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

TENAX FINANCIALS UCITS FUND

(a sub-fund of TENAX UCITS ICAV)

This Supplement forms part of and should be read in conjunction with the general description of the ICAV contained in the current prospectus of the ICAV dated May 5, 2017 as amended (the "Prospectus") together with the most recent annual report and audited financial statements and if published after such report, a copy of the latest half-yearly report and unaudited financial statements. To the extent that there is any inconsistency between the Prospectus and this Supplement, the Supplement shall prevail.

An investment in the Fund should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors. Investors' attention is directed to the section of this Supplement entitled "RISK FACTORS".

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

The date of this Supplement is 1 November 2024.

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1. DEFINITIONS

"Annual Accounting Date"	means December 31.
"Base Currency"	means the base currency of the Fund, which is Euro.
"Benchmarks Regulation"	means Regulation (EU) 2016/1011 of the European Parliament and of the Council of 8 June 2016 on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds and amending Directives 2008/48/EC and 2014/17/EU and Regulation (EU) No 596/2014 as may be amended, modified, supplemented, re-enacted or replaced from time to time.
"Business Day"	means any day other than a Saturday or Sunday, during which banks are open in Dublin, Ireland or such other day or days as may be determined by the Directors in consultation with the Manager and the Investment Manager and notified to Shareholders. Additional Business Days may be created by the Directors, in consultation with the Manager and the Investment Manager, and notified to Shareholders in advance.
"Dealing Day"	means each Business Day and/or such other day or days as may be determined by the Directors in consultation with the Manager and the Investment Manager and notified to Shareholders in advance provided that there shall be at least two Dealing Days in every month occurring at regular intervals.
"Dealing Deadline"	means 12.30 p.m. Irish time on the Business Day immediately preceding the relevant Dealing Day or such other time as the Directors may determine and notify to Shareholders in advance provided always that the Dealing Deadline is no later than the Valuation Point.
"Initial Offer Period"	the initial offering period for all Classes described in this Supplement, which starts at 9.00 a.m. (Irish time) on 4 November, 2024 and ends at 5 p.m. (Irish time) on 2 May, 2025 or such other period as may be determined by the Directors, in consultation with the Manager and the Investment Manager, in accordance with the requirements of the Central Bank.
"Initial Issuance Date"	with respect to a Class, means the date of the first issuance of the Shares of such Class.

"Initial Offer Price"	means the initial fixed price applicable to each relevant Class on the relevant Initial Issuance Date and is shown for each Class in the section entitled **"SUBSCRIPTIONS: Offer"**.
"Investment Manager"	means Tenax Capital Limited.
"Manager"	means Bridge Fund Management Limited.
"MSCI World Financials Net TR EUR Index" or the "Index"	means the MSCI World Financials Net TR EUR Index, a free float-adjusted market capitalisation weighted index that comprises companies included in the MSCI World Financials Index (the "**Parent Index**") that are within the Global Industry Classification Standard (GICS) financial sector based on the MSCI's Global Investable Market Indices methodology. The Parent Index measures the performance of large and mid-capitalisation stocks across developed market countries which comply with MSCI's size, liquidity, and free-float criteria. Further information can be found here.
"Net Asset Value"	means the net asset value of the Fund or attributable to a Class (as appropriate) calculated as referred in the section "**Net Asset Value and Valuation of Assets**" of the Prospectus with the modification set out below.
"**Redemption Settlement Cut-off**"	means the fifth Business Day after the relevant Dealing Day.
"Securities Financing Transactions" or "SFT	means for the purpose of this Fund, securities lending transactions.
"Semi-Annual Accounting Date"	means June 30 of each year.
"SFTR"	means Regulation (EU) 2015/2365 of the European Parliament and of the Council on transparency of securities financing transactions and of reuse and amending Regulation (EU) No 648/2012, as may be amended, supplemented, consolidated, substituted in any form or otherwise modified from time to time.
"**Subscription Settlement Cut-off**"	means the third Business Day after the relevant Dealing Day.
"**Valuation Point**"	means 4.00 pm, Irish time on each Dealing Day. The Valuation Point could be any other point in time as the Directors, in consultation with the Manager and the

Investment Manager, may decide and notify to Shareholders in advance and reflect in an updated Supplement.

All other defined terms used in this Supplement shall have the same meaning as in the Prospectus.

2. INTRODUCTION

As at the date of this Supplement, the Directors of the ICAV intend to offer the Classes described under "**SUBSCRIPTIONS**" below. The ICAV may offer additional Classes in the future in accordance with the requirements of the Central Bank.

This Supplement contains information relating specifically to the Tenax Financials UCITS Fund (the "**Fund**"), a sub-fund of Tenax UCITS ICAV (the "**ICAV**"), an umbrella Irish collective asset-management vehicle with limited liability and segregated liability between sub-funds authorised by the Central Bank as a UCITS pursuant to the UCITS Regulations. At the date of this supplement the ICAV has four other sub-funds, Tenax ILS UCITS Fund, Tenax Dynamic Income Fund, Tenax Healthcare UCITS Fund and Tenax Global Equity Fund.

To the extent that there is any inconsistency between the Prospectus and this Supplement, the Supplement shall prevail.

