market funds to provide a benchmark against which performance can be compared over time.

### Investor Profile

The Fund may be suitable for investors with a short-term investment horizon seeking income and a high level of capital security. Please note that the Fund may not be suitable if interest rates are very low given that investment returns may not exceed the liabilities/payments of the Fund which could result in negative returns. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the sections "No Guarantee of Capital", "Risk to Capital Growth" and "Liquidity Risk".

For the avoidance of doubt, the Sterling Short-Term Money Market Fund does not offer any form of guarantee with respect to investment performance, and no form of capital protection will apply.

These "Risk factors" must be understood before making an investment in the Fund.

Further information about investment restrictions applicable to the Sterling Short-Term Money Market Fund is set out at paragraph 46 of Appendix II.

## Dollar Bond Fund

### Investment Objective and Policy

The Fund aims to provide income with the prospect of some capital growth over the long term (5 years or more).

The Fund is actively managed, and invests at least two-thirds of its assets in bonds issued by the US government and companies worldwide, denominated in US dollars (or hedged back to USD, if a different currency). The Fund may

also invest in other bonds, including US denominated bonds issued by governments outside the US (or government agencies), as well as international organisations.

The Fund usually selects bonds that are investment grade, but may include some bonds with a lower credit rating in the portfolio if this is considered appropriate to achieve its investment objective.

The Fund may also invest in other securities, as well as collective investment schemes (including funds managed by Columbia Threadneedle companies), and hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other Information

The following benchmarks are currently used as a point of reference against which the Fund's performance may be compared:

**Peer Group:** Many funds sold in the UK are grouped into sectors or categories, to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is included in the Morningstar Category USD Diversified Bond.

**Composite Index:** An index comprised of 50% ICE BofA US Treasury Master Index and 50% ICE BofA Eurodollar Global Index, is regarded as providing an appropriate performance measure for US Treasuries (US government bonds) and US dollar-denominated corporate bonds, respectively.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking income and the possibility of some capital growth who are prepared to tolerate moderate price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

'Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the sections "Risk to Capital Growth" and "Fixed Income Funds".

These "Risk factors" must be understood before making an investment in the Fund.

## American Fund

### Investment Objective and Policy

The Fund aims to achieve capital growth over the long term. It looks to outperform the S&P 500 Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 75% of its assets in shares of companies domiciled in the United States of America (US), or which have significant US business operations.

The Fund selects companies considered to have good prospects for share price growth, from any industry or economic sector, and whilst there is no restriction on size, investment tends to focus on larger companies, such as those included in the S&P 500 Index.

The S&P 500 Index is a US stock market index, the constituents of which represent around 500 of the largest companies listed on the New York Stock Exchange or NASDAQ. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

The Fund typically invests in fewer than 80 companies, which may include shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other Information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA North America sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company.

These "Risk factors" must be understood before making an investment in the Fund.

## American Select Fund

### Investment Objective and Policy

The Fund aims to achieve above average capital growth over the long term. It looks to outperform the S&P 500 Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 75% of its assets in a concentrated portfolio of shares of companies domiciled in the United States of America (US), or which have significant US business operations.

The Fund selects companies in which the fund manager has a high conviction that the current share price does not reflect the prospects for that business. These companies may be chosen from within any industry or economic sector, with significant sector and share weightings taken at the discretion of the fund manager. There is no restriction on company size, however, investment tends to focus on larger companies, such as those included in the S&P 500 Index.

The S&P 500 Index is a US stock market index, the constituents of which represent around 500 of the largest companies listed on the New York Stock Exchange or NASDAQ. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

The Fund typically invests in fewer than 60 companies, which may include the shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other Information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA North America sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company. In particular, investors should refer to the section "Concentrated Portfolios".

These "Risk factors" must be understood before making an investment in the Fund.

## American Smaller Companies Fund (US)

### Investment Objective and Policy

The Fund aims to achieve capital growth over the long term. It looks to outperform the Russell 2500 Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 75% of its assets in shares of American smaller companies.

The Fund considers American smaller companies to be those domiciled in the United States of America (US), or with significant US business operations, and which have a market size ranging from typically \$500 million to \$10 billion at the time of investment.

The Fund selects smaller companies considered to have good prospects for share price growth, from any industry or economic sector, and in some instances, this may provide exposure to niche growth areas that often cannot be accessed by large companies.

The Fund typically invests in fewer than 80 companies, which may include shares of some companies not within the Russell 2500 Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

The Russell 2500 Index is regarded as an appropriate performance measure of shares of small to medium sized companies listed on US stock markets, with around 2500 companies included. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

### Other Information

Many funds sold in the UK are grouped into sectors or categories, to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is included in the Morningstar Category: US Mid-Cap Equity. Performance data on funds within this category may be used when evaluating the performance of this Fund.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.



## Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the section "Smaller Companies Funds".

These "Risk factors" must be understood before making an investment in the Fund.

## Japan Fund

### Investment Objective and Policy

The Fund aims to achieve capital growth over the long term. It looks to outperform the MSCI Japan Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 75% of its assets in a concentrated portfolio of shares of companies domiciled in Japan, or which have significant Japanese business operations.

The Fund selects companies in which the fund manager has a high conviction that the current share price does not reflect the prospects for that business. These companies may be chosen from any industry or economic sector, with significant sector and share weightings taken at the fund manager's discretion. There is no restriction on company size, however, investment tends to focus on larger companies, such as those included in the MSCI Japan Index.

The MSCI Japan Index is designed to measure the performance of shares across large and medium-sized companies in the Japanese market, currently with approximately 300 companies included. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

The Fund typically invests in fewer than 60 companies, which may include shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other Information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA Japan sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund

## Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company. In particular, investors should refer to the section with the heading "Concentrated Portfolios".

These "Risk factors" must be understood before making an investment in the Fund.

## European Bond Fund

### Investment Objective and Policy

The Fund aims to provide income with the prospect of some capital growth over the long term. It looks to outperform the ICE BofA Pan-Europe Broad Market Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least two-thirds of its assets in bonds issued by governments, quasi-government entities and companies (corporate bonds) that are denominated in a European currency.

The Fund usually selects bonds that are investment grade, but may also include bonds with a lower credit rating in the portfolio if this is considered appropriate, as well as bonds denominated in non-European currencies.

The Fund may also invest in other securities, as well as collective investment schemes (including funds managed by Columbia Threadneedle companies), and hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

The ICE BofA Pan-Europe Broad Market Index is regarded as an appropriate performance measure of investment grade corporate and government bonds that are denominated in European currencies. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking income and the possibility of some capital growth who are prepared to tolerate moderate price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

## Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the sections "Risk to Capital Growth" and "Fixed Income Funds".

These "Risk factors" must be understood before making an investment in the Fund.

## European Fund

### Investment Objective and Policy

The Fund aims to achieve capital growth over the long term. It looks to outperform the FTSE World Europe ex UK Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 75% of its assets in shares of companies domiciled in Continental Europe, or which have significant Continental European business operations.

The Fund selects companies considered to have good prospects for share price growth, from any industry or economic sector, and whilst there is no restriction on size, investment tends to focus on larger companies, such as those included in the FTSE World Europe ex UK Index.

The FTSE World Europe ex UK Index is regarded as providing an appropriate representation of the share performance of large and medium-sized companies across Europe (excluding the UK), currently with approximately 500 companies included. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

The Fund typically invests in fewer than 70 companies, which may include shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other Information:

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA Europe Excluding UK sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price

fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

## Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company.

These "Risk factors" must be understood before making an investment in the Fund.

## European Select Fund

### Investment Objective and Policy

The Fund aims to achieve above average capital growth over the long term. It looks to outperform the FTSE World Europe ex UK Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 75% of its assets in a concentrated portfolio of shares of companies domiciled in Continental Europe, or which have significant Continental European business operations.

The Fund selects companies in which the fund manager has a high conviction that the current share price does not reflect the prospects for that business. These companies may be chosen from any industry or economic sector, with significant sector and share weightings taken at the fund manager's discretion. There is no restriction on company size, however, investment tends to focus on larger companies, such as those included in the FTSE World Europe ex UK Index.

The FTSE World Europe ex UK Index is regarded as providing an appropriate representation of the share performance of large and medium-sized companies across Europe (excluding the UK), currently with approximately 500 companies included. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

The Fund typically invests in fewer than 50 companies, which may include shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA Europe Excluding UK sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.



## Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

## Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company. In particular, investors should refer to the section "Concentrated Portfolios".

These "Risk factors" must be understood before making an investment in the Fund.

## European Smaller Companies Fund

### Investment Objective and Policy

The Fund aims to achieve capital growth over the long term. It looks to outperform the EMIX Smaller European Companies Ex UK Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 75% of its assets in shares of European smaller companies.

The Fund considers European smaller companies to be those domiciled in Continental Europe, or with significant Continental European business operations, that, at the time of purchase, are not represented in the top 225 companies in the FTSE World Europe ex UK Index (an index of large and medium-sized European (ex UK) companies).

The Fund selects smaller companies considered to have good prospects for share price growth, from any industry or economic sector, and in some instances, this may provide exposure to niche growth areas that often cannot be accessed through large companies.

The EMIX Smaller European Companies Ex UK Index is regarded as providing an appropriate representation of the share performance of smaller sized companies across Europe (excluding the UK), currently with over 1,000 companies included. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

The Fund typically invests in fewer than 100 companies, which may include shares of some companies not within the EMIX Smaller Europe Ex UK Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

## Other information

Many funds sold in the UK are grouped into sectors or categories, to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is included in the Morningstar Category: Europe ex-UK Small/Mid-Cap Equity. Performance data on funds within this category may be used when evaluating the performance of this Fund.

## Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

## Other Investor Information

The Fund is an eligible investment for a PEA. This means the Fund has at least 75% of its Net Asset Value invested in the equity of corporate issues with their registered office in an EEA country (excluding Liechtenstein). In the event of any change to the Fund which means that it will no longer be an eligible investment for a PEA prior written notice of the change will only be provided to French resident investors. For more information please refer to the section "Notes for Investors resident outside the UK".

## Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the section "Smaller Companies Funds".

These "Risk factors" must be understood before making an investment in the Fund.

## Asia Fund

### Investment Objective and Policy

The Fund aims to achieve capital growth over the long term. It looks to outperform the MSCI AC Asia Pacific ex Japan Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 75% of its assets in shares of companies domiciled in Asia (with the exclusion of Japan), or which have significant Asian (excluding Japan) business operations.

The Fund selects companies considered to have good prospects for share price growth, from any industry or economic sector, and whilst there is no restriction on size, investment tends to focus on larger companies, such as those included in the MSCI AC Asia Pacific ex Japan index.

The MSCI AC Asia Pacific ex Japan Index is designed to capture the share performance of large and medium-sized companies across the Asia Pacific region (excluding Japan), and is currently comprised of over 1,000 companies. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

The Fund typically invests in fewer than 70 companies, which may include shares of some companies not within the Index. The Fund is permitted to invest up to 40% of its value in China A-Shares through the China-Hong Kong Stock Connect Programme. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other Information

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is currently included in the IA Asia Pacific Excluding Japan sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the sections "Emerging Markets", "Taxation", "Investments in the PRC and the China-Hong Kong Stock Connect Programme" and "Risks associated with the Small and Medium Enterprise Board and/or ChiNext of the Shenzhen Stock Exchange".

The nature of investments in emerging rather than developed markets means that the Fund may experience increased levels of volatility compared to funds invested primarily in more mature markets. Furthermore, custody arrangements in emerging markets may be less reliable.

These "Risk factors" must be understood before making an investment in the Fund.

## Latin America Fund

### Investment Objective and Policy

The Fund aims to achieve capital growth over the long term. It looks to outperform the MSCI EM Latin America 10/40 Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 75% of its assets in equities and equity-related securities of companies domiciled in Latin America, or which have significant Latin American business operations.

The Fund selects companies considered to have good prospects for share price growth, from any industry or economic sector, and whilst there is no restriction on size, investment tends to focus on larger companies, such as those included in the MSCI EM Latin America 10/40 Index.

The MSCI EM Latin American 10/40 Index is designed to measure the share performance of large and medium-sized companies across 5 Emerging Market countries within Latin America (Brazil, Chile, Colombia, Mexico, and Peru). The Index currently includes approximately 100 companies, and is constructed to reflect the regulatory framework applicable to the Fund. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

The Fund typically invests in fewer than 65 companies, which may include shares of some companies not within the Index.

The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### Other Information

Many funds sold in the UK are grouped into sectors or categories, to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is included in the Morningstar Category: Latin America Equity. Performance data on funds within this category may be used when evaluating the performance of this Fund.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular section "Emerging Markets" and "Taxation".

The nature of investments in emerging rather than developed markets means that the Fund may experience increased levels of volatility compared to funds invested primarily in more mature markets. Furthermore, custody arrangements in emerging markets may be less reliable.

These "Risk factors" must be understood before making an investment in the Fund.

## Emerging Market Bond Fund

### Investment Objective and Policy

The Fund aims to provide income with the prospect of some capital growth over the long term. It looks to outperform the J.P. Morgan Emerging Market Bond Index Global (EMBI Global) over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least two thirds of its assets in bonds issued by governments (or quasi-government entities) of Emerging Market countries and companies which are domiciled or have significant business operations in such countries.

The Fund considers Emerging Market countries to be those characterised as developing or emerging by the World Bank, the United Nations, or the EMBI Global.

The selected bonds may be of any credit quality, including those rated below investment grade or unrated, and are typically denominated in US dollars. Due to the perceived higher risk of investing in bonds issued by emerging market borrowers, these bonds typically offer higher yields than those of more stable bonds issued in developed countries.

The Fund may also invest in other securities (including bonds issued by developed countries), money market instruments, deposits, cash and near cash, and collective investment schemes (including funds managed by Columbia Threadneedle companies) when deemed appropriate.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk, or managing the Fund more efficiently.

The EMBI Global is regarded as an appropriate performance measure of US dollar-denominated emerging market bonds issued by government and quasi-government entities. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

### Other Information

Many funds sold in the UK are grouped into sectors or categories, to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is included in the Morningstar Category: Global Emerging Markets Bond. Performance data on funds within this category may be used when evaluating the performance of this Fund.

### Use of Derivatives within the Emerging Market Bond Fund

The use of derivatives within the Emerging Market Bond Fund is set out in paragraph 19.6 of Appendix II. The use is limited to EPM techniques.

### Investor Profile

The Fund may be suitable for investors with an investment horizon of more than five years seeking income and the possibility of some capital growth who are prepared to tolerate moderate to large price fluctuations. If investors are

uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### Risk Factors

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the sections "Risk to Capital Growth", "Emerging Markets", "Taxation", "Fixed Income Funds", "Risks associated with investments in the China Interbank Bond Market" and "High Yield Bond".

The nature of investments in emerging rather than developed markets means that the Fund may experience increased levels of volatility compared to funds invested primarily in more mature markets. Furthermore, custody arrangements in emerging markets may be less reliable.

These "Risk factors" must be understood before making an investment in the Fund.

## Global Bond Fund

### Investment Objective and Policy

The Fund aims to provide income with the prospect of some capital growth over the long term. It looks to outperform the JP Morgan Government Bond Index Global (GBI Global) over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least two-thirds of its assets in bonds issued or guaranteed by governments, government agencies or quasi-government entities worldwide. In addition, the Fund may invest in other bonds, including bonds issued by companies.

The Fund usually selects bonds that are investment grade, but may include some bonds with a lower credit rating in the portfolio, if this is considered appropriate. The bonds selected may be denominated in various currencies.

The Fund may also invest in other securities, as well as collective investment schemes (including funds managed by Columbia Threadneedle companies), and hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

The GBI Global is regarded as a good performance measure of local currency bonds issued by developed market governments. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

### Other Information

Many funds sold in the UK are grouped into sectors or categories, to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is included in the Morningstar Category Global Bond. Performance

data on funds within this category may be used when evaluating the performance of this Fund.

### **Investor Profile**

The Fund may be suitable for investors with an investment horizon of more than five years seeking income and the possibility of some capital growth who are prepared to tolerate moderate price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### **Risk Factors**

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company and in particular the sections "Risk to Capital Growth" and "Fixed Income Funds".

These "Risk factors" must be understood before making an investment in the Fund.

## **Global Select Fund**

### **Investment Objective and Policy**

The Fund aims to achieve capital growth over the long term. It looks to outperform the MSCI ACWI Index over rolling 3-year periods, after the deduction of charges.

The Fund is actively managed, and invests at least 75% of its assets in shares of companies worldwide.

The Fund selects companies considered to have good prospects for share price growth, from any economic sector or geographic region, and whilst there is no restriction on size, investment tends to focus on larger companies, such as those included in the MSCI ACWI Index.

The MSCI ACWI Index is regarded as providing an appropriate representation of the share performance of large and medium-sized companies worldwide, with over 2,700 companies currently included. It provides a suitable target benchmark against which Fund performance will be measured and evaluated over time.

The Fund typically invests in fewer than 90 companies, which may include shares of some companies not within the Index. The Fund may invest in other securities (including fixed interest securities) and collective investment schemes (including funds managed by Columbia Threadneedle companies), when deemed appropriate.

The Fund may also hold money market instruments, deposits, cash and near cash.

The Fund is not permitted to invest in derivatives for investment purposes, but derivatives may be used with the aim of reducing risk or managing the Fund more efficiently.

### **Other Information**

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers),

to facilitate comparison between funds with broadly similar characteristics (peer groups). This Fund is included in the IA Global sector. Performance data on funds within this sector may be used when evaluating the performance of this Fund.

### **Investor Profile**

The Fund may be suitable for investors with an investment horizon of more than five years seeking capital growth who are prepared to tolerate large price fluctuations. If investors are uncertain if the Fund is suitable for them, they are advised to contact a financial adviser.

### **Risk Factors**

Investors should note the "Risks factors" section of this Prospectus in terms of risks applicable to investing in the Company. In particular, investors should refer to the sections "Concentrated Portfolios", "Emerging Markets", "Taxation", "Investments in the PRC and the China-Hong Kong Stock Connect Programme" and Risks associated with the Small and Medium Enterprise Board and/or ChiNext of the Shenzhen Stock Exchange.

The nature of investments in emerging rather than developed markets means that the Fund may experience increased levels of volatility compared to funds invested primarily in more mature markets. Furthermore, custody arrangements in emerging markets may be less reliable.

These "Risk factors" must be understood before making an investment in the Fund.

## **Buying, selling, switching and conversion of Shares**

The investor can invest in all Funds and Share Classes provided the eligibility criteria are met.

Please note that the ACD may reject a request to buy, sell, Switch or Convert Shares if the investor is unable to demonstrate to the satisfaction of the ACD (acting reasonably) that the investor has complied with applicable law and regulation. By way of examples only such circumstances may include an inability to provide appropriate money laundering documentation or confirmation that the investor has received the most recently available Key Investor Information Document for the Fund in which they wish to invest (if applicable).

The Funds are marketable to all retail and non-retail investors.

It should be noted that for Funds which are Limited Issue Funds restrictions will apply for new subscriptions into Limited Issue Funds. Details are set out in the section applicable to the Limited Issue Funds in the section with the heading 'Investment objectives, policies and other details of the Funds'.

The dealing office of the ACD is open from at least 8 am until at least 6 pm UK time (9 am to 7 pm Central European Time) on each Dealing Day to receive requests for the issue, redemption, Switching or Conversion of Shares.

Prices for the available Funds are calculated every Dealing Day at 12 noon UK time (normally 1 pm Central European Time).

Shares in the Funds purchased or sold before 12 noon (normally 1 pm Central European Time) will obtain the price calculated on that Dealing Day. Shares in Funds purchased or sold after 12 noon (normally 1 pm Central European Time) will obtain the price calculated at 12 noon (normally 1 pm Central European Time) the following Dealing Day.

Currency	Minimum Investment	Subsequent Investment	Minimum Holding
GBP (Class 1 and Class D)	GBP 2,000	GBP 1,000	GBP 500
EUR (Class 1 including Class 1 Hedged Shares)	EUR 2,500	EUR 750	EUR 750
USD (Class 1 including Class 1 Hedged Shares)	USD 3,000	USD 750	USD 750
JPY (Class 1)	JPY 280,000	JPY 140,000	JPY 70,000
CHF (Class 1 including Class 1 Hedged Shares)	CHF 3,000	CHF 750	CHF 750
SGD (Class 1 Hedged Shares)	SGD 4,000	SGD 1,000	SGD 1,000
GBP (Class L)	GBP 100 million	GBP 25,000	GBP 25,000
AUD (Class M Hedged Shares)	AUD 750	AUD 750	AUD 750
USD (Class M including Class M Hedged Shares)	USD 3,000	USD 750	USD 750
USD (Class N Hedged Share Class)	USD 1.5 million	USD 75,000	USD 750,000
GBP (Class 2)	GBP 0.5 million	GBP 25,000	GBP 25,000
EUR (Class 2 including Class 2 Hedged Shares)	EUR 0.75 million	EUR 40,000	EUR 40,000
USD (Class 2 including Class 2 Hedged Shares)	USD 0.8 million	USD 40,000	USD 40,000
JPY (Class 2)	JPY 70 million	JPY 35 million	JPY 35 million
CHF (Class 2 Hedged Share Class)	CHF 1.2 million	CHF 60,000	CHF 60,000
GBP (Class Z)	GBP 1 million	GBP 50,000	GBP 500,000
EUR (Class Z including Class Z Hedged Shares)	EUR 1.5 million	EUR 75,000	EUR 750,000
USD (Class Z including Class Z Hedged Shares)	USD 1.5 million	USD 75,000	USD 750,000
JPY (Class Z)	JPY 140 million	JPY 7 million	JPY 70 million
CHF (Class Z including Class Z Hedged Shares)	CHF 1.5 million	CHF 75,000	CHF 750,000
GBP (Class X)	GBP 3 million	GBP 25,000	GBP 25,000

Currency	Minimum Investment	Subsequent Investment	Minimum Holding
EUR (Class X)	EUR 5 million	EUR 40,000	EUR 40,000
USD (Class X)	USD 5 million	USD 40,000	USD 40,000
JPY (Class X)	JPY 420 million	JPY 3.5 million	JPY 3.5 million
AUD (Class X Hedged Shares)	AUD 5 million	AUD 40,000	AUD 40,000

The ACD may at its discretion accept subscriptions lower than the minimum amount. If a holding is below the minimum holding the ACD has the discretion to require redemption of the entire holding. For the Hedged Share Class(es), although the above applies, if at any time the size of a class falls below GBP 1 million (or the equivalent in another currency), the ACD may, in the interest of remaining Shareholders, redeem all outstanding Shares in the affected Hedged Share Class. Investors should refer to the section of this Prospectus with the heading "Restrictions and compulsory transfer and redemption" for further information.

### Client money

The ACD does not treat monies received for the issuance of shares or monies payable to the investor upon redemption as client money as long as:

- (i) in relation to monies for the issuance of shares, the ACD has paid the subscription monies in exchange for shares to the Depositary by the close of business on the day following receipt of monies from the investor; or
- (ii) in relation to proceeds from a redemption, paid the redemption monies to the investor within four business days of receipt by the ACD of the fully authorised form of renunciation (or other sufficient instruction) and in any event by the close of business on the day following receipt of the monies from the Depositary.

In the event that the above time limits are not met by the ACD, the ACD will treat the relevant sum received with respect to subscriptions and redemptions as client money as defined under the FCA Rules. This means that the money is held in an account separate from that the ACD uses to hold its own money. The ACD will not calculate or pay to the investor any interest that might arise on those monies.

### Initial Offer Period

The ACD may arrange for there to be an Initial Offer Period in respect of any newly-established Fund, commencing on the date of launch of the relevant Fund. During that period, the price at which shares in that Fund can be bought will be as fixed by the ACD and notified to the Depositary at or before the start of that period.

## Buying Shares

### Procedure:

Shares can be bought by UK residents by sending a completed application form to the ACD Client Services address as set out in the Directory. For non-UK residents, the initial purchase must be accompanied by a completed application form. Application forms may be obtained from ACD Client Services. Subsequent investments can be made by telephone to the number



detailed in the Directory, but still require written confirmation. Unless dictated otherwise, all deals will be processed on receipt and payment immediately becoming due.

Prior to subscription to Class X Shares an agreement must be entered into between the Eligible Shareholder and the ACD.

Class D Shares and Class L Shares are closed to investments for the following Funds, but investments may be accepted at the ACD's discretion:

- European Fund
- UK Equity Income Fund
- UK Select Fund

Class L Shares are available for investment by existing Shareholders for the following Funds:

- Sterling Corporate Bond Fund

Settlement is the relevant Dealing Day plus four business days for all Funds other than the Sterling Short-Term Money Market Fund for which settlement is the relevant Dealing Day plus one business day. Payment for the Sterling Short-Term Money Market Fund is required within one business day while payment for all other Funds is required within four business days.

As part of its credit control policy, the ACD reserves the right to cancel without notice any contract for which payment has not been received by the relevant settlement date and to recover any losses incurred. The ACD reserves the right to charge interest on late settlement.

The ACD has the right to reject, on reasonable grounds, any application for Shares in whole or part, and in this event the ACD will return any money sent, or the balance of such monies, at the risk of the applicant.

Any subscription monies remaining after a whole number of Shares has been issued will not be returned to the applicant. Instead, Fractions will be issued in such circumstances.

### **Documents the purchaser will receive:**

A contract note giving details of the Shares purchased and the price obtained will be issued by the end of the business day following the later of receipt of the application to purchase Shares or the Valuation Point by reference to which the purchase price is determined. Where the applicant is based in an EEA state where the Fund is registered, any communications will be made in an official language of that EEA state.

Subject to the law of an EEA state, an applicant may qualify for cancellation rights. A notice of the right to cancel will be issued at the same time as the contract note, and this will set out the full details of how to exercise this right. In the UK, where an applicant has received advice regarding their investment (including by distance means), they will qualify for cancellation rights. Applicants will have the right to cancel the contract within 14 days of receipt of the contract note. However, please note that if the markets have moved

adversely and the price of the investment has fallen, applicants may not get back the full amount invested.

Share certificates will not be issued in respect of Shares. Ownership of Shares will be evidenced by an entry on the Company's register of Shareholders. Statements in respect of periodic distributions on Shares will show the number of Shares held or accumulated by the recipient. Individual statements of a Shareholder's (or, when Shares are jointly held, the first-named holder's) Shares will also be issued at any time on request by the registered holder.

The Company has the power to issue bearer Shares but there are no present plans to do so.

## **Selling Shares**

### **Procedure:**

Every Shareholder has the right to require that the Company redeem his Shares on any Dealing Day unless the value of Shares which a Shareholder wishes to redeem will mean that the Shareholder will hold Shares with a value less than the required minimum holding for the Fund concerned, in which case the Shareholder may be required to redeem his entire holding.

Requests to redeem Shares may be made to ACD Client Services at the details provided in the Directory.

Cheques or electronic funds transfer in satisfaction of the redemption monies will be issued or made within four business days for all Funds other than the Sterling Short-Term Money Market Fund (one business day) or the later of (a) receipt by the ACD of the form of renunciation (or other sufficient written instructions) duly signed by all the relevant Shareholders and completed as to the appropriate number of Shares, together with any other appropriate evidence of title, and (b) the Valuation Point following receipt by the ACD of the request to redeem.

### **Documents the Seller will receive:**

A contract note giving details of the number and price of Shares sold will be sent to the selling Shareholder (to the first-named, in the case of joint Shareholders) together (if sufficient written instructions have not already been given) with a form of renunciation for completion and execution by the Shareholder(s) no later than the end of the business day following the later of the request to redeem Shares or the Valuation Point by reference to which the redemption price is determined.

### **Minimum redemption:**

Part of a Shareholder's holding may be redeemed but the ACD reserves the right to refuse a redemption request if the value of the Shares of any Fund to be redeemed is:

- less than £500 (or other currency equivalent) in respect of Class 1 Shares, Class D and Class M Shares;
- less than £25,000 (or other currency equivalent) in respect of Class 2 Shares, Class L Shares and Class X Shares;

- less than £500,000 (or other currency equivalent) in respect of Class N Shares and Class Z Shares.

## Switching/Converting

A holder of Shares in a Fund may at any time Switch all or some of his Shares of one Fund ('Original Shares') for Shares of another Class or Fund ('New Shares') or Convert all or some of his Shares of the same Fund ('Original Shares') for Shares of that Fund ('New Shares'). The number of New Shares issued will be determined by reference to the respective prices of New Shares and Original Shares at the Valuation Point applicable at the time the Original Shares are repurchased and the New Shares are issued. Switching may be effected by contacting ACD Client Services at the details provided in the Directory.

Any applicable fees are set out in the section 'Dealing Charges'. There is no fee on a Conversion between Classes of the same Fund.

If the Switch or Conversion would result in the Shareholder holding a number of Original Shares or New Shares of a value which is less than the minimum holding in the Class or Fund concerned, the ACD may, if it thinks fit, convert the whole of the applicant's holding of Original Shares to New Shares or refuse to effect any Switch or Conversion of the Original Shares. The Shareholder of the Original Shares must be an Eligible Shareholder in order to Switch to the Class X Shares. No Switch or Conversion will be made during any period when the right of Shareholders to require the redemption of their Shares is suspended. The general provisions on procedures relating to redemption will apply equally to a Switch or Conversion. A duly completed switching form or conversion form must be received by the ACD before the Valuation Point on a Dealing Day in the Fund or Funds concerned to be dealt with at the prices at those Valuation Points on that Dealing Day, or at such other date as may be approved by the ACD. Switching or Conversion requests received after a Valuation Point will be held over until the next Dealing Day in the relevant Fund or Funds.

The ACD may adjust the number of New Shares to be issued to reflect the imposition of any switching fee together with any other charges or levies in respect of the issue or sale of the New Shares or repurchase or cancellation of the Original Shares as may be permitted pursuant to the FCA Rules.

Please note that a Switch of Shares in one Fund for Shares in any other Fund is treated as a redemption and sale and therefore may have tax implications for Shareholders. For persons subject to UK taxation it will be a disposal for the purposes of capital gains taxation. Conversions are not generally treated as a disposal for the purposes of capital gains tax, other than for Conversions between hedged and unhedged Share Classes.

A Shareholder who switches Shares in one Fund for Shares in any other Fund will not be given a right by law to withdraw from or cancel the transaction.

A Conversion of Shares from one Class to another Class in the same Fund is not, in general, a disposal for the purposes of capital gains taxation. Conversions are not generally treated as a disposal for the purposes of capital gains tax, other than for Conversions between hedged and unhedged Share Classes.

The ACD may carry out a compulsory Conversion between different Classes of Shares of the same Fund, in whole or part, where the ACD reasonably believes it is in the interests of Shareholders to do so and the ACD has given Shareholders notice of the Conversion in accordance with the FCA Rules. The ACD will not apply any fees where it carries out a compulsory conversion of Shares. In order to assist Shareholders in complying with their legal and regulatory obligations including complying with the FCA's Retail Distribution Review a Shareholder may Convert Shares of one Class of any Fund for shares in another class of the same Fund at the absolute discretion of the ACD.

It should be noted that the times at which Shareholders may Switch or Convert into Shares of Limited Issue Funds will be restricted: details of such restrictions are set out in the section with the heading 'Investment objectives, policies and other details of the Funds'.

For further information on tax implications for Shareholders, please refer to the section of this Prospectus with the heading "Capital gains tax" on page 51.

## Dealing Charges

### Initial Charge:

The initial charges vary depending on the country of subscription and the Class of Share. The current initial charges are set out below.

Country of Subscription	Initial Charge
<b>Class 1, Class D and Class M Shares</b>	
UK	3.75%* of the gross amount invested
Non-UK	5%* of the gross amount invested
<b>Class 2 Shares and Class L Shares</b>	
UK	0% of the gross amount invested
Non-UK	0% of the gross amount invested
<b>Class X Shares</b>	
UK	0% of the gross amount invested
Non-UK	0% of the gross amount invested
<b>Class Z and Class N Shares</b>	
UK	3% of the gross amount invested
Non-UK	3% of the gross amount invested

\* Except for the Sterling Short-Term Money Market Fund for which it is currently zero.

The ACD will give written notice to Shareholders not less than 60 days before implementing any increase to the rates of initial charge set out above, and will make available a Prospectus to reflect the increased rate of initial charge.

The initial charge is payable to the ACD and may be used to remunerate intermediaries. To the extent permitted by the FCA Rules, the ACD may agree to waive or reduce the initial charge at its discretion, in respect of a subscription by any person, including a holder of Shares in any other



collective investment scheme operated by the ACD, where such subscription is at or about the same time as the redemption of units or Shares (or other interests) in that other collective investment scheme and thereby represents a 'Switch' to the Company.

### Reinvestment of Income

For those Funds which allow income to be reinvested, Shareholders may elect to use their dividend income to purchase new Shares in the Fund. For Shares purchased using the reinvestment of dividend income the initial charge will be waived.

### Redemption Charge

The ACD may make a charge on the redemption of Shares. At present no redemption charge is levied by the ACD on the redemption of Shares. Shares issued while this Prospectus is in force will not be subject to any redemption charge in the future.

A redemption charge could only be introduced by the ACD in accordance with the FCA Rules.

