

The Directors of Skyline Umbrella Fund ICAV (the "**ICAV**") whose names appear in the section of the Prospectus entitled "Management of the ICAV" are the persons responsible for the information contained in this Supplement and the Prospectus. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this Supplement and the Prospectus is in accordance with the facts and does not omit any material information likely to affect the import of such information. The Directors accept responsibility accordingly.

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

LEVENDI THORNBRIDGE DEFINED RETURN FUND

(A sub-fund of Skyline Umbrella Fund ICAV, an Irish collective asset-management vehicle established as an umbrella fund with segregated liability between sub-funds pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended)

SUPPLEMENT

DATED: 10 JANUARY 2018

**Investment Manager
Thornbridge Investment Management LLP**

This Supplement forms part of, and should be read in the context of and together with, the Prospectus dated 16 February 2016 and the addendum dated 22 June 2016 as may be amended or updated from time to time (the "Prospectus") in relation to the ICAV and contains information relating to the Levendi Thornbridge Defined Return Fund (the "Fund") which is a separate portfolio of the ICAV.

The other sub-funds of the ICAV, at the date of this Supplement are: ARGA Global Equity Fund, ARGA Emerging Market Equity Fund, Coho US Large Cap Equity Fund, GM UK Value Fund, The GM Fund and Fortem Capital Progressive Growth Fund.

Risk Warning: Class A Distribution Shares of the Fund may pay dividends from the capital of the Fund. Accordingly it should be noted that to the extent that Class A Distribution Shares make distributions out of capital the capital attributed to such shares may be eroded. Distributions out of capital are achieved by foregoing the potential for future capital growth, and this cycle may continue until all capital is depleted.

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INVESTMENT OBJECTIVE, POLICIES AND STRATEGIES

Investment Objective

The investment objective of the Fund is to generate stable annual returns of LIBOR plus 6% over the medium to longer term.

Investment Policy

The Fund intends to achieve its investment objective by investing, without limit, in developed market equities, equity related securities ("**Structured Notes**"), UK government bonds ("**Gilts**") and investment grade corporate bonds ("**Corporate Bonds**") and indirectly, without limit, in these securities through FDI (on exchange and over the counter) subject to the leverage limits disclosed below. The Fund's principal investments in equities, Gilts, Corporate Bonds and FDI (as applicable) will be listed and/or traded on the exchanges and markets set out in Appendix I of the Prospectus.

The equities and Structured Notes will comprise of developed market equities listed and traded on a recognised exchange. Examples of Structured Notes may include but are not limited to, the leading broad-based indices representing developed economies such as the UK, Americas, Europe and Asia. The Fund will gain exposure to all of the stock in any chosen index.

As of the date of this Supplement, the Fund invests indirectly in the equity market indices listed in Appendix I (each an "**Index**", together the "**Indices**"), all of which comply with the requirements of the Regulations and the Central Bank Regulations. Thereafter, a current full list of each equity market index in which the Fund invests shall be available to investors from the Investment Manager on request. Each Index rebalances no more frequently than on a quarterly basis. The rebalancing frequency has no impact on the transaction costs associated with the Fund as any rebalancing will not require any higher frequency of position turnover in the Fund than would otherwise be the case were the equity market index to be static. The Fund will not be subject to any geographic, sector or market capitalisation constraints, save for the fact that such equities and Structured Notes must be incorporated in a developed market.

The Fund may invest up to 100% of its Net Asset Value in a portfolio of Gilts, Corporate Bonds and Structured Notes issued by investment grade entities. The Gilts and Corporate Bonds will be used to form part of total return swap transactions in which the performance of the Gilts and Corporate Bonds is swapped for the performance of an over-the-counter ("**OTC**") derivative linked to equity indices. The Gilts and Corporate Bonds will comprise of fixed and/or floating interest bearing securities. The Structured Notes are unsecured debt instruments that have embedded equity-linked options as part of the construct. The embedded option(s) will typically be call or put options or combinations thereof, and the performance of which, is likely to be linked to more than a single underlying equity index. The structured notes will typically be longer-dated investments of up to seven years and, in most cases, may be terminated early if predetermined conditions are met by the performance of the underlying assets. The underlying assets will predominantly be, but not limited to, the major equity indices such as FTSE100, Eurostoxx50 and S&P500. The Structured Notes are bespoke investments for the Fund and the issuers will primarily be the leading investment banks, such as Goldman Sachs, Morgan Stanley, JP Morgan, etc. All Gilts, Corporate Bonds and Structured Notes will be investment grade.

The Fund may use FDIs (on exchange and OTC) to reduce the market exposure of the Fund during periods of heightened market uncertainty and periods of elevated market volatility (efficient portfolio management). The FDIs used will be listed futures and listed options directly linked to the equity indices investments of the fund.

The Fund may construct simple hedging strategies using listed FDIs such as vanilla put options/put spread options/vanilla call options and call spread options. As part of the market risk associated with the overall strategy of the Fund, it can be exposed to potential losses if the equity indices move notably lower than their initial levels when Fund investments were purchased. The purchase of put options and put spread combinations can be used to protect the Fund value and reduce market exposure when markets are moving to lower levels. Likewise, in periods of market strength with elevated market levels (above the performance targets of some of the investments) then selling call options or call spread option strategies, linked directly to the equity indices of the Fund, may serve to preserve the positive performance of portfolio constituents. The aggregate value of long positions (predominantly through investment in equities, the Indices, Gilts or Corporate Bonds) is expected to not exceed 200%

of its Net Asset Value. The notional amount of short positions is expected to not exceed 150% of the Net Asset Value. For the avoidance of doubt, the short positions may only be achieved synthetically through derivatives and used for risk management purposes.