The Fund may under certain circumstances be invested in deposits and/or Money Market Instruments, however, the value of an investor's investment is not guaranteed and the Net Asset Value of the Fund may fluctuate and shall not be considered as an investment in a deposit. The Fund may invest in these instruments where market conditions may require a defensive investment strategy, pending reinvestment, in order to meet redemptions, payment of expenses, in order to support derivative exposure or in any extraordinary market circumstances such as a market crash or major crises which in the reasonable opinion of the Investment Manager would be likely to have a significant detrimental effect on the performance of the Fund.

The Fund may also use FDIs for efficient portfolio management (such as hedging, where applicable) and investment purposes.

Investors' attention is directed to the sections headed "**INVESTMENT OBJECTIVE AND POLICY**", "**RISK FACTORS**" and "**FEES AND EXPENSES**".

Profile of a Typical Investor

The Fund may be suitable for institutional investors and some sophisticated retail investors interested in achieving long-term capital growth. Due to the use of financial derivative instruments ("**FDI**"), it is expected that investors in the Fund will be relatively experienced investors with a thorough understanding of how the Fund is designed to operate.

Management

The Manager acts as management company of the Fund and the ICAV. The Investment Manager acts as discretionary investment manager of the Fund and the ICAV.

3. INVESTMENT OBJECTIVE AND POLICY

Investment Objective

The investment objective of the Fund is to provide long-term capital growth, measured in Euro.

Investment Policy

The Fund will seek to achieve its investment objective by investing in a globally diversified portfolio of equities and equity related securities in the financial sector including, but not limited to, banks, insurance, payment providers, financial technology ("**fintech**") firms and financial services, as well as equity securities and securities of issuers that are principally engaged in or related to property and infrastructure and also Real Estate Investment Trust schemes (REITs) and currencies as described below, listed or traded on a Regulated Market without any geographical restriction or unlisted. For the avoidance of doubt, any investment in REITs shall not exceed 10% of the Net Asset Value of the Fund.

Subject to the investment restrictions described in Appendix I of the Prospectus, investments will be made in global equities and equity related securities (such as common stock, preferred stock, American depository receipts ("**ADRs**"), European depositary receipts ("**EDRs**"), global depositary receipts ("**GDRs**"), warrants and convertible securities (together "**Equity Related Securities**"), which may be listed on a Regulated Market or unlisted, and issued by companies in the financial sector. The Fund may not invest more than 10% of its Net Asset Value in unlisted securities. Further details of these instruments are set out below under the heading "***Equity-Related Securities***". Any investment in warrants shall not exceed 10% of the Net Asset Value of the Fund.

Where it is more cost effective for the Fund to do so, the Fund may invest indirectly through the use of permitted FDI listed or traded on a Regulated Market or traded over-the-counter ("**OTC**") in accordance with the UCITS Regulations and the Central Bank Regulations, as further detailed below under "***Use of FDI***". While the Fund intends to invest primarily on a long only basis, it may also have synthetic short exposure to the above referenced asset classes through the use of FDI. The proportion of long to short exposure in the Fund will depend on the market conditions at any given time. Such positions may be taken across various asset classes contemplated under the investment policy of the Fund. It is anticipated that the total net long positions will not exceed 100% of the Net Asset Value of the Fund and the total net short positions will not exceed 50% of the Net Asset Value of the Fund.

The Fund may also invest up to 10% of Net Asset Value in Eligible CIS (including open-ended exchange traded funds) which have investment policies similar to those of the Fund.

The Fund will seek to outperform the Index whilst striving to limit the volatility of the Fund's returns (i.e., by gaining short exposure to the above referenced asset classes). The Fund is considered to be actively managed in reference to the Index by virtue of the fact that it seeks to outperform the Index. The Index is considered to be consistent with the investment policy of the Fund. While certain of the Fund's securities may be components of and may have similar weightings to the Index, the Investment Manager may use its discretion to invest in securities or sectors not included in the Index in order to take advantage of investment opportunities. This is likely to increase the extent to which the Fund can outperform or underperform the Index.

The list of Regulated Markets on which the Fund's investments in securities and FDI, other than permitted investments in unlisted securities and OTC derivative instruments, will be listed or traded is set out in Appendix II of the Prospectus.

Equity-Related Securities

The Fund may invest directly in common and preferred stock, warrants, and convertible bonds as well as ADRs, EDRs and GDRs where the latter three investments represent a more practical, efficient or less costly way of gaining exposure to the relevant security or market. ADRs, EDRs and GDRs are certificates issued by a depository bank, representing shares held by the bank, usually by a branch or correspondent in the country of issue of the shares, which trade independently from the shares. Warrants can be held to gain exposure to underlying securities for a cost effective means of benefitting from future gains in the value of underlying securities. A warrant gives the holder a right to receive, upon exercise, a security of the issuer at a stated price. As the convertible bonds and warrants in which the Fund may invest may embed a derivative element, any leverage arising from investing in such securities will be accurately monitored, measured and managed in accordance with the risk management process in place for the Fund. For the avoidance of doubt, the Fund will not invest in contingent convertible securities.