### Switching Fee

On the Switching of Shares of one Fund for Shares of another Fund the Instrument of Incorporation authorises the Company to impose a switching fee. Unless otherwise notified in writing by the ACD to the Shareholders not less than 60 days in advance, the switching fee will not exceed an amount equal to the then prevailing initial charge for the Class into which Shares are being switched (as that initial charge is set out in the table above). The switching fee is payable to the ACD. There is currently no fee charged on a Conversion from one Class in a Fund to another Class in the same Fund. The introduction by the ACD of a fee on a Switch from one Class in a Fund to another Class in the same Fund would need to comply with the requirements of the FCA Rules.

### Other Dealing Information

#### Dilution adjustment

The basis on which the Company's investments are valued for the purpose of calculating the issue and redemption price of Shares as stipulated in the FCA Rules and the Instrument of Incorporation is summarised in the section 'Valuation of the Company'. The actual cost of purchasing or selling a Fund's investments may be higher or lower than the mid-market value used in calculating the Share price – for example, due to dealing charges, or through dealing at prices other than the mid-market price. Under certain circumstances (for example, large volumes of deals) this may have an adverse effect on the Shareholders' interest in the Fund. In order to prevent this effect, called 'dilution', the ACD has the power to apply a 'dilution adjustment' to the subscription and/or redemption of Shares. If applied, the dilution adjustment will be paid into the relevant Fund and will become part of the relevant Fund.

The need to make a dilution adjustment will depend on the volume of subscriptions or redemptions of Shares. The ACD may make a discretionary dilution adjustment if, in its opinion, the existing Shareholders (for subscriptions) or remaining Shareholders (for redemptions) might otherwise be adversely

affected. In particular, the dilution adjustment may be made in the following circumstances:

- (a) where a Fund is in continual decline (is suffering a net outflow of investment);
- (b) on a Fund experiencing large levels of net sales relative to its size;
- (c) on a Fund experiencing net sales or net redemptions on any day equivalent to 2% or more of the size of that Fund;
- (d) in any other case where the ACD is of the opinion that the interests of Shareholders require the imposition of a dilution adjustment.

The level of net sales or net redemptions on any day described in (c) above may be set with a standard percentage trigger level lower than 2% where the ACD determines that this is in the interests of Shareholders. Such circumstances can arise, for example, where the associated dilution rates are higher due to the costs of dealing in the underlying investments. For example, the costs of subscriptions in UK equity portfolios may have a higher associated dilution rate than is the case for other equity portfolios as a consequence of stamp duty on purchases of the underlying equity investments. This has the effect of an increased impact on the existing Shareholders in such Funds and therefore a reduced standard trigger threshold level may be determined to be more appropriate in order to protect existing Shareholders. Similarly, investing in investments in other regions and markets may also have higher associated costs which could result in a desire by the ACD to lower the trigger threshold for those Funds also as standard.

Where a dilution adjustment is made, it will increase the dealing price when there are net inflows into a Fund and decrease the dealing price when there are net outflows.

The price of each Class of Share in a Fund will be calculated separately but any dilution adjustment will in percentage terms affect the price of Shares of each Class identically.

On the occasions when the dilution adjustment is not made there may be an adverse impact on the total assets of a Fund.

As dilution is directly related to the inflows and outflows of money from a Fund it is not possible to accurately predict whether dilution will occur at any future point in time. Consequently, it is also not possible to accurately predict how frequently the ACD will need to make such a dilution adjustment.

Because the dilution adjustment for each Fund will be calculated by reference to the costs of dealing in the underlying investments of that Fund, including any dealing spreads, and these can vary with market conditions, this means that the amount of the dilution adjustment can vary over time. Estimates of the amount of dilution adjustment based on securities held in each Fund and market conditions at the time of this Prospectus as well as the number of occasions on which the dilution adjustment has been applied are set out in Appendix IV.

## Calculation of Dilution Adjustment

In applying a dilution adjustment the ACD must use the following basis of valuations:

- (1) When by reference to any Valuation Point the aggregate value of the Shares of all Classes of Fund issued exceeds the aggregate value of Shares of all Classes cancelled, any adjustment must be upwards; and
- (2) The dilution adjustment must not exceed the ACD's reasonable estimate of the difference between what the price would have been had the dilution adjustment not been taken into account and what the price would have been if the Scheme Property had been valued on the best available market offer basis plus dealing costs; or
- (3) When by reference to any Valuation Point the aggregate value of the Shares of all Classes of Fund cancelled exceeds the aggregate value of Shares of all Classes issued, any adjustment must be downwards; and
- (4) The dilution adjustment must not exceed the ACD's reasonable estimate of the difference between what the price would have been had the dilution adjustment not been taken into account and what the price would have been if the Scheme Property had been valued on the best available market bid basis less dealing costs.

## Fair value pricing

Where the ACD has reasonable grounds to believe that:

- (a) no reliable price for the property in question exists; or
- (b) such price, if it does exist, does not reflect the ACD's best estimate of the value of such property, it may value the Scheme Property or any part of Scheme Property at a price which, in its opinion, reflects a fair and reasonable price for that property ("fair value pricing").

The ACD is permitted to use fair value pricing in specific circumstances and pursuant to processes and methodologies that it must have notified to the Depositary. Examples of the circumstances in which the ACD might consider using fair value pricing where the Company's Valuation Point is set during the time when markets in which its portfolio is invested are closed for trading include:

- (a) market movements above a pre-set trigger level in other correlated open markets;
- (b) war, natural disaster, terrorism;
- (c) government actions or political instability;
- (d) currency realignment or devaluation;
- (e) changes in interest rates;

- (f) corporate activity;
- (g) credit default or distress; or
- (h) litigation.

Even if the Company's Valuation Point is set during the time other markets are open for trading, other scenarios might include:

- (a) failure of a pricing provider;
- (b) closure or failure of a market;
- (c) volatile or "fast" markets;
- (d) markets closed over national holidays;
- (e) stale or unreliable prices; and
- (f) listings, suspensions or de-listings.

This list is not intended to be exhaustive.

## Money laundering

Deals in Shares and deals otherwise in connection with the Company will be covered by United Kingdom legislation designed to prevent money laundering. In order to meet these requirements, the ACD may ask investors to provide proof of identity when buying or redeeming Shares. For this purpose, the ACD may use credit reference agencies (who will record that an enquiry has been made) and/or may check electronic databases.

Until satisfactory proof of identity is provided the ACD reserves the right to refuse to sell Shares or to delay processing and/or withhold any payments due to investors in respect of their investment and to discontinue any deals it is conducting on behalf of these investors.

## Market Timing and Late Trading

The repeated purchasing and selling of Shares in response to short-term market fluctuations is known as "market timing". The processing of subscriptions after the dealing cut off time and/or Valuation Point is known as "late trading". Shares in a Fund are not intended for market timing or late trading. The ACD has a policy in relation to market timing and late trading. As part of its policy, the ACD may refuse to accept an application for Shares from persons that they reasonably believe are engaged in market timing or late trading and the ACD will actively monitor trading patterns to assist in maintaining the stability and integrity of the prices of Shares.

## Restrictions and Compulsory Transfer and Redemption

The ACD may from time to time impose such restrictions as it may think necessary for the purpose of ensuring that Shares are not directly or indirectly acquired or held by any person in breach of any law or governmental rule or

regulation (or any interpretation of a law or governmental rule or regulation by a competent authority or entity with equivalent status) of any country or territory, or which would (or would if other Shares were acquired or held in like circumstances) result in the Company incurring any liability to taxation which the Company is not able to recoup itself or suffering any other adverse consequence, including a requirement to register under any securities or investment or similar laws or governmental regulation of any country or territory. Additionally, and only for the Hedged Share Classes, if at any time the size of a class falls below GBP 1million (or the equivalent in another currency), the ACD may, in the interest of remaining Shareholders, redeem all outstanding Shares in the affected Hedged Share Class. In this connection, the ACD may, inter alia and in its sole discretion reject any application for the purchase, sale or Switching or Conversion of Shares, or compulsorily redeem or require the sale or transfer of any Shares.

If Shares ('affected Shares') are directly or indirectly owned, acquired or controlled in any of the circumstances described above, or if the ACD believes this to be the case, the ACD may give notice to the holder(s) of the affected Shares requiring (i) the transfer of such Shares to a person who is qualified or entitled to own them without causing any of the adverse consequences outlined above or (ii) that a request in writing be given for the redemption or cancellation of such Shares in accordance with the FCA Rules. If the recipient of such a notice does not within 30 days after the date of receipt of such notice so transfer his affected Shares to a person qualified to own them without causing any of the adverse consequences outlined above, or establish to the satisfaction of the ACD (whose judgement is final and binding) that he or the beneficial owner is qualified and entitled to own the affected Shares without causing any of the adverse consequences outlined above, the ACD will compulsorily redeem the affected Shares having relied on the failure to respond to the notice as a request in writing to redeem or cancel all of the affected Shares pursuant to the FCA Rules and from that date such person will no longer be the beneficial owner of the Shares.

A person who becomes aware that he has directly or indirectly acquired or holds affected Shares in a manner that may cause one of the adverse consequences outlined above, shall forthwith, unless he has received a notice from the ACD as aforesaid, either forthwith transfer all his affected Shares to a person qualified to own them without causing any of the adverse consequences outlined above or give a request in writing for the redemption or cancellation of all his affected Shares pursuant to the FCA Rules.

For the avoidance of doubt, and by way of example only, the rights afforded to the ACD as set out above apply in the event that a person that holds Shares (beneficially or otherwise) is, or is reasonably believed by the ACD to be, a 'US Person' (as that term is defined in rule 902 of Regulation S under the US Securities Act of 1933, as amended) at any time during the life of the investment. Accordingly, the ACD reserves the right to give notice to such Shareholders to request a transfer of the Shares, or the redemption or cancellation of the Shares. The ACD further reserves the right to compulsorily redeem such Shares 30 days after giving notice to the Shareholder that he is required to transfer or redeem or cancel the Shares.

## In specie redemptions

If a Shareholder requests the redemption or cancellation of Shares the ACD may, where it considers the deal to be substantial in relation to the total size of the Fund concerned, arrange that in place of payment of the price of the Shares in cash, the Company cancels the Shares and transfers Scheme Property or, if required by the Shareholder, the net proceeds of sale of relevant Scheme Property, to the Shareholder.

Before the proceeds of the cancellation of Shares become payable, the ACD must give written notice to the Shareholder that the Scheme Property or the proceeds of sale of Scheme Property will be transferred to that Shareholder.

The ACD will select the Scheme Property to be transferred in consultation with the Depositary. They must ensure that the selection is made with a view to achieving no more advantage or disadvantage to the Shareholder requesting cancellation/redemption than to the continuing Shareholders.

## Deferred redemption

In times of high redemptions, where requested redemptions exceed 10% of a Fund's value, to protect the interests of continuing Shareholders, the ACD may defer redemptions at a particular valuation point on a Dealing Day, to the Valuation Point on the next Dealing Day. This will allow the ACD to match the sale of Scheme Property to the level of redemptions, and should reduce the impact of dilution on a Fund. Subject to sufficient liquidity being raised at the next Valuation Point all deals relating to the earlier Valuation Point will be completed before those relating to the later Valuation Point are considered.

## Issue of Shares in exchange for in specie assets

The ACD may arrange for the Company to issue Shares in exchange for assets other than money, but will only do so where the Depositary has taken reasonable care to determine that the Company's acquisition of those assets in exchange for the Shares concerned is not likely to result in any material prejudice to the interests of the Shareholders or potential Shareholders.

The ACD will ensure that the beneficial interest in the assets is transferred to the Company with effect from the issue of the Shares.

The ACD will not issue Shares in any Fund in exchange for assets the holding of which would be inconsistent with the investment objective of that Fund.

## Suspension of dealings in the Company

The ACD may, with the prior agreement of the Depositary, and must without delay if the Depositary so requires, temporarily suspend the issue, cancellation, sale and redemption of Shares in any or all of the Funds where due to exceptional circumstances it is in the interests of all the Shareholders in the relevant Fund or Funds.

The ACD and the Depositary must ensure that the suspension is only allowed to continue for as long as is justified having regard to the interests of Shareholders.

The ACD or the Depositary (as appropriate) will immediately inform the FCA of the suspension and the reasons for it and will follow this up as soon as practicable with written confirmation of the suspension and the reasons for it to the FCA and the regulator in each EEA state where the relevant Fund is offered for sale.

The ACD will notify Shareholders as soon as is practicable after the commencement of the suspension, including details of the exceptional circumstances which have led to the suspension, in a clear, fair and not misleading way and giving Shareholders details of how to find further information about the suspensions.

Where such suspension takes place, the ACD will publish details on its website or other general means, sufficient details to keep Shareholders appropriately informed about the suspension, including, if known, its possible duration.

During the suspension none of the obligations in COLL 6.2 (Dealing) will apply but the ACD will comply with as much of COLL 6.3 (Valuation and Pricing) during the period of suspension as is practicable in light of the suspension.

Suspension will cease as soon as practicable after the exceptional circumstances leading to the suspension have ceased but the ACD and the Depositary will formally review the suspension at least every 28 days and will inform the FCA of the review and any change to the information given to Shareholders.

## Governing law

All deals in Shares are governed by English law.

## Valuation of the Company

There will be a single price of a Share in the Company, calculated by reference to the NAV of the Fund to which it relates. The NAV per Share of a Fund is currently calculated at 12 noon UK time (1 pm Central European Time) on each Dealing Day.

The ACD may at any time during a Dealing Day carry out an additional valuation if the ACD considers it desirable to do so.

## Calculation of the Net Asset Value

The value of the Scheme Property of the Company or of a Fund (as the case may be) shall be the value of its assets less the value of its liabilities determined in accordance with the following provisions:

1. All the Scheme Property (including receivables) of the Company (or the Fund) is to be included, subject to the following provisions.

2. Property which is not cash (or other assets dealt with in paragraph 3 below) or a contingent liability transaction shall be valued as follows and the prices used shall (subject as follows) be the most recent prices that it is practicable to obtain:

- (a) units or shares in a collective investment scheme:
  - (i) if a single price for buying and redeeming units or shares is quoted, at that price; or
  - (ii) if separate buying and redemption prices are quoted, at the average of the two prices provided the buying price has been reduced by any initial charge included therein and the redemption price has been increased by any exit or redemption charge attributable thereto; or
  - (iii) if, in the opinion of the ACD, the price obtained is unreliable or no recent traded price is available or if no recent price exists, at a value which, in the opinion of the ACD, is fair and reasonable;
- (b) any other transferable security:
  - (i) if a single price for buying and redeeming the security is quoted, at that price; or
  - (ii) if separate buying and redemption prices are quoted, the average of those two prices; or
  - (iii) if, in the opinion of the ACD, the price obtained is unreliable or no recent traded price is available or if no recent price exists, at a value which in the opinion of the ACD is fair and reasonable;
- (c) property other than that described in (a) and (b) above at a value which, in the opinion of the ACD, represents a fair and reasonable mid-market price.

3. Cash and amounts held in current and deposit accounts and in other time-related deposits shall be valued at their nominal values.
4. Property which is a contingent liability transaction shall be treated as follows:
  - (a) If it is a written option (and the premium for writing the option has become part of the Scheme Property), the amount of the net valuation of the premium shall be reflected in the valuation. If the property is an off-exchange option the method of valuation shall be agreed between the ACD and the Depositary.

- (b) If it is an off-exchange future, it will be included at the net value of closing out in accordance with a valuation method agreed between the ACD and the Depositary.
  - (c) If the property is an off-exchange derivative, it will be included at a valuation method agreed between the ACD and Depositary.
  - (d) If it is any other form of contingent liability transaction, it will be included at the net value of margin on closing out (whether as a positive or negative value).
5. In determining the value of the Scheme Property, all instructions given to issue or cancel Shares shall be assumed to have been carried out (and any cash paid or received) whether or not this is the case.
  6. Subject to paragraphs 7 and 8 below, agreements for the unconditional sale or purchase of property which are in existence but uncompleted shall be assumed to have been completed and all consequential action required to have been taken. Such unconditional agreements need not be taken into account if made shortly before the valuation takes place and, in the opinion of the ACD, their omission will not materially affect the final net asset amount.
  7. Futures or contracts for differences, which are not yet due to be performed and unexpired and unexercised written or purchased options shall not be included under paragraph 6.
  8. All agreements are to be included under paragraph 6 which are, or ought reasonably to have been, known to the person valuing the property.
  9. An estimated amount for anticipated tax liabilities at that point in time including (as applicable and without limitation) capital gains tax, income tax, corporation tax, value added tax, stamp duty, stamp duty reserve tax and any foreign taxes or duties, will be deducted.
  10. An estimated amount for any liabilities payable out of the Scheme Property and any tax or duty thereon treating periodic items as accruing from day to day will be deducted.
  11. The principal amount of any outstanding borrowings whenever repayable and any accrued but unpaid interest on borrowings will be deducted.
  12. An estimated amount for accrued claims for tax of whatever nature, which may be recoverable will be added.
  13. Any other credits or amounts due to be paid into the Scheme Property will be added.
  14. A sum representing any interest or any income accrued due or deemed to have accrued but not received will be added.

15. Currencies or values in currencies other than Sterling shall be converted at the relevant Valuation Point at a rate of exchange that is not likely to result in any material prejudice to the interests of Shareholders or potential Shareholders.

## Price per Share in each Fund and each Class

The price at which Shares are sold is based on the NAV of the relevant Fund and class to which it relates plus any initial charge, adjusted to include any applicable dilution adjustment. The price at which Shares are redeemed is based on the NAV of the relevant Fund less any redemption charge (if applicable), adjusted to include any applicable dilution adjustment. This is calculated by dividing the NAV of the Fund (or the part attributed to Shares of the relevant Class) by the number of Shares of the relevant Class in issue. An initial charge may be deducted from the amount invested and a redemption charge may be deducted from proceeds on redemption.

The NAV of a Fund or Share will be calculated in accordance with the Company's Instrument of Incorporation.

## Pricing basis

The Company deals on a forward pricing basis. A forward price is the price calculated at the next Valuation Point after the sale or redemption is agreed.

## Publication of Prices

The most recent price of Shares (other than those Funds which are intended primarily for non-UK investors) will be available at [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com) or can be obtained by telephone from the ACD Client Services at the details provided in the Directory. Existing investors will be informed of the change in the method of publication of prices in accordance with the FCA Rules.

### Further means of publication:

Please note that, for reasons beyond the control of the ACD, these may not necessarily be the most recent prices.

#### Belgium

The price of Shares in the Funds will be available at [www.fundinfo.com](http://www.fundinfo.com) and may also be published in the De Tijd.

#### Italy

The prices of Shares in the Funds may be published in the Milano Finanza.

#### Switzerland

The prices of Shares of the Funds registered and authorised for public offer by the Swiss financial regulator will be published electronically on a daily basis at [www.fundinfo.com](http://www.fundinfo.com).

### Electronic Price Publication:

Notwithstanding the changes above, the prices of Shares will be published in accordance with local regulatory requirements. Accordingly, the prices of the Shares will be published electronically on a daily basis at



www.columbiathreadneedle.com or can be obtained from the ACD Client Services at the details provided in the Directory.

Investors will be informed in accordance with the FCA Rules of changes in the method of publication of prices.

\* Please note that calls and electronic communications may be recorded.

## Risk factors

Potential investors should consider the following risk factors before investing in the Company. Please also note that specific risk factors which apply to each sub-Fund as set out in the section of this Prospectus with the heading 'Investment objectives, policies and other details of the Fund'.

### 1. General

The investments of the Company are subject to normal market fluctuations and other risks inherent in investing in securities. There can be no assurance that any appreciation in value of investments will occur. The value of investments and the income derived from them may fall as well as rise and investors may not recoup the original amount invested in the Company. Past performance is not indicative of future performance. There is no assurance that the investment objectives of any Fund will actually be achieved.

Geopolitical events, such as the UK's decision to leave the European Union, can lead to greater volatility in local and or global markets.

### 2. Effect of Initial Charge

Where an initial charge is imposed, an investor who realises his Shares after a short period may not (even in the absence of a fall in the value of the relevant investments) realise the amount originally invested. Therefore, the Shares should be viewed as a long-term investment.

### 3. Valuation Point

Although the NAV per Share of a Fund is calculated at 12 noon UK time on each Dealing Day, details on the daily creation or liquidation of Fund Shares is not available to the ACD until later in the day.

The ACD has introduced controls to mitigate the impact of this delay on the Funds, however there is a risk that during periods of high market volatility a Fund may be affected if the market prices of the assets dealt in the Fund are significantly different from the prices used to price the Fund. Price movements between the time of pricing and dealing may adversely or positively impact the effective value of shares in the Fund at the time of investment. In normal market conditions, it is expected that such price differentials would be minimal.

### 4. Suspension of Dealings in Shares

Investors are reminded that in certain circumstances their right to request the Company to redeem Shares may be suspended (see under 'Suspension of dealings in the Company' in the section 'Buying, selling, switching and conversion of Shares').

### 5. Currency Exchange Rates

Depending on an investor's currency when investing in the Fund or Funds, the currency fluctuations may adversely affect the value of an investment and the level of income.

### 6. Hedged Share Class

There can be no guarantee that the hedging strategy applied in Hedged Share Classes will be successful or entirely eliminate the adverse effects of changes in exchange rates between the Reference Currency or Portfolio Currencies and the Hedged Currency.

It should be noted that hedging transactions may be entered into whether or not the currency of a Hedged Share Class is declining or increasing in value relative to the Reference Currency or Portfolio Currency. Consequently, where such hedging is undertaken, it may protect investors in the relevant class against a decrease in the value of this currency being hedged but it may also preclude investors from benefiting from an increase in the value of the currency. Hedged Share Classes and unhedged Share Classes of the same Fund participate in the same pool of assets and/or liabilities. As a result, Shareholders should note that the liabilities arising from one Share Class in a Fund may affect the Net Asset Value of the other Share Classes in the same Fund.

### 7. Emerging Markets

Where Funds invest in some overseas markets these investments may carry risks associated with failed or delayed settlement of market transactions and with the registration and custody of securities.

Investment in emerging markets may involve a higher than average risk.

Investors should consider whether or not investment in such Funds is either suitable for or should constitute a substantial part of an investor's portfolio.

Companies in emerging markets may not be subject to:

- (a) accounting, auditing and financial reporting standards, practices and disclosure requirements comparable to those applicable to companies in major markets;
- (b) the same level of government supervision and regulation of stock exchanges as countries with more advanced securities markets.

Accordingly, certain emerging markets may not afford the same level of investor protection as would apply in more developed jurisdictions:

- (a) Restrictions on foreign investment in emerging markets may preclude investment in certain securities by certain Funds and, as a result, limit investment opportunities for the Funds. Substantial government involvement in, and influence on, the economy may affect the value of securities in certain emerging markets.

- (b) The reliability of trading and settlement systems in some emerging markets may not be equal to that available in more developed markets, which may result in delays in realising investments.
- (c) Lack of liquidity and efficiency in certain of the stock markets or foreign exchange markets in certain emerging markets may mean that from time to time the ACD may experience more difficulty in purchasing or selling holdings of securities than it would in a more developed market. The proceeds for illiquid securities that form part of the redemption will in these circumstances be paid in cash once the proceeds become available. Please refer to the section of this Prospectus with the heading "In specie redemption" for further information.
- (d) Economic and/or political instability could lead to legal, fiscal and regulatory changes or the reversal of legal/fiscal regulation/market reforms. Assets could be compulsorily acquired without adequate compensation.
- (e) Share registration services, whilst appropriately licensed in Russia, may not be subject to such tight controls as those in more developed countries. This may mean that the Investment Manager may not secure good title to the Russian securities held.

## 8. Investments in Collective Investment Schemes

Where a Fund is permitted to invest all or part of its assets in collective investment schemes, investors should be aware of such potential exposure to the asset classes of those underlying collective investment schemes in the context of all their investments.

### 8.1 Underlying Fund Expenses

Investors should be aware that – where the Funds invest in other funds that are managed by companies in the ACD's group of companies – the funds that the Funds invest in will be subject to arrangements whereby no underlying annual management charge will be made on those funds. They will remain subject to other costs in the underlying funds such as registrar fees, audit fees and the costs of investing in equities and bonds. In addition, investors should be aware that some of the underlying funds may be subject to performance fees, which are typically a proportion of any excess return over and above a specific performance target.

There will be no initial charge payable by the Funds when acquiring shares or units in underlying funds and no exit charge payable on the disposal of shares or units in underlying funds. Please refer to Appendix II for more information.

## 9. Investments in derivatives and forward transactions and the use of EPM

**The FCA Rules for "UCITS Schemes" permit the use of derivatives and forward transactions for both EPM and investment purposes including short selling and leverage.** Investors should consider potential exposure to derivatives in the context of all their investments.

The ACD has a 'Risk Management Policy' in respect of the measurement and monitoring of risks attached to financial derivative instrument positions entered into by the Company. This policy document has been sent to the Depositary and to the FCA and is available upon request. The Risk

Management Policy and processes do not guarantee that the derivative strategies will work in every instance.

Derivative instruments, including but not limited to swaps, futures, and certain FX contracts, are subject to new regulations such as EMIR, MiFID II/MiFIR and similar regulatory regimes in the U.S., Asia, and other global jurisdictions. The implementation of such regulations, including new requirements requiring mandatory clearing and margining, may increase the overall costs to the Fund of entering into and maintaining such derivative instruments and may impact the Fund's returns or the ability of the Investment Manager to achieve their investment objectives. Global regulation of derivative instruments is a rapidly-changing area and, as such, the full effects of present or future legislation or regulations in this area are not known, but could be substantial and adverse. Each Fund is permitted by the FCA Rules to use derivatives and forward transactions for the purposes of EPM. Any Fund also permitted to use derivatives and forward transactions for investment purposes will provide details of this within its investment policy. **The risks relating to the different uses are explained below.**

### 9.1 Use of derivatives and forward transactions for EPM purposes The use of derivatives and forward transactions for the purposes of EPM will not materially increase the risk profile of any Fund.

EPM is used by the Funds to reduce risk and/or costs in the Funds and to produce additional capital or income in the Funds. The Funds may use derivatives, borrowing\*, cash holding and stock lending for EPM. It is not intended that using derivatives for efficient portfolio management will increase the volatility of the Funds.

\* Not permitted for the Sterling Short-Term Money Market Fund

In adverse situations, however, a Fund's use of derivatives may become ineffective EPM (which includes hedging) and a Fund may suffer significant loss as a result. A Fund's ability to use EPM strategies may be limited by market conditions, regulatory limits and tax considerations.

When making use of EPM techniques, the Investment Manager may use one or more separate counterparties to undertake transactions on behalf of these Funds. The Fund may be required to pledge or transfer collateral paid from within the assets of the relevant Fund to secure such contracts entered into for efficient portfolio management including in relation to derivatives and stock lending. There may be a risk that a counterparty will wholly or partially fail to honour their contractual arrangements under the arrangement with regard to the return of collateral and any other payments due to the relevant Fund. The ACD measures the creditworthiness of counterparties as part of the risk management process. A counterparty may be an associate of the ACD or the Investment Manager, which may give rise to a conflict of interest. For further details on the ACD's conflicts of interest policy please contact the ACD.

The ACD, the Investment Manager or the Fund will not be liable for their failure to implement an EPM strategy so long as they have acted reasonably and in accordance with the FCA rules.

The use of derivatives for EPM allows a Fund to manage various risks including the following: default risk, market risk, interest rate or duration risk,



currency risk and curve risk. A brief description of the ACD's interpretation of each of these risks is set out below:

- Default risk: the risk that the issuer fails to pay.
- Market risk: the risk that general market conditions impact the price of the asset owned by the Fund.
- Interest rate/duration risk: the risk that the price of a bond is sensitive to a change in its yield.
- Currency risk: the risk that can arise when bonds are denominated in a currency that is not the base currency of the Fund.
- Curve risk: the risk that the shape of both the credit yield curve and maturity yield curve can change significantly over time.

## 9.2 Use of derivatives and forward transactions for investment purposes

**The use of derivatives and forward transactions for investment purposes may increase the risk profile of the Funds.**

The exposure of Funds using derivatives for investment purpose involves synthetic short sales of investments and leverage, which may increase the risk profile of the Funds and may carry a higher degree of volatility than a Fund which does not gain short exposure. Leverage has the overall effect of increasing positive returns, but causes a faster decrease in the value of assets if prices fall.

The Strategic Bond Fund is permitted to invest in derivatives, in accordance with its investment policy.

The use of derivatives for investment purposes may entail additional risks for Shareholders. The ACD will ensure that the Global Exposure of a Fund relating to derivatives that it holds for investment purposes does not exceed the value of the Fund.

The ACD calculates Global Exposure using either the Value at Risk ("VaR") approach or the Commitment Approach, depending on which methodology is considered appropriate by the ACD. Further information about the Global Exposure of the Funds is set out in paragraphs 40 to 43 of Appendix II of this Prospectus.

In addition, for the Funds listed above, the FCA Rules permit the ACD to use certain techniques when investing in derivatives in order to manage a Fund's exposure to particular counterparties and in relation to the use of collateral, to reduce overall exposure to OTC derivatives; for example the Funds may take collateral from counterparties with whom they have an OTC derivative position and use that collateral to net off against the exposure they have to the counterparty under that OTC derivative position, for the purposes of complying with counterparty spread limits.

## 10. High Yield Bond

Where a Fund's investment policy is to generate a higher yield through the use of fixed interest securities, many of the investments will be in 'below investment grade' securities (generally defined as below BBB- by leading rating agencies) and may also include non-traditional types of debt securities. Investment in such securities brings an increased risk of default on repayment and therefore increases the risk that the income and capital of the Fund will be affected.

As a general rule, fixed interest securities with an above average yield tend to be less liquid than securities issued by issuers with a higher investment rating. Furthermore, the solvency of issuers of such fixed interest securities may not be guaranteed in respect of either the principal claim or regarding the interest payments and it cannot be excluded that such issuers may become insolvent. Investors should be fully aware of such risks.

## 11. Risk to capital growth

Where the investment objective of a Fund is to treat the generation of income as a higher priority than capital growth, or the generation of income and capital growth have equal priority, all or part of the ACD's fee, as well as all or part of other fees and expenses of the Company, may be charged against capital instead of against income. The Company will charge such fees and expenses to capital in order to manage the level of income paid and/or available to Shareholders. This may result in capital erosion or may constrain capital growth.

## 12. Segregated Liability of the Funds

While the OEIC Regulations provided for segregated liability between Funds, the concept of segregated liability is relatively new. Accordingly, where claims are brought by local creditors in foreign courts or under contracts which are subject to the laws of other countries it is not yet known how those foreign courts will react to provisions of the OEIC Regulations which provide for segregated liability between Funds.

Shareholders are not, however, liable for the debts of the Company.

A Shareholder is not liable to make any further payment to the Company after he has paid the purchase price of the Shares.

## 13. Regulatory Risk

The Company is resident in the United Kingdom and non-United Kingdom investors should note that the regulatory protections provided by the regulatory authorities in their country of domicile may not apply. Investors should consult their financial advisors for further information in this area.

## 14. Investment Objectives

Investors should be aware of the investment policies of the Funds as these may state that the Funds may invest on a limited basis into markets not naturally associated with the name of the Fund. These other markets may act with more or less volatility than the core investment area and performance will be in part dependent on these investments. Investors should ensure (prior to any investment being made) that they are satisfied with the risk profile of the overall objectives disclosed.

## 15. Warrants

When a Fund invests in warrants, the price per Share of the Fund may fluctuate more than if the Fund was investing in the underlying security/ies because of the greater volatility of the warrant price.

## 16. Smaller Companies Funds

The UK Smaller Companies Fund, the American Smaller Companies Fund (US) and the European Smaller Companies Fund may fluctuate in value more than other Funds because of the greater volatility of share prices of smaller companies.

## 17. Taxation

Tax law and practice in certain countries into which a Fund invests or may invest in the future (in particular in the emerging markets) is not clearly established. It is possible therefore that the current interpretation of the law or understanding of practice might change, or that the law might be changed with retrospective effect. It is therefore possible that the Company could become subject to additional taxation in such countries that is not anticipated either at the date of the Prospectus or when investments are made, valued or disposed of.

## 18. Shareholder Concentration Risk

A Fund with high shareholder concentration may have compounded funding liquidity risks.

## 19. Liquidity Risk

In extreme market conditions it may be difficult for a Fund to realise an investment at short notice without suffering a discount to market value. In such circumstances the investor may suffer a delay in realising his investment or may incur a dilution adjustment.

Dealings in the Funds may be limited due to issues of capacity or deferred due to high redemption levels. Large subscriptions may not be invested quickly resulting in the Fund holding cash.

## 20. No Guarantee of Capital

Investors should note that the Funds do not offer any form of guarantee with respect to investment performance and no form of capital protection will apply.

## 21. Cash Concentration

Except for the American Select Fund and UK Select Fund the following is applicable: Where a Fund holds at any one time a substantial proportion of their assets in cash, near cash or money market instruments, it might not, under such circumstances, participate fully in a rise in market values of the asset classes the Fund would otherwise invest in. Investors should refer to paragraph 23 of Appendix II.

## 22. Fixed Income Funds

The interest rate on corporate bonds and most government bonds will not increase in line with inflation. Thus, over time, the real value of investor's income could fall.

## 23. Credit Risk

The value of a Fund may be adversely affected if any of the institutions with which the cash is invested or deposited suffers insolvency or other financial difficulties.