The use of such FDI will at all times be in accordance with the conditions and limits laid down by the Central Bank from time to time. The Fund may enter into OTC FDI with Approved Counterparties. The Investment Manager will monitor counterparty exposure and where applicable, take into consideration any collateral held by the Fund in determining the Fund's exposure. Where the Fund has entered into an OTC FDI with an Approved Counterparty and the value of the FDI is in favour of the Fund and the Approved Counterparty defaults on its obligation, there is a risk that the Fund will lose all or some of the value of that FDI. Please refer to the section of this Prospectus entitled "*Risk Factors – "Over-the-Counter ("OTC") Transactions"*" for more details. In selecting OTC counterparties to trade with the Fund the Investment Manager will exercise due care and will ensure that the counterparty satisfies the criteria set out in the Prospectus.

Subject to the conditions and limits set out by the Central Bank and in accordance with the requirements of Securities Financing Transaction Regulations, the Fund may use repurchase agreements, reverse repurchase agreements and/or securities lending agreements for efficient portfolio management purposes only. Any type of assets that may be held by the Fund in accordance with its investment objective and policies may be subject to such securities financing transactions.

The Fund may invest up to 10% of its Net Asset Value in CIS, provided that no investment will be made in another sub-fund of the ICAV.

Investment Selection

At the beginning of the selection process, the Investment Manager considers which potential Indices, equities, Structured Notes, Gilts or Corporate Bonds may benefit the Fund, having regard to the Fund's investment objective and policy as well as economic and market conditions. This research will be conducted by the Investment Manager using its own proprietary databases and external services and may include (i) company specific research (e.g. annual and interim reports, meetings with management, database and investment commentary and statistical database), (ii) fund research (e.g. financial reports, manager presentations, sector analysis, external specialists, industry conferences and newsletters) and (iii) general market/economic data, views, opinions and insights through subscription services such as Bloomberg. Based on the outcome of this research, the Investment Manager will determine the overall allocation between the instruments described above.

The allocation may be spread between selected geographic areas and/or industry sectors, although the primary focus will be on designing strategies that take advantage of the economic landscape and outlook for each particular geographic area or sector. This is reviewed by the Investment Manager as economic and market conditions change.

The Investment Manager then determines how the Fund will gain access to the chosen asset allocation. This might be by direct investment in listed equities, Gilts, Structured Notes, Corporate Bonds or by investment via CIS or ETFs which invest in the relevant assets (subject to a 10% limit); or via FDI (as disclosed below) which have exposure to the relevant assets.

Financial Derivative Instruments

Derivative	Description	Specific Use	Where used for hedging purposes: risk being hedged	EPM?	How FDI will help achieve investment objective?
Forward currency contracts (including forward equity and	Forward contracts lock-in the price at which an index or asset may be purchased or sold on a future date. In	Hedge foreign currency exposure and prevent NAV fluctuations (caused by	Currency	Yes	Hedge foreign currency exposure and prevent NAV fluctuations (caused by

Derivative	Description	Specific Use	Where used for hedging purposes: risk being hedged	EPM?	How FDI will help achieve investment objective?
forward equity index contracts)	forward currency contracts, the contract holders are obligated to buy or sell the currency at a specified price, at a specified quantity and on a specified future date. Forward contracts may be cash settled between the parties.	movements). The majority of the equities or Indices are expected to be denominated in Euro, Sterling and Dollars. The Investment Manager has the flexibility to mitigate the effect of fluctuations in the exchange rate between the Base Currency and the currencies of the equities or Indices by entering into forward currency contracts with financial counterparties in accordance with the terms of the Prospectus.			currency movements) which helps the Fund achieve its objective of long-term capital appreciation. In the event of a profit, the excess cash will be invested in order to help the Fund achieve its objective of long-term capital appreciation.
Call options	Options provide the right to buy a specific quantity of a specific equity at a fixed price at or before a specified future date. Call options are contracts sold for a premium that give the buyer the right, but not the obligation, to buy from the seller a specified quantity of a particular equity at a specified price.	For investment purposes and to hedge certain risks of investment positions.	Market	Yes	The use of call options may be used to provide the Fund with additional income and may be used if the Investment Manager believes that the underlying investments to which the call options are linked have limited growth potential. Conversely the use of call options may be used to provide the Fund with exposure to the underlying equity, where the manager wishes to participate in any capital growth in the underlying equity,

Derivative	Description	Specific Use	Where used for hedging purposes: risk being hedged	EPM?	How FDI will help achieve investment objective?
					but is only prepared to risk the option premium, in the case where the underlying exhibits negative performance.
Put options	Options provide the right to sell a specific quantity of a specific equity at a fixed price at or before a specified future date. Put options are contracts sold for a premium that give the buyer the right, but not the obligation, to sell to the seller a specified quantity of a particular equity at a specified price.	For investment purposes and to hedge certain risks of investment positions.	Market	Yes	The use of put options may be used to provide the Fund with income and may be used if the Investment Manager believes that the underlying investments to which the put option relates will exhibit negative performance significantly less than the strike level of the put options.
Equity Index Futures	Equity index futures oblige the buyer to purchase an equity index instrument or the seller to sell an equity index instrument, at a predetermined future date and price.	For investment purposes and to hedge certain risks of investment positions.	Market	Yes	Manages the Fund's exposure to share price fluctuations. All such indices to which exposure is gained for EPM purposes comply with the Central Bank's UCITS Regulations and the Central Bank's guidance on UCITS Financial Indices and the ESMA Guidelines on exchange traded funds and other UCITS issues.
Bond Futures	Bond index futures oblige the buyer to purchase a bond index or the seller to sell a bond index, at a predetermined future date and price.	For investment purposes and to hedge certain risks of investment positions	Market	Yes	Manages the Fund's exposure to interest rate and/or credit risks.