Use of FDI

The Fund may use the derivatives listed below for investment purposes and/or efficient portfolio management purposes being (i) the reduction of risk, (ii) the reduction of cost or (iii) the generation of additional capital or income for the Fund with a level which is consistent with its risk profile.

Futures: Futures are contracts to buy or sell a standard quantity of a specific asset (or, in some cases, receive or pay cash based on the performance of an underlying asset, instrument or index) at a pre-determined future date and at a price agreed through a transaction undertaken on an exchange. Since these contracts are marked-to-market daily, the Fund can, by closing out their position, exit from their obligation to buy or sell the underlying asset prior to the contract's delivery date. There may be occasions when the Fund uses a future to gain long or short exposure to a market without purchasing the relevant security.

An equity index future will generally perform in a similar manner to the relevant underlying equity index. Examples of such occasions would be (i) if a significant cash in-flow was received and a future could be used to gain exposure to the market immediately allowing the Fund to invest into securities over time; or (ii); if the Fund wanted to gain exposure to a particular market, but felt that the amount to be invested would not give an adequate spread or would be too expensive. Details of any financial indices used by the Fund will be disclosed in the ICAV's periodic reports and will also be provided to Shareholders of the Fund by the Investment Manager on request.

Total Return Swaps: The Fund may enter into total return swaps for investment purposes in order to generate income or profits in accordance with the investment objective and policy of the Fund, in order to reduce expenses or hedge against risks faced by the Fund.

A total return swap is a derivative contract under which one counterparty transfers the total economic performance, including income from interests and fees, gains and losses from price movements, and credit losses, of a reference obligation to another counterparty. The reference obligation of a total return swap may be any security or other investment in which the Fund is permitted to invest in accordance with its investment objective and policy. The use of total return swaps may expose the Fund to the risks as disclosed below under the heading below entitled "***Risks Associated with Total Return Swaps***".

Forwards: The Fund may utilise forward currency contracts for efficient portfolio management purposes. The anticipated purpose for which such derivatives will be utilised and the effect of such derivatives on the risk profile of the Fund is set out below. The Fund may use such FDIs in order to actively manage its currency exposure and in particular for currency hedging at portfolio level as described below. These derivatives may be dealt in OTC or be listed or traded on the Regulated Markets set out in Appendix II to the Prospectus. Forward currency contracts could be used to hedge against currency risk that has resulted from assets held by the Fund that are not in the base currency of the Fund. The Fund may, for example, use forward currency contracts by selling forward a foreign currency against the base currency to protect the Fund from foreign exchange risk that has risen from holding assets in that currency.

As the Fund may take exposures through FDIs, this may result in the Fund being at any one time significantly invested to support such exposures in cash or short-term money market instruments including treasury bills, certificates of deposit, fixed and floating-rate transferable securities and/or corporate issuers rated investment grade at the time of purchase by a generally recognized international rating agency.

The Fund employs a risk management process which enables it to accurately measure, monitor and manage the various risks associated with derivative instruments. The Fund will use derivatives in accordance with the limitations set down in Appendix I to the Prospectus and which are included in the ICAV's risk management process. Collateral holdings, if any, may be invested by the Investment Manager in accordance with the requirements of the Central Bank.

Currency hedging at portfolio level

The Fund may hedge the currency exposure of the underlying securities into the Base Currency at the discretion of the Investment Manager. The Fund may enter into transactions for the purposes of hedging the currency exposure of the underlying securities into the Base Currency. The aim of this hedging will be to reduce the Fund's level of risk and to hedge the currency exposure of the Fund's underlying securities to the Base Currency. Derivatives such as forward foreign exchange contracts may be utilized. Accordingly, where hedging is utilised, the Fund may have a residual exposure to non-Base Currency currencies that will be low.

Currency hedging at Class level

The Investment Manager intends to hedge foreign exchange risk of the hedged Classes against the Fund's assets denominated in currencies other than the currency of the respective Class. The Investment Manager intends to use currency forward contracts to seek to hedge the currency exposure of the hedged Classes against such currencies, using a passive strategy that will involve hedges being placed and reset on a regular basis. There may be over-hedging or under-hedging depending on factors outside of the control of the Investment Manager. Hedged positions will be kept under review to ensure that over-hedged positions will not exceed 105% of the Net Asset Value attributable to the relevant hedged Class' exposure to currencies other than Euro. Hedged positions materially in excess of 100% of the Net Asset Value of the relevant hedged Class' exposure to currencies other than the currency of the respective Class will not be carried forward from month to month.