## 24. Concentrated Portfolios

Investors should note that some Funds may have concentrated portfolios (holding a limited number of investments and or large positions in a relatively small number of stocks). If one or more of those investments decline or are otherwise adversely affected, it may have a more pronounced effect on the Fund's value than if a larger number of investments were held or if the Fund had fewer large individual positions.

Accordingly, these Funds may carry a higher degree of risk and NAV volatility than a fund that invests in a broad range of companies and/or does not take large positions in a relatively small number of stocks.

## 25. Investments in the PRC and the China–Hong Kong Stock Connect Programme

The following Funds can make investments in the PRC using the China-Hong Kong Stock Connect Programme: Global Select Fund (up to 5%) and the Asia Fund (up to 40%). In addition to the usual risks of investing in emerging markets there are some specific risks connected to the China-Hong Kong Stock Connect Programme. While the economy of the PRC is in a state of transition in extreme circumstances, the Funds may incur losses due to limited investment capabilities. The Funds may not be able to invest in China A-Shares, access the PRC market through the programme, fully implement or pursue its investment objectives or strategy due to local investment restrictions, illiquidity of the PRC domestic securities market, suspension in the trading through the programme and/or delay or disruption in execution and settlement of trades.

All Hong Kong and overseas investors in the China-Hong Kong Stock Connect Programme will trade and settle securities listed in mainland stock exchanges approved by the relevant authorities in Chinese offshore renminbi only. Such Funds will be exposed to any fluctuation in the exchange rate between Sterling and Chinese offshore renminbi in respect of such investments.

The Chinese offshore renminbi exchange rate is a managed floating exchange rate based on market supply and demand with reference to a basket of foreign currencies. The daily trading price of the Chinese offshore renminbi against other major currencies in the inter-bank foreign exchange market is allowed to float within a narrow band around the central parity published by the PRC.

Convertibility from Chinese offshore renminbi to Chinese onshore renminbi is a managed currency process subject to foreign exchange control policies of and repatriation restrictions imposed by the government of the PRC. Under the current regulations in the PRC, the value of Chinese offshore renminbi and Chinese onshore renminbi may be different due to a number of factors including without limitation those foreign exchange control policies and repatriation restrictions and therefore is subject to fluctuations.

The China-Hong Kong Stock Connect Programme are securities trading and clearing linked programmes developed by Hong Kong Exchanges and Clearing Limited ("HKEx"), Shanghai Stock Exchange ("SSE"), Shenzhen Stock Exchange ("SZSE") and China Securities Depository and Clearing Corporation Limited ("ChinaClear") with an aim to achieve mutual stock market access between mainland China and Hong Kong. These programmes allow foreign investors to trade eligible China A-Shares listed in mainland stock exchanges approved by the relevant authorities, through their Hong Kong based brokers.

Further information about China-Hong Kong Stock Connect Programme is available online at the website: [http://www.hkex.com.hk/eng/market/sec\\_tradinfra/chinaconnect/chinaconnect.htm](http://www.hkex.com.hk/eng/market/sec_tradinfra/chinaconnect/chinaconnect.htm)

The Funds permitted to invest in the domestic securities markets of the PRC in their objectives and policies may use the China-Hong Kong Stock Connect Programme and other similarly regulated programmes, are subject to the following additional risks:

- the relevant regulations relating to the China-Hong Kong Stock Connect Programme are untested and subject to change which may have potential retrospective effect. There is no certainty as to how they will be applied which could adversely affect the Funds. The programmes require use of new information technology systems which may be subject to operational risk due to its cross-border nature. If the relevant systems fail to function properly, trading in both Hong Kong and Shanghai and any other relevant markets through the programmes could be disrupted;
- where securities are held in custody on a cross-border basis, there are specific legal/beneficial ownership risks linked to compulsory requirements of the local central securities depositories, Hong Kong Securities Clearing Company Limited ("HKSCC") and ChinaClear;
- as in other emerging markets, the legislative framework is beginning to develop the concept of legal/formal ownership and of beneficial ownership or interest in securities. In addition, HKSCC, as nominee holder, does not guarantee the title to China-Hong Kong Stock Connect Programme securities held through them and is under no obligation to enforce title or other rights associated with ownership on behalf of beneficial owners. Consequently, the courts may consider that any nominee or custodian as registered holder of China-Hong Kong Stock Connect Programme securities would have full ownership, and that those China-Hong Kong Stock Connect Programme securities would form part of the pool of assets of such entity available for distribution to creditors of such entities and/or that a beneficial owner may have no rights whatsoever in respect. Consequently, the Funds and the Depository cannot ensure that the Funds' ownership of these securities or title is assured;
- to the extent that HKSCC is deemed to be performing safekeeping functions with respect to assets held through it, it should be noted that the Depository and the Funds will have no legal relationship with HKSCC and no direct legal recourse against HKSCC in the event that

the Funds suffer losses resulting from the performance or insolvency of HKSCC;

- in the event that ChinaClear defaults, HKSCC's liabilities under its market contracts with clearing participants will be limited to assisting clearing participants with claims. HKSCC will act in good faith to seek recovery of the outstanding stocks and monies from ChinaClear through available legal channels or the liquidation of ChinaClear. In this event, a Fund may not fully recover any losses or its China-Hong Kong Stock Connect Programme securities and the process of recovery could also be delayed;
- the HKSCC provides clearing, settlement, nominee functions and other related services of the trades executed by Hong Kong market participants. PRC regulations which include certain restrictions on selling and buying will apply to all market participants. In the case of sale, pre-delivery of shares is required by the broker, increasing counterparty risk. Because of such requirements, the Funds may not be able to purchase and/or dispose of holdings of China A-Shares in a timely manner;
- daily quota limitations are applied to the China-Hong Kong Stock Connect Programme which does not belong to the Funds and can only be utilized on a first-come-first serve basis. This may restrict the Funds ability to invest in China A-Shares through the programmes on a timely basis;
- the China-Hong Kong Stock Connect Programme will only operate on days when both the PRC and Hong Kong markets are open for trading and when banks in each respective market are open on the corresponding settlement days. There may be occasions when it is a normal trading day for the PRC market but the Funds cannot carry out any China A-Shares trading. The Funds may be subject to risks of price fluctuations in China A-Shares during the time when China-Hong Kong Stock Connect Programme not trading as a result;
- the Funds will not benefit from local China investor compensation schemes.

## 26. Risks associated with the Small and Medium Enterprise Board and/or ChiNext of the Shenzhen Stock Exchange

The Funds may have exposure to stocks listed on Small and Medium Enterprise Board ("SME Board") and/or ChiNext of the SZSE and may be subject to the following risks:

- Higher fluctuation on stock prices - Listed companies on the SME Board and/or ChiNext are usually of emerging nature with smaller operating scale. Hence, they are subject to higher fluctuation in stock prices and liquidity and have higher risks and turnover ratios than companies listed on the Main Board of the SSE ("Main Board").
- Over-valuation risk - Stocks listed on SME Board and/or ChiNext may be overvalued and such exceptionally high valuation may not be

sustainable. Stock price may be more susceptible to manipulation due to fewer circulating shares.

- Differences in regulation - The rules and regulations regarding companies listed on ChiNext are less stringent in terms of profitability and share capital than those in the Main Board and SME Board.
- Delisting risk - It may be more common and faster for companies listed on the SME Board and/or ChiNext to delist. This may have an adverse impact on the relevant Sub-Fund if the companies that it invests in are delisted.
- Investments in the SME Board and/or ChiNext may result in significant losses for the relevant Sub-Fund and its investors.

## 27. Risks associated with investments in the China Interbank Bond Market

The following Funds can make investments in the China Interbank Bond Market: Emerging Market Bond Fund (up to 10%). Foreign institutional investors (such as the Fund) can invest in Mainland China interbank bond markets ("**China Interbank Bond Market**") via Bond Connect (as defined below).

*Investment in China Interbank Bond Market via Northbound Trading Link under Bond Connect*

Bond Connect is a new initiative launched in July 2017 for mutual bond market access between Hong Kong and Mainland China established by China Foreign Exchange Trade System & National Interbank Funding Centre ("**CFETS**"), China Central Depository & Clearing Co., Ltd, Shanghai Clearing House, and Hong Kong Exchanges and Clearing Limited and Central Moneymarkets Unit.

Under the prevailing regulations in Mainland China, eligible foreign investors will be allowed to invest in the bonds circulated in the China Interbank Bond Market through the northbound trading of Bond Connect ("**Northbound Trading Link**"). There will be no investment quota for Northbound Trading Link.

Under the Northbound Trading Link, eligible foreign investors are required to appoint the CFETS or other institutions recognised by the People's Bank of China ("PBOC") as registration agents to apply for registration with the PBOC. Pursuant to the prevailing regulations in Mainland China, an offshore custody agent recognised by the Hong Kong Monetary Authority (currently, the Central Moneymarkets Unit) shall open omnibus nominee accounts with the onshore custody agent recognised by the PBOC (currently, the China Central Depository & Clearing Co., Ltd and Shanghai Clearing House). All bonds traded by eligible foreign investors will be registered in the name of Central Moneymarkets Unit, which will hold such bonds as a nominee owner. Market volatility and potential lack of liquidity due to low trading volume of certain debt securities in the China Interbank Bond Market may result in prices of certain debt securities traded on such market fluctuating significantly. The relevant Fund investing in such market is therefore subject to liquidity and volatility risks. The bid and offer spreads of the prices of such securities may be large, and the Fund may therefore incur significant trading and realisation costs and may even suffer losses when selling such investments.

To the extent that the Fund transacts in the China Interbank Bond Market, the Fund may also be exposed to risks associated with settlement procedures and default of counterparties. The counterparty which has entered into a transaction with the Fund may default in its obligation to settle the transaction by delivery of the relevant security or by payment for value. For investments via Bond Connect, the relevant filings, registration with PBOC and account opening have to be carried out via an onshore settlement agent, offshore custody agent, registration agent or other third parties (as the case may be). As such, the Fund is subject to the risks of default or errors on the part of such third parties.

Investing in the China Interbank Bond Market via Bond Connect is also subject to regulatory risks. The relevant rules and regulations on these regimes are subject to change which may have potential retrospective effect. In the event that the relevant Mainland Chinese authorities suspend account opening or trading on the China Interbank Bond Market, the Fund's ability to invest in the China Interbank Bond Market will be adversely affected. In such event, the Fund's ability to achieve its investment objective will be negatively affected.

Trading through Bond Connect is performed through newly developed trading platforms and operational systems. There is no assurance that such systems will function properly or will continue to be adapted to changes and developments in the market. In the event that the relevant systems fail to function properly, trading through Bond Connect may be disrupted. The Fund's ability to trade through Bond Connect (and hence to pursue its investment strategy) may therefore be adversely affected. In addition, where the Fund invests in the China Interbank Bond Market through Bond Connect, it may be subject to risks of delays inherent in the order placing and/or settlement systems

### **Taxation Risk**

There are uncertainties under the applicable PRC tax laws on the treatment of income tax and other tax categories payable in respect of trading in China Interbank Bond Market by eligible foreign institutional investors via Bond Connect. There is also the possibility of such laws being changed and taxes being applied retrospectively. Hence it is uncertain as to the Fund's tax liabilities for trading in China Interbank Bond Market via Bond Connect.

## Management and administration

### **The Authorised Corporate Director:**

The ACD of the Company is Threadneedle Investment Services Limited which is a private company limited by shares incorporated in England and Wales under the Companies Act 1985 on 26 January 1999. The ACD is entered on the FCA register under FCA number 190437.

The issued and paid up share capital of the ACD is £17.02 million.

The ACD is responsible for managing and administering the Company's affairs in compliance with the FCA Rules.

The ultimate holding company of the ACD is Ameriprise Financial, Inc., a corporation incorporated in Delaware, USA.

**Registered Office and Head Office:**

Cannon Place, 78 Cannon Street, London EC4N 6AG

**Terms of Appointment:**

The ACD Agreement provides that the appointment of the ACD may be terminated upon 12 months' written notice by either the ACD or the Company, although in certain circumstances the agreement may be terminated forthwith by notice in writing by the ACD to the Company or the Depositary, or by the Depositary or the Company to the ACD. Termination cannot take effect until the FCA has approved the change of the ACD.

The ACD is entitled to its pro rata fees and expenses to the date of termination and any additional expenses necessarily realised in settling or realising any outstanding obligations. No compensation for loss of office is provided for in the agreement. The ACD Agreement provides indemnities to the ACD other than for matters arising by reason of its negligence, default, breach of duty or breach of trust in the performance of its duties and obligations.

The ACD is under no obligation to account to the Depositary or the Shareholders for any profit it makes on the issue or re-issue of Shares or cancellation of Shares that it has redeemed. The fees and expenses to which the ACD is entitled are set out in the section 'Charges payable to the ACD'.

The ACD acts as the Authorised Corporate Director of Threadneedle Specialist Investment Funds ICVC, Threadneedle Opportunity Investment Funds ICVC and Threadneedle UK Property Authorised Investment Fund and also acts as a manager in respect of the following authorised unit trusts:

- Threadneedle Managed Bond Fund
- Threadneedle Managed Bond Focused Fund
- Threadneedle Managed Equity & Bond Fund
- Threadneedle Managed Equity Focused Fund
- Threadneedle Managed Equity Fund
- Threadneedle Managed Equity Income Fund
- Threadneedle UK Property Authorised Trust

The directors of the ACD are Ms. Julie Griffiths, Mr. Peter Stone, Mr. Richard B. Vincent, Ms. Laura Weatherup, Ms. Kath Cates (non-executive director) and Ms. Ann Roughead (non-executive director). The directors act as directors of companies other than the ACD (including companies that are within the same group of companies as the ACD) but do not engage in business activities that are not connected with the Company that would be 'significant' to the Company's business in terms of the FCA Rules.

Third party administrative functions, such as customer applications and record keeping, dealing with subscriptions, switching, withdrawals and

terminations, and all communication centre activity in relation to the Company, has been delegated by the ACD to DST Financial Services Europe Ltd.

The ACD will satisfy itself on an ongoing basis that DST Financial Services Europe Limited is competent to carry out these functions and associated responsibilities.

The Company may engage in stock lending arrangements with the Custodian, Citibank N.A., acting as stock lending agent on behalf of the Depositary.

**The Depositary**

Under the terms of the Depositary Agreement, Citibank Europe plc, acting through its UK branch (the "Depositary") has been appointed as depositary of the assets of the Funds, which have been entrusted to the Depositary for safekeeping.

The key duties of the Depositary consist of:

- (i) cash monitoring and verifying the cash flows of the Funds;
- (ii) safekeeping of the Scheme Property;
- (iii) ensuring that the sale, issue, re-purchase, redemption, cancellation and valuation of Shares are carried out in accordance with the Instrument of Incorporation, the Prospectus, and applicable law, rules and regulations;
- (iv) ensuring that in transactions involving Scheme Property any consideration is remitted to the Funds within the usual time limits;
- (v) ensuring that the income of the Funds is applied in accordance with Instrument of Incorporation, the Prospectus, applicable law, rules and regulations; and
- (vi) carrying out instructions from the ACD unless they conflict with the Prospectus, or applicable law, rules and regulations.

The Depositary is a public limited company with registered number 132781 domiciled in Ireland whose registered office is at 1 North Wall Quay, Dublin 1. The Depositary conducts its business in Great Britain from its branch offices at Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB. The branch was established on 15 September 2015. The Depositary is authorised by the Central Bank of Ireland and the Prudential Regulation Authority and subject to limited regulation by the Financial Conduct Authority and Prudential Regulation Authority. Details about the extent of the Depositary's authorisation and regulation by the Prudential Regulation Authority and regulation by the Financial Conduct Authority are available from the Depositary on request.



## Liability of the Depositary

As a general rule the Depositary is liable for any losses suffered as a result of the Depositary's negligent or intentional failure to properly fulfil its obligations except that it will not be liable for any loss where:

- (i) the event which has led to the loss is not the result of any act or omission of the Depositary or of such third party;
- (ii) the Depositary could not have reasonably prevented the occurrence of the event which led to the loss despite adopting all precautions incumbent on a diligent depositary as reflected in common industry practice; and
- (iii) despite rigorous and comprehensive due diligence, the Depositary could not have prevented the loss.

However, in the case of loss of a financial instrument by the Depositary, or by a third party, the Depositary is under an obligation to return a financial instrument of identical type or corresponding amount without undue delay unless it can prove that the loss arose as a result of an external event beyond the Depositary's reasonable control, the consequences of which would have been unavoidable despite all reasonable efforts to the contrary.

## Delegation of safekeeping function

Under the terms of the Depositary Agreement the Depositary has the power to delegate its safekeeping functions.

As a general rule, whenever the Depositary delegates any of its custody functions to a delegate, the Depositary will remain liable for any losses suffered as a result of an act or omission of the delegate as if such loss had arisen as a result of an act or omission of the Depositary. The use of securities settlement systems does not constitute a delegation by the Depositary of its functions.

As at the date of this Prospectus, the Depositary has entered into written agreements delegating the performance of its safekeeping function in respect of certain of the Funds' assets to the delegates and sub-delegates set out in Appendix VIII.

## Reuse of Scheme Property by the Depositary

Under the Depositary Agreement the Depositary has agreed that it, and any person to whom it delegates custody functions, may not reuse any of the assets of the Funds with which it has been entrusted.

Reuse will be permitted in respect of the assets of the Funds where:

- the reuse is carried out for the account of the Funds;
- the Depositary acts on the instructions of the ACD on behalf of the Funds;
- the reuse of Scheme Property is for the benefit of the Funds and the Shareholders;
- the transaction is covered by high quality and liquid collateral received by the Funds under a title transfer arrangement, the market value of

which shall, at all times, amount to at least the market value of the re-used assets plus a premium.

## Terms of the Depositary Agreement

The appointment of the Depositary has been made under an agreement between the Fund, the ACD and the Depositary effective from 3 May 2014, as amended and re-stated effective from 18 March 2016 (the "Depositary Agreement").

The Depositary Agreement may be terminated by not less than 180 days' written notice provided that no such notice shall take effect until the appointment of a successor to the Depositary.

To the extent permitted by the FCA Handbook, the Funds will indemnify the Depositary (or its associates) against costs, charges, losses and liabilities incurred by it (or its associates) in the proper execution, or in the purported proper execution, or exercise (reasonably and in good faith) of the Depositary's duties, powers, authorities and discretions to that Funds, except in the case of any liability for a failure to exercise due care and diligence in the discharge of its functions.

The Depositary is entitled to receive remuneration out of the Scheme Property for its services, as explained in the section entitled "Depositary's fee".

Shareholders may request an up to date statement regarding any of the information set out above from the ACD.

## The Investment Manager

The ACD has appointed Threadneedle Asset Management Limited to provide investment management services to the ACD.

The Investment Manager also acts as the Investment Manager of a number of other collective investment schemes and segregated accounts.

Threadneedle Asset Management Limited is in the same group of companies as the ACD. Its registered office is at Cannon Place, 78 Cannon Street, London EC4N 6AG. The principal activity of the Investment Manager is acting as an investment manager.

## FCA Authorised Status:

Threadneedle Asset Management Limited is authorised and regulated by the FCA under the Financial Services and Markets Act 2000 to carry on regulated activities in the UK.

## Terms of Appointment:

The Investment Manager was appointed by an agreement dated 9 June 2008 (as restated effective from 21 July 2014) between the Company, the ACD and the Investment Manager.

In accordance with its powers under the Investment Management Agreement the Investment Manager has delegated certain administrative and ancillary services to DST Financial Services Europe Limited, and other members of the ACD's group of companies. Where required, the Investment Manager will only engage with another member of its group of companies that is registered with

or approved by the appropriate regulators in their home jurisdictions and overseas (for example, the SEC and the CFTC in the United States, the Monetary Authority of Singapore, and the SFC in Hong Kong). The Investment Manager will remain liable for the services provided by other members of its group on behalf of the Investment Manager at all times.

The Investment Management Agreement may be terminated on 12 months' written notice by the Investment Manager or the ACD. It may also be terminated by the Company or the ACD with immediate effect if this is in the best interest of the Shareholders.

Subject to the overall policies, directions and control of the ACD, all relevant laws and regulations, this Prospectus, the Instrument of Incorporation and all proper directions of the Depositary, the Investment Manager has complete discretion to take all day to day investment decisions and to deal in investments in relation to the investment management of the Company, without prior reference to the ACD.

### Delegation of non-discretionary investment advice

Columbia Management Investment Advisers, LLC may make investment recommendations to the Investment Manager and therefore provide investment advice supported by research to the Investment Manager for the following Funds:

- American Fund
- American Select Fund
- American Smaller Companies Fund (US)
- Emerging Market Bond Fund
- Global Bond Fund
- Latin America Fund

### Delegation of discretionary investment advice

From time to time, and subject to all relevant regulatory approvals being obtained, Threadneedle Asset Management Limited may, subject to its own liability, delegate the discretionary investment management of the assets of the following Funds to one or more third parties within the Ameriprise Financial, Inc. group of companies:

- Asia Fund (delegation to Threadneedle Investments Singapore (Pte.) Limited)
- Japan Fund (delegation to Columbia Management Investment Advisers, LLC)

Threadneedle Asset Management Limited will pay for the services of any of its delegates out of its own assets.

The Investment Manager may act, or refrain from acting, based upon its view of any investment advice supported by research or investment recommendations provided by Columbia Management Investment Advisers, LLC and retains the complete discretion to take all day to day investment decisions and to deal in investments.

Under the Investment Management Agreement, the ACD provides indemnities to the Investment Manager (except in the case of any matter arising as a direct result of its fraud, negligence, default or bad faith). The ACD may be entitled under the indemnities in the ACD Agreement to recover from the Company amounts paid by the ACD under the indemnities in the Investment Management Agreement.

## Auditors

The auditors of the Company are PricewaterhouseCoopers LLP.

## Legal Advisers

The Company is advised by Eversheds Sutherland (International) LLP.

## Register of Shareholders

The ACD acts as a registrar to the Company and has delegated to DST Financial Services Europe Limited the responsibility of maintaining the register of Shareholders at ACD Client Services details provided in the Directory. The register may be inspected at that address during normal business hours by any Shareholder or any Shareholder's duly authorised agent.

## Conflicts of Interest

The ACD, the Investment Manager and other companies within the group of companies to which they belong (the "Group", which for the avoidance of doubt includes Columbia Management Investment Advisers, LLC in their provision of investment advice supported by research and investment recommendations) may, from time to time, act as the investment manager or adviser to other funds or sub-funds which follow similar investment objectives to the Funds of the Company. It is therefore possible that the ACD and/or the Investment Manager may in the course of their business have potential conflicts of interest with the Company or a particular Fund.

Each member of the Group will, however, have regard to its legal obligations and, in particular, to its obligation to act in the best interests of the Company so far as practicable, having regard to its obligations to other clients when undertaking any investment where potential conflicts of interest may arise.

As more than one company within the Group will have access to the same information, and may be trading in the same investments through different trading desks, policies and procedures are in place to manage this potential conflict. Where a conflict of interest cannot be avoided, the ACD will ensure that the Company and the other funds it manages are treated fairly.



The ACD acknowledges that there may be some situations where the organisational or administrative arrangements in place for the management of conflicts of interest are not sufficient to ensure, with reasonable confidence, that risks of damage to the interests of the Company or its shareholders will be prevented. Should any such situations arise the ACD will disclose these to shareholders in an appropriate format, ordinarily this will be in the Report and Financial Statements of the Company.

The Depositary may act as the depositary of other companies.

From time to time conflicts may arise between the Depositary and the delegates or sub-delegates, for example where an appointed delegate or sub-delegate is an affiliated group company which receives remuneration for other custodial services it provides to the Funds. In the event of any potential conflict of interest which may arise during the normal course of business, the Depositary will have regard to applicable laws.

### Exercise of Voting Rights

The ACD has a strategy for determining when and how voting rights attached to ownership of Scheme Property are to be exercised for the benefit of each Fund. A summary of this strategy is available on the ACD's website at [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com). Details of the actions taken on the basis of this strategy in relation to each Fund are available to investors by writing to the ACD via ACD Client Services at the details provided in the Directory.

### Best Execution

The ACD's best execution policy sets out the basis upon which the ACD will effect transactions and place orders in relation to the Company whilst complying with its obligations under the FCA Handbook to obtain the best possible result for the Company. Details of the best execution policy are available on the ACD's website at [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com) or by contacting the ACD via ACD Client Services at the details provided in the Directory.

In addition, by 30 April each year, the Investment Manager will publish annually on its website a summary of the volumes executed for each instrument class, showing the Top 5 venues. This can be found under the 'Literature' section of the site.

### Controversial Weapons

The UN Convention on Cluster Munitions came into force on 1 August 2010. This Convention prohibits all use, stockpiling, production and transfer of controversial weapons. The ACD and the Investment Manager acknowledge the importance of the Convention and the Investment Manager actively screens companies for evidence of their corporate involvement, in controversial weapons that includes but is not limited to anti-personnel mines, cluster munitions, biochemical weapons and depleted uranium ammunition and armour. Where a company is verified to undertake such activities, the Investment Manager's policy is not to invest in the securities issued by that company however it reserves the right to take short positions on such securities.

### Responsible Investment

In discharging its obligations, the ACD will have regard, as appropriate, to its Policies on the Principles for Responsible Investment (PRI) and the UK Stewardship Code.

## Fees and expenses

### General

The fees, costs and expenses relating to the authorisation and incorporation and establishment of the Company and the initial offer of Shares (including preparation and printing of this Prospectus and fees of professional advisers to the Company) have been borne by the ACD or other companies in its group. Each Fund formed after November 1997 may bear its own direct establishment costs.

The Company may pay out of the property of each Fund charges and expenses incurred by the Company, which will include the following expenses:

- (a) the fees and expenses payable to the ACD (which will include the fees and expenses payable to the Investment Manager) and to the Depositary;
- (b) expenses incurred in acquiring and disposing of investments;
- (c) taxation and duties payable by the Company;
- (d) interest on and charges incurred in borrowings;
- (e) any amount payable by the Company under any indemnity provisions contained in the Instrument of Incorporation or any agreement with any functionary of the Company;
- (f) fees of the FCA and the corresponding periodic fees of any regulatory authority in a country or territory outside the United Kingdom in which Shares are or may be marketed;
- (g) fees and expenses of the auditors.

The ACD may from time to time subsidise costs incurred by any of the Funds including but not limited to the Auditor's fee, to keep the costs of the Fund in line with the published estimated Ongoing Charges Figure or for any other reason. Details of the Ongoing Charges Figure for the previous reporting period can be found in the report and financial statements of the Company.

The ACD or companies in its group will pay, on behalf of the Company, the following ongoing registration and general expenses:

- (i) fees and expenses in respect of establishing and maintaining the register of Shareholders and related functions including the fees of the registrar;
- (ii) expenses incurred in distributing income to Shareholders;
- (iii) fees in respect of the publication and circulation of details of the NAV and prices;
- (iv) the fees and expenses of tax, legal and other professional advisers of the Company;

- (v) the costs of convening and holding Shareholder meetings (including meetings of Shareholders in any particular Fund, and a particular Class within a Fund);
- (vi) the costs of printing and distributing reports, accounts and any prospectus, publishing prices and any costs incurred as a result of periodic updates of any prospectus and any other administrative expense;
- (vii) the fees connected with any listing of Shares on the Luxembourg Stock Exchange.

In return for paying or satisfying (i)-(vii), the ACD currently collects from the Company the following charges:

For Class 1 Shares, the registrar fee is listed below:

Fund	Registrar fee
American Fund	0.11%
American Select Fund	0.11%
American Smaller Companies Fund (US)	0.11%
Asia Fund	0.11%
Dollar Bond Fund	0.11%
Emerging Market Bond Fund	0.11%
European Bond Fund	0.11%
European Fund	0.11%
European Select Fund	0.08%
European Smaller Companies Fund	0.15%
Global Bond Fund	0.11%
Global Select Fund	0.11%
High Yield Bond Fund	0.11%
Japan Fund	0.11%
Latin America Fund	0.15%
Monthly Extra Income Fund	0.11%
Sterling Bond Fund	0.06%
Sterling Corporate Bond Fund	0.11%
Sterling Short-Term Money Market Fund	0.06%
Strategic Bond Fund	0.15%
UK Equity Income Fund	0.08%
UK Equity Opportunities Fund	0.15%
UK Fund	0.11%
UK Growth and Income Fund	0.11%
UK Institutional Fund	0.11%
UK Monthly Income Fund	0.11%
UK Select Fund	0.11%
UK Smaller Companies Fund	0.15%

For Class D Shares and Class M Shares the registrar fee is 0.15% per annum except for Class D Shares of the UK Equity Income Fund, for which 0.11% per annum is charged.

The current charge for Class 2, Class L and Class X Shares is 0.035% per annum.

The current charge for Class N and Class Z is 0.11% per annum for all Funds except the below listed Funds for which 0.06% per annum is charged:

- American Fund
- American Select Fund
- European Select Fund
- UK Fund
- UK Equity Income Fund

The charge for Class Z is 0.08% per annum for the following Fund:

- Global Select Fund

Such a charge provides greater transparency for investors and certainty as to the level of such costs that they will bear as well as providing for simpler administration. The ACD will give written notice to the Shareholders in a time period in accordance with the FCA Rules before any increase to the rates specified above and the ACD will make available a Prospectus to reflect the increased rates. At any particular time the actual amount of ongoing registration and general expenses listed in (i)-(vii) above may be more or less than ACD collects from the Company, however, the ACD is under no obligation to account to the Depositary or the Shareholders for any surplus it retains in relation the payment it receives.

Value Added Tax is payable on these charges where appropriate. Expenses are allocated between capital and income in accordance with the FCA Rules.

### Prohibition of “double-dipping”

If the Company acquires units of collective investment schemes that are managed directly or indirectly by the ACD itself or a company with which it is linked by way of common management or control or by way of a direct or indirect stake of more than 10% of the capital or votes, no management fee may be charged to the fund's assets in respect of such investments. Moreover, the ACD may not charge to the investment fund any issuing or redemption commissions of the linked target funds.

### Charges payable to the ACD

As remuneration for carrying out its duties and responsibilities for Class 1, Class D, Class L, Class M, Class N, Class 2 and Class Z Shares (including the respective Hedged Share Classes), the ACD is paid an annual fee out of each Fund. In respect to the Class X Shares, the investor is invoiced directly

by the ACD for the payment of the annual management fee. All Shares, including Class X Shares bear the pro rata share of the registration and depositary fees as well as other charges and expenses. The fees of all Share classes are calculated with reference to the previous day's NAV of the Fund plus or minus any sales or redemptions.

For Class 1, Class D, Class L, Class M, Class N, Class 2 and Class Z Shares (including the respective Hedged Share Classes), the annual management fee accrues daily and is payable monthly. The current management fees for the Funds are set out below save as for the Class X Shares as these will be detailed in a separate agreement between the Eligible Shareholder and the ACD.

The ACD will give prior written notice to the Shareholders for a time period in accordance with the FCA Rules before any increase to the annual management fees set out below and the ACD will make available a Prospectus to reflect the increased charges:

**American Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class Z: 0.75%.

**American Select Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class Z: 0.75%.

**American Smaller Companies Fund (US):**

Class 1: 1.5%; Class 2: 1.0%; Class Z: 0.75%.

**Asia Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class Z: 0.75%.

**Dollar Bond Fund:**

Class 1: 1.0%; Class Z: 0.50%.

**Japan Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class Z: 0.75%.

**Emerging Market Bond Fund:**

Class 1: 1.45%; Class 2: 1.0%; Class Z: 0.60%.

**European Bond Fund:**

Class 1: 1.0%; Class 2: 0.5%; Class Z: 0.50%.

**European Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class D: 0.90%; Class L: 0.55%; Class Z: 0.75%.

**European Select Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class Z: 0.75%.

**European Smaller Companies Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class Z: 0.75%.

**Global Bond Fund:**

Class 1: 1.25%; Class 2: 0.75%; Class Z: 0.50%.

**Global Select Fund:**

Class 1: 1.5%; Class 2: 1.00%; Class Z: 0.75%.

**High Yield Bond Fund:**

Class 1: 1.20%; Class 2: 0.75%; Class Z: 0.60%.

**Latin America Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class Z: 0.75%.

**Monthly Extra Income Fund:**

Class 1: 1.25%; Class Z: 0.60%

**Sterling Bond Fund:**

Class 1: 0.45%; Class Z: 0.40%.

**Sterling Corporate Bond Fund:**

Class 1: 0.75%; Class 2: 0.5%; Class L: 0.40%.

**Sterling Short-Term Money Market Fund:**

Class 1: 0.5%; Class 2: 0.15%

**Strategic Bond Fund:**

Class 1: 1.25%; Class 2: 0.75%; Class Z: 0.60%

**UK Equity Income Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class D: 0.90%; Class L: 0.55%; Class Z: 0.75%.

**UK Equity Opportunities Fund:**

Class 2: 1.5%; Class Z: 0.75%.

**UK Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class Z: 0.75%.

**UK Growth and Income Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class Z: 0.75%.

**UK Institutional Fund:**

Class 1: 1.5%; Class 2: 0.75%.

**UK Monthly Income Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class Z: 0.75%.

**UK Select Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class D: 0.90%; Class L: 0.55%; Class Z: 0.75%.

**UK Smaller Companies Fund:**

Class 1: 1.5%; Class 2: 1.0%; Class Z: 0.75%.