Derivative	Description	Specific Use	Where used for hedging purposes: risk being hedged	EPM?	How FDI will help achieve investment objective?
Interest Rate Futures	Interest rate futures oblige the buyer to purchase an financial instrument or the seller to sell an financial instrument , at a predetermined future date and price.	For investment purposes and to hedge certain risks of investment positions	Interest rate risk	Yes	Manages the Fund's exposure to interest rate fluctuations.
Credit Default Swaps	Credit Default Swaps provide the buyer with protection against the default of the underlying Sovereign or corporate in exchange for paying an on-going Credit Default Swap fee to the seller. In the event of default, the Credit Default Swap buyer will receive a payment from the seller based upon the recovery value of the underlying Sovereign or corporate	For investment purposes and to hedge certain risks of investment positions.	Market	Yes	The use of Credit Default Swaps may be used to provide the Fund with additional income and may be used if the Investment Manager believes that the underlying sovereign or corporate is highly unlikely to default. For example, there may be a situation where the combination of long bonds plus short-duration Credit Default Swaps provide for a better return than being solely invested in the bond itself. The Credit Default Swaps may be used to purchase protection for the Fund on the underlying as described in the "Description" column to the left. Credit Default Swaps will also be far more liquid than the bond.

Derivative	Description	Specific Use	Where used for hedging purposes: risk being hedged	EPM?	How FDI will help achieve investment objective?
Swaps (Total Return Swaps, Interest Rate Swaps)	<p>A swap is a derivative contract between two parties where they agree to exchange the investment return on an underlying for the investment return on a different underlying or in exchange for receiving the investment return on an underlying, the party receiving that investment return pays the other party an on-going fee, both parties agree the monetary amount (notional), upon which the derivative is based.</p> <p>Where a party agrees to receive the investment return on an underlying and that investment depreciates in value, then at the maturity of the swap that party must make a payment to the other party equal to the negative performance of that underlying multiplied by the pre-agreed monetary amount (notional) upon which the derivative is based.</p> <p>Conversely where the underlying has appreciated in value that party will receive a payment amount from the other party, equal to the positive performance of the underlying multiplied by the pre-agreed monetary amount (notional) upon which the derivative is based.</p>	For investment purposes and to hedge certain risks of investment positions.	Market	Yes	The use of swaps may be used to provide the fund with more efficient exposure to the underlying investment(s) than investing directly and / or via a fund such as an ETF.

As set out above in the table, the Fund may use total return swaps for investment purposes to gain economic exposure to the equities and the Indices. Up to 100% of the assets under management of the Fund may be, and it is expected that, on average, between 40-60% of the assets under management of the Fund will be, invested in such total return swaps. The Approved Counterparties to such swap transactions are banks, investment firms or other Relevant Institutions, authorised in an EEA Member State or authorised as part of a group issued with a bank holding company licence from the Federal Reserve of the United States of America where that group company is subject to bank holding company consolidated supervision by that Federal Reserve. Where an Approved Counterparty, which is not a Relevant Institution, was subject to a credit rating by an agency registered and supervised by ESMA, that rating shall be taken into account by the Fund in the credit assessment process and where such a counterparty is downgraded to A-2 or below (or comparable rating) by that credit rating agency, this shall result in a new credit assessment being conducted of the counterparty by Fund without delay. The Approved Counterparty has no discretion over the composition or management of the Fund or the Indices. The risks of the Approved Counterparty defaulting on its obligations under the swap and its effect on investor returns are described herein and in the Prospectus "*Risk Factors – Use of Derivatives*". The approval of the Approved Counterparty will not be required in relation to any investment transaction made in respect of the Fund.

The Approved Counterparty may provide collateral to the Fund, including cash, US treasury bills and other high-quality government bonds with a maturity of up to 7 years, in accordance with the requirements of the Central Bank Regulations, in order to ensure that the Fund's risk exposure to the Approved Counterparty does not exceed the counterparty exposure limits set out in the Regulations. All collateral must comply with the criteria described in section of the Prospectus entitled "*Permitted Financial Derivative Instruments (FDIs)*". The fees paid to the Approved Counterparty will be at normal commercial rates. All collateral received under any swap entered into by the Fund will comply with the collateral provisions set out in the Prospectus. All of the revenue generated by the swaps will be returned to the Fund. All costs and fees of the counterparty, in relation to any such swap will be payable at normal commercial terms. No counterparty is a related party to the Investment Manager.

For cash management purposes, the Fund may also hold ancillary liquid assets such as cash and cash equivalents (including but not limited to commercial paper, certificates of deposit and treasury bills). The Investment Manager uses its discretion as to when to invest in these asset classes, based on conditions in equity markets and will do so with the aim of reducing the effects of the volatility of equity markets on the Fund's portfolio and preserving the capital of the Fund.

Leverage

The level of leverage (calculated as a sum of the notional exposure of FDI being utilised by the Fund) will typically be in the range of 150% - 250% and is not expected to exceed 300% of the Net Asset Value of the Fund in most market conditions, although higher levels are possible.

The Fund employs the absolute VaR approach to market risk, which calculates the Fund's VaR as a percentage of the Net Asset Value of the Fund, which must not exceed an absolute limit of 20% as defined by the Central Bank. The Central Bank requires that the calculation of VaR shall be carried out in accordance with the following parameters:

- one-tailed confidence interval of 99%;
- holding period equivalent to 1 month, calculated by taking the 1 day VaR and converting to a 20 business day VaR;
- effective observation period (history) of risk factors of at least 1 year (250 business days) unless a shorter observation period is justified by a significant increase in price volatility (for instance extreme market conditions);
- quarterly data set updates or more frequent when market prices are subject to material changes; and
- at least daily calculation;

PROVIDED THAT a confidence interval and/or a holding period differing from the default parameters above may be used by the Fund on certain occasions provided the confidence interval is not below 95% and the holding period does not exceed 1 month (20 business days).