Investment Strategy

The Fund will be actively managed and will employ a predominantly bottom-up, research-based approach in that a company is analysed with greatest emphasis on its ability to generate long-term capital growth. The ability of a company to generate long term capital growth is ultimately dependent on its financial structure and the prospect of the business in which it operates - the Investment Manager evaluates these elements and selects those companies that present the best prospect both from a financial and business perspective. From a financial perspective, the Investment Manager considers balance sheet and profit and loss dynamic such as: capital ratios (CET1 for banks and solvency ratios for insurers), cost of funding, profitability (net interest rate margin for banks, combined ratios for insurers and capital generation capacity for others), and others. Business perspectives include analysis of the lending environment, the economic cycle and implication on loan losses, diversification of loan books, the pricing trends in the insurance market as well as the level of reserves accrued, insurance business dynamics, and growth, technology relevance and competitiveness in the existing environment and other factors as relevant to the financial sub-sectors. This research is conducted by the Investment Manager using its own proprietary quantitative models to screen stocks within the investment universe which is primarily constructed with reference to the constituents of the Index – based on the outcome of this research, and in accordance with the investment policies above, the Investment Manager will determine the overall allocation between securities. The screening process, the first layer of the investment strategy, encompasses the following criteria: value of future cash flows, momentum (the relationship between earnings momentum and share price performance) and relative visibility (calculating the percentage of times that each company missed earnings expectations in the last 10 years and selecting those that according to the Investment Manager trade at a discount when analysing the company's historical capacity to meet earnings expectation).

The Investment Manager may also use top-down analysis to identify global or sectoral trends that could give rise to suitable investment opportunities – the Investment Manager's proprietary quantitative models that are used to screen the investment universe also incorporate macro-economic variables such as interest rates, equity risk premium and GDP growth. Moreover, the investment team tracks and analyses macro data in order to assess how the economic cycle can affect the relative and absolute performance of the financial sector.

The Investment Manager's team has over 40 years' combined experience of investment analysis which includes the financial sector. The Investment Manager believes that a detailed knowledge of stock specifics is a key driver of superior stock performance. While the Fund intends to invest primarily on a long only basis, it may also have synthetic short exposure through the use of FDI; this shorting strategy is intended to reduce exposure to a particular asset without having to sell some or all of the Fund's holdings.

SFDR Classification

The Fund falls within the scope of Article 8 of the SFDR but does not have as its objective sustainable investment as such term is understood in accordance with the SFDR. The Fund promotes social, rather than environmental, characteristics. The social characteristics promoted by the Fund are directly relevant to the UN's Sustainable Development Goals ("**SDGs**"), notably SDG 8 ("**Decent Work and Economic Growth**") and SDG 9 ("**Industry, Innovation and Infrastructure**"), as well as to the detailed targets and indicators for SDG 8 and SDG 9 subsequently published by the UN in 2017. The social characteristics promoted by the Fund are: innovation, labour conditions, workplace safety, employee welfare and the integrity of supply chains. No reference benchmark has been designated for the purpose of attaining the social characteristics promoted by the Fund.

While the Fund promotes social characteristics within the meaning of Article 8 of the SFDR, it does not currently commit to investing in any "*sustainable investments*" within the meaning of the SFDR. Further information on the social characteristics promoted by the Fund is available in the Sustainability Disclosure Annex of this Supplement.

Sustainability Risks

For the purposes of this disclosure, "*sustainability risks*" are environmental, social or governance ("**ESG**") events or conditions that, if they occur, could cause an actual or potential material negative impact on the value of the investment in the Fund.

"Sustainability factors" are, as relevant, environmental, social and employee matters, respect for human rights, anti-corruption and anti-bribery matters. A wide range of sustainability-related risks apply to companies operating in the financial sector. Environmental risks include, but are not limited to: the ability of companies to mitigate and adapt to climate change, exposure to increasing water scarcity and potential for higher water prices, waste management challenges, and the impact of production and research activity on global and local ecosystems. Social risks include, but are not limited to: risks associated with instability in the global financial system, supply chain management, labour standards, health and safety, human rights, data privacy, and regulation of technology. Governance risks include board composition and effectiveness, management incentives, conflicts of interest, management quality and alignment of management with shareholders.

Failure to manage these risks effectively can lead to a deterioration in financial outcomes as well, as a negative impact on society and the environment. The Investment Manager will establish a due diligence and monitoring process to evaluate these risks, both at the point where an investment is contemplated, and on an ongoing basis thereafter. However, prospective investors should note that the Investment Manager cannot guarantee that investee companies will invariably manage these risks effectively.

Equity and equity-like instruments that are bound to the performance of a company are deemed to be investments that inherently carry the highest level of sustainability risk. The market value of an equity instrument will often be affected by environmental, social or governance events or conditions such as natural disasters, global warming, income inequality, anti-consumerism or malicious governance and this may have an impact on the Fund's returns.

In evaluating an investment, the Investment Manager: (i) aims to identify any sustainability factors / sustainability risks that it believes can have a material impact and adverse effect on a particular security or issuer, its operations and or its investment performance; and (ii) to the extent that any such sustainability risks are identified, assess these risks as part of an investment determination.

Certain investments of the Fund may be negatively impacted by sustainability risks. Sustainability risks may impair the value of the investments made by the Fund, including the loss of the entire amount invested. Sustainability risks may arise and impact a specific investment made by the Fund or may have a broader impact on an economic sector, geographical regions or countries, which, in turn, may impact the Fund's investments. These risks may be relevant as standalone risks but may also be linked to other risks to which the assets of the Fund are exposed.

When selecting investments for the Fund, and for the purposes of monitoring risk, the Investment Manager will refer to the Index, as its constituents are representative of the type of companies the Fund invests in. Prospective investors should note that the Index itself does not integrate environmental and social considerations. Instead, the Fund will promote social characteristic by focusing on investments in companies that promote ESG factors.