The ACD is also entitled to all reasonable, properly vouched, out of pocket expenses incurred in the performance of its duties, including stamp duty and stamp duty reserve tax on transactions in Shares.

Where the investment objective of a Fund is to treat the generation of income as a higher priority than capital growth, or the generation of income and capital growth have equal priority, all or part of the ACD's fee may be charged

against capital instead of against income. This will only be done with the approval of the Depositary and applies to the following Funds:

- Dollar Bond Fund
- Emerging Market Bond Fund
- European Bond Fund
- Global Bond Fund
- High Yield Bond Fund
- Monthly Extra Income Fund
- Sterling Bond Fund
- Sterling Short-Term Money Market Fund
- Strategic Bond Fund
- UK Equity Income Fund
- UK Growth and Income Fund
- UK Monthly Income Fund

This treatment of the ACD's fee will increase the amount of income available for distribution to Shareholders in the Fund concerned, but may result in capital erosion and may constrain capital growth.

In addition, all or part of other fees and expenses of the Company may be charged against capital instead of against income, but only insofar as income is sufficient to meet those fees and expenses and only where the Fund allows charging against capital instead of against income. The Company will charge such fees and expenses to capital in order to manage the level of income paid and/or available to Shareholders. This may result in capital erosion or may constrain capital growth and will only be done with the approval of the Depositary, subject always to the FCA Rules.

If a Class's expenses in any period exceed the income the ACD may take that excess from the capital property attributable to that Class up to the full amount of that excess.

## Stock lending

The Company may engage in stock lending arrangements with the Custodian, acting as stock lending agent on behalf of the Depositary. Under an agreement between the Company, the Depositary, the Investment Manager and the Custodian, the Custodian is entitled to a payment for providing stock lending services to the Company. The fee payable to the Custodian is calculated as a percentage of the gross income from stock lending and will be 12.5% of the income generated by the stock lending activity. The remaining amount of income that is generated by virtue of the stock lending activity is then applied to the Scheme Property of the Company being 87.5%.

Further detail on stock lending is set out in Appendix II.

The ACD may not introduce a new category of remuneration for its services to be paid out of the Scheme Property of the Company without obtaining prior approval of the Shareholders by way of resolution. Additionally, no increase to a current rate or amount of remuneration payable to the ACD or an associate (as defined in the FCA Rules) out of the Scheme Property of the Company or any material change to any other type of payment out of the Scheme Property of the Company can be implemented without the ACD giving prior written notification of not less than 60 days to the Shareholders.

## Investment Manager's fee

The Investment Manager's fees and expenses (plus VAT thereon) will be paid by the ACD out of its remuneration under the ACD Agreement.

## Depositary's fee

The Depositary's remuneration, which is payable out of the assets of each Fund, is a periodic charge at such annual percentage rate of 0.01% being paid on the same basis as the ACD's annual management charge.

The ACD will notify the Shareholders in writing prior to the change coming into force for a time period in accordance with the FCA Rules for any material increase to the rates set out above.

The Depositary is also entitled to receive out of the property of each Fund remuneration for performing or arranging for the performance of such functions as the ACD and the Depositary may from time to time agree, being functions conferred on the Depositary by the Instrument of Incorporation or the FCA Rules. The Depositary's remuneration under this paragraph shall accrue when the relevant transaction or other dealing is effected and shall be paid in arrears on the next following date on which payment of the Depositary's periodic charge is to be made or as soon as practicable thereafter. Currently the Depositary does not receive any remuneration under this paragraph.

## Depositary's Expenses

In addition to the remuneration referred to above, the Depositary is entitled to receive reimbursement for expenses properly incurred by it in the discharge of its duties or exercising any of the powers conferred upon it in relation to the Company and each Fund, subject to approval by the ACD.

In accordance with an agreement between the ACD and the Depositary, the Depositary is entitled to payment for the transaction costs associated with stock lending activities carried out in respect of the Funds.

The Depositary has appointed Citibank N.A. as the Custodian of the property of the Funds and is entitled to receive reimbursement of the Custodian's fees as an expense of each Fund. Citibank N.A.'s remuneration for acting as Custodian is calculated at an ad valorem rate determined by the territory or country in which the assets of each Fund are held. Currently, the lowest rate is 0.002% and the highest rate is 0.44%. In addition, the Custodian makes a transaction charge determined by the territory or country in which the

transaction is effected. Currently, these transaction charges range from £3 to £90 per transaction.

Any material increase to the Custodian's charges set out above will be subject to the agreement of the Depositary and the ACD, and the ACD will give prior written notice of not less than 60 days to the Shareholders.

The Depositary is also entitled to be reimbursed out of the property of each Fund in respect of remuneration charged by the Custodian for such services as the ACD, the Depositary and the Custodian may from time to time agree, being services delegated to the Custodian by the Depositary in performing or arranging for the performance of the functions conferred on the Depositary by the Instrument of Incorporation or the FCA Rules. Remuneration charged under this paragraph shall accrue when the relevant transaction or other dealing is effected and shall be paid in arrears. Currently, the Custodian does not receive any remuneration under this paragraph. The following further expenses may also be paid out of the property of each Fund:

- (a) all charges imposed by, and any expenses of, any agents appointed by the Depositary to assist in the discharge of its duties;
- (b) all charges and expenses incurred in connection with the collection and distribution of income;
- (c) all charges and expenses incurred in relation to the preparation of the Depositary's annual report to Shareholders;
- (d) all charges and expenses incurred in relation to stock lending.

Subject to current HM Revenue & Customs ('HMRC') regulations, Value Added Tax at the prevailing rate may be payable in addition to the Depositary's remuneration, the Custodian's remuneration and the above expenses.

### Allocation of Fees and Expenses between Funds

All the above fees, duties and charges (other than those borne by the ACD) will be charged to the Fund in respect of which they were incurred but where an expense is not considered to be attributable to any one Fund, the expense will normally be allocated to all Funds pro-rata to the NAV of the Funds, although the ACD has discretion to allocate these fees and expenses in a manner which it considers fair to Shareholders generally.

### Ongoing Charges Figure ('OCF')

The OCF is the European standard method of disclosing the charges of a share class of a fund based on the last year's expenses and may vary from year to year. It includes charges such as the Fund's annual management charge, registration fee, custody fees and distribution cost but ordinarily excludes the costs of buying or selling assets for the fund. The Key Investor Information Documents contain the current OCF.

### Instrument of Incorporation

The Instrument of Incorporation of the Company (which is available for inspection at the ACD's offices, or at ACD Client Services at the details provided in the Directory) contains, inter alia, provisions to the following effect:

## 1. Share Capital

- (a) The Company may from time to time issue Shares of different Classes in respect of a Fund, and the ACD may by resolution from time to time create additional Classes in respect of a Fund (whether or not falling within one of the Classes in existence on incorporation).
- (b) The ACD may by a resolution from time to time create additional Funds with such investment objectives and such restrictions as to geographic area, economic sector, monetary zone or category of transferable security or otherwise, and denominated in such currencies, as the ACD may from time to time determine.
- (c) The Company may issue Limited Issue Shares in respect of any Fund.
- (d) The special rights attaching to a Class are not (unless otherwise expressly provided by the conditions of issue of such Shares) deemed to be varied by:
  - (i) the creation, allotment or issue of further Shares of any Class ranking *pari passu* with them;
  - (ii) the switch of Shares of any Class into Shares of another Class;
  - (iii) the creation, allotment, issue or redemption of Shares of another Class within the same Fund, provided that the interests of that other Class in the Fund represent fairly the financial contributions and benefits of Shareholders of that Class;
  - (iv) the creation, allotment, issue or redemption of Shares of another Fund;
  - (v) the exercise by the ACD of its powers to re-allocate assets, liabilities, expenses, costs or charges not attributable to one Fund or to terminate a Fund; or
  - (vi) the passing of any resolution at a meeting of another Fund which does not relate to the Fund in which the Class is interested.

## 2. Transfer of Shares

- (a) All transfers of registered Shares must be effected by transfer in writing in any usual or common form or in any other form as may be approved by the ACD.
- (b) No instrument of transfer may be given in respect of more than one Class.
- (c) In the case of a transfer to joint holders, the number of joint holders to whom a Share is to be transferred may not exceed four.
- (d) In the case of Class X Shares investors must be Eligible Shareholders.

### 3. Income

- (a) The following provisions apply in respect of Shares in issue in respect of the Funds available in the Company:

An allocation of income (whether annual or interim) to be made in respect of each Share issued by the Company or sold by the ACD during the accounting period in respect of which that income allocation is made shall be of the same amount as the allocation to be made in respect of the other Shares of the same Class issued in respect of the same Fund but shall where appropriate include a capital sum ('income equalisation') representing the ACD's best estimate of the amount of income included in the price of that Share, being either the actual amount of income included in the issue price of that Share or an amount arrived at by taking the aggregate of the amounts of income included in the price in respect of Shares of that Class issued or sold to Shareholders in the annual or interim accounting period in question and dividing that aggregate amount by the number of such Shares and applying the resultant average to each of the Shares in question.

- (b) Each allocation of income made in respect of any Fund at a time when more than one Class is in issue in respect of that Fund shall be done by reference to the relevant holders' proportionate interests in the Scheme Property of the Fund in question. These will be ascertained for each Class as follows:

- (i) A notional account will be maintained for each Class. Each account will be referred to as a 'Proportion Account'.
- (ii) The word 'proportion' in this context means the proportion, which the balance on a Proportion Account at the relevant time bears to the balance on all the Proportion Accounts of a Fund at that time. The proportionate interest of a Class of Share in the assets and income of a Fund is its 'proportion'.
- (iii) There will be credited to a Proportion Account:
- the subscription money (excluding any initial charges) for the issue of Shares of the relevant Class;
  - that Class's proportion of the amount by which the NAV of the Fund exceeds the total subscription money for all Shares in the Fund;
  - that Class's proportion of the Fund's income received and receivable; and
  - any notional tax benefit under paragraph (v) below.

- (iv) There will be debited to a Proportion Account:
- the redemption payment for the cancellation of Shares of the relevant Class;

- the Class's proportion of the amount by which the NAV of the Fund falls short of the total subscription money for all Shares in the Fund;
- all distributions of income (including equalisation if any) made to Shareholders of that Class;
- all costs, charges and expenses incurred solely in respect of that Class;
- that Class's share of the costs, charges and expenses incurred in respect of that Class and one or more other Classes in the Fund, but not in respect of the Fund as a whole;
- that Class's proportion of the costs, charges and expenses incurred in respect of or attributable to the Fund as a whole; and
- any notional tax liability under paragraph (v).

- (v) Tax liabilities and tax benefits are assessed by HMRC on each Fund as a whole. Any Fund tax liability or benefit will be allocated between Classes on a just and reasonable basis so as not to materially prejudice any Class. The allocation will be carried out by the ACD in consultation with the Auditors.

- (vi) Where a Class is denominated in a currency that is not the base currency, the balance on the Proportion Account shall be converted into the base currency in order to ascertain the proportions of all Classes. Conversions between currencies shall be at a rate of exchange decided by the ACD as being a rate that is not likely to result in any material prejudice to the interests of Shareholders or potential Shareholders.

- (vii) The Proportion Accounts are memorandum accounts maintained for the purpose of calculating proportions. They do not represent debts from the Company to Shareholders or the other way round.

- (viii) Each credit and debit to a Proportion Account shall be allocated to that account on the basis of that Class's proportion immediately before the allocation. All such adjustments shall be made as are necessary, to ensure that on no occasion on which the proportions are ascertained is any amount counted more than once.

- (ix) When Shares are issued thereafter each such Share shall represent the same proportionate interest in the Scheme Property of the relevant Fund as each other Share of the same category and Class then in issue in respect of that Fund.

- (x) The Company shall allocate the amount available for income allocation (calculated in accordance with the FCA Rules) between the Shares in issue relating to the relevant Fund



according to the respective proportionate interests in the Scheme Property of the Fund represented by the Shares in issue at the Valuation Point in question.

#### **4. Number of Directors**

Unless otherwise determined by an extraordinary resolution of Shareholders the number of Directors shall not at any time exceed one.

#### **5. Removal of ACD**

The Company may by ordinary resolution remove the ACD before the expiration of its period of office, notwithstanding anything in the Instrument of Incorporation or in any agreement between the Company and the ACD, but the removal will not take effect until the FCA has approved it and a new ACD approved by the FCA has been appointed.

#### **6. Proceedings at General Meetings**

- (a) The duly authorised representative of the Depositary will nominate the chairman at general meetings. If the nominated chairman is not present within a reasonable time after the time appointed for holding the meeting and willing to act as the chairman, the Shareholders present may choose one of their number to be chairman of the meeting.
- (b) The chairman of any quorate meeting may with the consent of the meeting adjourn the meeting from time to time (or without date) and from place to place, and if he is directed by the meeting to adjourn he must do so. No business can be transacted at an adjourned meeting which might not lawfully have been transacted at the meeting from which the adjournment took place.
- (c) The Shareholders have rights under the FCA Rules to demand a poll. In addition to these, a poll may be demanded by the chairman of the meeting or by the ACD on any resolution put to the vote of a general meeting.
- (d) Unless a poll is required, a declaration by the chairman that a resolution has been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the minute book or computer record of proceedings shall be conclusive evidence of that fact. If a poll is required, it shall be taken in such manner as the chairman may direct.
- (e) The chairman may take any action he considers appropriate, for example, the safety of people attending a general meeting, the proper and orderly conduct of the general meeting or in order to reflect the wishes of the majority.

#### **7. Corporations acting by representatives**

- (a) Any corporation which is a Shareholder may by resolution of its directors or other governing body and in respect of any Share or Shares of which it is the holder authorise such individual as it thinks fit to act as its representative at any general meeting of the Shareholders or of any Class meeting or Fund meeting. The individual so authorised shall be entitled to exercise the same powers on behalf of such corporation as the corporation could exercise in respect of such Share or Shares if it were an individual Shareholder.

- (b) Any corporation which is a director of the Company may by resolution of its directors or other governing body authorise such individual as it thinks fit to act as its representative at any general meeting of the Shareholders, or of any Class meeting or Fund meeting of the directors. The person so authorised shall be entitled to exercise the same powers at such meeting on behalf of such corporation as the corporation could exercise if it were an individual director.

#### **8. Class meetings and Fund meetings**

The provisions of the Instrument of Incorporation relating to meetings shall apply to Class meetings and Fund meetings in the same way as they apply to general meetings.

#### **9. Instrument of Incorporation**

- (a) The Instrument of Incorporation may be amended by resolution of the ACD to the extent permitted by the FCA Rules.
- (b) In the event of any conflict arising between any provision of the Instrument of Incorporation and either the OEIC Regulations or the FCA Rules, the OEIC Regulations and the FCA Rules will prevail.

#### **10. Indemnity**

The Instrument of Incorporation contains provisions indemnifying every director, other officer and auditor against liability in certain circumstances otherwise than in respect of negligence, default, breach of duty or breach of trust, and indemnifying the Depositary against liability in certain circumstances otherwise than in respect of failure to exercise due care and diligence.

### **Shareholder meetings and voting rights**

#### **Annual General Meeting**

In accordance with The Open-Ended Investment Companies (Amendment) Regulations 2005, the ACD has elected to dispense with the holding of annual general meetings. The ACD has given the required notice of 60 days to the Shareholders in respect of this election and has received the approval of the FCA to dispense with annual general meetings.

#### **Requisitions of Meetings**

The ACD may requisition a general meeting at any time.

Shareholders may also requisition a general meeting of the Company. A requisition by Shareholders must state the objects of the meeting, be dated, be signed by Shareholders who, at the date of the requisition, are registered as holding not less than one-tenth in value of all Shares then in issue and the requisition must be deposited at the head office of the Company. The ACD must convene a general meeting no later than eight weeks after receipt of such requisition.

#### **Notice and Quorum**

Shareholders will receive at least 14 days' written notice of a Shareholder's meeting and are entitled to be counted in the quorum and vote at such meeting either in person or by proxy or in the case of a body corporate by a duly authorised representative. The quorum for a meeting is two Shareholders, present in person or by proxy. The quorum for an adjourned

meeting is one Shareholder present in person or by proxy or in the case of a body corporate by a duly authorised representative. Notices of meetings and adjourned meetings will be sent to Shareholders at their registered address.

## Voting Rights

At a meeting of Shareholders, on a show of hands every Shareholder who (being an individual) is present in person or (being a corporation) is present by its representative properly authorised in that regard, has one vote.

On a poll vote, a Shareholder may vote either in person or by proxy. The voting rights attaching to each Share are such proportion of the voting rights attached to all the Shares in issue that the price of the Share bears to the aggregate price(s) of all the Shares in issue at the date seven days before the notice of meeting is sent out.

A Shareholder entitled to more than one vote need not, if he votes, use all his votes or cast all the votes he uses in the same way.

Except where the FCA Rules or the Instrument of Incorporation of the Company require an extraordinary resolution (which needs 75% of the votes cast at the meeting to be in favour if the resolution is to be passed) any resolution required by the FCA Rules will be passed by a simple majority of the votes validly cast for and against the resolution.

The ACD may not be counted in the quorum for a meeting and neither the ACD nor any associate (as defined in the FCA Rules) of the ACD is entitled to vote at any meeting of the Company except in respect of Shares which the ACD or associate holds on behalf of or jointly with a person who, if the registered Shareholder, would be entitled to vote and from whom the ACD or associate has received voting instructions.

'Shareholders' in this context means Shareholders on the date seven days before the notice of the relevant meeting is sent out but excludes holders who are known to the ACD not to be Shareholders at the time of the meeting.

## Class and Fund Meetings

The above provisions, unless the context otherwise requires, apply to Class meetings and meetings of Funds as they apply to general meetings of Shareholders but by reference to Shares of the Class or Fund concerned and the Shareholders and prices of such Shares.

## Variation of Class rights

The rights attached to a Class or Fund may not be varied without the sanction of a resolution passed at a meeting of Shareholders of that Class or Fund by a 75% majority of those votes validly cast for and against such resolution.

## Taxation

### General

The information given under this heading does not constitute legal or tax advice and prospective investors should consult their own professional advisers as to the implications of subscribing for, purchasing, holding, switching or disposing of Shares under the laws of the jurisdiction in which

they may be subject to tax. The following is based on law and practice as at the date of this Prospectus and may be subject to change.

## The Company

The Funds are sub-funds of an open-ended investment company to which the Authorised Investment Funds Tax Regulations 2006 currently apply. Each Fund will be treated as a separate entity for UK tax purposes.

The Funds are exempt from UK tax on capital gains realised on the disposal of investments including interest paying securities and derivatives held within them.

Dividends received from UK and overseas companies are taxable when received by a Fund unless each dividend falls into one of five exemptions. The most relevant exemption will be that which exempts distributions in respect of portfolio holdings (holdings of 10% or less). It is anticipated that the majority of dividends will be exempt in the hands of the Funds. However, where the availability of treaty relief on withholding tax on overseas dividends from certain countries is unavailable because of a "subject to tax" clause in the relevant double tax treaty, a Fund may elect for dividends from these countries to be treated as taxable income. These dividends and all other income received by a Fund (e.g. interest income) will be subject to tax currently at 20% after relief for expenses.

To the extent that a Fund receives income from, or realises a gain on investments issued in, certain countries and elects for those overseas dividends to be treated as taxable income for foreign withholding or other foreign taxes suffered on the overseas dividends this could be used to offset against the corporation tax liability of the Fund.

In respect of any Fund which invests more than 60% of the market value of all investments held by that Fund in, broadly, interest bearing assets, such as debt securities, money placed at interest (other than cash awaiting investment) building society shares or holdings in unit trusts, ICVCs or offshore funds with similar holdings (for example, certain of the 'bond Funds'), such Fund may distribute or accumulate income as yearly interest. The amount of such income whether distributed or accumulated will be deducted from the income of the Fund in computing its liability to corporation tax.

A number of the Funds are managed so as to be eligible as ISA investments. These Funds are identified in the section 'The Structure of the Company'.

## Stamp Duty Reserve Tax ('SDRT')

An SDRT liability may be payable by the Funds which invest in assets liable to SDRT (e.g. UK shares) or in respect of any transfers of non-exempt assets between Funds.

## UK Shareholders

The following summary applies to holders of Shares who are resident in the UK for tax purposes.

## Shareholders' Income

### (i) Interest distributions

UK resident individuals will be taxable on the sum of gross interest distributions received and accumulations made during the relevant tax year. Such distributions are paid under deduction of income tax at a rate of 20%, and individuals paying tax at the basic rate on such income will not be subject to further taxation. Non-taxpayers will be entitled to claim a repayment of the full amount of the tax. Investors whose total taxable income including savings income falls within the starting rate band will be able to claim back part of the tax deducted. However higher rate and additional rate taxpayers will have further tax to pay on the gross distribution. The amount will depend on the tax rate applicable to their specific circumstances.

A new personal savings allowance was introduced from 6 April 2016. UK tax resident individuals whose income is within the basic rate band will be able to earn the first £1,000 of savings income tax-free. Higher rate tax payers will be able to earn the first £500 savings income with no tax payable. Basic rate and higher rate tax payers whose total savings income is within the annual personal savings allowance can reclaim the tax withheld from the HM Revenue & Customs.

From 6 April 2017, all interest distributions are made gross so no tax will be deducted from any interest distributions. As a result, where individuals' gross interest distributions exceed their personal savings allowances detailed above, then they will be liable to pay income tax at their marginal rates (i.e. 20% for basic rate taxpayers, 40% for higher rate and 45% for additional rate taxpayers) on the excess amount.

Prior to 5 April 2017, unless corporate Shareholders can satisfy the ACD that they were beneficially entitled to the income and were UK resident or acting through a UK branch subject to UK corporation tax on the income, interest distributions and accumulations were paid net of income tax at 20%. Where income tax has been deducted, corporate Shareholders may be entitled to a credit for the tax treated as paid. All interest distributions have been made gross since 6 April 2017. Shareholders who are within the charge to UK corporation tax should be aware that where such an investor holds an interest in a Fund and that Fund fails, at any time in an accounting period in which the investor holds its interest, to satisfy the "qualifying investments test", the investor is required to treat its interest for that accounting period as if it were rights under a creditor relationship for the purposes of the "loan relationships" regime (which governs the United Kingdom taxation of most forms of corporate debt) contained in the United Kingdom Corporation Tax Act 2009. A Fund fails to satisfy the qualifying investments test at any time when its investments consist as to more than 60 per cent by market value of, inter alia, government and corporate debt securities, money placed at interest, certain derivative contracts or holdings in collective investment schemes which do not themselves satisfy the qualifying investment test. Corporate Shareholders would in these circumstances be required to account for their interest in the Fund under the loan relationships regime, in which case all returns on their Funds in the relevant accounting period (including gains and losses) would be taxed or relieved as income receipt or expense on a "fair value" basis. Such Shareholders might therefore, depending upon their particular circumstances, incur a charge to UK corporation tax on an unrealised increase in the value of their Shares (or obtain relief against UK corporation tax for an unrealised diminution in the value of their Shares).

### (ii) Dividend Distributions

A Fund that makes distributions or accumulations will be treated as dividends of a UK company and will comprise dividend income for UK tax purposes. An individual recipient of a dividend distribution or accumulation was entitled to a notional tax credit of 10% of the gross dividend up to April 2016. This tax credit is sufficient to cover the liability of taxpayers liable to pay tax at the basic rate of tax on savings income. Higher rate taxpayers are taxed at 32.5% and additional rate taxpayers are taxed at 37.5% on the gross dividend against which the 10% tax credit can be credited and will have further tax to pay. It is no longer possible for Unitholders who hold their units in ISAs to reclaim the 10% tax credit. Non-taxpayers were entitled to reclaim the tax credit.

The 10% dividend tax credit was abolished in April 2016. Instead a dividend tax allowance has been introduced. From 6 April 2018, the dividend allowance was reduced to £2,000. The rates of tax on dividend income received above the dividend tax allowance will be 7.5% for basic rate taxpayers, 32.5% for higher rate taxpayers and 38.1% for additional rate taxpayers. Unitholders who hold their shares in ISAs will be unaffected.

The income corporate Shareholders receive from a dividend distribution or accumulation is streamed into franked, unfranked and foreign income, according to the underlying gross income of the Fund. The proportion which is derived from UK and overseas dividends that fall into one of five tax exemptions is treated as franked investment income and is generally not subject to further tax unless taxed on the Shareholder as part of its trade. The income derived from all other sources (e.g. interest income, dividends which do not qualify for exemption or which a Fund has elected to tax or offshore income gains on the disposal of offshore funds without reporting funds status) is treated as an annual payment, paid under deduction of income tax at the rate of 20%. The Shareholder will be subject to tax on the grossed up amount but will be entitled to a credit for tax treated as paid. Whilst this amount can be wholly offset against the corporation tax liability of the Shareholder, the maximum amount of tax that can be reclaimed by the corporate Shareholder is limited to their proportion of the Fund's net liability to corporation tax in respect of gross income.

### Income Equalisation

When the first income distribution is received it may include an amount known as equalisation. The amount representing the income equalisation in the Share's price is a return of capital and is not taxable in the hands of Shareholders. This amount should be deducted from the cost of Shares in computing capital gains realised on their disposal.

Income equalisation is applied for each of the Funds.

### Capital Gains Tax

Shareholders subject to UK corporation tax may need to treat their shareholdings in a 'bond' Fund as a creditor relationship subject to a mark-to-market basis of accounting.

Shareholders who are resident in the UK for tax purposes may be liable to capital gains tax or, if companies, corporation tax on chargeable gains ('CGT'). The redemption, sale, switching or transfer of Shares, being chargeable assets, may constitute a disposal or part disposal for the purposes of UK CGT. For individuals there is an annual exempt amount (for the 2020-2021 tax year of £12,000). From 6 April 2016 for basic rate tax

payers the rate of 10% is applied to all chargeable gains in excess of the annual exempt amount. For higher rate and additional rate tax payers a rate of 20% is applied to all chargeable gains in excess of the annual exempt amount. For a corporate Shareholder indexation relief will be allowed as a deduction from the gain calculated by reference to the period the asset was held and its initial cost. The corporate Shareholder indexation relief was frozen from 1 January 2018.

An exchange of Shares of one class for Shares of another class within a Fund may constitute for UK taxation purposes a reorganisation of the Fund within section 127 of the Taxation of Chargeable Gains Act 1992, in which case a UK resident Shareholder who exchanges one class of Share for another class of Shares within a Fund would not be treated as making a disposal of Shares giving rise to a chargeable gain or allowable loss, but instead would be treated as having acquired such new class of Shares at the same time and for the same price at which the original class of Shares were originally acquired. The above treatment may apply if there are switches from one Class of Share to another Class of Share within a Fund except when transferring to or from Hedged Share Classes.

### **Inheritance Tax ('IHT')**

Investors are potentially subject to UK inheritance tax on their investment in the Funds.

### **Foreign Account Tax Compliance Act**

Pursuant to U.S. withholding provisions commonly referred to as the Foreign Account Tax Compliance Act 2010 ("FATCA"), a Foreign Financial Institution ("FFI") is under an obligation to broadly collect and provide information regarding US account holders (which includes certain equity and debt holders as well as certain account holders that are non US entities with US owners). An FFI is a non-US entity that either (i) accepts deposits in the ordinary course of business or (ii) holds financial assets for the account of others as a substantial portion of its business or (iii) is engaged primarily in the business of investing or trading in securities or partnership interests or (iv) is an insurance company or a holding company that is a member of an expanded affiliated group where the insurance company or holding company is obligated to make payments with respect to a cash value insurance or annuity contract or (v) is an entity that is a holding company or treasury centre that is part of an expanded affiliated group that includes a depository institution, custodial institution, investment entity or is formed in connection with or availed by a collective investment vehicle or any similar investment vehicle established with an investment strategy of investing, reinvesting or trading in financial assets.

Please note that the ACD has determined that US Persons are not permitted to own Shares in the Funds.

### **Automatic exchange of information**

The Common Reporting Standard ("CRS") which came into effect in stages, from 1 January 2016, was developed by the Organisation for Economic Co-operation and Development ("OECD"). The CRS has been adopted in the UK by The International Tax Compliance Regulations 2015, and may require the Funds to report account holder information to HMRC about Shareholders.

HMRC will in turn pass this information onto the competent authorities with which it has an agreement.

### **Mandatory disclosure of cross-border tax planning arrangements (DAC6)**

The European Council Directive 2018/822 (known as DAC6) provides for the mandatory automatic exchange of information on reportable cross-border arrangements. In principle, DAC6 requires intermediaries to report potentially aggressive cross-border tax planning arrangements, so that this information can be exchanged between the tax authorities of the Member States of the European Union.

On 22 July 2019, HMRC published a draft of The International Tax Enforcement (Disclosable Arrangements) Regulations 2019 (draft regulations) that would implement DAC6 in the United Kingdom. The Member States of the European Union are required to apply the provisions of DAC6 by 1 July 2020, however, the new rules will have retrospective effect from 25 June 2018.

DAC6 is based on certain indicators (hallmarks), most of which are targeting arrangements that have the characteristics of aggressive tax planning in which the Funds do not engage.

### **Winding up of the Company or a Fund of the Company**

The Company shall not be wound up except as an unregistered company under Part V of the Insolvency Act 1986 or under the FCA Rules. A Fund may only be wound up under the FCA Rules.

Where the Company or a Fund are to be wound up under the FCA Rules, such winding up may only be commenced following approval by the FCA. The FCA may only give such approval if the ACD provides a statement (following an investigation into the affairs of the Company) either that the Company will be able to meet its liabilities within 12 months of the date of the statement or that the Company will be unable to do so. The Company may not be wound up under the FCA Rules if there is a vacancy in the position of ACD at the relevant time.

The Company or a Fund may be wound up under the FCA Rules if:

- (a) an extraordinary resolution to that effect is passed by Shareholders; or
- (b) the period (if any) fixed for the duration of the Company or a particular Fund by the Instrument of Incorporation expires, or the event (if any) occurs on the occurrence of which the Instrument of Incorporation provides that the Company or a particular Fund is to be wound up (for example, if the share capital of the Company is below its prescribed minimum or (in relation to any Fund) the NAV of the Fund is less than £10 million, or if a change in the laws or regulations of any country means that, in the ACD's opinion, it is desirable to terminate the Fund); or

- (c) on the date of effect stated in any agreement by the FCA to a request by the ACD for the revocation of the authorisation order in respect of the Company or the relevant Fund.

On the occurrence of any of the above:

- (a) COLL 5 relating to 'Investment and Borrowing Powers', COLL 6.2 relating to 'Dealing' and COLL 6.3 relating to 'Valuation and Pricing' will cease to apply to the Company or the particular Fund;
- (b) the Company will cease to issue and cancel Shares in the Company or the particular Fund and the ACD shall cease to sell or redeem Shares or arrange for the Company to issue or cancel them for the Company or the particular Fund;
- (c) no transfer of a Share shall be registered and no other change to the register shall be made without the sanction of the ACD;
- (d) where the Company is being wound-up, the Company shall cease to carry on its business except in so far as it is beneficial for the winding up of the Company;
- (e) the corporate status and powers of the Company and, subject to the provisions of (a) and (d) above, the powers of the ACD shall remain until the Company is dissolved.

The ACD shall, as soon as practicable after the Company or the Fund falls to be wound up, realise the assets and meet the liabilities of the Company and, after paying out or retaining adequate provision for all liabilities properly payable and retaining provision for the costs of winding up, arrange for the Depositary to make one or more interim distributions out of the proceeds to Shareholders proportionately to their rights to participate in the Scheme Property of the Company or the Fund. In the case of the Company the ACD shall also publish notice of the commencement of the winding up of the Company in the London Gazette. When the ACD has caused all of the Scheme Property to be realised and all of the liabilities of the Company or the particular Fund to be realised, the ACD shall arrange for the Depositary to also make a final distribution to Shareholders on or prior to the date on which the final account is sent to Shareholders of any balance remaining in proportion to their holdings in the Company or the particular Fund.

As soon as reasonably practicable after completion of the winding up of the Company or the particular Fund, the ACD shall notify the FCA that it has done so.

On completion of a winding up of the Company, the Company will be dissolved and any money (including unclaimed distributions) standing to the account of the Company will be paid into court within one month of dissolution.

Following the completion of a winding up of either the Company or a Fund, the ACD must prepare a final account showing how the winding up took place and how the Scheme Property was distributed. The auditors of the Company shall make a report in respect of the final account stating their opinion as to whether the final account has been properly prepared. This final account and

the auditors' report must be sent to the FCA and to each Shareholder within two months of the termination of the winding up.

## General Information

### Accounting Periods

The annual accounting period of the Company ends each year on 7 March (the accounting reference date). The interim accounting period ends each year on 7 September.

### Income distributions

Distributions of income are made in respect of the income available for allocation in each accounting period and are made only by Funds in respect of which there are Income Shares.

Distribution of income will be allocated on a specific date (or dates) during the year (the 'XD Date'). The registered holder of the Share on the XD Date will be entitled to receive the income for that Share. Shareholders will only be entitled to receive distributions of income if Shares have been registered in their name on the XD Date. The XD Date(s) and Payment Date(s) for each Fund are set out in the following table: Payment of the income will normally be made on the 'Payment Date'.