It should be noted that these are the current VaR limits required by the Central Bank of Ireland. Should the Central Bank changes these limits, the Fund may avail of such new limits, in which case the revised limits will be included in an updated Supplement which will be sent to Shareholders. In such a case the risk management process for the Fund will also be updated to reflect the new limits imposed by the Central Bank.

VaR is a way of measuring the potential loss due to market risk with a given degree of confidence (i.e. probability) under normal market conditions. It is not an assurance that the Fund will experience a loss of any particular size and the Fund could be exposed to losses which are much greater than envisaged VaR, more so under abnormal market conditions. It should be noted that VaR does not explicitly measure leverage, and that VaR is a statistical risk measure and the actual loss of a particular transaction or to the Fund overall may materially exceed the loss indicated by the use of VaR.

There are limitations in using VaR as a statistical measure of risk because it does not directly limit the level of leverage in the Fund and only describes the risk of loss in prevailing market conditions and would not capture future significant changes in volatility.

PROFILE OF A TYPICAL INVESTOR

The Fund may be suitable for investors who are seeking stable annual returns over a medium to long term horizon, but who are willing to tolerate a degree of risk to their capital invested due to the nature of the underlying investments. It is recommended that investors retain their investment in the Fund for a minimum of 3 years.

INVESTMENT RESTRICTIONS

The general investment restrictions set out under the heading Investment Restrictions in the Prospectus are deemed to apply at the time of purchase of the Investments. If such limits are exceeded for reasons beyond the control of the ICAV, or as a result of the exercise of subscription rights, the ICAV must adopt, as a priority objective, the remedying of the situation, taking due account of the interests of Shareholders.

BORROWING

The Fund may temporarily borrow monies from time to time for temporary liquidity purposes, with borrowings permissible up to a maximum of 10% of Net Asset Value of the Fund.

EFFICIENT PORTFOLIO MANAGEMENT

The Investment Manager currently employs a risk management process which has been filed with the Central Bank and relates to the use of financial derivative instruments on behalf of the Fund which details how it accurately measures, monitors and manages the various risks associated with financial derivative instruments. The ICAV will on request provide supplementary information to investors relating to the risk management methods employed, including the quantitative limits that are applied and any recent developments in the risk and yield characteristics of the main categories of investments in respect of the Fund.

A description of the types of the FDI used by the Fund is included in the table above.

RISK FACTORS

Investment in the Fund carries with it a degree of risk including, but not limited to, the risks described in the "Risk Factors" section of the Prospectus. These investment risks are not purported to be exhaustive and potential investors should review the Prospectus and this Supplement carefully and consult with their professional advisers before making an application for Shares. There can be no assurance that the Fund will achieve its investment objective. Investment in the Fund should be viewed as a minimum three (3) year term.

The following additional risks apply to the Fund:

The value of investments and income from them can go down as well as up (this may partly be the result of exchange rate fluctuations in investments which have an exposure to foreign currencies) and investors may not get back the full amount invested. An investment in the Fund should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.

Financial Derivatives, Techniques and Instruments Risks

The prices of derivative instruments, including futures, options and swap prices, are highly volatile. Price movements of forward contracts, futures contracts and other derivative contracts are influenced by, among other things, interest rates, changing supply and demand relationships, trade, fiscal, monetary and exchange control programs and policies of governments, and national and international political and economic events and policies. In addition, governments from time to time intervene, directly and by regulation, in certain markets, particularly markets in currencies and interest rate related futures and options. Such intervention often is intended directly to influence prices and may, together with other factors, cause all of such markets to move rapidly in the same direction because of, amongst other things, interest rate fluctuations. The use of these techniques and instruments also involves certain special risks, including (1) dependence on the ability to predict movements in the prices of securities being hedged and movements in interest rates, (2) imperfect correlation between the price movements of the derivatives and price movements of related instruments, (3) the fact that skills needed to use these instruments are different from those needed to select the securities owned by any of the Funds, (4) the possible absence of a liquid market for any particular instrument at any particular time; and (5) custodial risks; which may result in possible impediments to effective portfolio management or the ability to meet redemption. Each Fund may invest in certain derivative instruments, which may involve the assumption of obligations as well as rights and assets. Assets deposited as margin with brokers may not be held in segregated accounts by the brokers and may therefore become available to the creditors of such brokers in the event of their insolvency or bankruptcy.

The Fund may from time to time utilise both exchange traded and over the counter credit derivatives, such as credit default swaps as part of its investment policy and for hedging purposes. These instruments may be volatile, involve certain special risks and expose investors to a high risk of loss. The low initial margin deposits normally required to establish a position in such instruments permit a high degree of leverage. As a result, a relatively small movement in the price of a contract may result in a profit or a loss that is high in proportion to the amount of the funds actually placed as initial margin and may result in unlimited further loss exceeding any margin deposited. Furthermore, when used for hedging purposes there may be an imperfect correlation between these instruments and the investment or market sectors being hedged. Transactions in over the counter derivatives, such as credit derivatives, may involve additional risk as there is no exchange market on which to close out an open position.