Leverage and Global Exposure

The Fund may only borrow on a temporary basis and the aggregate amount of such borrowings may not exceed 10% of the Net Asset Value of the Fund. Subject to this limit the Directors may exercise all borrowing powers on behalf of the Fund. In accordance with the provisions of the UCITS Regulations, the Fund may charge its assets as security for such borrowings. Please also refer to the section of the Prospectus entitled "**Borrowing Powers**" under the heading "**THE ICAV**".

The global exposure of the Fund will be measured and monitored using the commitment approach. The Fund may have a global exposure of up to 100% of its Net Asset Value as a result of its use of FDI.

EC Regulation 2015/2365 and the use of "Securities Financing Transactions"

The Fund may enter into securities lending transactions for efficient portfolio management purposes in accordance with the limits and conditions set down in the SFTR.

A securities lending arrangement is one where one party transfers securities to another party subject to a commitment from that party that they will return equivalent securities on a specified future date or when requested to do so by the party transferring the securities.

Finance charges received by the Fund under a stock-lending agreement may be reinvested in order to generate additional income. Similarly cash collateral received by the Fund may also be reinvested in order to generate additional income. In both circumstances, the Fund will be exposed to market risk in respect of any such investments.

The maximum proportion of the Fund's assets which can be subject to Securities Financing Transactions and/or total return swaps is 50% of the Net Asset Value of the Fund. However, the expected proportion of the Fund's assets which will be subject to Securities Financing Transactions and/or total return swaps is between 0% and 20% of the Net Asset Value of the Fund. The proportion of the Fund's assets which are subject to Securities Financing Transactions and/or total return swaps at any given time will depend on prevailing market conditions and the value of the relevant investments. The amount of assets engaged in each type of Securities Financing Transactions and total return swaps, expressed as an absolute amount and as a proportion of the Fund's assets, as well as other relevant information relating to the use of Securities Financing Transactions and/or total return swaps shall be disclosed in the annual report and semi-annual report of the ICAV.

The use of the techniques described above may expose the Fund to the risks disclosed under the heading below entitled '***Risks associated with Securities Financing Transactions***'.

Revenues generated from Securities Financing Transactions and Total Return Swaps

All revenues arising from Securities Financing Transactions and total return swaps, net of direct and indirect operational costs and fees, shall be returned to Fund. This shall include fees and expenses paid to the counterparties to the relevant transactions/securities lending agents which will be at normal commercial rates plus VAT, if applicable.

Information on the revenues generated under such transactions shall be disclosed in the annual and semi-annual reports of the ICAV, along with entities to whom direct and indirect operational costs and fees relating to such transactions are paid. Such entities may include the Manager, the Depositary or entities related to the Manager or Depositary.

Eligible Counterparties

Counterparties to an SFT or total return swap shall be subject to an appropriate internal credit assessment carried out by the Investment Manager, which shall include amongst other considerations, external credit ratings of the counterparty, the regulatory supervision applied to the relevant counterparty, industry sector risk and concentration risk. Where such counterparty (a) was subject to a credit rating by an agency registered and supervised by ESMA that rating shall be taken into account by the Investment Manager in the credit assessment process; and (b) where a counterparty is downgraded to A-2 or below (or comparable rating) by the credit rating agency referred to in subparagraph (a) this shall result in a new credit assessment being conducted of the counterparty by the Investment Manager without delay. A counterparty selected will be either an investment firm, authorised in accordance with the EU Markets in Financial Instruments Directive (2014/65/EU) or a group company of an entity 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 or an "**Approved Credit Institution**". An Approved Credit Institution is:

(i) a credit institution authorised in the EEA; or
(ii) a credit institution authorised within a signatory state, other than a Member State of the EEA, to the Basle Capital Convergence Agreement of July 1988 (Switzerland, Canada, Japan, United States); or
(iii) a credit institution authorised in Jersey, Guernsey, the Isle of Man, Australia or New Zealand.

The counterparty to any total return swap entered into by the Fund will not assume any discretion over the composition or management of the investment portfolio of the Fund or of the underlying of the total return swap. The failure of a counterparty to a swap transaction may have a negative impact on the return for Shareholders. The Investment Manager will seek to minimise counterparty performance risk by only selecting counterparties with a good credit rating and by monitoring any changes in those counterparties' ratings. Additionally, these transactions would only concluded on the basis of standardised framework agreements (ISDAs).

Subject to compliance with these conditions, the Investment Manager has full discretion as to the appointment of counterparties when entering into derivatives in furtherance of the Fund's investment objective and policies. It is not possible to list comprehensively all of the counterparties that the Fund may have, as they will change from time to time. However, details of the relevant counterparties will be advised in the annual accounts of the Fund.

Custody

SFTs and total return swaps will be registered in the name of the Fund. The Depositary is not obliged to hold these assets. The Depositary is only required to verify the Fund's ownership of such assets and to maintain a record of those assets of which the Depositary is satisfied that the Fund holds ownership. Collateral received by the Fund in respect of SFTs and total return swaps on a title transfer basis will be held by the Depositary or its agent for safekeeping. For other types of collateral arrangements, the collateral can be held by a third party depositary provided that the third party depositary is subject to prudential supervision and is unrelated and unconnected to the provider of the collateral.