Fund Name	XD Dates	Payment Dates
American Select Fund	8-Mar	7-May
American Smaller Companies Fund (US)	8-Mar	7-May
American Fund	8-Mar	7-May
Asia Fund	8-Mar	7-May
Dollar Bond Fund	8-Mar & 8-Sept	7-May & 7-Nov
Emerging Market Bond Fund	8-Mar & 8-Sept	7-May & 7-Nov
European Bond Fund	8-Mar & 8-Sept	7-May & 7-Nov
European Select Fund	8-Mar	7-May
European Smaller Companies Fund	8-Mar	7-May
European Fund	8-Mar	7-May
Global Bond Fund	8-Mar & 8-Sept	7-May & 7-Nov
Global Select Fund	8-Mar	7-May
High Yield Bond Fund	8 <sup>th</sup> Monthly	4 <sup>th</sup> Monthly
Japan Fund	8-Mar	7-May
Latin America Fund	8-Mar	7-May
Monthly Extra Income Fund	8 <sup>th</sup> Monthly	4 <sup>th</sup> Monthly
Sterling Bond Fund	8-Mar & 8-Sept	7-May & 7-Nov
Sterling Corporate Bond Fund	8-Mar, 8-June, 8-Sept & 8-Dec	7-May, 7-Aug, 7-Nov & 7-Feb
Sterling Short-Term Money Market Fund	8-Mar & 8-Sept	7-May & 7-Nov
Strategic Bond Fund	8 <sup>th</sup> Monthly	4 <sup>th</sup> Monthly



Fund Name	XD Dates	Payment Dates
UK Equity Income Fund	8-Mar, 8 June, 8-Sept & 8 Dec	7 Feb, 7 May, 7-Aug & 7-Nov
UK Equity Opportunities Fund	8-Mar & 8-Sept	7-May & 7-Nov
UK Fund	8-Mar & 8-Sept	7-May & 7-Nov
UK Growth and Income Fund	8-Mar & 8-Sept	7-May & 7-Nov
UK Institutional Fund	8-Mar & 8-Sept	7-May & 7-Nov
UK Monthly Income Fund	8th Monthly	4th Monthly
UK Select Fund	8-Mar & 8-Sept	7-May & 7-Nov
UK Smaller Companies Fund	8-Mar & 8-Sept	7-May & 7-Nov

In the event that the Payment Date is not a business day in England and Wales, payments will normally be made on the business day immediately before the Payment Date. Any distribution may be paid by (i) crossed cheque, warrant or money order and may be remitted by post to the registered address of the persons entitled to such monies or to such person and to such address as those persons may direct in writing or (ii) any other usual or common banking method (including, without limitation, direct credit, bank transfer and electronic funds transfer) and to or through such person or such persons as the relevant person may direct in writing.

A re-investment facility is available. The ACD may make a charge for this facility. If a distribution remains unclaimed for a period of six years after it has become due, it will be forfeited and will revert to the Company.

The amount available for distribution in any accounting period is calculated by taking the aggregate of the income received or receivable for the account of the relevant Fund in respect of that period, and deducting the charges and expenses of the relevant Fund paid or payable out of income in respect of that accounting period. The ACD then makes such other adjustments as it considers appropriate (and after consulting the auditors as appropriate) in relation to taxation, income equalisation, income unlikely to be received within 12 months following the relevant income allocation date, income which should not be accounted for on an accrual basis because of lack of information as to how it accrues, transfers between the income and capital account and any other adjustments (including for amortisation) which the ACD considers appropriate after consulting the auditors.

Any distribution payment of a Fund which remains unclaimed after a period of six years from the date of the payment will be forfeited and will be transferred to and become part of that Fund's capital property. Thereafter, neither the Shareholder nor any successor will have any right to it except as part of the capital property of the Fund.

## Annual Report and Financial Statements

Annual long report and financial statements of the Company will be made available and published within four months of the close of each annual accounting period and half-yearly long report and financial statements will be published within two months of the close of each interim accounting period.

The ACD will make the short report which details performance and activities of a Fund over the accounting period available on the website [www.columbiathreadneedle.com/shortform](http://www.columbiathreadneedle.com/shortform). The ACD will provide hard copies of the short reports to Shareholders upon request.

## Risk Management

### General

The ACD will provide further information relating to the quantitative limits applying in the risk management of any Fund and the methods used upon request.

### Counterparty credit risk management

The ACD has a dedicated Counterparty Credit Risk team within its Investment Risk Department. The team is responsible for adhering to the Counterparty Credit Risk Management Policy, which provides a robust counterparty credit risk framework for assessing counterparties. The issuers and instrument types are also subject to on-going monitoring and assessment. The Counterparty Credit Risk team conducts regular reviews of company or market events and sentiment in the context of its approved counterparty list.

This framework establishes a prudent, systematic and continuous assessment of the creditworthiness of the issuers and instruments the Funds invest in. The assessment is centred around structured analysis of an issuer's capital, assets, management, earnings, liquidity, sovereign and sensitivity to market shocks. A number of criteria are considered within each of these broader categories. Each category is assigned an internal rating score, which are then amalgamated on a weighted basis to produce an overall proprietary counterparty credit risk rating for each issuer. The instrument type is then considered within the waterfall payment priority of the issuer.

Those counterparties with sufficiently high internal counterparty credit risk ratings are accepted and comprise the 'Approved Counterparty List', the counterparties eligible for investment within the fund.

## Documents of the Company

The following documents may be inspected free of charge between 9.30 am and 4.30 pm (UK time) on every business day at the offices of the ACD at Cannon Place, 78 Cannon Street, London EC4N 6AG:

- (a) the most recent annual and half-yearly reports of the Company;
- (b) the Instrument of Incorporation (and any amending Instrument of Incorporation); and
- (c) the Risk Management Policy.

Shareholders may obtain copies of these documents from the above address.



## Material Contracts

The following contracts, not being contracts entered into in the ordinary course of business, have been entered into by the Company and is, or may be, material: the agreement dated 21 July 2014 between the Company and the ACD, the agreement effective from 18 March 2016 between the Company, the ACD and the Depositary and the agreement dated 21 July 2014 between the Company, the ACD and the Investment Manager.

Brief summaries of the ACD Agreement, the Investment Management Agreement and the Depositary Agreement are provided in the section with the heading 'Management and administration'.

## Additional Information

- (a) The FCA Rules contain provisions on conflict of interest governing any transaction concerning the Company which is carried out by or with any 'affected person', an expression which covers the Company, an associate of the Company, the ACD, an associate of the ACD, the Depositary, an associate of the Depositary, any investment manager and any associate of any investment manager.
- (b) These provisions, among other things, enable an affected person to sell or deal in the sale of property to the Company or Depositary for the account of the Company; vest property in the Company or the Depositary against the issue of Shares in the Company; purchase property from the Company (or the Depositary acting for the account of the Company); enter into a stock lending transaction in relation to the Company; or provide services for the Company. Any such transactions with or for the Company are subject to best execution on exchange, or independent valuation or arm's length requirements as set out in the FCA Rules. An affected person carrying out such transaction is not liable to account to the Depositary, the ACD, any other affected person, or to the holders of Shares or any of them for any benefits or profits thereby made or derived.
- (c) Investment of the property of the Company may be made on arm's length terms through a member of an investment exchange (acting as principal) who is an affected person in relation to the ACD. Neither the ACD nor any such affected person will be liable to account for any profit out of such dealings.

## Notice to Shareholders

In the event that the ACD is required to give notice to Shareholders for any reason, or otherwise chooses to do so, such notice will normally be given in writing. Alternatively, and to the extent permitted by the FCA Rules, notice to Shareholders may be made by way of publishing the information on [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com), or by including the information in a mailing to the Shareholders bi-annual statements. Any document served on Shareholders by the ACD will be served to the current address of the Shareholder with reference to the records of the ACD.

Any document or notice to be served by a Shareholder on the ACD or the Company may be served at the head office of the Company.

## Privacy Statement

### Your data controller

For the purposes of the UK Data Protection Act 1998 and/or any consequential national data protection legislation, and/or any other applicable legislation or regulation, the data controller in respect of any personal information provided is Threadneedle Investment Services Limited. In this privacy statement 'we', 'us' and 'our' means Threadneedle Investment Services Limited.

### Uses made of your personal information

This Privacy Statement covers information about you ("personal information") that you supply to us. This information will typically include information such as your name, address, date of birth, telephone number, email address, gender, financial information and other information you provide to us. Our legal basis to process your information includes doing so in order to comply with our legal obligations (e.g., for the purposes of debt collection and/or the prevention of fraud or any other crime), to perform a contract between us and you (e.g., manage and administer your account (including but not limited to contacting you with details of changes to the products you have bought, and offering you new investment products), establish and defend any legal claims, or because you have consented to our use of your information. We may also process your personal information because it is necessary for our legitimate business interests (e.g., for internal analysis and research), we may also process your data in order to comply with legal or regulatory requirements.

### Sharing of your personal information

We may use external third parties such as those described below to process your personal information on our behalf in accordance with the purposes set out in this privacy statement.

Where you have notified us of your adviser, the personal information provided may be shared with your adviser. You must notify us in writing if you no longer wish us to share your personal information with your adviser or of any change to your adviser. Your adviser should have its own arrangements with you about its use of your personal information. For the avoidance of doubt, if you do wish to exercise any of your individual rights as set out in our privacy notice via your nominated adviser then we will require written authorisation from you (or both of you, in the case of a joint account) before we can share any such personal information with your adviser.

The personal information provided may also be shared with other organisations (including but not limited to governmental and/or tax authorities in the UK and outside the UK) in order for us to comply with any legal or regulatory requirements (e.g., audit reporting and anti-money laundering checks) and, in addition (in respect of tax authorities, and where lawful to do so under data protection laws) where necessary for the purposes of ensuring that tax is paid correctly and that we receive refunds of tax already paid when this is due to us. We may also transfer your personal information to appointed third party administrators, such as transfer agents, in order to process customer applications, carry out record keeping, deal with subscriptions, switching, withdrawals and terminations, and certain communications. In addition, we may share your personal information with the companies within the ACD's group of companies for the purposes set out in this privacy statement and our privacy policy.

## Business changes

If we or the Threadneedle group of companies undergoes a group reorganisation or is sold to a third party, your personal information provided to us may be transferred to that reorganised entity or third party and used for the purposes highlighted above.

## Overseas transfers

We may transfer your personal information to countries located outside of the European Economic Area (the 'EEA'), including to the United States. This may happen when our servers, suppliers and/or, service providers are based outside of the EEA. We may transfer your information under certain circumstances (e.g., where it is necessary to perform our contract with you). The data protection laws and other laws of these countries may not be as comprehensive as those that apply within the EEA – in these instances we will take steps to ensure that your privacy and confidentiality rights are respected. We implement measures such as standard data protection contractual clauses to ensure that any transferred personal information remains protected and secure. A copy of these clauses can be obtained by contacting us at the address listed below in the "Contact Information" section. Details of the countries relevant to you will be provided upon request.

## Your Rights

With limited exceptions, you are entitled, in accordance with applicable law, to object to or request restriction of processing of your personal information, and to request access to, rectification, erasure and portability of your personal information. This service is provided free of charge unless requests are manifestly unfounded or excessive. In these circumstances, we reserve the right to charge a reasonable fee or, refuse to act on the request. You can write to us at ACD Client Services at the details provided in the Directory or by contacting us at the address listed below in the "Contact Information" section.

If any of the information that we hold about you is wrong, please tell us and we will put it right.

You may lodge a complaint with the applicable regulator if you consider our processing of your personal information may infringe applicable law.

## Data Security and Retention

We maintain reasonable security measures to safeguard personal information from loss, interference, misuse, unauthorised access, disclosure, alteration or destruction. We also maintain reasonable procedures to help ensure that such data is reliable for its intended use and is accurate, complete and current.

Personal information will be retained only for so long as reasonably necessary for the purposes set out above, in accordance with applicable laws. For more information on our data retention periods, you can request a copy of our data retention policy by writing or emailing to the address listed below in the "Contact Information" section.

## Contact Information

You can raise any issues regarding the processing of your personal information by contacting our Data Protection Officer at any time:

DPO@columbiathreadneedle.com or Cannon Place, 78 Cannon Street, London EC4N 6AG.

## Remuneration

The ACD, as part of Columbia Threadneedle Investments EMEA Region, shall apply remuneration policies and practices for identified staff in compliance with the UCITS Directive and regulatory requirements. Further details on the remuneration policy can be found at [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com). The up to date details of the remuneration policy shall include, but are not limited to, a description of how remuneration and benefits are calculated and the identities of persons responsible for awarding the remuneration and benefits, including the composition of the remuneration committee.

The remuneration policy is consistent with and promotes sound and effective risk management and does not encourage risk taking which is inconsistent with the risk profiles, rules or instruments of incorporation:

- the remuneration policy is in line with the business strategy, objectives, values and interests of the ACD and of the investors, and includes measures to avoid conflicts of interest. The ACD has full discretion as to whether any variable remuneration is awarded in compliance with the remuneration policy;
- where remuneration is performance-related, the total amount of remuneration is based on a combination of the assessment as to the performance of the individual and of the business unit and as to their risks and of the overall results of the ACD when assessing individual performance, taking into account financial and non-financial criteria. In particular, employees will not be eligible to receive an incentive award if at any point during the relevant performance year, and the period from the end of the performance year until the award payment date, the employee has been found, not to have met the ACD's standards of performance and conduct;
- the assessment of performance is set in a multi-year framework with stock awards set with deferral rates in accordance with applicable regulation.

Further details on the remuneration policy can be found at [columbiathreadneedle.com](http://columbiathreadneedle.com). A paper copy of the remuneration policy is available free of charge upon request.

## Complaints

Complaints may be referred to ACD Client Services using the contact details provided in the Directory. A copy of the ACD's 'Complaint Handling Procedure' is available upon request. Complaints may also be referred directly to the Financial Services Ombudsman which is based at Exchange Tower, London E14 9SR. You may be protected by the Financial Services Compensation Scheme.

## Notes for investors resident outside the UK

References to times in this Prospectus are to UK times unless otherwise stated.

### Non-UK investors

The Company is registered for sale in a number of countries outside the UK, including:

Austria (except the Sterling Short-Term Money Market Fund)

Belgium (except the Sterling Short-Term Money Market Fund and UK Equity Opportunities Fund)

Chile (a limited number of Funds are registered for sale and offer to 'approved' pension funds)

Denmark (except the Sterling Short-Term Money Market Fund for certain categories of investors)

Finland (except the Sterling Short-Term Money Market Fund)

France (except the Sterling Short-Term Money Market Fund)

Germany (except the Sterling Short-Term Money Market Fund)

Hong Kong (certain Funds)

Ireland (except the Sterling Short-Term Money Market Fund)

Italy (except the Sterling Short-Term Money Market Fund)

Luxembourg (except the Sterling Short-Term Money Market Fund)

The Netherlands (except the Sterling Short-Term Money Market Fund)

Norway (certain Funds)

Peru (a limited number of Funds are registered for sale and offer to 'approved' pension funds)

Portugal (except the Sterling Short-Term Money Market Fund)

Singapore (certain Funds are recognised schemes in Singapore and certain Funds are currently listed as restricted schemes in Singapore, which are only available for marketing to accredited investors (as defined under Singapore law))

Spain (except the Sterling Short-Term Money Market Fund)

Sweden (except the Sterling Short-Term Money Market Fund and Sterling Bond Fund)

Switzerland (a limited number of Funds are registered for sale and offer)

United Arab Emirates (European Select Fund and Global Equity Income Fund only).

Shares in the Company are not available for offer or sale in any state in the United States, or to persons (including companies, partnerships, trusts or other entities) who are 'US Persons', nor may Shares be owned or otherwise held by such persons. Accordingly, this Prospectus may not be distributed in the United States or to a US Person. The ACD reserves the right to give notice to any Shareholder that is or that subsequently becomes incorporated in the United States or to a US Person to (i) transfer the Shares to a person that is not a US Person or (ii) request a redemption or cancellation of the Shares and the ACD may redeem or cancel the Shares if the Shareholder fails to make such transfer or request within 30 days of that notice provided by the ACD.

### Important information for Singapore investors

Other than in respect of the Funds that are recognised schemes in Singapore, no offer of the Shares in the Company for subscription or purchase, or invitation to subscribe for or purchase the Shares of Funds, may be made, nor any document or other material relating to the Shares may be circulated or distributed, either directly or indirectly, to any person in Singapore other than: (i) to "institutional investors" pursuant to Section 304 of the Securities and Futures Act, Chapter 289 of Singapore (the "Act"), (ii) in relation to the Shares of the Funds that have been granted restricted status under paragraph 3 of the Sixth Schedule to the Securities and Futures (Offers of Investments) (Collective Investment Schemes) Regulations, "relevant persons" pursuant to section 305(1) of the Act or any person pursuant to Section 305(2) of the Act, or (iii) otherwise pursuant to, and in accordance with the conditions of, other applicable provisions of the Act. The offer or invitation that is the subject of this Prospectus is not allowed to be made to the retail public in Singapore. This Prospectus is not a prospectus as defined in the Act. Accordingly, statutory liability under that Act in relation to the content of prospectuses would not apply. The Monetary Authority of Singapore ("MAS"), which can be contacted at 10 Shenton Way, MAS Building, Singapore 079117, assumes no responsibility for the contents of this Prospectus. **The offer, holding and subsequent transfer of Shares are subject to restrictions and conditions under the Act. You should consider carefully whether the investment is suitable for you and consult your legal or professional advisor if in doubt.**

### Important information for Italian investors

The documents that Italian investors receive prior to subscribing to Shares may provide:

- (i) The ability for investors to appoint a distributor or a local paying agent to send orders in its own name on behalf of the investors and to be recorded as holder of the Shares on behalf of the effective underlying Shareholder (a so called nominee arrangement);
- (ii) The possibility for local paying agents to charge a fee to investors in relation to the execution and subscription, redemption and/or exchange transactions;
- (iii) the possibility for Italian investors to subscribe Shares through regular savings plans.

### Important Information for French investors

The ACD currently manages the following funds so that they are eligible for investment through a PEA on an ongoing basis:

- European Smaller Companies Fund
- UK Fund

The ACD reserves the right to cease managing the above Funds so that they are eligible for investment through a PEA should it determine that doing so would no longer enable the Fund to comply with its investment objectives, not be in the interests of all shareholders in the Fund or be impractical due to changing market conditions. The ACD will write to all Shareholders resident in France within the notice period required under the FCA Rules, giving them prior written notice, that the Funds are no longer eligible investments in a PEA. The percentage of the assets of the Fund invested in PEA eligible securities shall only be disclosed in the Annual Report of the Fund made available to investors that are residents of France.

### Important information for Swiss investors in respect of certain Funds

The following Funds are not registered with the Swiss Financial Market Supervisory Authority (FINMA):

High Yield Bond Fund

Monthly Extra Income Fund

Sterling Short-Term Money Market Fund

UK Equity Opportunities Fund

UK Growth & Income Fund

UK Institutional Fund

UK Monthly Income Fund

The distribution of Shares in respect of these Funds in Switzerland will be exclusively made to, and directed at, regulated qualified investors (the "Regulated Qualified Investors"), as defined in Article 10(3)(a) and (b) of the Swiss Collective Investment Schemes Act of 23 June 2006, as amended ("CISA"). Accordingly, no Swiss representative or paying agent have been or will be appointed in Switzerland for these Funds. This Prospectus and/or any other offering materials relating to the Shares may be made available in Switzerland solely to Regulated Qualified Investors.

### Important information for Mexican investors

The Shares have not been and will not be registered with the National Registry of Securities, maintained by the Mexican National Banking Commission and, as a result, may not be offered or sold publicly in Mexico. The Trust and any underwriter or purchaser may offer and sell the Shares in Mexico, to Institutional and Accredited Investors, on a private placement basis, pursuant to Article 8 of the Mexican Securities Market Law.

### Important information for German investors

Publication of relevant German tax information can be found at [www.columbiathreadneedle.de](http://www.columbiathreadneedle.de).

The following Funds are categorised in relation to the German Investment Tax Act ("InvStG") as "Equity Funds" continuously investing at least 51% of its value in equity participations within the meaning of Sec. 2 (8) InvStG (e.g. equities):

- American Fund
- American Select Fund
- American Smaller Companies Fund (US)
- Asia Fund
- European Fund
- European Select Fund
- European Smaller Companies Fund
- Global Select Fund
- Japan Fund
- Latin America Fund
- Monthly Extra Income Fund
- UK Equity Income Fund
- UK Equity Opportunities Fund
- UK Fund
- UK Growth & Income Fund
- UK Institutional Fund
- UK Monthly Income Fund
- UK Select Fund
- UK Smaller Companies Fund

### Important information for Norwegian investors

Copies of the Prospectus and Key Investor Information Documentation can be found at [www.columbiathreadneedle.com](http://www.columbiathreadneedle.com).

## Appendix I

### Eligible securities markets and eligible derivatives markets

Set out below are the securities and derivatives markets, in addition to those established in a Member State of the EU or EEA, through which the Company may invest or deal for the account of each Fund (subject to the Fund's respective investment objective and policy) when dealing in approved securities and/or derivatives.

<b>North America</b>	
Canada:	Toronto Stock Exchange Montreal Exchange TSX Venture Exchange
United States of America:	New York Stock Exchange NYSE American Chicago Board Options Exchange Chicago Stock Exchange, Inc. CME Chicago Board of Trade CME Group – CME Market ICE Futures US NASDAQ Stock Market NASDAQ BX, Inc. NASDAQ Futures, Inc. NASDAQ PHLX, Inc NASDAQ Options Market NYSE National NYSE American (Options) NYSE Arca Inc TRACE OneChicago BZX Exchange
<b>Asia Pacific</b>	
Australia:	Australian Securities Exchange ASX 24
China:	Shanghai Stock Exchange Shanghai Futures Exchange Shenzhen Stock Exchange China Interbank Bond Market China Bond Connect
Hong Kong:	Hong Kong Stock Exchange Hong Kong GEM Hong Kong Futures Exchange Shanghai-HK Stock Connect (Northbound Trading) Shenzhen-HK Stock Connect (Northbound Trading)
India:	BSE Ltd National Stock Exchange of India
Indonesia:	Indonesia Stock Exchange
Japan:	Tokyo Stock Exchange Osaka Exchange (Derivatives) Tokyo Futures-Financial Exchange
Korea:	Korea Exchange (Stock Market) KOSDAQ Korea Exchange (Derivatives)
Malaysia:	Bursa Malaysia Bursa Malaysia (Derivatives)
New Zealand:	New Zealand Exchange NZX Futures Exchange
Philippines:	Philippines Stock Exchange
Singapore:	SGX Singapore Exchange SGX Derivatives
Taiwan:	Taiwan Stock Exchange Taiwan Futures Exchange (TAIFEX) Taipei Exchange
Thailand:	Stock Exchange of Thailand

<b>Latin America</b>	
Brazil:	B3
Chile:	Bolsa de Comercio de Santiago
Colombia:	Bolsa de Valores de Colombia
Mexico:	Bolsa Mexicana de Valores Mexican Derivatives Exchange
<b>Middle East &amp; Africa</b>	
Israel:	Tel Aviv Stock Exchange
Qatar:	Qatar Exchange
Saudi Arabia:	Saudi Stock Exchange
South Africa:	Johannesburg Stock Exchange JSX Derivatives
United Arab Emirates:	Dubai Financial Market
<b>Europe (non-EEA)</b>	
Russia:	Moscow Exchange
Switzerland:	SIX Swiss Exchange SIX Structured Products The market organised by the International Capital Markets Association
Turkey:	Borsa Istanbul



## Appendix II

### Investment management and borrowing powers of the Company

#### 1. Investment restrictions

- 1.1 The property of each Fund will be invested with the aim of achieving the investment objective of that Fund but subject to the limits on investment set out in Chapter 5 of the FCA Rules (COLL 5.2 to COLL 5.5) where applicable, and in the case of the Sterling Short-Term Money Market Fund, the European Money Market Fund Regulation. These limits apply as summarised below.
- 1.2 The ACD shall ensure that taking into account the objective of a Fund and its investment policy, the property of each Fund provides a prudent spread of risk. Particular requirements as to this spread of risk are set out below.

#### 2. Cover

- 2.1 Where the FCA Rules allow a transaction to be entered into or an investment to be retained only if possible obligations arising out of the investment transactions or out of the retention would not cause any breach of any limits in Chapter 5 of the FCA Rules, it must be assumed that the maximum possible liability of a Fund under any other of those rules has also to be provided for.
- 2.2 Where a rule in the FCA Rules permits an investment transaction to be entered into or an investment to be retained only if that investment transaction, or the retention, or other similar transactions, are covered:
- 2.2.1 it must be assumed that in applying any of those rules, a Fund must also simultaneously satisfy any other obligation relating to cover; and
- 2.2.2 no element of cover must be used more than once.

#### 3. UCITS schemes – general

- 3.1 Except in the cases of the Emerging Market Bond Fund and the Strategic Bond Fund, the Scheme Property of a Fund must, subject to its investment objective and policy and except where otherwise noted below or provided in COLL 5, only consist of any or all of transferable securities.
- 3.2 The Scheme Property of the Emerging Market Bond Fund must, subject to its investment objective and policy and except where otherwise noted below or provided in COLL 5, only consist of any or all of transferable securities and/or approved money market instruments.
- 3.3 The Scheme Property of the Strategic Bond Fund must, subject to its investment objective and policy and except where otherwise noted below or provided in COLL 5, only consist of any or all of: transferable securities; approved money market instruments; permitted derivatives and forward transactions; permitted deposits; and/or permitted units in collective investment schemes.

- 3.4 Each of the Funds will generally invest in approved securities which are transferable securities admitted to or dealt on an eligible market.
- 3.5 In this Appendix, references to money market instruments apply in respect of the Emerging Market Bond Fund only.
- 3.6 Transferable securities and money market instruments held within a Fund must (subject to paragraphs 3.3 and 3.4) be admitted for listing or listed on an eligible market as described in paragraphs 9 and 10 below.
- 3.7 Not more than 10% in value of the Scheme Property of a Fund is to consist of transferable securities, which are not approved securities.
- 3.8 Not more than 10% in value of the Scheme Property is to consist of money market instruments which do not fall within paragraph 8 (Investment in approved money market instruments).
- 3.9 The requirements on spread and investment in government and public securities do not apply until the expiry of a period of six months after the date of effect of the authorisation order in respect of a Fund (or on which the initial offer commenced if later) provided that the requirement to maintain prudent spread of risk is complied with.
- 3.10 It is not intended that Funds will have an interest in any immovable property or tangible movable property.
- #### 4. Transferable securities
- 4.1 A transferable security is an investment which is any of the following:
- 4.1.1 a share;
- 4.1.2 a debenture;
- 4.1.3 an alternative debenture;
- 4.1.4 a government and public security;
- 4.1.5 a warrant; or
- 4.1.6 a certificate representing certain securities.
- 4.2 An investment is not a transferable security if the title to it cannot be transferred, or can be transferred only with the consent of a third party.
- 4.3 In applying paragraph 4.2 to an investment which is issued by a body corporate, and which is a share or a debenture, the need for any consent on the part of the body corporate or any members or debenture holders of it may be ignored.
- 4.4 An investment is not a transferable security unless the liability of the holder of it to contribute to the debts of the issuer is limited to any amount for the time being unpaid by the holder of it in respect of the investment.

**5. Investment in transferable securities**

5.1 A Fund may invest in a transferable security only to the extent that the transferable security fulfils the following criteria:

5.1.1 the potential loss which the Fund may incur with respect to holding the transferable security is limited to the amount paid for it;

5.1.2 its liquidity does not compromise the ability of the ACD to comply with its obligation to redeem units at the request of any qualifying Shareholder under the FCA Rules;

5.1.3 reliable valuation is available for it as follows:

5.1.3.1 in the case of a transferable security admitted to or dealt in on an eligible market, where there are accurate, reliable and regular prices which are either market prices or prices made available by valuation systems independent from issuers;

5.1.3.2 in the case of a transferable security not admitted to or dealt in on an eligible market, where there is a valuation on a periodic basis which is derived from information from the issuer of the transferable security or from competent investment research;

5.1.4 appropriate information is available for it as follows:

5.1.4.1 in the case of a transferable security admitted to or dealt in on an eligible market, where there is regular, accurate and comprehensive information available to the market on the transferable security or, where relevant, on the portfolio of the transferable security;

5.1.4.2 in the case of a transferable security not admitted to or dealt in on an eligible market, where there is regular and accurate information available to the ACD on the transferable security or, where relevant, on the portfolio of the transferable security;

5.1.5 it is negotiable; and

5.1.6 its risks are adequately captured by the risk management process of the ACD.

5.2 Unless there is information available to the ACD that would lead to a different determination, a transferable security which is admitted to or dealt in on an eligible market shall be presumed:

5.2.1 not to compromise the ability of the ACD to comply with its obligation to redeem units at the request of any qualifying Shareholder; and

5.2.2 to be negotiable.

5.3 Not more than 5% in value of a Fund is to consist of warrants.

**6. Closed end funds constituting transferable securities**

6.1 A unit in a closed end fund shall be taken to be a transferable security for the purposes of investment by a Fund, provided it fulfils the criteria for transferable securities set out in paragraph 5, and either:

6.1.1 where the closed end fund is constituted as an investment company or a unit trust:

6.1.1.1 it is subject to corporate governance mechanisms applied to companies; and

6.1.1.2 where another person carries out asset management activity on its behalf, that person is subject to national regulation for the purpose of investor protection; or

6.1.2 where the closed end fund is constituted under the law of contract:

6.1.2.1 it is subject to corporate governance mechanisms equivalent to those applied to companies; and

6.1.2.2 it is managed by a person who is subject to national regulation for the purpose of investor protection.

**7. Transferable securities linked to other assets**

7.1 A Fund may invest in any other investment which shall be taken to be a transferable security for the purposes of investment by a Fund provided the investment:

7.1.1 fulfils the criteria for transferable securities set out in paragraph 5; and

7.1.2 is backed by or linked to the performance of other assets, which may differ from those in which a Fund can invest.

7.2 Where an investment in 7.1 contains an embedded derivative component (see paragraph 19.10), the requirements of this section with respect to derivatives and forwards will apply to that component.

**8. Approved Money Market Instruments**

8.1 An approved money-market instrument is a money-market instrument which is normally dealt in on the money market, is liquid and has a value which can be accurately determined at any time.

8.2 A money-market instrument shall be regarded as normally dealt in on the money market if it:

8.2.1 has a maturity at issuance of up to and including 397 days;

8.2.2 has a residual maturity of up to and including 397 days;

8.2.3 undergoes regular yield adjustments in line with money market conditions at least every 397 days; or

8.2.4 has a risk profile, including credit and interest rate risks, corresponding to that of an instrument which has a maturity as set out in 8.2.1 or 8.2.2 or is subject to yield adjustments as set out in 8.2.3.

8.3 A money-market instrument shall be regarded as liquid if it can be sold at limited cost in an adequately short time frame, taking into account the obligation of the ACD to redeem units at the request of any qualifying Shareholder.

8.4 A money-market instrument shall be regarded as having a value which can be accurately determined at any time if accurate and reliable valuations systems, which fulfil the following criteria, are available:

8.4.1 enabling the ACD to calculate a net asset value in accordance with the value at which the instrument held in the portfolio could be exchanged between knowledgeable willing parties in an arm's length transaction; and

8.4.2 based either on market data or on valuation models including systems based on amortised costs. A money-market instrument that is normally dealt in on the money market and is admitted to or dealt in on an eligible market shall be presumed to be liquid and have a value which can be accurately determined at any time unless there is information available to the ACD that would lead to a different determination.

**9. Transferable securities and money market instruments generally to be admitted or dealt in on an Eligible Market**

9.1 Transferable securities and approved money market instruments held within a Fund must be:

9.1.1 admitted to or dealt in on an eligible market (as described in paragraphs 10.2 or 10.3).

9.1.2 for an approved money market instrument not admitted to or dealt in on an eligible market, within paragraph 11.1; or

9.1.3 recently issued transferable securities provided that:

9.1.3.1 the terms of issue include an undertaking that application will be made to be admitted to an eligible market; and

9.1.3.2 such admission is secured within a year of issue.

9.2 However, a Fund may invest no more than 10% of the Scheme Property in transferable securities and approved money-market instruments other than those referred to in paragraph 9.1.

**10. Eligible markets**

10.1 To protect investors, the markets on which investments of a Fund are dealt in or traded on should be of an adequate quality ('eligible') at the time of acquisition of the investment and until it is sold. The criteria for eligibility are set out in FCA Handbook.

10.2 The Fund may deal through the following eligible securities markets and eligible derivatives markets:

10.2.1 any securities and derivative markets established in a Member State of the EU or EEA through which the Company may invest or deal for the account of each Fund (subject to the Fund's respective investment objective and policy) when dealing in approved securities and/or derivatives; and

10.2.2 the securities markets and derivative markets listed in Appendix 1.

10.3 In addition, each Fund may deal through any other eligible securities market and derivatives market which the ACD, after consultation with and notification to the Depositary, considers to be appropriate for the investment of, or dealing in, the property of that Fund. Where a market ceases to be eligible, investments on that market cease to be approved securities. The 10% restriction on investing in non approved securities applies and exceeding this limit because a market ceases to be eligible will generally be regarded as an inadvertent breach.