Forward Trading Risk

The underlying investment funds in which a Fund may invest, may enter into forward contracts and options thereon. Forward contracts do not have standard terms and are not traded on exchanges. Each transaction is carried out by individual agreements, with banks and dealers acting as principals. Trading in forwards and "cash" trading are both largely unregulated; there is no limitation on daily price movements and speculative position limits are not applicable to the markets, which can be highly illiquid because the principals involved are not obliged to make markets in the currencies or commodities they trade. At times, participants in these markets have refused to quote prices for

certain currencies or commodities or have quoted prices with an unusually wide spread between the price at which they were prepared to buy and that at which they were prepared to sell. Disruptions can occur in any market because of unusually high trading volume, political intervention or other factors. The imposition of controls by governmental authorities might also limit such forward (and futures) trading, to the possible detriment of a Fund. Market illiquidity or disruption could result in major losses to a Fund. A Fund may be exposed to credit risks on the counterparties and to risks associated with settlement default. Such risks could result in substantial losses to a Fund.

Futures and Options Risk

The Investment Manager may engage in the investment strategy described herein on behalf of each Fund through the use of futures and options. Due to the nature of futures, cash to meet margin monies will be held by a broker with whom each Fund has an open position. In the event of the insolvency or bankruptcy of the broker, there can be no guarantee that such monies will be returned to each Fund. On execution of an option, a Fund may pay a premium to a counterparty. In the event of the insolvency or bankruptcy of the counterparty, the option premium may be lost in addition to any unrealised gains where the contract is in the money.

Over-the-Counter Markets Risk

Where any Fund acquires securities on over-the-counter markets, there is no guarantee that a Fund will be able to realise the fair value of such securities due to their tendency to have limited liquidity and comparatively high price volatility. Please refer to the section of this Prospectus entitled "*Risk Factors – "Over-the-Counter ("OTC") Transactions"*" for more details.

Lending of Securities

The Fund may lend its securities to brokers, dealers and other financial institutions needing to borrow securities to complete certain transactions. The Fund continues to be entitled to payments of amounts equal to the interest, dividends or other distributions payable in respect of the loaned securities, which affords the Fund an opportunity to earn interest on the amount of the loan and on the loaned securities' collateral. In connection with any such transaction, the Fund will receive collateral that will be marked to market on a daily basis and maintained at all times in an amount equal or exceeding 100% of the current market value of the loaned securities at all times. However, the Fund might experience loss if the institution with which the Fund has engaged in a portfolio loan transaction breaches its agreement with the Fund. This may occur if the counterparty were to default at a time when the value of securities lent increased. In this case it is possible that the collateral held by the Fund would not cover the value of securities lost.

Credit Risk

Investors in the Fund should be aware that such an investment may involve credit risk. Bonds or other Debt Securities involve credit risk to the issuer which may be evidenced by the issuer's credit rating. Securities which are subordinated and/or have a lower credit rating are generally considered to have a higher credit risk and a greater possibility of default than more highly rated securities. In the event that any issuer of bonds or other Debt Securities experiences financial or economic difficulties, this may affect the value of the relevant securities (which may be zero) and any amounts paid on such securities (which may be zero). This may in turn affect the Net Asset Value per Share. Investors in any Fund whose performance is linked to an underlying should be aware that the Fund Assets for any such Fund will generally include bonds or other debt instruments that involve credit risk. Moreover, where such Fund provides for a capital protection feature, the functioning of such feature will often be dependent on the due payment of the interest and principal amounts on the bonds or other debt instruments in which the Fund is invested as the Fund Assets.

Brexit

In June 2016, the United Kingdom voted to leave the European Union. The United Kingdom subsequently triggered the withdrawal procedures set out in Article 50 of the Treaty of Lisbon, and at this moment in time it is anticipated that the United Kingdom will formally leave the European Union in March 2019. This vote and the withdrawal process could cause an extended period of uncertainty and market volatility, not just in the United Kingdom but throughout the European Union, the European Economic Area and globally. It is not possible to ascertain the precise impact these events

may have on the the Fund or the Investment Manager from an economic, financial or regulatory perspective but any such impact could have material consequences for the Fund.

Tax Treatment - Distributions out of Capital

Class A Distribution Shares of the Fund may pay dividends from the capital of the Fund. Distributions out of capital may have different tax implications to distributions of income. The Directors recommend that investors seek advice in this regard. To the extent that Class A Distribution Shares pay dividends out of capital it is likely that due to capital erosion the value of future returns may also be diminished. Distributions in respect of Class A Distribution Shares made during the life of the Fund must be understood to be a type of capital reimbursement

The Fund will, on request, provide supplementary information to Shareholders relating to the risk management methods employed, including the quantitative limits that are applied and any recent developments in the risk and yield characteristics of the main categories of investments.

DIVIDEND POLICY

There will be no dividend distributions paid in respect of the Class A Accumulation Shares and Class B Accumulation Shares. Accordingly, income and capital gains arising in respect of the Class A Accumulation Shares and Class B Accumulation Shares will be re-invested and reflected in its Net Asset Value per Share.

The Class A Distribution Shares are intended to be a distributing class and as such the Fund may, at its discretion, declare dividends on the Class A Distribution Shares in the Fund quarterly on 31st January, 30th April, 31st July and 31 October of each year (the "**Distribution Dates**") and/or at such other periodic intervals as shall be determined by the Fund, and notified to Shareholders at that time. Such distributions made from the Class A Distribution Shares may be declared out of the capital of the Fund. If a Distribution Date falls on a day which is not a Business Day, then the Distribution Date shall be the following Business Day.

Distributions will be made by electronic transfer to the account of the Shareholder specified in the Application Form or, in the case of joint holders, to the name of the first Shareholder appearing on the register, within one (1) month of their declaration.

Any distribution which is unclaimed six (6) years from the date it became payable shall be forfeited and shall revert to the Fund.

If provision is made for any Class of Shares to change its dividend policy, full details of the change in policy will be disclosed in an updated Supplement and all Shareholders will be notified in advance.