Collateral

The Fund will accept collateral from its counterparties in order to reduce counterparty risk exposure generated through the use of OTC derivative instruments. The level of collateral required to be posted may vary by counterparty with which the Fund trades. For further information on the Fund's policy regarding collateral arrangements, including its policies on permitted collateral types and level, liquidity, valuation, haircut, issuer credit quality, correlation and diversification, please refer to Appendix III of the Prospectus.

Safe-keeping of collateral received by the Fund

Collateral received by the Fund on a title transfer basis shall be held by the Depositary or a duly appointed sub-custodian of the Depositary. For other types of collateral arrangements, the collateral can be held by the Depositary, a duly appointed sub-depositary of the Depositary or by a third party custodian which is subject to prudential supervision and which is unrelated to the provider of the collateral.

Re-use of collateral by the Fund

The ICAV on behalf of the Fund shall not sell, pledge or re-invest any non-cash collateral received by the Fund.

Use of a Benchmark

The Fund is deemed a "*user*" of a benchmark within the meaning of Article 3(7) of the Benchmarks Regulation. The Fund may only use a benchmark if such benchmark is provided by an administrator located in the EU and included in the register referred to in Article 36 of the Benchmarks Regulation or is a benchmark that is included in the register referred to in Article 36.

As the Fund falls within the scope of the Benchmarks Regulation, the Manager acting in accordance with Article 28(2) of the Benchmarks Regulation, will adopt a robust written plan setting out the actions it will take in the event that a benchmark used by the Fund materially changes or ceases to be provided, including, where feasible and appropriate, the nomination of one or several alternative benchmarks that could be referenced to substitute the benchmark(s) no longer provided.

The Directors may, in consultation with the Manager and the Investment Manager, at any time change that reference benchmark where, for reasons outside its control, that benchmark has been replaced, or another benchmark may reasonably be considered by the Directors to have become the appropriate standard for the relevant exposure. In such circumstances, any change in benchmark will be disclosed in the annual or half-yearly report of the ICAV issued subsequent to such change and the Supplement will be updated accordingly.

The Fund is a user of a benchmark as defined by the Benchmarks Regulation as it uses the Index for the purposes of computing the performance fee. As the Fund intends to calculate the performance fees payable against the Index, the Fund is considered to be actively managed in reference to the Index. Certain of the Fund's securities may be components of and may have similar weightings to the Index. However, the Index is not used to define the portfolio composition of the Fund or as a performance target and the Fund may be wholly invested in securities which are not constituents of the Index. The Index is consistent with the Fund's investment policy.

Change in Investment Policies or Objectives

Changes to the investment objective or material changes to the investment policies of the Fund will only be affected with the approval of the Directors in consultation with the Manager and the Investment Manager and subject to the prior approval of the Shareholders of the Fund by way of an Ordinary Resolution. In accordance with the requirements of the Central Bank, "*material*" shall be taken to mean, although not exclusively, changes which would significantly alter the asset type, credit quality, borrowing limits or risk profile of the Fund. In the event that any such change is affected, reasonable notice to the Shareholders of the Fund will be provided to enable Shareholders to redeem prior to implementation. In the event of any such material changes, the Supplement will be updated accordingly.

Non-material changes to the investment policies of the Fund may be implemented from time to time by the Directors if they shall deem it to be in the best interest of the Fund. Where non–material changes are made to the investment policy of the Fund, Shareholders shall be notified of such changes in accordance with the requirements of the Central Bank.

Publication of Net Asset Value per Share

The Net Asset Value per Share will be published on the following internet web-site www.tenaxcapital.com and/or such other publications as the Directors may determine in the jurisdictions in which the Shares are offered for sale and shall be updated following each calculation of Net Asset Value. In addition, the Net Asset Value per Share may be obtained from the Administrator during normal business hours.

4. RISK FACTORS

Shareholders and potential investors (the "Investors") are specifically referred to the section headed "RISK FACTORS" in the Prospectus.

The risks described below are not exhaustive; it remains incumbent upon the individual Investors to assess the risk inherent in each one of their investments and then to forge their own opinions.

General

An investment in the Fund involves certain risk factors and considerations relating to the Fund's structure and investment objective which a prospective Investor should evaluate before making a decision to invest in the Fund. No assurance can be given that the Fund will succeed in meeting its investment objective or that there will be any return on capital. Moreover, past performance is not a guarantee of future results.

Before making any investment decision with respect to the Shares, any prospective Investors should consult their professional advisors and carefully review and consider such an investment decision in light of the risk factors included below. The following is a brief description of certain factors, which should be considered along with other matters discussed elsewhere in the Supplement. The following does not, however, purport to be a comprehensive summary of all the risks associated with an investment in the Fund generally. Rather, the following are only certain particular risks to which the Fund is subject and that the Fund wishes to encourage prospective Investors to discuss in detail with their professional advisors.

An investment in the Fund requires a medium to long term commitment and there can be no assurance that the Fund will achieve its investment objective or that the Investors will receive any return or the return of their invested capital.

While the prospective Investor should make its own evaluation of the risks of investing in the Fund, it must consider, among other things, the following matters before making a decision to invest in the Fund.