**11. Money-market instruments with a regulated issuer**

11.1 In addition to instruments admitted to or dealt in on an eligible market, a Fund may invest in an approved money-market instrument provided it fulfils the following requirements:

11.1.1 the issue or the issuer is regulated for the purpose of protecting investors and savings; and

11.1.2 the instrument is issued or guaranteed in accordance with paragraph 12.

- 11.2 The issue or the issuer of a money-market instrument, other than one dealt in on an eligible market, shall be regarded as regulated for the purpose of protecting investors and savings if:
- 11.2.1 the instrument is an approved money-market instrument;
  - 11.2.2 appropriate information is available for the instrument (including information which allows an appropriate assessment of the credit risks related to investment in it), in accordance with paragraph 13; and
  - 11.2.3 the instrument is freely transferable.
- 12. Issuers and guarantors of money-market instruments**
- 12.1 A Fund may invest in an approved money-market instrument if it is:
- 12.1.1 issued or guaranteed by any one of the following:
    - 12.1.1.1 a central authority of an EEA State or, if the EEA State is a federal state, one of the members making up the federation;
    - 12.1.1.2 a regional or local authority of an EEA State;
    - 12.1.1.3 the European Central Bank or a central bank of an EEA State;
    - 12.1.1.4 the European Union or the European Investment Bank;
    - 12.1.1.5 a non-EEA State or, in the case of a federal state, one of the members making up the federation;
    - 12.1.1.6 a public international body to which one or more EEA States belong; or
  - 12.1.2 issued by a body, any securities of which are dealt in on an eligible market; or
  - 12.1.3 issued or guaranteed by an establishment which is:
    - 12.1.3.1 subject to prudential supervision in accordance with criteria defined by European Community law; or
    - 12.1.3.2 subject to and complies with prudential rules considered by the FCA to be at least as stringent as those laid down by European Community law.
- 12.2 An establishment shall be considered to satisfy the requirement in paragraph 12.1.3.2 if it is subject to and complies with prudential rules, and fulfils one or more of the following criteria:
- 12.2.1 it is located in the European Economic Area;
  - 12.2.2 it is located in an OECD country belonging to the Group of Ten;
  - 12.2.3 it has at least investment grade rating;
  - 12.2.4 on the basis of an in-depth analysis of the issuer, it can be demonstrated that the prudential rules applicable to that issuer are at least as stringent as those laid down by European Community law.
- 13. Appropriate information for money-market instruments**
- 13.1 In the case of an approved money-market instrument within paragraph 12.1.2 or which is issued by an authority within paragraph 12.1.1.2 or a public international body within paragraph 12.1.1.6 but is not guaranteed by a central authority within paragraph 12.1.1.1, the following information must be available:
- 13.1.1 information on both the issue or the issuance programme, and the legal and financial situation of the issuer prior to the issue of the instrument, verified by appropriately qualified third parties not subject to instructions from the issuer;
  - 13.1.2 updates of that information on a regular basis and whenever a significant event occurs; and
  - 13.1.3 available and reliable statistics on the issue or the issuance programme.
- 13.2 In the case of an approved money-market instrument issued or guaranteed by an establishment within paragraph 12.1.3, the following information must be available:
- 13.2.1 information on the issue or the issuance programme or on the legal and financial situation of the issuer prior to the issue of the instrument updates of that information on a regular basis and whenever a significant event occurs; and
  - 13.2.2 available and reliable statistics on the issue or the issuance programme, or other data enabling an appropriate assessment of the credit risks related to investment in those instruments.

- 13.3 In the case of an approved money-market instrument:
- 13.3.1 within paragraphs 12.1.1.1, 12.1.1.4 or 12.1.1.5; or
- 13.3.2 which is issued by an authority within paragraph 12.1.1.2 or a public international body within paragraph 12.1.1.6 and is guaranteed by a central authority within paragraph 12.1.1.1;
- information must be available on the issue or the issuance programme, or on the legal and financial situation of the issuer prior to the issue of the instrument.
- 14. Spread: general**
- 14.1 This paragraph does not apply in respect of a transferable security or an approved money-market instrument to which paragraph 15 applies or to the investments of the Sterling Short-Term Money Market Fund to which paragraph 46 applies.
- 14.2 For the purposes of this requirement companies included in the same group for the purposes of consolidated accounts as defined in accordance with Directive 83/349/EEC of 13 June 1983 or in the same group in accordance with international accounting standards are regarded as a single body.
- 14.3 Not more than 20% in value of the Scheme Property is to consist of deposits with a single body.
- 14.4 Not more than 5% in value of the Scheme Property is to consist of transferable securities or approved money market instruments issued by any single body.
- 14.5 The limit of 5% in paragraph 14.4 is raised to 10% in respect of up to 40% in value of the Scheme Property. Covered bonds need to be taken into account for the purpose of applying the limit of 40%.
- 14.6 The limit of 5% in 14.4 is raised to 25% in value of the Scheme Property in respect of covered bonds, provided that when a Fund invests more than 5% in covered bonds issued by a single body, the total value of covered bonds held must not exceed 80% in value of the Scheme Property.
- 14.7 In applying paragraphs 14.4 and 14.5 certificates representing certain securities are treated as equivalent to the underlying security.
- 14.8 The exposure to any one counterparty in an OTC derivative transaction must not exceed 5% in value of the Scheme Property. This limit is raised to 10% where the counterparty is an Approved Bank.
- 14.9 Not more than 20% in value of a Fund is to consist of transferable securities and approved money market instruments issued by the same group (as referred to in paragraph 14.2).
- 14.10 Not more than 20% in value of the Fund is to consist of the units of any one collective scheme. (Please also see the limits on investment in other collective investment schemes set out in paragraph 17.)
- 14.11 In applying the limits in paragraphs 14.3 to 14.8 in relation to a single body, and subject to paragraph 14.6, not more than 20% in value of the Scheme Property is to consist of any combination of two or more of the following:
- 14.11.1 transferable securities (including covered bonds) or money market instruments issued by; or
- 14.11.2 deposits made with that body; or
- 14.11.3 exposures from OTC derivatives transactions made with that body.
- 15. Spread: Government and public securities**
- This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund, to which paragraph 46 applies.
- 15.1 The above restrictions do not apply in respect of a transferable security or an approved money-market instrument ("such securities") that is issued by:
- 15.1.1 an EEA State;
- 15.1.2 a local authority of an EEA State;
- 15.1.3 a non-EEA State; or
- 15.1.4 a public international body to which one or more EEA States belong.
- 15.2 Where no more than 35% in value of the Scheme Property is invested in such securities issued by any one body, there is no limit on the amount which may be invested in such securities or in any one issue.
- 15.3 A Fund may invest more than 35% in value of the Scheme Property in such securities issued by any one body provided that:
- 15.3.1 the ACD has before any such investment is made consulted with the Depositary and as a result considers that the issuer of such securities is one which is appropriate in accordance with the investment objectives of the authorised fund;
- 15.3.2 no more than 30% in value of the Scheme Property consists of such securities of any one issue; and
- 15.3.2.1 the Scheme Property includes such securities issued by that or another issuer, of at least six different issues; and
- 15.3.2.2 the disclosures required by the FCA Rules have been made.

- 15.4 Subject to this restriction and any restrictions in the investment objective and policy of a Fund there are no limits on the amount of Fund's property which may be invested in Government and public securities or such securities issued by any one issuer or of any issue.
- 15.5 In relation to such securities:
- 15.5.1 issue, issued and issuer include guarantee, guaranteed and guarantor; and
- 15.5.2 an issue differs from another if there is a difference as to repayment date, rate of interest, guarantor or other material terms of the issue.
- 15.6 A list of such securities is set out in Appendix III.
- 16. Counterparty risk and issuer concentration**  
This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund, to which paragraph 46 applies.
- 16.1 The ACD must ensure that counterparty risk arising from an OTC derivative is subject to the limits set out in paragraphs 14.8 and 14.11 above.
- 16.2 When calculating the exposure of a Fund to a counterparty in accordance with the limits in paragraph 14.8 the ACD must use the positive mark-to-market value of the OTC derivative contract with that counterparty.
- 16.3 The ACD may net the OTC derivative positions of a Fund with the same counterparty, provided they are able legally to enforce netting agreements with the counterparty on behalf of the Fund.
- 16.4 The netting agreements in paragraph 16.3 above are permissible only with respect to OTC derivatives with the same counterparty and not in relation to any other exposures the Fund may have with that same counterparty.
- 16.5 The ACD may reduce the exposure of scheme property to a counterparty of an OTC derivative through the receipt of collateral. Collateral received must be sufficiently liquid so that it can be sold quickly at a price that is close to its pre-sale valuation.
- 16.6 The ACD must take collateral into account in calculating exposure to counterparty risk in accordance with the limits in paragraph 14.8 when it passes collateral to an OTC counterparty on behalf of a Fund.
- 16.7 Collateral passed in accordance with paragraph 16.6 may be taken into account on a net basis only if the ACD is able legally to enforce netting arrangements with this counterparty on behalf of that Fund.
- 16.8 In relation to the exposure arising from OTC derivatives as referred to in paragraph 14.8 the ACD must include any exposure to OTC derivative counterparty risk in the calculation.
- 16.9 The ACD must calculate the issuer concentration limits referred to in paragraph 14.8 on the basis of the underlying exposure created through the use of OTC derivatives pursuant to the Commitment Approach.
- 17. Investment in collective investment schemes**  
This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund, to which paragraph 46 applies.
- 17.1 No more than 10% in the value of a Fund may be invested in units of collective investment schemes. Set out in the remainder of this paragraph are the FCA's current rules on collective investment schemes investing in other collective investment schemes.
- 17.2 A Fund may invest in units in a collective investment scheme ("the second scheme") provided that no more than 30% of the value of that Fund is in collective investment schemes which are not UCITS schemes (due to the restriction in 17.1 for the Funds this percentage reduced from 30% to 10%).
- 17.3 Subject to the limitation set out in 17.2, under the COLL rules a Fund may and only invest in a second scheme, (other than UCITS schemes) if the second scheme:
- 17.3.1 complies with the conditions necessary for it to enjoy the rights under conferred by the UCITS Directive; or
- 17.3.2 is recognised under the provisions of section 272 of the Financial Services and Markets Act (Individually recognised overseas schemes) that is authorised by the supervisory authorities of Guernsey, Jersey or the Isle of Man (provided the requirements of article 50(1)(e) of the UCITS Directive are met); or
- 17.3.3 is authorised as a non-UCITS retail scheme (provided the requirements of article 50(1)(e) of the UCITS Directive are met); or
- 17.3.4 is authorised in another EEA State (provided the requirements of article 50(1)(e) of the UCITS Directive are met); or
- 17.3.5 is authorised by the competent authority of an OECD country (other than another EEA State) which has:
- 17.3.5.1 signed the IOSCO Multilateral Memorandum of Understanding; and



- 17.3.5.2 approved the scheme's management company, rules and depositary/custody arrangements
- (provided the requirements of article 50(1)(e) of the UCITS Directive are met).
- 17.4 Subject to the limitation set out in 17.2, under the COLL rules a Fund may only invest in a second scheme if:
- 17.4.1 it is a scheme which complies where relevant with paragraph 17.5; and
- 17.4.2 it is a scheme that has terms which prohibit more than 10% in value of the Scheme Property consisting of units in other collective investment schemes;
- for the purposes of paragraphs 17.4.1 and 17.4.2 and paragraph 14 (Spread: General) each sub-fund of an umbrella scheme is to be treated as if it were a separate scheme.
- 17.5 Each of the Funds may include units in collective investment schemes managed or operated by (or, if it is an open-ended investment company has as its authorised corporate director), the ACD or an associate of the ACD, subject to the following conditions:
- 17.5.1 there is no charge in respect of the investment in or the disposal of units in the second scheme; or
- 17.5.2 where there is a charge the ACD is under a duty to pay to a Fund by the close of business on the fourth business day next after the agreement to buy or to sell the amount referred to in paragraphs 17.5.2.1 and 17.5.2.2:
- 17.5.2.1 when an investment is made, either:
- (a) any amount by which the consideration paid by the Fund for the units in the second scheme exceeds the price that would have been paid for the benefit of the second scheme had the units been newly issued or sold by it; or
- (b) if such price cannot be ascertained by the ACD, the maximum amount of any charge permitted to be made by the seller of units in the second scheme;
- 17.5.2.2 when a disposal is made, the amount referred to in paragraph 17.5.2 is any charge made for the account of the ACD of the second scheme or an associate of any of them in respect of the disposal
- 17.6 A Fund may invest in or dispose of Shares of another Fund (the second sub-fund) only if:
- 17.6.1 the second sub-fund does not hold Shares in any other sub-fund of the same umbrella;
- 17.6.2 the conditions in the remainder of this paragraph 17 are complied with; and
- 17.6.3 the investing or disposing Fund is not be a feeder UCITS to the second sub-fund.
- 17.7 In this paragraph 17:
- 17.7.1 any addition to or deduction from the consideration paid on the acquisition or disposal of units in the second scheme, which is applied for the benefit of the second scheme and is, or is like, a dilution levy, is to be treated as part of the price of the units and not as part of any charge; and
- 17.7.2 any switching charge made in respect of an exchange of units in one Fund or separate part of the second scheme for units in another Fund or separate part of that scheme is to be included as part of the consideration paid for the units.
- 18. Investment in nil and partly paid securities**  
This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund.
- 18.1 A transferable security or an approved money market instrument on which any sum is unpaid falls within a power of investment only if it is reasonably foreseeable that the amount of any existing and potential call for any sum unpaid could be paid by each Fund, at the time when payment is required, without contravening the rules in Chapter 5 of the FCA Rules.
- 19. Use of derivatives and forward transactions – general**  
This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund.
- 19.1 Under the COLL Sourcebook derivatives are permitted for Funds for investment purposes and derivative transactions may be used for the purposes of hedging or meeting the investment objectives or both.
- 19.2 Each of the Funds may use derivatives for EPM purposes in accordance with paragraph 19.5 and, in the case of the Emerging Market Bond Fund, in accordance with 19.6. As at the date of this Prospectus, the ACD does not intend to make use of this power with respect to the following Funds, however the ACD reserves the right to do so without notice to Shareholders at a future date:
- American Smaller Companies Fund (US)
- Asia Fund

European Fund		basis to use the technique of tactical asset allocation.
European Select Fund		Tactical asset allocation permits the ACD to undertake a switch in exposure by use of derivatives, rather than through sale and purchase of the Scheme Property;
European Smaller Companies Fund		
Global Select Fund	19.5.3	(Ancillary to paragraphs 19.5.1 and 19.5.2 above) the generation of additional capital or income for the Fund with no, or an acceptably low level of risk. There is an acceptably low level of risk in any case where the ACD reasonably believes that the Fund is certain (or certain barring events which are not reasonably foreseeable) to derive a benefit; and
Japan Fund		
Latin America Fund		
UK Fund		
UK Equity Income Fund	19.5.4	(Ancillary to paragraphs 19.5.1 and 19.5.2 above) enabling the investment objectives of Funds to be met.
UK Equity Opportunities Fund	19.6	In the case of the Emerging Market Bond Fund only, derivatives may be held for periods that are not necessarily considered to be short term, although the use of derivatives will be limited to EPM techniques as set out in paragraph 19.5.
UK Growth & Income Fund		
UK Institutional Fund		
UK Monthly Income Fund	19.7	A transaction in derivatives or a forward transaction must not be effected for a Fund unless:
UK Select Fund	19.7.1	the transaction is of a kind specified in paragraph 20 (Permitted transactions (derivatives and forwards)); and
UK Smaller Companies Fund	19.7.2	the transaction is covered, as required by paragraph 39 (Cover for transactions in derivatives and forward transactions).
19.3	The following Fund may, in accordance with the COLL Sourcebook, use derivatives for the purposes of EPM (including hedging) as well as for investment purposes:	
19.3.1	Strategic Bond Fund	
19.4	<b>Other than for the Strategic Bond Fund the use of derivatives is not intended to increase the risk profile of a Fund.</b>	
19.5	The use of derivatives and forward transactions by the Funds listed in paragraph 19.2 for EPM purposes will be to achieve one of the following in respect of the Fund:	
19.5.1	Reduction of risk. This allows for the use of the technique of cross-currency hedging in order to switch all or part of the Scheme Property away from a currency the ACD considers unduly prone to risk, to another currency. This aim also permits the use of tactical asset allocation (please see paragraph 19.5.2). A detailed explanation of the types of risks that the ACD considers it may be sensible to reduce by the use of derivatives is set out in the section 'Risk Factors';	
19.5.2	Reduction of cost. The aims of reduction of risk or cost, together or separately, allow the ACD on a temporary	
	19.8	Where a Fund invests in derivatives, the exposure to the underlying assets must not exceed the limits in paragraph 14 (Spread: General) and paragraph 15 (Spread: government and public securities), save as provided below.
	19.9	Where a transferable security or money market instrument embeds a derivative, this must be taken into account for the purposes of complying with this section.
	19.10	A transferable security or an approved money-market instrument will embed a derivative if it contains a component which fulfils the following criteria:
	19.10.1	by virtue of that component some or all of the cash flows that otherwise would be required by the transferable security or approved money-market instrument which functions as host contract can be modified according to a specified interest rate, financial instrument price, foreign exchange rate, index of prices or rates, credit rating or credit index or other variable, and therefore vary in a way similar to a stand-alone derivative;

- 19.10.2 its economic characteristics and risks are not closely related to the economic characteristics and risks of the host contract; and
- 19.10.3 it has a significant impact on the risk profile and pricing of the transferable security or approved money-market instrument.
- 19.11 A transferable security or an approved money-market instrument does not embed a derivative where it contains a component which is contractually transferable independently of the transferable security or the approved money-market instrument. That component shall be deemed to be a separate instrument.
- 19.12 Where a Fund invests in an index based derivative, provided the relevant index falls within paragraph 21 (Financial indices underlying derivatives) the underlying constituents of the index do not have to be taken into account for the purposes of paragraphs 14 (Spread: general) and 15 (Spread: Government and public securities).
- 19.13 The relaxation in the paragraph above is subject to the ACD taking account of the requirements on prudent spread of risk.
- 19.14 The ACD will use either a Commitment Approach or a value at risk (VaR) approach to measure the exposure of the Fund, depending on the way derivatives and forward transactions are used, Please see paragraphs 43.6 and 43.7 below for further details.
- 20. Permitted transactions (derivatives and forwards)**  
This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund which does not invest in derivatives.
- 20.1 A transaction in a derivative must be in an approved derivative; or be one which complies with paragraph 36 (OTC transactions in derivatives).
- 20.2 A transaction in a derivative must have the underlying consisting of any or all of the following to which a Fund is dedicated:
- 20.2.1 transferable securities;
- 20.2.2 approved money market instruments permitted under paragraph 8 (Approved money market instruments);
- 20.2.3 deposits permitted under paragraph 22 (Investment in deposits);
- 20.2.4 derivatives permitted under this Section;
- 20.2.5 collective investment scheme units permitted under paragraph 17;
- 20.2.6 financial indices in accordance with paragraph 21 (Financial indices underlying derivatives);
- 20.2.7 interest rates;
- 20.2.8 foreign exchange rates; and
- 20.2.9 currencies.
- 20.3 A transaction in an approved derivative must be effected on or under the rules of an eligible derivatives market.
- 20.4 A transaction in a derivative must not cause the Fund to diverge from its investment objectives as stated in the Instrument constituting the scheme and the most recently published version of this Prospectus.
- 20.5 A transaction in a derivative must not be entered into if the intended effect is to create the potential for an uncovered sale of one or more, transferable securities, approved money market instruments, units in collective investment schemes, or derivatives provided that the sale is not to be considered as uncovered if the conditions in the section on requirements to cover sales are satisfied.
- 20.6 Any forward transaction must be with an eligible institution or an Approved Bank.
- 21. Financial indices underlying derivatives**  
This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund, to which paragraph 46 applies.
- 21.1 The financial indices referred to in paragraph 20.2.6 are those which satisfy the following criteria:
- 21.1.1 the index is sufficiently diversified;
- 21.1.2 the index represents an adequate benchmark for the market to which it refers; and
- 21.1.3 the index is published in an appropriate manner.
- 21.2 A financial index is sufficiently diversified if:
- 21.2.1 it is composed in such a way that price movements or trading activities regarding one component do not unduly influence the performance of the whole index;
- 21.2.2 where it is composed of assets in which a Fund is permitted to invest, its composition is at least diversified in accordance with the requirements with respect to spread and concentration set out in this section; and
- 21.2.3 where it is composed of assets in which a Fund cannot invest, it is diversified in a way which is equivalent to the diversification achieved by the requirements with respect to spread and concentration set out in this section.

- 21.3 A financial index represents an adequate benchmark for the market to which it refers if:
- 21.3.1 it measures the performance of a representative group of underlyings in a relevant and appropriate way;
- 21.3.2 it is revised or rebalanced periodically to ensure that it continues to reflect the markets to which it refers, following criteria which are publicly available; and
- 21.3.3 the underlyings are sufficiently liquid, allowing users to replicate it if necessary.
- 21.4 A financial index is published in an appropriate manner if:
- 21.4.1 its publication process relies on sound procedures to collect prices, and calculate and subsequently publish the index value, including pricing procedures for components where a market price is not available; and
- 21.4.2 material information on matters such as index calculation, rebalancing methodologies, index changes or any operational difficulties in providing timely or accurate information is provided on a wide and timely basis.
- 21.5 Where the composition of underlyings of a transaction in a derivative does not satisfy the requirements for a financial index, the underlyings for that transaction shall where they satisfy the requirements with respect to other underlyings pursuant to 20.2, be regarded as a combination of those underlyings. A Fund may invest in deposits only with an Approved bank and which are repayable on demand or have the right to be withdrawn, and maturing in no more than 12 months.
- 22. Investment in deposits**  
Except the Sterling Short-Term Money Market Fund, a Fund may hold deposits in accordance with paragraph 23 only.
- 23. Cash and near cash**
- 23.1 Cash and near cash must not be retained in the Scheme Property except to the extent that, where this may reasonably be regarded as necessary in order to enable:
- 23.1.1 (where applicable) the pursuit of a Fund's investment objectives; or
- 23.1.2 redemption of Shares; or
- 23.1.3 efficient management of a Fund in accordance with its investment objectives; or
- 23.1.4 other purposes which may reasonably be regarded as ancillary to the investment objectives of the Fund.
- 23.2 In the case of the Strategic Bond Fund and the Emerging Market Bond Fund up to one third of the value of the Fund may be invested in cash or near cash.
- 23.3 During the period of the initial offer the Scheme Property may consist of cash and near cash without limitation.
- 23.4 The investment policy of a Fund may mean that at times it is appropriate not to be fully invested in transferable securities but to hold cash or near cash in order to enable the pursuit of the Fund's investment objectives.
- 24. Significant influence**  
This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund, to which paragraph 46 applies.
- 24.1 The Company must not acquire transferable securities issued by a body corporate and carrying rights to vote (whether or not on substantially all matters) at a general meeting of that body corporate if:
- 24.1.1 immediately before the acquisition, the aggregate of any such securities held by the Company gives the Company power significantly to influence the conduct of business of that body corporate; or
- 24.1.2 the acquisition gives the Company that power.
- 24.2 For the purpose of paragraph 24.1, the Company is to be taken to have power significantly to influence the conduct of business of a body corporate if it can, because of the transferable securities held by it, exercise or control the exercise of 20% or more of the voting rights in that body corporate (disregarding for this purpose any temporary suspension of voting rights in respect of the transferable securities of that body corporate).
- 25. Concentration**  
This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund, to which paragraph 46 applies.
- A Company:
- 25.1 must not acquire transferable securities (other than debt securities) which:
- 25.1.1 do not carry a right to vote on any matter at a general meeting of the body corporate that issued them; and
- 25.1.2 represent more than 10% of those securities issued by that body corporate;
- 25.2 must not acquire more than 10% of the debt securities issued by any single body;

- 25.3 must not acquire more than 25% of the units in a collective investment scheme;
- 25.4 must not acquire more than 10% of the money market instruments issued by any single body; and
- 25.5 need not comply with the limits in paragraphs 25.2 to 25.4 if, at the time of acquisition, the net amount in issue of the relevant investment cannot be calculated.
- 26. Schemes replicating an index**
- 26.1 Notwithstanding paragraph 14 (Spread: general), a Fund may invest up to 20% in value of the Scheme Property in shares and debentures which are issued by the same body where the investment policy of that scheme as stated in the most recently published prospectus is to replicate the composition of a relevant index which satisfies the criteria specified in paragraph 21.
- 26.2 Replication of the composition of a relevant index shall be understood to be a reference to replication of the composition of the underlying assets of that index, including the use of techniques and instruments permitted for the purpose of EPM.
- 26.3 The limit in paragraph 26.1 can be raised for a particular UCITS scheme up to 35% in value of the Scheme Property, but only in respect of one body and where justified by exceptional market conditions.
27. [left intentionally blank]
- 28. General power to borrow**
- 28.1 Other than in the case of the Sterling Short-Term Money Market Fund, the Funds or the Depositary may, in accordance with this paragraph, borrow money for the use of the Funds on terms that the borrowing is to be repayable out of the Scheme Property. This power to borrow is subject to the obligation of the Fund to comply with any restriction in the instrument constituting the Fund.
- 28.2 The Fund may borrow under paragraph 28.1 only from an Eligible Institution or an Approved Bank.
- 28.3 The ACD must ensure that any borrowing is on a temporary basis and the borrowings are not persistent and for this purpose the ACD must have regard in particular to:
- 28.3.1 the duration of any period of borrowing, and
- 28.3.2 the number of occasions on which resort is had to borrowing in any period.
- 28.4 The ACD must ensure that no period of borrowing exceeds three months, whether in respect of any specific sum or at all, without the prior consent of the Depositary.
- 28.5 With respect to 28.4, the Depositary may only give its consent on such conditions as appear to the Depositary appropriate to ensure that the borrowing does not cease to be on a temporary basis only.
- 28.6 A Fund must not issue any debenture unless it acknowledges or creates a borrowing that complies with paragraph 28.1 to 28.5.
- 28.7 These borrowing restrictions and those in paragraph 29 (Borrowing Limits), do not apply to “back to back” borrowing for currency hedging purposes.
- 29. Borrowing limits**
- This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund which is not permitted to borrow.
- 29.1 The ACD must ensure that a Fund’s borrowing does not, on any business day, exceed 10% of the value of the Scheme Property of the Fund.
- 29.2 In this paragraph 29, “borrowing” includes, as well as borrowing in a conventional manner, any other arrangement (including a combination of derivatives) designed to achieve a temporary injection of money into the Scheme Property in the expectation that the sum will be repaid.
- 29.3 The ACD should ensure when calculating the Fund’s borrowing for paragraph 29.1 that:
- 29.3.1 the figure calculated is the total of all borrowing in all currencies by the Fund; and
- 29.3.2 long and short positions in different currencies are not netted off against each other.
- 30. Restrictions on lending of money**
- 30.1 None of the money in the Scheme Property of a Fund may be lent and, for the purposes of this prohibition, money is lent by a Fund if it is paid to a person (“the payee”) on the basis that it should be repaid, whether or not by the payee.
- 30.2 Acquiring a debenture is not lending for the purposes of paragraph 30.1; nor is the placing of money on deposit or in a current account.
- 30.3 Paragraph 30.1 does not prevent a Fund from providing an officer of the Fund with funds to meet expenditure to be incurred by him for the purposes of the Fund (or for the purposes of enabling him properly to perform his duties as an officer of the Fund) or from doing anything to enable an officer to avoid incurring such expenditure.
- 31. Restrictions on lending of property other than money**
- 31.1 The Scheme Property of a Fund other than money must not be lent by way of deposit or otherwise.
- 31.2 Transactions permitted by paragraph 44 (Stock lending) are not lending for the purposes of paragraph 31.1.
- 31.3 The Scheme Property of a Fund must not be mortgaged.

- 32. General power to accept or underwrite placings**
- 32.1 Any power in Chapter 5 of the FCA Rules to invest in transferable securities may be used for the purpose of entering into transactions to which this section applies, subject to compliance with any restriction in the Instrument of Incorporation.
- 32.2 This section applies, subject to paragraph 32.3, to any agreement or understanding:
- 32.2.1 which is an underwriting or sub-underwriting agreement; or
- 32.2.2 which contemplates that securities will or may be issued or subscribed for or acquired for the account of a Fund.
- 32.3 Paragraph 32.2 does not apply to:
- 32.3.1 an option; or
- 32.3.2 a purchase of a transferable security which confers a right:
- 32.3.2.1 to subscribe for or acquire a transferable security; or
- 32.3.2.2 to convert one transferable security into another.
- 32.4 The exposure of a Fund to agreements and understandings within paragraph 32.2 must, on any day:
- 32.4.1 be covered in accordance with the requirements for cover for transactions in derivatives and forward transactions in the FCA Rules; and
- 32.4.2 be such that, if all possible obligations arising under them had immediately to be met in full, there would be no breach of any limit in Chapter 5 of the FCA Rules.
- 33. Guarantees and indemnities**
- 33.1 A Company or the Depositary for the account of a Fund must not provide any guarantee or indemnity in respect of the obligation of any person.
- 33.2 None of the Scheme Property of a Fund may be used to discharge any obligation arising under a guarantee or indemnity with respect to the obligation of any person.
- 33.3 Paragraphs 33.1 and 33.2 do not apply in respect of the Fund to:
- 33.3.1 an indemnity falling within the provisions of regulation 62(3) of the OEIC Regulations;
- 33.3.2 an indemnity (other than any provision in it which is void under regulation 62 of the OEIC Regulations) given to the Depositary against any liability incurred by it as a consequence of the safekeeping of any of the Scheme Property by it or by anyone retained by it to assist it to perform its function of the safekeeping of the Scheme Property; and
- 33.3.3 an indemnity given to a person winding up a scheme if the indemnity is given for the purposes of arrangements by which the whole or part of the property of that scheme becomes the first property of the Fund and the holders of units in that scheme become the first shareholders in the Fund.
- 34. Transactions for the purchase of property:**
- This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund which does not invest in derivatives.
- 34.1 A derivative or forward transaction which will or could lead to the delivery of property for the account of the Company may be entered into only if:
- 34.1.1 that property can be held for the account of the Company; and
- 34.1.2 the ACD having taken reasonable care determines that delivery of the property under the transaction will not occur or will not lead to a breach of the rules in the FCA Rules.
- 35. Requirement to cover sales**
- 35.1 No agreement by or on behalf of the Company to dispose of property or rights may be made unless:
- 35.1.1 the obligation to make the disposal and any other similar obligation could immediately be honoured by the Company by delivery of property or the assignment (or, in Scotland, assignation) of rights; and
- 35.1.2 the property and rights above are owned by the Company at the time of the agreement.
- 35.2 This paragraph does not apply to a deposit.
- 36. OTC transactions in derivatives**
- This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund which does not invest in derivatives.
- 36.1 Any transaction in an OTC derivative under paragraph 20.1 (Permitted transactions (derivatives and forwards)), must be:
- 36.1.1 with an approved counterparty; a counterparty to a transaction in derivatives is approved only if the counterparty is:
- 36.1.1.1 an Eligible Institution or an Approved Bank; or



- 36.1.1.2 a person whose permission (including any requirements or limitations), as published in the FCA Register or whose Home State authorisation, permits it to enter into the transaction as principal off-exchange;
- 36.1.2 on approved terms; the terms of the transaction in derivatives are approved only if the ACD carries out:
- 36.1.2.1 at least daily a reliable and verifiable valuation in respect of that transaction corresponding to its fair value and which does not rely on market quotations by the counterparty; and
- 36.1.2.2 can enter into one or more further transactions to close out that transaction at any time, at its fair value; and
- 36.1.3 capable of reliable valuation; a transaction in derivatives is capable of reliable valuation only if the ACD having taken reasonable care determines that, throughout the life of the derivative (if the transaction is entered into), it will be able to value the investment concerned with reasonable accuracy:
- 36.1.3.1 on the basis of an up to date market value which the ACD and Depositary have agreed as reliable, the pricing model which has been agreed between the ACD and the Depositary; or
- 36.1.3.2 if such value is not available, on the basis of a pricing model which the ACD and the Depositary have agreed uses an adequate recognised methodology.
- 36.1.4 subject to verifiable valuation; a transaction in derivatives is subject to verifiable valuation only if, throughout the life of the derivative (if the transaction is entered into) verification of the valuation is carried out by:
- 36.1.4.1 an appropriate third party which is independent from the counterparty of the derivative, at an adequate frequency and in such a way that the authorised fund manager is able to check it; or
- 36.1.4.2 a department within the authorised fund manager which is independent from the department in charge of managing the Scheme Property and which is adequately equipped for such a purpose.
- 36.1.5 For the purposes of paragraph 36.1.2 above, "fair value" is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction.
- 37. Valuation of OTC derivatives**
- This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund which does not invest in derivatives.
- 37.1 For the purposes of paragraph 36.1.2, the ACD must:
- 37.1.1 establish, implement and maintain arrangements and procedures which ensure appropriate, transparent and fair valuation of the exposures of a Fund to OTC derivatives; and
- 37.1.2 ensure that the fair value of OTC derivatives is subject to adequate, accurate and independent assessment.
- 37.2 Where the arrangements and procedures referred to in paragraph 37.1 involve the performance of certain activities by third parties, the ACD must comply with the requirements in SYSC 8.1.13 R (Additional requirements for a management company) and COLL 6.6A.4 R (4) to (6) (Due diligence requirements of AFMs of UCITS schemes).
- 37.3 The arrangements and procedures referred to in this rule must be:
- 37.3.1 adequate and proportionate to the nature and complexity of the OTC derivative concerned; and
- 37.3.2 adequately documented.
- 38. Risk Management**
- 38.1 The ACD uses a Risk Management Policy. The processes detailed within are designed to monitor and measure as frequently as appropriate the risk of a Fund's positions and their contribution to the overall risk profile of a Fund.
- 38.2 The following details of the risk management process must be regularly notified by the ACD to the FCA and at least on an annual basis:
- 38.2.1 a true and fair view of the types of derivatives and forward transactions to be used within a Fund together with their underlying risks and any relevant quantitative limits; and
- 38.2.2 the methods for estimating risks in derivative and forward transactions.