KEY INFORMATION FOR BUYING AND SELLING

Share Classes

There are three Classes of Shares available in the Fund, namely Class A Accumulation Shares, Class A Distribution Shares and Class B Accumulation Shares, all of which are denominated in GBP.

The Directors reserve the right to make additional classes of Share available at their discretion and in accordance with the requirements of the Central Bank. In relation to the Classes of a Fund which are not designated in the Base Currency, a currency conversion will take place on subscriptions, redemptions, switches and distributions at prevailing exchange rates. Accordingly, any Class of Shares that is not designated in the Base Currency of a Fund will have an exposure to possible adverse currency fluctuations and it is not the intention of the Company to use hedging techniques to protect against such currency risk. Investors should be aware that this may substantially limit investors from benefiting if the Base Currency of such Fund depreciates against the currencies in which the assets of a Fund are denominated

Details of Minimum Investment

Minimum Initial Investment Amount: Class A Accumulation Shares: £1,000

Class A Distribution Shares: £1,000

Class B Accumulation Shares: £5,000,000

Minimum Additional Investment Amount: Class A Accumulation Shares: £1,000

Class A Distribution Shares: £1,000

Class B Accumulation Shares: £5,000,000

Minimum Shareholding: Class A Accumulation Shares: £1,000

Class A Distribution Shares: £1,000

Class B Accumulation Shares: £5,000,000

Minimum Repurchase Amount: N/A (provided Minimum Shareholding is maintained)

The Directors reserve the right from time to time to waive any requirements relating to the Minimum Initial Investment Amount, the Minimum Additional Investment Amount and the Minimum Shareholding as and when they determine at their reasonable discretion.

Base Currency

Great Britain Pounds

Initial Issue Price

The Initial Issue Price will be GBP1 per share.

Initial Charge: Class A Accumulation Shares: None

Class A Distribution Shares: None

Class B Accumulation Shares: None

Redemption Charge: None

Initial Offer Period

The Initial Offer Period for the Class A Accumulation Shares, Class A Distribution Shares and Class B Accumulation Shares shall be the period from 9.00am (Irish time) on 11 January 2018 and ending at 5:00pm (Irish time) on 11 July 2018 or such shorter or longer period as any one Director may decide in accordance with the Central Bank's requirements. Following the close of the Initial Offer Period, these Shares will be available for subscription at the Net Asset Value per Share on each Dealing Day.

Business Day

Any day other than a Saturday or Sunday on which commercial banks in Ireland and United Kingdom (and in any other financial centre that the Directors may determine to be relevant for the operations of the Fund) are open for normal banking business. If the Business Day is changed to consider any other financial centres, full details of the new Business Day will be disclosed in an updated Supplement.

Dealing Day

Every Business Day and such additional day or days as the Directors may determine, and notify in advance to Shareholders.

Dealing Deadline

The Dealing Deadline is 10:30am (Irish time) on the Dealing Day or such other times as the Directors may determine and notify in advance to Shareholders. The Directors may agree to accept applications after the Dealing Deadline, only in exceptional circumstances, provided such applications are received before the close of business of the relevant market which closes first on the relevant Dealing Day.

Valuation Point

The Valuation Point shall be the close of business of the relevant market on the Dealing Day and in any event shall be after the Dealing Deadline.

Settlement Date

Subscription monies should be paid to the Subscription/Redemptions Account specified in the Application Form (or such other account specified by the Administrator) so as to be received in cleared funds by no later than the third Business Day following the Dealing Day or such later time as the directors may agree from time to time.

Monies in the Subscription/Redemptions Account will become the property of the Fund upon receipt and during the period between receipt of subscription monies and the Dealing Day on which Shares are issued, investors will be treated as unsecured creditors of the Fund. Investors' attention is drawn to the risk factor under the heading "*Subscriptions/Redemptions Account Risk*" as set out in the Addendum dated 22 June 2016.

If payment in full and/or a properly completed Application Form have not been received by the relevant times stipulated above, the application may be refused, or in the event of non-clearance of funds, the allotment of Shares made in respect of such application may, at the discretion of the Directors, be cancelled, or, alternatively, the Directors may treat the application as an application for such number of Shares as may be purchased with such payment on the Dealing Day next following receipt of payment in full of cleared funds.

Payment of redemption monies will normally be made by electronic transfer to the account of record of the redeeming Shareholder within five (5) Business Days of the relevant Dealing Day or such later time as the Directors may from time to time permit but in any event payment will not exceed ten (10) Business Days from the Dealing Deadline.

The Administrator may refuse to pay or delay payment of redemption proceeds where the requisite information for verification purposes has not been produced by a Shareholder. During this time, any such redemption proceeds will be held in the Subscriptions/Redemptions Account and shall remain an asset of the Fund. During this period, the Shareholder will rank as an unsecured creditor of the Fund until such time as the Administrator is satisfied that its anti-money-laundering procedures have been fully complied with, following which redemption proceeds will be released to the relevant Shareholder.

Accordingly, Shareholders are advised to promptly provide the ICAV or the Administrator (as appropriate) with all documentation requested to reduce the risk in this scenario.

Anti-Dilution Levy

After the close of the Initial Offer Period, the Directors may, in calculating the subscription price or redemption price, when there are net subscriptions or net repurchases of Shares on a Dealing Day, adjust the subscription price or redemption price by adding or deducting (as applicable) an Anti-Dilution Levy of up to 2.00% to cover the costs of acquiring or selling investments (including any dealing spreads and commissions) and to preserve the value of the Fund.