Shares require a medium to long term commitment and are only redeemable subject to the terms disclosed. Prospective Investors should therefore be aware that they may be required to bear the financial risks associated with any investment in the Fund as long as they maintain their investment.

Charges and expenses in connection with the Fund are not incurred uniformly throughout the life of the Fund (for example, establishment expenses are paid at the start of the life of the Fund subject to any amortisation of such expenses, there may be higher operational costs at different times such as where there is a lot of investment activity (which may be more concentrated at the start of the life of the Fund) and there may be ad hoc expenses, such as legal fees, paid by the Fund at different times) and it is possible that an Investor may not receive back the full amount of its investment.

Shareholders are exposed to the following main risks:

1. *Suitability*

Prospective purchasers of the Shares should ensure that they understand the nature of such Shares and the extent of their exposure to risk, that they have sufficient knowledge, experience and access to professional advisers to make their own legal, tax, accounting, regulatory and financial evaluation of the merits and risks of investment in such Shares and that they consider the suitability of such Shares as an investment in the light of their own circumstances and financial condition. An investment in the Fund should not in itself be considered a balanced investment program, but rather is intended to provide diversification in a more complete investment portfolio. Investors should be able to withstand the loss of their entire investment.

None of the ICAV, the Manager, the Investment Manager or any of their respective affiliates makes any representation as to the proper characterisation of the Shares for investment or other purposes, as to the ability of particular Investors to purchase Shares for investment or other purposes under applicable investment restrictions or policies which may be applicable to them or as to the accounting, capital, tax and other regulatory or legal consequences of ownership of the Shares. All institutions the activities of which are subject to investment laws and regulations, regulatory capital requirements or review by regulatory authorities should consult their own legal advisors in determining whether and to what extent the Shares are subject to any investment, capital or other restrictions.

2. *Redemption Risk*

Investors may redeem Shares in accordance with the terms of the Supplement. Large redemptions of Shares might result in the Fund being forced to sell assets at a time and price at which it would normally prefer not to dispose of those assets. In addition, a significant redemption of Shares may require the Fund to realise investments at values which are lower than the anticipated market values of such investments. This may cause a temporary imbalance in the Fund's portfolio, which may adversely affect the remaining Investors.

Any redemption that will result in the value at the most recent Net Asset Value per Share of all remaining Shares of a Class owned by a redeeming Shareholder being less than the minimum residual holding of Shares of such Class may be treated as a notice of redemption for all remaining Shares of such Class held by such Shareholder.

The ICAV may also, but will not be obliged to, temporarily suspend the determination of the Net Asset Value per Share of the Fund and/or the issue and redemption of its Shares under specific circumstances (including, without limitation, when the Fund is under severe liquidity pressure) as described in the Prospectus in the section entitled “**THE SHARES**” under the heading “**Suspension of Valuation of Assets**”.

In addition, substantial redemptions could lead the Fund to hold, within a certain period of time, cash (or Money Market Instruments) pending its reimbursement to the Shareholders which could negatively impact the performance of the Fund.

The Directors in consultation with the Manager and the Investment Manager may compulsorily redeem any Shares which are or become owned, directly or indirectly, by or for the benefit of any person in breach of any restrictions on ownership from time to time as set out herein or if the holding of Shares in circumstances set out in the Prospectus.

3. Restrictions on Transfer

Investors should be fully aware of the restrictions on transfer of their Shares. The Directors may decline to register a transfer in certain circumstances description in the Prospectus in section 7 of the section headed “**GENERAL INFORMATION**: **Transfer of Shares**”.

4. Closure to Investment

Performance may be affected by the size of the Fund. With this in mind and depending upon market conditions, the Directors may without explanation consider the imposition of periods closed to new Investors and/or further investment where they consider in their absolute discretion this will be beneficial to the Fund as a whole.

5. Currency Risk

Assets of the Fund may be denominated in a currency other than the Base Currency and changes in the exchange rate between the Base Currency and the currency of the asset may lead to a depreciation of the value of the Fund’s assets as expressed in the Base Currency. It may not be possible or practical to hedge against such exchange rate risk. The Investment Manager may, but is not obliged to, mitigate these risks by using financial instruments.

The Fund may from time to time enter into currency exchange transactions either on a spot basis or by buying currency exchange forward contracts. The Fund will not enter into forward contracts for speculative purposes. Neither spot transactions nor forward currency exchange contracts eliminate fluctuations in the prices of the Fund’s securities or in foreign exchange rates, or prevent loss if the prices of these securities should decline. The successful execution of a hedging strategy which matches exactly the profile of the investments of the Fund cannot be assured. It may not be possible to hedge against generally anticipated exchange rate fluctuations at a price sufficient to protect the assets from the anticipated decline in value of the portfolio positions as a result of such fluctuations.

Performance of the Fund may be strongly influenced by movements in foreign exchange rates because currency positions held by the Fund may not correspond with the securities positions held.