**39. Cover for investment in derivatives**

This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund which does not invest in derivatives.

39.1 A Fund may invest in derivatives and forward transactions as part of its investment policy provided:

39.1.1 its Global Exposure relating to derivatives and forward transactions held in the Fund does not exceed the net value of the scheme property; and

39.1.2 its Global Exposure to the underlying assets does not exceed in aggregate the investment limits laid down in paragraph 14 above.

**40. Daily calculation of Global Exposure**

40.1 The ACD must calculate the Global Exposure of a Fund on at least a daily basis.

40.2 For the purposes of this section, exposure must be calculated taking into account the current value of the underlying assets, the counterparty risk, future market movements and the time available to liquidate the positions.

**41. Calculation of Global Exposure**

41.1 The ACD must calculate the Global Exposure of any Fund it manages either as:

41.1.1 the incremental exposure and leverage generated through the use of derivatives and forward transactions (including embedded derivatives as referred to in paragraph 19 (Derivatives: general), which may not exceed 100% of the net value of the scheme property of a Fund, by way of the Commitment Approach; or

41.1.2 the market risk of the scheme property of a Fund, by way of the value at risk approach.

41.2 The ACD must ensure that the method selected above is appropriate, taking into account:

41.2.1 the investment strategy pursued by the Fund;

41.2.2 the types and complexities of the derivatives and forward transactions used; and

41.2.3 the proportion of the scheme property comprising derivatives and forward transactions.

41.3 Where a Fund employs techniques and instruments including repo contracts or stock lending transactions in accordance with paragraph 43 (Stock lending) in order to generate additional leverage or

exposure to market risk, the ACD must take those transactions into consideration when calculating Global Exposure.

41.4 For the purposes of paragraph 41.1, value at risk means a measure of the maximum expected loss at a given confidence level over the specific time period.

**42. Commitment Approach**

42.1 Where the ACD uses the Commitment Approach for the calculation of Global Exposure, it must:

42.1.1 ensure that it applies this approach to all derivative and forward transactions (including embedded derivatives as referred to in paragraph 19 (Derivatives: general)), whether used as part of the Fund's general investment policy, for the purposes of risk reduction or for the purposes of efficient portfolio management in accordance with paragraph 44 (Stock lending); and

42.1.2 convert each derivative or forward transaction into the market value of an equivalent position in the underlying asset of that derivative or forward (standard Commitment Approach).

42.2 The ACD may apply other calculation methods which are equivalent to the standard Commitment Approach.

42.3 For the commitment approach, the ACD may take account of netting and hedging arrangements when calculating Global Exposure of a Fund, where these arrangements do not disregard obvious and material risks and result in a clear reduction in risk exposure.

42.4 Where the use of derivatives or forward transactions does not generate incremental exposure for the Fund, the underlying exposure need not be included in the commitment calculation.

42.5 Where the Commitment Approach is used, temporary borrowing arrangements entered into on behalf of the Fund need not form part of the Global Exposure calculation.

**43. Cover for investment in derivatives and forward transactions**

This paragraph does not apply in respect of the Sterling Short-Term Money Market Fund which does not invest in derivatives.

43.1 A transaction in derivatives or forward transaction is to be entered into only if the maximum exposure, in terms of the principal or notional principal created by the transaction to which the scheme is or may be committed by another person is covered globally under the following paragraphs.

43.2 Exposure is covered globally if adequate cover from within the Scheme Property is available to meet the Scheme's Global Exposure, taking into account the value of the underlying assets,

	any reasonably foreseeable market movement, counterparty risk, and the time available to liquidate any positions.	44.3.2.2	a person authorised by a Home State regulator; or
43.3	Cash not yet received into the Scheme Property but due to be received within one month is available as cover for the purposes of the paragraph above.	44.3.2.3	a person registered as a broker-dealer with the Securities and Exchange Commission of the United States of America; or
43.4	Property the subject of a transaction under the Section on stock lending is only available for cover if the ACD has taken reasonable care to determine that it is obtainable (by return or re-acquisition) in time to meet the obligation for which cover is required.	44.3.2.4	a bank, or a branch of a bank, supervised and authorised to deal in investments as principal, with respect to OTC derivatives by at least one of the following federal banking supervisory authorities of the United States of America: the Office of the Comptroller of the Currency; the Federal Deposit Insurance Corporation; and the Board of Governors of the Federal Reserve System; and
43.5	The Global Exposure relating to derivatives held in the Fund may not exceed the net value of the Scheme Property.		
43.6	In the case of each Fund except the Strategic Bond Fund, the ACD will use a Commitment Approach to measure the exposure of the Fund. The Commitment Approach measures the market value of a Fund's underlying exposure.	44.3.3	collateral is obtained to secure the obligation of the counterparty under the terms referred to above and the collateral is acceptable to the Depository, adequate and sufficiently immediate.
43.7	In the case of the Strategic Bond Fund, the ACD will use a value at risk (VaR) approach to measure the exposure of the Fund. The VaR approach uses a statistical methodology to predict the likely maximum loss that a Fund could suffer, based on historical data.	44.4	The counterparty for the purpose of paragraph 44.1 is the person who is obliged under the agreement referred to in paragraph 44.3.1 to transfer to the Depository the securities transferred by the Depository under the stock lending arrangement or securities of the same kind.
<b>44. Stock lending:</b>	This section applies to the Company or the Depository, but does not apply to the Sterling Short-Term Money Market Fund which is restricted from entering into stock lending arrangements, or any other agreement that would encumber the assets of the Fund.	44.5	Paragraph 44.3.3 does not apply to a stock lending transaction made through Euroclear Bank SA/NV's Securities Lending and Borrowing Programme.
44.1	The Company or the Depository may, at the request of the ACD, enter into certain stock lending arrangements or repo contracts in respect of the Company if it reasonably appears to the ACD to be appropriate to do so with a view to generating additional income for a Fund with an acceptable degree of risk.	<b>45. Treatment of collateral</b>	
44.2	There is no limit on the value of the Scheme Property which may be the subject of repo contracts or stock lending transactions.	45.1	Collateral is adequate for the purposes of this section only if it is:
44.3	Any stock lending arrangements engaged or repo entered into must be of the kind described in section 263 B of the Taxation of Chargeable Gains Act 1992 (without extension by section 263 C), but only if:	45.1.1	transferred to the Depository or its agent;
44.3.1	all the terms of the agreement under which securities are to be reacquired by the Depository for the account of the Company are in a form which is acceptable to the Depository and are in accordance with good market practice;	45.1.2	at least equal in value, at the time of the transfer to the Depository, to the value of the securities transferred by the Depository; and
44.3.2	the counterparty is:	45.1.3	in the form of one or more of:
44.3.2.1	an authorised person; or	45.1.3.1	cash; or
		45.1.3.2	a certificate of deposit; or
		45.1.3.3	a letter of credit; or
		45.1.3.4	a readily realisable security; or
		45.1.3.5	commercial paper with no embedded derivative content; or
		45.1.3.6	a qualifying money market fund.

- 45.2 Where the collateral is invested in units in a qualifying money market fund managed or operated by (or, for an ICVC, whose authorised corporate director is) the ACD or an associate of the ACD, the conditions in paragraph 17.5 (Investment in other group schemes) must be complied with.
- 45.3 Collateral is sufficiently immediate for the purposes of this section if:
- 45.3.1 it is transferred before or at the time of the transfer of the securities by the Depositary; or
- 45.3.2 the Depositary takes reasonable care to determine at the time referred to in paragraph 45.3.1 that it will be transferred at the latest by the close of business on the day of the transfer.
- 45.4 The Depositary must ensure that the value of the collateral at all times is at least equal to the value of the securities transferred by the Depositary.
- Each day, collateral held in respect of each stock lending transaction is revalued. Where, due to market movements, the value of the collateral is less than the value of the loaned securities, the Company is entitled to call for additional collateral from the counterparty such that the value of the collateral and margin requirements is maintained.
- In the event that there is a decline in the value of the collateral which exceeds the value of the margin held by the depositary, a counterparty credit risk will arise pending delivery of the additional collateral. In the normal course of events, additional collateral is delivered the following business day.
- 45.5 The duty in paragraph 45.4 may be regarded as satisfied in respect of collateral the validity of which is about to expire or has expired where the Depositary takes reasonable care to determine that sufficient collateral will again be transferred at the latest by the close of business on the day of expiry.
- 45.6 Any agreement for transfer at a future date of securities or of collateral (or of the equivalent of either) under this section may be regarded, for the purposes of valuation and pricing of the Company or this Appendix, as an unconditional agreement for the sale or transfer of property, whether or not the property is part of the property of the authorised fund.
- 45.7 Collateral transferred to the Depositary is part of the Scheme Property for the purposes of the rules in this sourcebook, except in the following respects:
- 45.7.1 it does not fall to be included in any calculation of NAV or this Appendix, because it is offset under paragraph 45.6 by an obligation to transfer; and
- 45.7.2 it does not count as Scheme Property for any purpose of this Appendix other than this section.
- 45.8 Paragraph 45.6 and 45.7.1 not apply to any valuation of collateral itself for the purposes of this section.
- 46. Sterling Short-Term Money Market Fund**
- 46.1 Not more than 10% in value of the Scheme Property is to consist of deposits with a single body.
- 46.2 Not more than 5% in value of the Scheme Property is to consist of money market instruments issued by a single body.
- 46.3 The limit of 5% in paragraph 46.2 is raised to 10% in respect of up to 40% in value of the Scheme Property
- 46.4 Notwithstanding the individual limits laid down in 46.1 to 46.3 above, not more than 15% in value of the Scheme Property is to consist of investments in money market instruments and deposits with a single body.
- 46.5 By way of derogation from the limit laid down in 46.1, up to 100% in value of the Scheme Property may be invested in different money market instruments issued or guaranteed separately or jointly by the European Union, the national, regional and local administrations of the Member States of the European Union or their central banks, the European Central Bank, the European Investment Bank, the European Investment Fund, the European Stability Mechanism, the European Financial Stability Facility, a central authority or central bank of a third country, the International Monetary Fund, the International Bank for Reconstruction and Development, the Council of Europe Development Bank, the European Bank for Reconstruction and Development, the Bank for International Settlements, or any other relevant international financial institution or organisation to which one or more Member States belong, subject to all of the following requirements being met:
- 46.5.1 the Fund holds at least six different issues by the issuer; and
- 46.5.2 not more than 30% in value of the Scheme Property is invested in money market instruments from the same issue;
- 46.5.3 the Fund makes express reference, in its instrument of incorporation, to all administrations, institutions or organisations referred to in paragraph 46.5 that issue or guarantee separately or jointly money market instruments in which it intends to invest more than 5% of its assets;
- 46.5.4 the Fund includes a prominent statement in its prospectus and marketing communications drawing attention to the use of the derogation and indicating all administrations,

institutions or organisations referred to in paragraph 46.5 that issue or guarantee separately or jointly money market instruments in which it intends to invest more than 5% of its assets – See Appendix III.

- 46.6 Not more than 5% in value of the Scheme Property is to consist of the units of any one collective scheme.
- 46.7 No more than 10% in value of the Scheme Property is to consist, in aggregate, in units of other collective investment schemes.
- 46.8 The Fund may acquire the units or shares of any other Fund ('targeted fund') provided that all of the following conditions are fulfilled:
- 46.8.1 no more than 10 % of the assets of the targeted fund are able, according to its fund rules or instruments of incorporation, to be invested in aggregate in units or shares of other funds;
- 46.8.2 the targeted fund does not hold units or shares in the Sterling Short-Term Money Market Fund, and will not do so during the period in which the Sterling Short-Term Money Market Fund holds units or shares in it;
- 46.8.3 the targeted fund is authorised as a Short-Term money market fund under the European Money Market Fund Regulation;
- 46.8.4 where the targeted fund is managed, whether directly or under a delegation, by the same manager as that of the Sterling Short-Term Money Market Fund or by any other company to which the manager of the Sterling Short-Term Money Market is linked by common management or control, or by a substantial direct or indirect holding, the manager of the targeted fund, or that other company, is prohibited from charging subscription or redemption fees on account of the investment by the Sterling Short-Term Money Market in the units or shares of the targeted fund.
- 46.9 The Fund is to have a Weighted Average Maturity of no more than 60 days.
- 46.10 The Fund is to have a Weighted Average Life of no more than 120 days.
- 46.11 At least 7.5% of the Scheme Property is to be comprised of daily maturing assets, or cash which is able to be withdrawn by giving prior notice of one working day. The Fund is not to acquire any asset other than a daily maturing asset when such acquisition would result in the Fund investing less than 7.5% of its portfolio in daily maturing assets.
- 46.12 At least 15% of the Scheme Property is to be comprised of weekly maturing assets, or cash which is able to be withdrawn by giving prior notice of five working days. The Fund is not to acquire any asset other than a weekly maturing asset when such acquisition would result in the Fund investing less than 15% of its portfolio in weekly maturing assets. Money market instruments or units or shares of other MMFs may be included within the weekly maturing assets of the Fund up to a limit of 7.5% of its assets provided they are able to be redeemed and settled within five working days.
- 46.13 If the limits referred to in paragraphs 46.9 to 46.12 are exceeded for reasons beyond the control of the Fund, or as a result of the exercise of subscription or redemption rights, the Fund shall adopt as a priority objective the correction of that situation, taking due account of the interests of its Shareholders.
- 46.14 Companies which are included in the same group for the purposes of consolidated accounts under Directive 2013/34/EU of the European Parliament and of the Council, or in accordance with recognised international accounting rules, shall be regarded as a single body for the purpose of calculating the limits referred to in paragraphs 46.1 to 46.4 above.
- 46.15 The Fund shall not hold more than 10% of the money market instruments issued by a single body. This shall not apply in respect of holdings of money market instruments issued or guaranteed by the European Union, national, regional and local administrations of the Member States of the European Union or their central banks, the European Central Bank, the European Investment Bank, the European Investment Fund, the European Stability Mechanism, the European Financial Stability Facility, a central authority or central bank of a third country, the International Monetary Fund, the International Bank for Reconstruction and Development, the Council of Europe Development Bank, the European Bank for Reconstruction and Development, the Bank for International Settlements, or any other relevant international financial institution or organisation to which one or more Member States belong.
- 46.16 The Fund is subject to the following credit rating restrictions:
- Bank deposits shall be held with and certificates of deposit shall be issued by a deposit taking institution with a minimum long term credit rating of either (a) Standard & Poor's AA-, or (b) Moody's AA3;
  - Commercial paper issued by institutions with a minimum short term credit rating either (a) Standard & Poor's A1, or (b) Moody's P1, and with a maximum term to maturity of 184 days; and
  - UK Government issued treasury bills shall have a maximum term to maturity of 184 days.

## Appendix III

**List of states, local authorities or public international bodies issuing or guaranteeing the securities in which the Company may invest.**

These are the only public bodies in which the Company may invest more than 35% of the assets of each Fund.

**Australia**

**Austria**

**Belgium**

**Canada**

**Denmark**

**Finland**

**France**

**Germany**

**Greece**

**Iceland**

**Ireland**

**Italy**

**Japan**

**Liechtenstein**

**Luxembourg**

**Netherlands**

**New Zealand**

**Northern Ireland**

**Norway**

**Portugal**

**Spain**

**Sweden**

**Switzerland**

**United Kingdom**

**United States**

**Asian Development Bank (ADB)**

**Council of Europe Development Bank**

**Eurofima**

**European Bank for Reconstruction and Development (EBRD)**

**International Finance Corporation (IFC)**

**Nordic Investment Bank (NIB)**



## Appendix IV

### Dilution adjustment estimates

Estimates of the dilution adjustment based on securities held in each Fund and market conditions at the time of this Prospectus and number of occasions on which the dilution adjustment has been applied in the period from 30 June 2019 to 30 November 2019:

Fund	Estimate of dilution adjustment applicable to purchases	Estimate of dilution adjustment applicable to sales	Number of days on which dilution adjustment has been applied during the period
American Fund	0.03%	0.03%	0
American Select Fund	0.03%	0.03%	0
American Smaller Companies Fund (US)	0.05%	0.05%	0
Asia Fund	0.23%	0.33%	3
Dollar Bond Fund	0.07%	0.07%	4
Emerging Market Bond Fund	0.18%	0.18%	0
European Bond Fund	0.12%	0.12%	2
European Fund	0.22%	0.08%	2
European Select Fund	0.20%	0.09%	0
European Smaller Companies Fund	0.29%	0.17%	0
Global Bond Fund	0.04%	0.04%	3
Global Select Fund	0.11%	0.07%	0
High Yield Bond Fund	0.38%	0.38%	3
Japan Fund	0.15%	0.15%	2
Latin America Fund	0.19%	0.19%	0
Monthly Extra Income Fund	0.56%	0.16%	0
Sterling Bond Fund	0.03%	0.03%	6
Sterling Corporate Bond Fund	0.32%	0.32%	4
Sterling Short-Term Money Market Fund	0.00%	0.00%	0
Strategic Bond Fund	0.39%	0.39%	0
UK Equity Income Fund	0.60%	0.09%	0
UK Equity Opportunities Fund	0.61%	0.10%	0
UK Fund	0.57%	0.08%	1
UK Growth and Income Fund	0.64%	0.13%	0
UK Institutional Fund	0.60%	0.10%	0
UK Monthly Income Fund	0.63%	0.14%	0
UK Select Fund	0.56%	0.10%	3
UK Smaller Companies Fund	1.06%	0.75%	1

## Appendix V

### Performance of the Funds (GBP)

Performance\* for Class 1 Shares<sup>s</sup> quoted in GBP (on a bid to bid price basis, net of fees, with unadjusted income reinvested, based on 12 pm prices).

Annualised performance since launch is quoted to 30 November 2019 (source: Morningstar)

	2009 (%)	2010 (%)	2011 (%)	2012 (%)	2013 (%)	2014 (%)	2015 (%)	2016 (%)	2017 (%)	2018 (%)	Annualised performance since launch (%)
<b>UK Fund</b> (launch date October 1985)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	26.24	19.77	-3.94	16.08	25.02	2.76	5.51	12.47	10.35	-12.59	10.52
<b>Target benchmark</b>	30.12	14.51	-3.46	12.30	20.81	1.18	0.98	16.75	13.10	-9.47	n/a
<b>UK Select Fund</b> (launch date September 1972)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	23.25	16.82	-2.86	10.55	28.60	5.02	11.05	4.00	12.03	-14.32	9.35
<b>Target benchmark</b>	30.12	14.51	-3.46	12.30	20.81	1.18	0.98	16.75	13.10	9.47	n/a
<b>UK Equity Opportunities Fund***</b> (Class 2) (launch date June 1976)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	22.08	15.65	0.25	16.57	30.23	2.05	1.46	17.14	8.56	-8.69	10.42
<b>Target benchmark</b>	30.12	14.51	-3.46	12.30	20.81	1.18	0.98	16.75	13.10	9.47	n/a
<b>UK Monthly Income Fund</b> (launch date July 1973)											
Target benchmark: FTSE All-Share Index (yield)											
<b>Fund performance</b>	15.78	15.53	2.71	10.86	27.40	5.45	6.94	6.59	3.50	-10.90	10.64
<b>UK Equity Income Fund</b> (launch date October 1985)											
Target benchmark: FTSE All-Share Index (yield)											
<b>Fund performance</b>	17.38	16.05	0.39	16.02	28.42	5.74	3.62	12.88	6.55	-7.15	10.96
<b>Monthly Extra Income Fund</b> (launch date November 1999)											
Target benchmark: FTSE All-Share Index (yield)											
<b>Fund performance</b>	18.03	14.29	2.11	17.08	22.49	6.65	3.34	12.39	6.59	-5.45	6.88
<b>UK Growth and Income Fund</b> (launch date July 1973)											
Target benchmark FTSE All-Share Index											
<b>Fund performance</b>	21.62	15.29	0.24	16.42	29.25	3.52	2.96	13.92	7.29	-7.53	8.97
<b>Target benchmark</b>	30.12	14.51	-3.46	12.30	20.81	1.18	0.98	16.75	13.10	9.47	n/a
<b>UK Institutional Fund</b> (launch date August 2002)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	28.74	18.41	-8.06	14.28	23.47	-0.16	2.68	13.32	10.11	-10.07	7.02
<b>Target benchmark</b>	30.12	14.51	-3.46	12.30	20.81	1.18	0.98	16.75	13.10	-9.47	7.82
<b>UK Smaller Companies Fund</b> (launch date March 1995)											
Target benchmark: Numis Smaller Companies Index ex Investment Companies											
<b>Fund performance</b>	39.51	37.86	-10.10	24.50	33.21	2.83	23.28	7.08	35.67	-21.30	10.46
<b>Target benchmark</b>	60.73	28.49	-9.13	29.94	36.93	-1.85	10.61	11.08	19.50	-15.35	n/a

	2009 (%)	2010 (%)	2011 (%)	2012 (%)	2013 (%)	2014 (%)	2015 (%)	2016 (%)	2017 (%)	2018 (%)	Annualised performance since launch (%)
<b>Sterling Short-Term Money Market Fund**</b> (launch date January 2008)											
Target benchmark: 1 Month GBP London Interbank Bid Rate (LIBID)											
Fund performance	1.27	0.21	0.27	0.27	0.12	0.15	0.15	-0.03	0.00	0.37	0.40
Target benchmark	n/a	n/a	n/a	0.42	0.36	0.35	0.36	0.26	0.16	0.45	n/a
<b>European Fund</b> (launch date October 1985)											
Target benchmark: FTSE World Europe ex UK Index											
Fund performance	16.27	12.38	-16.82	21.00	21.42	-0.36	12.66	8.96	14.61	-10.57	10.98
Target benchmark	20.09	5.75	-14.71	17.82	25.18	0.16	5.35	19.69	17.53	-9.45	n/a
<b>European Select Fund</b> (launch date November 1986)											
Target benchmark: FTSE World Europe ex UK Index											
Fund performance	20.12	20.46	-5.41	21.13	22.15	3.62	10.21	11.58	18.63	-11.25	9.54
Target benchmark	20.09	5.75	-14.71	17.82	25.18	0.16	5.35	19.69	17.53	-9.45	8.54
<b>European Smaller Companies Fund</b> (launch date December 1997)											
Target benchmark: EMIX Smaller European Companies Ex UK Index											
Fund performance	26.60	32.34	-11.49	28.67	22.35	-0.31	22.18	16.37	27.09	-11.68	14.19
Target benchmark	42.48	17.40	-23.79	16.96	37.46	-1.89	17.20	23.28	23.32	-12.67	10.09
<b>American Fund</b> (launch date July 1973)											
Target benchmark: S&P 500 Index											
Fund performance	22.68	18.87	3.59	5.11	32.87	17.58	7.46	26.81	14.00	-1.89	11.93
Target benchmark	12.60	18.68	2.87	10.91	29.93	20.76	7.25	33.55	11.29	1.56	12.49
<b>American Select Fund</b> (launch date April 1982)											
Target benchmark: S&P 500 Index											
Fund performance	23.13	14.34	2.35	7.62	29.78	13.05	6.30	30.23	12.48	-2.31	13.01
Target benchmark	12.60	18.68	2.87	10.91	29.93	20.76	7.25	33.55	11.29	1.56	12.99
<b>American Smaller Companies Fund (US)</b> (launch date December 1997)											
Target benchmark: Russell 2500 Index (S&P 400 Mid Cap prior to 01/01/2018, Russell 2000 Index prior to 31/03/2010)											
Fund performance	39.99	33.27	-8.20	5.85	37.12	18.51	2.20	35.69	6.43	-10.53	9.34
Target benchmark	13.22	30.33	-1.00	12.70	31.02	16.60	3.49	44.02	6.18	-4.41	9.48
<b>Latin America Fund</b> (launch date December 1997)											
Target benchmark: MSCI EM Latin America 10/40 Index (IFC Latin America Investible Index to 31/12/2005 & MSCI Latin America to 31/12/2007)											
Fund performance	83.61	25.83	-21.96	5.58	-16.05	-10.01	-29.47	48.66	8.56	-2.45	7.70
Target benchmark	80.38	21.24	-17.77	5.00	-14.77	-6.56	-26.81	56.82	13.41	-0.30	9.29
<b>Asia Fund</b> (launch date November 1990)											
Target benchmark: MSCI AC Asia Pacific ex Japan Index											
Fund performance	52.52	18.29	-18.05	15.42	2.73	11.32	-4.68	25.76	30.29	-12.36	9.32
Target benchmark	54.61	22.14	-14.75	17.24	1.73	9.51	-3.85	27.70	25.43	-8.32	9.71
<b>Japan Fund</b> (launch date February 1981)											
Target benchmark MSCI Japan Index											
Fund performance	-9.68	15.69	-14.75	1.04	25.51	-4.62	15.13	20.52	16.46	-12.80	6.30
Target benchmark	-6.70	19.53	-11.85	2.82	24.67	2.68	18.16	23.41	15.33	-7.14	n/a

	2009 (%)	2010 (%)	2011 (%)	2012 (%)	2013 (%)	2014 (%)	2015 (%)	2016 (%)	2017 (%)	2018 (%)	Annualised performance since launch (%)
<b>Global Bond Fund</b> (launch date December 1997)											
Target benchmark: J.P. Morgan Government Bond Index Global (Traded) (prior to 31/07/2012 JPM GBI Global ex Japan. Prior to 28/02/2003 JPM Global)											
Fund performance	-10.52	4.66	5.09	-2.21	-7.65	6.63	1.19	18.52	-3.87	3.29	4.16
Target benchmark	-7.56	4.88	7.77	-2.61	-6.27	6.93	3.03	21.15	-2.42	5.51	4.93
<b>Sterling Corporate Bond Fund****</b> (launch date August 1995)											
Fund performance	16.07	7.17	3.72	14.13	0.64	9.15	0.30	9.67	5.05	-2.37	5.52
<b>Emerging Market Bond Fund</b> (launch date January 1998)											
Target benchmark: J.P. Morgan Emerging Market Bond Index Global											
Fund performance	13.09	10.53	6.01	10.41	-12.00	7.93	1.54	32.22	-0.26	-2.28	7.11
Target benchmark	14.12	15.56	9.27	13.33	-8.32	12.09	7.09	31.44	-0.14	1.32	9.32
<b>Sterling Bond Fund</b> (launch date May 1998)											
Target benchmark: FTSE Actuaries UK Conventional Gilts All Stocks Index											
Fund performance	-3.06	4.91	14.73	1.69	-5.44	12.55	-0.78	9.11	0.76	0.03	3.95
Target benchmark	-1.16	7.20	15.57	2.70	-3.94	13.86	0.57	10.10	1.83	0.57	5.04
<b>Strategic Bond Fund</b> (launch date December 2001)											
Fund performance	28.25	8.98	-0.14	14.69	2.86	3.12	-0.68	6.74	3.74	-2.96	4.33
<b>High Yield Bond Fund</b> (launch date November 1999)											
Target benchmark: ICE BofA European Currency High Yield Excluding Subordinated Financials Constrained (Hedged to Sterling) Index											
Fund performance	52.54	11.96	-3.23	18.35	6.77	3.01	0.57	7.30	5.51	-2.15	5.54
Target benchmark	66.99	14.70	-1.35	25.10	9.37	5.01	1.23	11.15	7.09	-2.25	6.35
<b>Global Select Fund</b> (launch date September 1997)											
Target benchmark: MSCI ACWI Index											
Fund performance	18.57	16.04	-8.60	7.79	25.82	8.61	8.46	21.00	20.42	-6.70	8.03
Target benchmark	20.56	16.77	-6.17	11.67	21.15	11.22	3.84	29.40	13.84	-3.27	7.60
<b>Dollar Bond Fund</b> (launch date May 1998)											
Fund performance	0.98	11.03	6.08	1.72	-4.90	11.90	3.31	23.77	-5.80	3.64	4.50
<b>European Bond Fund</b> (launch date May 1998)											
Target benchmark: ICE BofA Pan-Europe Broad Market Index											
Fund performance	-1.35	1.38	1.57	7.00	2.42	5.32	-4.74	18.70	2.25	0.72	4.81
Target benchmark	-1.09	0.14	3.05	7.39	3.30	5.42	-3.09	18.00	4.25	1.30	5.99

\* Please be aware that past performance is not a guide for future performance.

\*\*The Sterling Short-Term Money Market Fund changed its name from "UK Cash Fund" to "Sterling Fund" with effect from 22 December 2011 and from "Sterling Fund" to "Sterling Short-Term Money Market Fund" with effect from 1 May 2019.

\*\*\* The UK Equity Opportunities Fund changed its name from "UK Overseas Earnings Fund" with effect from 1 July 2019.

\*\*\*\* The Sterling Corporate Bond Fund changed its name from "UK Corporate Bond Fund" with effect from 31 August 2019.

§ unless otherwise indicated.

**Performance of the Funds (Euro)**

Performance\* for Class 1 Shares<sup>S</sup> quoted in EUR (on a bid to bid price basis, net of fees, with unadjusted income reinvested, based on 12 pm prices).  
Annualised performance since launch is quoted to 30 November 2019 (source: Morningstar).