The Anti-Dilution Levy will be charged in circumstances where the Directors believe it is necessary to prevent an adverse effect on the value of the assets of the Fund and is only likely to arise if more than 5% of the Net Asset Value of the Fund is redeemed on any one Dealing Day. Shareholders will be notified if an Anti-Dilution Levy is to be applied to their redemption on any Dealing Day and may be given the option to reduce or cancel their redemption request in order to avoid an Anti-Dilution Levy being applied. Any such Anti-Dilution Levy shall be retained for the benefit of the Fund and the Directors reserve the right to waive such Anti-Dilution Levy at any time.

How to Subscribe For Shares

Requests for the subscription for Shares should be made in accordance with the provisions set out in the section entitled "*SHARE DEALINGS - SUBSCRIPTION FOR SHARES*" in the Prospectus.

How to Repurchase Shares

Requests for the repurchase of shares should be made in accordance with the provisions set out in the section entitled "*SHARE DEALINGS - REPURCHASE OF SHARES*" in the Prospectus.

All requests for the redemption of Shares must be received by the Dealing Deadline in the manner set out in the Prospectus.

Redemption monies will normally be paid within five (5) Business Days of the relevant Dealing Day.

MANAGEMENT

Investment Manager

The Investment Manager of the Fund is Thornbridge Investment Management LLP, registered office at 1 Fore Street, Fore Street Avenue, London, England, EC2Y 9DT, authorised and regulated by the UK Financial Conduct Authority (registration number 713859). The Investment Manager is authorised and regulated by the UK Financial Conduct Authority to provide investment management activities to the ICAV. The key investment personal have many years of experience in advising and managing investments, details of which are set out below.

The Directors of the Investment Manager are:

Patrick Hall - Director

Patrick has overall responsibility for the regulation and compliance of Thornbridge clients. During the past fourteen years Patrick has gained a wealth of experience in all aspects of fund regulation specialising in fund structuring, Part IV FCA applications, Section 21 approvals and outsourcing FCA services to independent firms & individuals. Patrick obtained a BSc. from Bristol University in 1984. Prior to moving into fund management and compliance, Patrick worked in FX and capital markets, primarily with Citibank and Chemical bank. Patrick is a founding partner of Thornbridge.

James Bedford - Director

James is primarily responsible for the set up and monitoring of the day to day interaction that Thornbridge clients have with their customers. He is RDR qualified and offers advice on the customer journey, the company website, payment portals, social media and all other marketing materials. He has been working in finance since 1987 and has a strong understanding of both the wealth and fund management sectors. James was a partner in the equities team at Cazenove & Co for many years and then a managing director in the funds team at JP Morgan Asset Management. James is a founding partner of Thornbridge.

Pursuant to the Investment Management Agreement dated 10 January 2018 between the ICAV and the Investment Manager, the Investment Manager has been appointed to provide investment management services to the Fund.

The Investment Management Agreement states that the appointment of the Investment Manager shall continue unless and until terminated by either part giving not less than 90 calendar days' notice. In certain circumstances set out in the Investment Management Agreement, either party may terminate the Investment Management Agreement upon the occurrence of certain events, such as the insolvency or liquidation of either party. The Investment Management Agreement contains certain indemnities in favour of the Investment Manager, which are restricted to exclude matters to the extent that they are attributable to the fraud, bad faith, negligence, wilful default or recklessness of the Investment Manager.

Under the Investment Management Agreement, the Investment Manager is entitled to delegate or subcontract all or any of its functions, powers, discretions, duties and obligations in respect of the Fund to any person approved by the ICAV in accordance with the requirements of the Central Bank, provided that: (i) such delegation or sub-contract shall terminate automatically on the termination of the Investment Management Agreement; (ii) that the Investment Manager shall remain responsible and liable for any acts or omissions of any such delegate as if such acts or omissions were those of the Investment Manager; (iii) such delegates are not paid directly out of the assets of the Fund; and (iv) details of such delegates will be disclosed in the periodic reports and will be available to Shareholders on request.

Investment Adviser

The Investment Manager has appointed Levendi Investment Management Limited (the "**Investment Adviser**") as Investment Adviser to the Fund. The Investment Adviser is an appointed representative of the Investment Manager. An "appointed representative" is a firm or person who runs regulated activities and acts as an agent for a firm directly authorised by the UK Financial Conduct Authority (the

"FCA"). The Investment Adviser is incorporated in England and Wales and is registered with the Financial Conduct Authority under registered number 783607. The registered office for the Investment Adviser is Cunard House, 15 Regent Street, London, England, SW1Y 4LR.

The Investment Adviser is an investment advisory firm with over GBP600 million of assets under advisory, that advises on the use of structured investments and FDIs, particularly when incorporated into funds and portfolios. For the avoidance of doubt the Investment Adviser shall only provide non-discretionary advice in respect of the Fund.

The Investment Adviser intends to apply to the FCA for approval to act as an investment manager. Once approved by the FCA the Directors may propose to appoint Levendi Investment Management Limited as investment manager, in place of Thornbridge Investment Management LLP. Accordingly the Directors may, in accordance with the requirements of the Central Bank, novate the current investment management agreement to the Investment Adviser, the Investment Advisory Agreement would then be terminated and this Supplement updated accordingly.

FEES AND EXPENSES

Investment Management Fee

The Investment Manager will be paid a fee from the Fund accrued daily and payable monthly in arrears at the rate of up to:

- (a) Class A Accumulation Shares and Class A Distribution Shares: 0.75%
- (b) Class B Accumulation Shares: 0.60%

Reasonable out-of-pocket expenses incurred by the Investment Manager in the performance of its duties will be reimbursed out of the net assets of the Fund at normal commercial rates, as may be approved from time to time by the Directors.

The Investment Manager may from time to time and at its sole discretion and out of its own resources decide to pay rebates/retrocessions to Shareholders or to the Fund out of its investment management fee.

All fees payable to the Investment Manager will be paid in the Base Currency of the Fund. The Fund shall bear the cost of any value added tax applicable to any amount payable in relation to professional fees.