	2009 (%)	2010 (%)	2011 (%)	2012 (%)	2013 (%)	2014 (%)	2015 (%)	2016 (%)	2017 (%)	2018 (%)	Annualised performance since launch (%)
<b>UK Fund</b> (launch date October 1985)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	37.37	24.18	-1.47	19.55	21.88	10.16	11.10	-2.89	6.12	-13.56	10.46
<b>Target benchmark</b>	41.59	18.74	-0.97	15.66	17.77	8.47	6.32	0.81	8.76	-10.47	n/a
<b>UK Select Fund</b> (launch date September 1972)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	34.11	21.13	-0.36	13.85	25.37	12.58	16.93	-10.20	7.73	-15.26	8.03
<b>Target benchmark</b>	41.59	18.74	-0.97	15.66	17.77	8.47	6.32	0.81	8.76	-10.47	n/a
<b>UK Equity Opportunities Fund***</b> (Class 2) (launch date June 1976)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	32.84	19.92	2.84	20.06	26.96	9.41	6.83	1.15	4.39	-9.69	9.80
<b>Target benchmark</b>	41.59	18.74	-0.97	15.66	17.77	8.47	6.32	0.81	8.76	-10.47	n/a
<b>UK Monthly Income Fund</b> (launch date July 1973)											
Target benchmark: FTSE All-Share Index (yield)											
<b>Fund performance</b>	25.99	19.79	5.36	14.17	24.20	13.05	12.60	-7.97	-0.47	-11.88	9.15
<b>UK Equity Income Fund</b> (launch date October 1985)											
Target benchmark: FTSE All-Share Index (yield)											
<b>Fund performance</b>	27.74	20.33	2.98	19.49	25.19	13.36	9.10	-2.54	2.46	-8.17	10.89
<b>Monthly Extra Income Fund</b> (launch date November 1999)											
Target benchmark: FTSE All-Share Index (yield)											
<b>Fund performance</b>	28.44	18.51	4.74	20.58	19.41	14.33	8.82	-2.96	2.50	-6.50	5.37
<b>UK Growth and Income Fund</b> (launch date July 1973)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	32.34	19.54	2.82	19.89	26.00	10.97	8.41	-1.64	3.17	-8.55	7.51
<b>Target benchmark</b>	41.59	18.74	-0.97	15.66	17.77	8.47	6.32	0.81	8.76	-10.47	n/a
<b>UK Institutional Fund</b> (launch date August 2002)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	40.09	22.78	-5.68	17.70	20.37	7.03	8.11	-2.15	5.89	-11.07	5.14
<b>Target benchmark</b>	41.59	18.74	-0.97	15.66	17.77	8.47	6.32	0.81	8.76	-10.47	5.93
<b>UK Smaller Companies Fund</b> (launch date March 1995)											
Target benchmark: Numis Smaller Companies Index ex Investment Companies											
<b>Fund performance</b>	51.81	42.95	-7.78	28.22	29.87	10.24	29.81	-7.54	30.46	-22.16	9.85
<b>Target benchmark</b>	74.91	33.23	-6.78	33.83	33.49	5.22	16.46	-4.09	14.91	-16.28	n/a
<b>Sterling Short-Term Money Market Fund**</b> (launch date January 2008)											
Target benchmark: 1 Month GBP London Interbank Bid Rate (LIBID)											
<b>Fund performance</b>	10.34	3.91	2.86	3.25	-2.39	7.36	5.46	-13.68	-3.84	-0.74	-0.74
<b>Target benchmark</b>	n/a	n/a	n/a	1.73	2.83	1.55	4.97	-13.43	-3.68	-0.65	n/a

	2009 (%)	2010 (%)	2011 (%)	2012 (%)	2013 (%)	2014 (%)	2015 (%)	2016 (%)	2017 (%)	2018 (%)	Annualised performance since launch (%)
<b>European Fund</b> (launch date October 1985)											
Target benchmark: FTSE World Europe ex UK Index											
<b>Fund performance</b>	26.53	16.53	-14.67	24.61	18.37	6.82	18.62	-5.92	10.21	-11.55	10.92
<b>Target benchmark</b>	30.68	9.65	-12.51	21.34	22.04	7.38	10.92	3.35	13.01	-10.45	n/a
<b>European Select Fund</b> (launch date November 1986)											
Target benchmark: FTSE World Europe ex UK Index											
<b>Fund performance</b>	30.71	24.91	-2.97	24.75	19.09	11.09	16.05	-3.66	14.07	-12.23	9.47
<b>Target benchmark</b>	30.68	9.65	-12.51	21.34	22.04	7.38	10.92	3.35	13.01	-10.45	8.47
<b>European Smaller Companies Fund</b> (launch date December 1997)											
Target benchmark: EMIX Smaller European Companies Ex UK Index											
<b>Fund performance</b>	36.54	36.49	-9.21	32.51	19.27	6.87	28.65	0.48	22.21	-12.65	13.15
<b>Target benchmark</b>	55.22	21.72	-21.82	20.44	34.00	5.18	23.45	6.41	18.60	-13.64	8.87
<b>American Fund</b> (launch date July 1973)											
Target benchmark: S&P 500 Index											
<b>Fund performance</b>	33.50	23.26	6.27	8.25	29.53	26.06	13.15	9.49	9.62	-2.97	10.43
<b>Target benchmark</b>	22.52	23.06	5.53	14.22	26.67	29.46	12.93	15.31	7.01	0.44	10.98
<b>American Select Fund</b> (launch date April 1982)											
Target benchmark: S&P 500 Index											
<b>Fund performance</b>	33.99	18.56	4.99	10.83	26.53	21.20	11.92	12.44	8.16	-3.39	12.24
<b>Target benchmark</b>	22.52	23.06	5.53	14.22	26.67	29.46	12.93	15.31	7.01	0.44	12.23
<b>American Smaller Companies Fund (US)</b> (launch date December 1997)											
Target benchmark: Russell 2500 Index (S&P 400 Mid Cap prior to 01/01/2018, Russell 2000 Index prior to 31/03/2010)											
<b>Fund performance</b>	52.33	38.19	-5.83	9.01	33.67	27.05	7.62	17.16	2.35	-11.51	8.34
<b>Target benchmark</b>	23.21	35.14	1.55	16.07	27.73	25.00	8.97	24.35	2.11	-5.46	8.48
<b>Latin America Fund</b> (launch date December 1997)											
Target benchmark: MSCI EM Latin America 10/40 Index (IFC Latin America Investible Index to 31/12/2005 & MSCI Latin America to 31/12/2007)											
<b>Fund performance</b>	99.80	30.47	-19.95	8.73	-18.16	-3.52	-25.73	28.35	4.39	-3.53	6.72
<b>Target benchmark</b>	96.28	25.71	-15.65	8.13	-16.91	0.81	-22.94	35.40	9.05	-1.40	8.30
<b>Asia Fund</b> (launch date November 1990)											
Target benchmark: MSCI AC Asia Pacific ex Japan Index											
<b>Fund performance</b>	65.97	22.65	-15.94	18.86	0.15	19.34	0.37	8.58	25.29	-13.33	8.03
<b>Target benchmark</b>	68.25	26.64	-12.55	20.74	-0.83	17.40	1.24	10.26	20.62	-9.33	8.42
<b>Japan Fund</b> (launch date February 1981)											
Target benchmark: MSCI Japan Index											
<b>Fund performance</b>	-1.72	19.96	-12.55	4.06	22.35	2.25	21.23	4.06	11.99	-13.76	4.82
<b>Target benchmark</b>	1.53	23.94	-9.58	5.89	21.54	10.08	24.41	6.56	10.91	-8.17	n/a



	2009 (%)	2010 (%)	2011 (%)	2012 (%)	2013 (%)	2014 (%)	2015 (%)	2016 (%)	2017 (%)	2018 (%)	Annualised performance since launch (%)
<b>Global Bond Fund</b> (launch date December 1997)											
Target benchmark: J.P. Morgan Government Bond Index Global (Traded) (prior to 31/07/2012 JPM GBI Global ex Japan. Prior to 28/02/2003 JPM Global)											
Fund performance	-2.63	8.52	7.80	0.71	-9.97	14.31	6.55	2.33	-7.56	2.15	3.21
Target benchmark	0.59	8.75	10.55	0.30	-8.62	14.63	8.49	4.60	-6.16	4.35	3.97
<b>Sterling Corporate Bond Fund****</b> (launch date August 1995)											
Fund performance	26.30	11.12	6.39	17.54	-1.89	17.02	5.61	-5.31	1.02	-3.44	4.87
<b>Emerging Market Bond Fund</b> (launch date January 1998)											
Target benchmark: J.P. Morgan Emerging Market Bond Index Global											
Fund performance	23.07	14.61	8.75	13.71	-14.21	15.71	6.91	14.17	-4.09	-3.36	6.24
Target benchmark	24.18	19.82	12.09	16.71	-10.62	20.17	12.76	13.49	-3.98	0.20	8.44
<b>Sterling Bond Fund</b> (launch date May 1998)											
Target benchmark: FTSE Actuaries UK Conventional Gilts All Stocks Index											
Fund performance	5.49	8.78	17.69	4.72	-7.82	20.67	4.48	-5.79	-3.10	-1.08	3.02
Target benchmark	7.55	11.16	18.55	5.77	-6.36	22.06	5.89	-4.94	-2.08	-0.54	4.10
<b>Strategic Bond Fund</b> (launch date December 2001)											
Fund performance	39.56	13.00	2.43	18.12	0.28	10.55	4.58	-7.84	-0.24	-4.04	2.57
<b>High Yield Bond Fund</b> (launch date November 1999)											
ICE BofA European Currency High Yield Excluding Subordinated Financials Constrained (Hedged to Sterling) Index											
Fund performance	65.99	16.09	-0.73	21.88	4.09	10.43	5.89	-7.35	1.46	-3.23	4.05
Target benchmark	81.71	18.93	1.20	28.83	6.36	12.58	6.59	-4.03	2.98	-3.32	4.89
<b>Global Select Fund</b> (launch date September 1997)											
Target benchmark: MSCI ACWI Index											
Fund performance	29.03	20.32	-6.24	11.01	22.66	16.44	14.21	4.48	15.79	-7.73	7.24
Target benchmark	31.19	21.08	-3.75	15.01	18.11	19.23	9.34	11.73	9.47	-4.34	6.82
<b>Dollar Bond Fund</b> (launch date May 1998)											
Fund performance	9.88	15.12	8.82	4.76	-7.29	19.96	8.78	6.86	-9.42	2.49	3.57
<b>European Bond Fund</b> (launch date May 1998)											
Target benchmark: ICE BofA Pan-Europe Broad Market Index											
Fund performance	7.35	5.12	4.19	10.20	-0.16	12.91	0.31	2.49	-1.68	-0.39	3.88
Target benchmark	7.64	3.84	5.71	10.60	0.71	13.02	2.04	1.88	0.25	0.18	5.04

\* Please be aware that past performance is not a guide for future performance.

\*\*The Sterling Short-Term Money Market Fund changed its name from "UK Cash Fund" to "Sterling Fund" with effect from 22 December 2011 and from "Sterling Fund" to "Sterling Short-Term Money Market Fund" with effect from 1 May 2019.

\*\*\* The UK Equity Opportunities Fund changed its name from "UK Overseas Earnings Fund" with effect from 1 July 2019.

\*\*\*\* The Sterling Corporate Bond Fund changed its name from "UK Corporate Bond Fund" with effect from 31 August 2019.

§ unless otherwise indicated.

## Performance of the Funds (US\$)

Performance\* for Class 1 Shares\$ quoted in USD (on a bid to bid price basis, net of fees, with unadjusted income reinvested, based on 12 pm prices).  
Annualised performance since launch is quoted to 30 November 2019 (source: Morningstar).

	2009 (%)	2010 (%)	2011 (%)	2012 (%)	2013 (%)	2014 (%)	2015 (%)	2016 (%)	2017 (%)	2018 (%)	Annualised performance since launch (%)
<b>UK Fund</b> (launch date October 1985)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	41.79	16.12	-4.65	21.41	27.38	-3.26	-0.27	-5.71	20.81	-17.71	10.26
<b>Target benchmark</b>	46.15	11.03	-4.17	17.46	23.09	-4.75	-4.55	-2.12	23.82	-14.77	n/a
<b>UK Select Fund</b> (launch date September 1972)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	38.43	13.26	-3.58	15.63	31.03	-1.13	4.97	-12.81	22.65	-19.33	7.88
<b>Target benchmark</b>	46.15	11.03	-4.17	17.46	23.09	-4.75	-4.55	-2.12	23.82	-14.77	n/a
<b>UK Equity Opportunities Fund***</b> (Class 2) (launch date June 1976)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	37.11	12.13	-0.49	21.93	32.70	-3.92	-4.09	-1.79	18.85	-14.03	9.64
<b>Target benchmark</b>	46.15	11.03	-4.17	17.46	23.09	-4.75	-4.55	-2.12	23.82	-14.77	n/a
<b>UK Monthly Income Fund</b> (launch date July 1973)											
Target benchmark: FTSE All-Share Index (yield)											
<b>Fund performance</b>	30.04	12.01	1.95	15.95	29.81	-0.72	1.09	-10.64	13.31	-16.11	9.00
<b>UK Equity Income Fund</b> (launch date October 1985)											
Target benchmark: FTSE All-Share Index (yield)											
<b>Fund performance</b>	31.84	12.51	-0.35	21.35	30.85	-0.45	-2.06	-5.37	16.65	-12.58	10.69
<b>Monthly Extra Income Fund</b> (launch date November 1999)											
Target benchmark: FTSE All-Share Index (yield)											
<b>Fund performance</b>	32.57	10.81	1.36	22.46	24.81	0.40	-2.31	-5.78	16.69	-10.99	5.62
<b>UK Growth and Income Fund</b> (launch date July 1973)											
Target benchmark FTSE All-Share Index											
<b>Fund performance</b>	36.60	11.78	-0.50	21.77	31.69	-2.55	-2.68	-4.49	17.46	-12.94	7.36
<b>Target benchmark</b>	46.15	11.03	-4.17	17.46	23.09	-4.75	-4.55	-2.12	23.82	-14.77	n/a
<b>UK Institutional Fund</b> (launch date August 2002)											
Target benchmark: FTSE All-Share Index											
<b>Fund performance</b>	44.59	14.80	-8.73	19.53	25.81	-6.01	-2.94	-4.99	20.55	-15.34	5.86
<b>Target benchmark</b>	46.15	11.03	-4.17	17.46	23.09	-4.75	-4.55	-2.12	23.82	-14.77	6.65
<b>UK Smaller Companies Fund</b> (launch date March 1995)											
Target benchmark: Numis Smaller Companies Index ex Investment Companies											
<b>Fund performance</b>	56.70	33.66	-10.76	30.22	35.73	-3.19	16.54	-10.23	48.52	-25.90	9.57
<b>Target benchmark</b>	80.53	24.57	-9.80	35.91	39.52	-7.60	4.55	-6.87	30.83	-20.30	n/a

	2009 (%)	2010 (%)	2011 (%)	2012 (%)	2013 (%)	2014 (%)	2015 (%)	2016 (%)	2017 (%)	2018 (%)	Annualised performance since launch (%)
<b>Sterling Short-Term Money Market Fund**</b> (launch date January 2008)											
Target benchmark: 1 Month GBP London Interbank Bid Rate (LIBID)											
<b>Fund performance</b>	13.90	-2.84	-0.47	4.86	2.01	-5.72	-5.33	-16.19	9.48	-5.50	-3.18
<b>Target benchmark</b>	n/a	n/a	n/a	2.03	1.10	1.18	-1.09	-15.95	9.65	-5.42	n/a
<b>European Fund</b> (launch date October 1985)											
Target benchmark: FTSE World Europe ex UK Index											
<b>Fund performance</b>	30.60	8.96	-17.43	26.56	23.72	-6.20	6.49	-8.66	25.47	-15.80	10.72
<b>Target benchmark</b>	34.88	2.53	-15.34	23.24	27.55	-5.71	-0.42	0.35	28.66	-14.75	n/a
<b>European Select Fund</b> (launch date November 1986)											
Target benchmark: FTSE World Europe ex UK Index											
<b>Fund performance</b>	34.91	16.79	-6.11	26.69	24.46	-2.45	4.18	-6.46	29.87	-16.45	9.26
<b>Target benchmark</b>	34.88	2.53	-15.34	23.24	27.55	-5.71	-0.42	0.35	28.66	-14.75	8.27
<b>European Smaller Companies Fund</b> (launch date December 1997)											
Target benchmark: EMIX Smaller European Companies Ex UK Index											
<b>Fund performance</b>	42.19	28.31	-12.15	34.58	24.66	-6.15	15.49	-2.44	39.14	-16.85	12.83
<b>Target benchmark</b>	59.72	13.84	-24.36	22.31	40.07	-7.63	10.80	3.38	34.97	-17.79	8.78
<b>American Fund</b> (launch date July 1973)											
Target benchmark: S&P 500 Index											
<b>Fund performance</b>	37.79	15.25	2.83	9.94	35.38	10.70	1.58	6.31	24.80	-7.63	10.28
<b>Target benchmark</b>	26.46	15.06	2.11	16.00	32.39	13.69	1.38	11.96	21.83	-4.38	10.82
<b>American Select Fund</b> (launch date April 1982)											
Target benchmark: S&P 500 Index											
<b>Fund performance</b>	38.30	10.86	1.60	12.56	32.24	6.43	0.48	9.18	23.14	-8.03	12.06
<b>Target benchmark</b>	26.46	15.06	2.11	12.56	32.39	13.69	1.38	11.96	21.83	-4.38	12.04
<b>American Smaller Companies Fund (US)</b> (launch date December 1997)											
Target benchmark: Russell 2500 Index (S&P 400 Mid Cap prior to 01/01/2018, Russell 2000 Index prior to 31/03/2010)											
<b>Fund performance</b>	57.23	29.21	-8.88	10.71	39.71	11.57	-3.39	13.75	16.52	-15.76	8.04
<b>Target benchmark</b>	27.17	26.36	-1.73	17.88	33.50	9.77	-2.18	20.74	16.24	-10.00	8.17
<b>Latin America Fund</b> (launch date December 1997)											
Target benchmark: MSCI EM Latin America 10/40 Index (IFC Latin America Investible Index to 31/12/2005 & MSCI Latin America to 31/12/2007)											
<b>Fund performance</b>	106.22	21.99	-22.54	10.43	-14.46	-15.28	-33.33	24.63	18.85	-8.16	6.41
<b>Target benchmark</b>	102.59	17.55	-18.37	9.82	-13.15	-12.03	-30.82	31.47	24.15	-6.14	7.99
<b>Asia Fund</b> (launch date November 1990)											
Target benchmark: MSCI AC Asia Pacific ex Japan Index											
<b>Fund performance</b>	71.31	14.68	-18.66	20.72	4.68	4.80	-9.89	5.43	42.64	-17.49	7.80
<b>Target benchmark</b>	73.66	18.42	-15.38	22.63	3.65	3.09	-9.12	7.06	37.32	-13.68	8.18
<b>Japan Fund</b> (launch date February 1981)											
Target benchmark MSCI Japan Index											
<b>Fund performance</b>	1.44	12.17	-15.38	5.68	27.88	-10.21	8.83	1.04	27.50	-17.90	4.65
<b>Target benchmark</b>	4.79	15.89	-12.50	7.54	27.03	-3.33	11.69	3.46	26.26	-12.58	n/a

	2009 (%)	2010 (%)	2011 (%)	2012 (%)	2013 (%)	2014 (%)	2015 (%)	2016 (%)	2017 (%)	2018 (%)	Annualised performance since launch (%)
<b>Global Bond Fund</b> (launch date December 1997)											
Target benchmark: J.P. Morgan Government Bond Index Global (Traded) (prior to 31/07/2012 JPM GBI Global ex Japan. Prior to 28/02/2003 JPM Global)											
Fund performance	0.50	1.47	4.31	2.28	-5.90	0.38	-4.35	-0.64	5.24	-2.75	2.92
Target benchmark	3.83	1.69	6.97	1.87	-4.50	0.67	-2.61	1.57	6.83	-0.66	3.66
<b>Sterling Corporate Bond Fund****</b> (launch date August 1995)											
Fund performance	30.37	3.90	2.95	19.37	2.54	2.76	-5.19	-8.06	15.01	-8.08	4.60
<b>Emerging Market Bond Fund</b> (launch date January 1998)											
Target benchmark: J.P. Morgan Emerging Market Bond Index Global											
Fund performance	27.02	7.16	5.23	15.48	-10.33	1.61	-4.02	10.85	9.19	-8.00	5.94
Target benchmark	28.18	12.04	8.46	18.54	-6.58	5.53	1.23	10.19	9.32	-4.64	8.13
<b>Sterling Bond Fund</b> (launch date May 1998)											
Target benchmark: FTSE Actuaries UK Conventional Gilts All Stocks Index											
Fund performance	8.88	1.71	13.88	6.36	-3.65	5.96	-6.21	-8.53	10.31	-5.83	2.72
Target benchmark	11.01	3.94	14.71	7.42	-2.13	7.19	-4.94	-7.70	11.48	-5.31	3.80
<b>Strategic Bond Fund</b> (launch date December 2001)											
Fund performance	44.05	5.66	-0.88	19.96	4.81	-2.92	-6.12	-10.51	13.58	-8.64	3.76
<b>High Yield Bond Fund</b> (launch date November 1999)											
Target benchmark: ICE BofA European Currency High Yield Excluding Subordinated Financials Constrained (Hedged to Sterling) Index											
Fund performance	71.33	8.55	-3.94	23.79	8.79	-3.03	-4.94	-10.04	15.51	-7.87	4.30
Target benchmark	87.56	11.20	-2.08	30.84	11.44	-1.14	-4.31	-6.82	17.24	-7.96	5.10
<b>Global Select Fund</b> (launch date September 1997)											
Target benchmark: MSCI ACWI Index											
Fund performance	33.18	12.50	-9.27	12.74	28.20	2.25	2.53	1.44	31.83	-12.16	6.94
Target benchmark	35.41	13.21	-6.86	16.80	23.44	4.71	-1.84	8.48	24.62	-8.93	6.51
<b>Dollar Bond Fund</b> (launch date May 1998)											
Fund performance	13.42	7.64	5.30	6.40	-3.11	5.35	-2.35	3.76	3.12	-2.43	3.27
<b>European Bond Fund</b> (launch date May 1998)											
Target benchmark: ICE BofA Pan-Europe Broad Market Index											
Fund performance	10.71	-1.71	0.82	11.92	4.35	-0.85	-9.95	-0.48	11.94	-5.17	3.57
Target benchmark	11.10	-2.91	2.29	12.33	5.26	-0.75	-8.40	-1.08	14.13	-4.63	4.74

\* Please be aware that past performance is not a guide for future performance.

\*\*The Sterling Short-Term Money Market Fund changed its name from "UK Cash Fund" to "Sterling Fund" with effect from 22 December 2011 and from "Sterling Fund" to "Sterling Short-Term Money Market Fund" with effect from 1 May 2019.

\*\*\* The UK Equity Opportunities Fund changed its name from "UK Overseas Earnings Fund" with effect from 1 July 2019.

\*\*\*\* The Sterling Corporate Bond Fund changed its name from "UK Corporate Bond Fund" with effect from 31 August 2019.

§ unless otherwise indicated.

## Appendix VI

## Share class availability and fund launch dates

Fund	Launch Date	Income Shares								Accumulation Shares					
		Class 1	Class 2	Class D	Class L	Class M	Class N	Class X	Class Z	Class 1	Class 2	Class D	Class L	Class X	Class Z
American Fund	August 1997	✓							✓	✓				✓	✓
American Select Fund	August 1997	✓							✓	✓				✓	✓
American Smaller Companies Fund (US)	November 1997	✓							✓	✓				✓	✓
Asia Fund	August 1997													✓	✓
Dollar Bond Fund	April 1998	✓							✓	✓				✓	✓
Emerging Market Bond Fund	December 1997	✓	✓					✓						✓	✓
European Bond Fund	April 1998	✓												✓	✓
European Fund	August 1997				✓									✓	✓
European Select Fund	August 1997	✓	✓											✓	✓
European Smaller Companies Fund	November 1997	✓												✓	✓
Global Bond Fund	November 1997	✓	✓											✓	✓
Global Select Fund	August 1997													✓	✓
High Yield Bond Fund	October 1999	✓	✓											✓	✓
Japan Fund	August 1997													✓	✓
Latin America Fund	November 1997													✓	✓
Monthly Extra Income Fund	October 1999	✓												✓	✓
Sterling Bond Fund	April 1998	✓													✓
Sterling Corporate Bond Fund	August 1997	✓	✓		✓								✓	✓	

Threadneedle Investment Funds ICVC

Fund	Launch Date	Income Shares								Accumulation Shares					
		Class 1	Class 2	Class D	Class L	Class M	Class N	Class X	Class Z	Class 1	Class 2	Class D	Class L	Class X	Class Z
Sterling Short-Term Money Market Fund	January 2008	✓												✓	
Strategic Bond Fund	November 2001	✓	✓											✓	✓
UK Equity Income Fund	August 1997	✓	✓	✓				✓					✓	✓	✓
UK Equity Opportunities Fund	August 1997		✓												
UK Fund	August 1997	✓	✓											✓	✓
UK Growth and Income Fund	October 1997	✓	✓											✓	✓
UK Institutional Fund	August 1997													✓	
UK Monthly Income Fund	October 1997	✓	✓												
UK Select Fund	August 1997	✓	✓											✓	✓
UK Smaller Companies Fund	August 1997	✓	✓											✓	✓



## Appendix VII

### Hedged Share Class availability

Fund	Reference Currency	Hedged Accumulation				Hedged Income					
		Class 1	Class 2	Class Z	Class X	Class 1	Class 2	Class L	Class M	Class N	Class Z
American Fund	USD	EUR (R)		EUR (R)	GBP (R)						
American Select Fund	USD	EUR (R)	EUR (R)	EUR (R) GBP (R) CHF (R)							
American Smaller Companies Fund (US)	USD			EUR (R) CHF (R)							
European Fund	EUR				GBP (R)						
European Select Fund	EUR	SGD (R) USD (R)	USD (R)								
European Smaller Companies Fund	EUR	CHF (R)		CHF (R)							
High Yield Bond Fund	GBP					USD (R)					
Japan Fund	JPY				GBP (R)						
Monthly Extra Income Fund	GBP	EUR (R)		EUR (R)		EUR (R)					
UK Fund	GBP			EUR (R) USD (R) CHF (R)							
UK Equity Income Fund	GBP	EUR (R) USD (R) CHF (R)		EUR (R) USD (R) CHF (R)							
UK Smaller Companies Fund	GBP			CHF (R)							

## Appendix VIII: Delegates of the Depositary

The following list sets out the entities to which the Depositary may delegate its safekeeping functions, subject to the terms of the Depositary Agreement.

Country	Entity
Argentina	The branch of Citibank N.A. in the Republic of Argentina
Australia	Citigroup Pty. Limited
Austria	Citibank Europe plc
Bahrain	Citibank N.A., Bahrain Branch
Bangladesh	Citibank N.A., Bangladesh Branch
Belgium	Citibank Europe plc
Bermuda	The Hong Kong & Shanghai Banking Corporation Limited acting through its agent, HSBC Bank Bermuda Limited
Bosnia-Herzegovina (Sarajevo)	UniCredit Bank d.d.
Bosnia-Herzegovina: Srpska (Banja Luka)	UniCredit Bank d.d.
Botswana	Standard Chartered Bank of Botswana Limited
Brazil	Citibank, N.A., Brazilian Branch
Bulgaria	Citibank Europe plc, Bulgaria Branch
Canada	Citibank Canada
Chile	Banco de Chile
China B Shanghai	Citibank, N.A., Hong Kong Branch (For China B shares)
China A Shares	Citibank China Co Ltd (For China A Shares)
China Hong Kong Stock Connect	Citibank, N.A., Hong Kong Branch
Clearstream ICSD	Clearstream ICSD
Colombia	Cititrust Colombia S.A. Sociedad Fiduciaria
Costa Rica	Banco Nacional de Costa Rica
Croatia	Privredna banka Zagreb d.d.
Cyprus	Citibank Europe plc, Greece branch
Czech Republic	Citibank Europe plc, organizacni slozka
Denmark	Citibank Europe plc
Egypt	Citibank, N.A., Egypt
Estonia	Swedbank AS
Euroclear	Euroclear Bank
Finland	Nordea Bank AB (publ), Finnish Branch
France	Citibank Europe plc
Georgia	JSC Bank of Georgia
Germany	Citibank Europe plc

Country	Entity
Ghana	Standard Chartered Bank of Ghana Limited
Greece	Citibank Europe plc, Greece Branch
Hong Kong	Citibank N.A., Hong Kong
Hungary	Citibank Europe plc Hungarian Branch Office
Iceland	Citibank is a direct member of Clearstream Banking, which is an ICSD.
India	Citibank N.A., Mumbai Branch
Indonesia	Citibank, N.A., Jakarta Branch
Ireland	Citibank N.A., London Branch
Israel	Citibank N.A., Israel Branch
Italy	Citibank Europe plc
Jamaica	Scotia Investments Jamaica Limited
Japan	Citibank N.A Tokyo Branch
Jordan	Standard Chartered Bank Jordan Branch
Kenya	Standard Chartered Bank Kenya Limited
Korea (South)	Citibank Korea Inc.
Kuwait	Citibank N.A., Kuwait Branch
Latvia	Swedbank AS, based in Estonia and acting through its Latvian branch, Swedbank AS
Lebanon	Blominvest Bank S.A.L.
Lithuania	Swedbank AS, based in Estonia and acting through its Lithuanian branch "Swedbank" AB
Macedonia	Raiffeisen Bank International AG
Malaysia	Citibank Berhad
Malta	Citibank is a direct member of Clearstream Banking, which is an ICSD.
Mauritius	The Hong Kong & Shanghai Banking Corporation Limited
Mexico	Banco Nacional de Mexico, S.A.
Morocco	Citibank Maghreb
Namibia	Standard Bank of South Africa Limited acting through its agent, Standard Bank Namibia Limited
Netherlands	Citibank Europe plc
New Zealand	Citibank, N.A., New Zealand Branch
Nigeria	Citibank Nigeria Limited
Norway	Citibank Europe plc

Country	Entity
Oman	The Hong Kong & Shanghai Banking Corporation Limited acting through its agent, HSBC Bank Oman S.A.O.G
Pakistan	Citibank, N.A., Pakistan Branch
Panama	Citibank N.A., Panama Branch
Peru	Citibank del Peru S.A
Philippines	Citibank, N.A., Philippine Branch
Poland	Bank Handlowy w Warszawie SA
Portugal	Citibank Europe plc
Qatar	The Hong Kong & Shanghai Banking Corporation Limited acting through its agent, HSBC Bank Middle East Limited
Romania	Citibank Europe plc, Dublin – Romania Branch
Russia	AO Citibank
Saudi Arabia	Hong Kong & Shanghai Banking Corporation Limited acting through its agent, HSBC Saudi Arabia Ltd
Serbia	UniCredit Bank Srbija a.d.
Singapore	Citibank, N.A., Singapore Branch
Slovak Republic	Citibank Europe plc pobočka zahraničnej banky
Slovenia	UniCredit Banka Slovenia d.d. Ljubljana
South Africa	Citibank NA South Africa branch
Spain	Citibank Europe plc, Sucursal en Espana
Sri Lanka	Citibank N.A., Colombo Branch
Sweden	Citibank Europe plc, Sweden Branch
Switzerland	Citibank N.A., London branch
Taiwan	Citibank Taiwan Limited
Tanzania	Standard Bank of South Africa acting through its affiliate Stanbic Bank Tanzania Ltd
Thailand	Citibank, N.A., Bangkok Branch
Tunisia	Union Internationale de Banques
Turkey	Citibank, A.S.
Uganda	Standard Chartered Bank of Uganda Limited
United Arab Emirates ADX & DFM	Citibank N.A. UAE
United Arab Emirates NASDAQ Dubai	Citibank N.A., UAE
United Kingdom	Citibank N.A., London branch
United States	Citibank N.A., New York offices
Uruguay	Banco Itau Uruguay S.A.
Vietnam	Citibank N.A., Hanoi Branch
Zambia	Standard Chartered Bank Zambia Plc

## Directory

### The Company and Head Office:

Threadneedle Investment Funds ICVC  
Cannon Place  
78 Cannon Street  
London EC4N 6AG

### Authorised Corporate Director:

Threadneedle Investment Services Limited

### Authorised Corporate Director Client Services Details

#### UK Investors

Address: Threadneedle Investment Services Limited  
PO Box 10033  
Chelmsford  
Essex  
CM99 2AL  
Telephone (dealing & customer enquiries): 0800 953 0134  
Fax (dealing): 0845 113 0274  
Email (enquiries): questions@service.columbiathreadneedle.co.uk

#### Asian Investors

Address: Threadneedle Investment Services Limited  
International Financial Data Services  
47, avenue JF Kennedy  
L-1855 Luxembourg  
Grand Duchy of Luxembourg  
Telephone (dealing & customer enquiries): +852 3667 7111  
Fax (dealing): +352 2452 9807  
Email (enquiries): columbiathreadneedleenquiries@statestreet.com

#### All other Investors

Address: Threadneedle Investment Services Limited  
International Financial Data Services  
47, avenue JF Kennedy  
L-1855 Luxembourg  
Grand Duchy of Luxembourg  
Telephone (dealing & customer enquiries): +352 46 40 10 7020  
Fax (dealing): +352 2452 9807  
Email (enquiries): questions@service.columbiathreadneedle.co.uk

### Registered Address and Head Office

Cannon Place  
78 Cannon Street  
London EC4N 6AG

### Investment Manager:

Threadneedle Asset Management Limited  
Cannon Place  
78 Cannon Street  
London EC4N 6AG

### Depository:

Citibank Europe plc, UK Branch  
(authorised and regulated by the Prudential Regulatory Authority and regulated by the FCA)  
Citigroup Centre  
Canada Square  
Canary Wharf  
London E14 5LB

### Registrar:

Threadneedle Investment Services Limited  
delegated to  
DST Financial Services Europe Limited (authorised and regulated by the Financial Conduct Authority)  
St Nicholas Lane  
Basildon  
Essex SS15 5FS

### Legal Advisers:

Eversheds Sutherland (International) LLP  
One Wood Street  
London EC2V 7WS

### Auditors:

PricewaterhouseCoopers LLP  
Atria One  
144 Morrison Street  
Edinburgh EH3 8EX

## Paying Agents

### Austria

Raiffeisen Zentralbank Österreich AG  
Am Stadtpark 9  
1030 Vienna  
Austria

### Belgium

CACEIS Belgium  
Avenue du Port 86C Bte 320  
1000 Brussels  
Belgium

**France**

BNP Paribas Securities Services  
Les Grands Moulins de Pantin  
9 rue du Débarcadère  
93500 Pantin  
France

**Germany**

J.P. Morgan AG  
Junghofstr.14  
60311 Frankfurt am Main  
Germany

**Luxembourg**

State Street Bank Luxembourg S.A.  
49 avenue J.F. Kennedy  
L-1855 Luxembourg  
Grand Duchy of Luxembourg

**Hong Kong**

HSBC Institutional Trust Services (Asia) Limited  
Services Transfer Agency, Fund Services  
1 Queen's Road Central  
Hong Kong

**Ireland**

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

**Italy**

Allfunds Bank S.A., filiale di Milano  
via Bocchetto, 6  
20123 Milan  
Italy

BNP PARIBAS Securities Services, succursale di Milano  
Piazza Lina Bo Bardi, 3  
20124 Milan  
Italy

SGSS S.p.A.  
con sede legale in Milano  
via Benigno Crespi 19/A – MAC2  
Italy

State Street Bank S.p.A.  
Via Ferrante Aporti, 10  
20125 Milan  
Italy

**Spain**

Threadneedle Investment Funds ICVC is duly authorised for its marketing in Spain under registered number 482 for such purposes with the Register of Foreign Collective Investment Schemes of the Comisión Nacional del Mercado de Valores (CNMV), in accordance with section 15.2 of Law 35/2003 of 4 November 2003 on Collective Investment Schemes, as amended.

A list of the appointed local distributors Funds and share classes available for public distribution in Spain is available at the CNMV web page ([www.cnmv.es](http://www.cnmv.es)).

**Sweden**

Skandinaviska Enskilda Banken AB  
Kungsträdgårdsgatan  
SE-10640 Stockholm  
Sweden

**Representative and Paying Agent in Switzerland**

BNP Paribas Securities Services, Paris, succursale de Zurich  
Selnaustrasse 16  
8002 Zurich  
Switzerland

To find out more visit [columbiathreadneedle.com](https://columbiathreadneedle.com)



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