Investment Adviser Fee

The Investment Adviser will be paid an investment adviser fee by the Investment Manager.

Distributor Fee

J&E Davy, in its role as distributor of the Fund, will be entitled to receive out of the assets of the Fund an annual fee, accrued daily and payable quarterly in arrears, which will not exceed 0.06% of the net assets of the Fund (plus VAT, if any) subject to a minimum annual fee of €70,000.

Sub-Distributor Fee

J&E Davy has appointed Levendi Investment Management Limited to act as sub-distributor of the Fund. Levendi Investment Management Limited is an appointed representative of the Investment Manager and will be paid a sub-distributor fee by the Investment Manager.

Administration Fees

The Administrator will be entitled to receive out of the assets of the Fund an annual fee accrued daily and payable quarterly in arrears, which will not exceed 0.07% of the net assets of the Fund (plus VAT, if any) subject to an annual minimum fee of €40,000 together with transfer agency fees and financial reporting fees which will be charged at normal commercial rates and its reasonable costs and expenses incurred by the Administrator in the performance of its duties as Administrator of the Fund and as agreed compensation for any additional services. These fees shall accrue and be calculated on each Dealing Day and shall be payable quarterly in arrears.

Depositary Fees

The Depositary will be entitled to receive from the ICAV out of the assets of the Fund an annual fee, accrued daily and payable quarterly in arrears, which will not exceed 0.03% of the net assets of the Fund subject to an annual minimum fee of €10,000 (plus VAT, if any). In addition the Depositary will be entitled to receive from the Fund sub custody fees charged at normal commercial rate, including safekeeping and transaction fees. The Depositary will further be entitled to be reimbursed by the Fund for reasonable costs and expenses incurred by the Depositary in the performance of its duties as Depositary of the Fund. These fees shall accrue and be calculated on each Dealing Day and shall be payable quarterly in arrears.

Establishment and Other Expenses

The costs of forming the Fund, including the fees and expenses of legal advisers, product development fees and expenses, regulatory and listing fees and expenses and any other fees and expenses arising on the formation and launch of the Fund are not expected to exceed GBP18,000 and will be borne by the Fund and amortised over five years.

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

APPENDIX I

S&P 500 (Chicago Mercantile Exchange)

The S&P 500, is a market-value weighted index (shares outstanding multiplied by stock price) of 500 stocks traded on the New York Stock Exchange, American Stock Exchange, and the Nasdaq National Market System. The weightings make each company's influence on the respective index's performance directly proportional to that company's market value. Further details of the composition of the Index and its calculation methodology can be found at www.spindices.com.

FTSE 100

The FTSE 100 is a share index of 100 companies listed on the London Stock Exchange with the highest market capitalisation. The weightings make each company's influence on the respective index's performance directly proportional to that company's market value. Further details of the composition of the FSTE 100 and its calculation methodology can be found at <http://www.londonstockexchange.com/exchange/prices-and-markets/stocks/indices/summary/summary-indices.html?index=UKX>.

Eurostoxx 50

The Eurostoxx 50 is a stock index of Eurozone stocks designed by STOXX, an index provider owned by Deutsche Börse Group. It is made up of fifty of the largest and most liquid stocks and the index futures and options on the EURO STOXX 50, traded on Eurex, are among the most liquid such products in Europe and the world. The weightings make each company's influence on the respective index's performance directly proportional to that company's market value. Further details of the composition of the Index and its calculation methodology can be found at <https://www.stoxx.com/index-details?symbol=SX5E>.

Russell 2000 ICE

The Russell 2000® Index is the recognised benchmark measuring the performance of the smallcap segment of the U.S. equity universe. The Russell 2000® Index is a subset of the Russell 3000® Index representing approximately 10% of the total market capitalisation of that index. It includes 2000 of the smallest securities based on a combination of their market cap and current index membership. Further details of the composition of the Index and its calculation methodology can be found at www.theice.com.

Swiss Market Index ("SMI")

The SMI is made up of 20 of the largest and most liquid Swiss Performance Index (SPI) large and mid-cap stocks. As a price index, the SMI is not adjusted for dividends. The weightings make each company's influence on the respective index's performance directly proportional to that company's market value. Further details of the composition of the Index and its calculation methodology can be found at https://www.six-swiss-exchange.com/indices/data_centre/index_overview.html.

Nikkei 225

The Nikkei 225 is a stock market index comprised of 225 stocks selected from domestic common stocks in the 1st section of the Tokyo Stock Exchange, excluding ETFs, REITs, preferred equity contribution securities, tracking stocks (on subsidiary dividend) etc other than common stocks. It is a price-weighted index (the unit is yen), and the components are reviewed once a year. Further details of the composition of the Index and its calculation methodology can be found at <https://indexes.nikkei.co.jp/en/nkave/index/profile>.

Hang Seng Index ("HSI")

The Hang Seng Index is a freefloat-adjusted market capitalization-weighted stock market index in Hong Kong. It is used to record and monitor daily changes of the largest companies of the Hong Kong stock market and is the main indicator of the overall market performance in Hong

Kong. These 50 constituent companies represent about 58% of the capitalisation of the Hong Kong Stock Exchange. Further details of the composition of the Index and its calculation methodology can be found at <https://www.hsi.com.hk/HSI-Net/HSI-Net>.

Hang Seng China Enterprises Index ("HSCEI")

The Hang Seng China Enterprises Index was launched one year after the first H-share company was listed on the Stock Exchange of Hong Kong. It tracks the performance of mainland China enterprises with H-share listings in Hong Kong. Further details of the composition of the Index and its calculation methodology can be found at <https://www.hsi.com.hk/HSI-Net/HSI-Net>.