6. Share Currency Designation Risk

Classes of the Fund may be designated in a currency other than the Base Currency of the Fund. Redemption proceeds and any distributions to Shareholders will normally be made in the currency of denomination of the relevant Class. Changes in the exchange rate between the Base Currency and such designated currency or between the currencies in which assets of the Fund are denominated and the Base Currency or such designated currency may lead to a depreciation of the value of such Shares as expressed in the designated currency. The Investment Manager may try but is not obliged to mitigate this risk (see the section "**Hedged Classes**" of the Prospectus). Investors should be aware that this strategy may substantially limit Shareholders of the relevant Class from benefiting if the designated currency falls against the Base Currency and/or the currency/currencies in which the assets of the Fund are denominated. In such circumstances Shareholders of the relevant Class may be exposed to fluctuations in the Net Asset Value per Share reflecting the gains/losses on and the costs of the relevant assets. Assets used to implement such strategies shall be assets/liabilities of the Fund as a whole. However, the gains/losses on and the costs of the relevant assets will accrue solely to the relevant Class.

7. Strategy Risk

Strategy risk is associated with the failure or deterioration of an entire strategy such that most or all investment managers employing that strategy suffer losses. Strategy specific losses may result from excessive concentration by multiple investment managers in the same investment or general economic or other events that adversely affect particular strategies (for example, the disruption of historical pricing relationships). The strategies employed by the Fund are speculative and involve substantial risk of loss in the event of such failure or deterioration, in which event the performance of the Fund may be adversely affected.

8. Availability of Investment Strategies

The success of the investment activities of the Fund will depend on the Investment Manager's ability to identify overvalued and undervalued investment opportunities and to exploit price discrepancies in the financial markets, as well as to assess the import of news and events that may affect the financial markets. Identification and exploitation of the investment strategies to be pursued by the Fund involves a high degree of uncertainty. No assurance can be given that the Investment Manager will be able to locate suitable investment opportunities in which to deploy all of the Fund's assets or to exploit discrepancies in the securities and derivatives markets. A reduction in money market liquidity or the pricing inefficiency of the markets in which the Fund seeks to invest, as well as other market factors, will reduce the scope for the implementation of the Fund's investment strategies.

The Fund may be adversely affected by unforeseen events involving such matters as changes in interest rates, exchange rates or the credit status of an issuer, forced redemptions of securities or acquisition proposals, break-up of planned mergers, unexpected changes in relative value, short squeezes, inability to short stock or changes in tax treatment.

9. Concentration of Investments

Although the Fund will diversify its portfolio in accordance with the investment restrictions referred to above, the Fund intends to hold positions primarily, directly or indirectly, in the shares of companies involved in the financial sector and, as a result, may hold a few relatively large positions.

10. Investment Risk

It should be remembered that the price of the Shares can go down as well as up and that, on the redemption of their Shares, Investors may not receive the amount that they originally invested.

Substantial risks are involved in investing in the various securities and instruments the Fund purchases and sells. Market prices of equity securities as a group have dropped dramatically in a short period of time on several occasions in the past, and they may do so again in the future. The Fund's investments are subject to normal market fluctuations and the risks inherent in the purchase, holding or selling of equity securities and related instruments, and there can be no assurance that appreciation will occur.

11. Investment in Exchange Traded Funds

The Fund may invest in exchange-traded funds ("**ETFs**"), and may incur fees and expenses in connection with any such investments, including, without limitation, brokerage commissions and fees and expenses charged by the ETF and its service providers. If the Fund wishes to realise all or a portion of its investment in an ETF, it must generally sell its interest on a securities exchange or other trading venue at a price set by the market. There can be no assurance that the market price for such interest will reflect its underlying net asset value, and such interest may trade at a significant discount to net asset value for extended periods of time or at all times. There can be no assurance that an active trading market in the interest of an ETF will develop or will be sustained, and if no such market is developed or sustained, the price and liquidity of such investment may be adversely affected. In addition, although ETFs are generally designed to track a specific index, there can be no assurance that an ETF will track its underlying index closely or with a high degree of correlation. This risk is heightened in the case of ETFs tracking indices that are comprised of issuers with limited liquidity.

12. Undervalued/Overvalued Securities

One of the key objectives of the Fund is to identify and invest in undervalued and overvalued securities ("**mis-valued securities**"). The identification of investment opportunities in mis-valued securities is a difficult task, and there can be no assurance that such opportunities will be successfully recognised. While purchases of undervalued securities offer opportunities for above-average capital appreciation, these investments involve a high degree of financial risk and can result in substantial losses. Returns generated from the investments of the Fund may not adequately compensate for the business and financial risks assumed.

The Fund may make certain speculative investments in securities which the Investment Manager believes to be mis-valued; however, there can be no assurance that the securities purchased and sold will in fact be mis-valued. In addition, the Fund may be required to maintain positions in such securities for a substantial period of time before realising their anticipated value. During this period, a portion of the capital of the Fund may be committed to the securities, thus possibly preventing the Fund from investing in other opportunities. Alternatively, the Fund may be forced to sell, at a substantial loss, assets which it believes are undervalued, if they are not in fact undervalued.

13. Short exposure

While the Fund intends to invest primarily on a long only basis, the Fund may also have synthetic short exposure through the use of FDI to asset classes consistent with the Fund's investment policy. Short exposure involves taking a position that anticipates the fall in price of a reference asset that the Fund does not own. Short exposure involves a risk of a theoretically unlimited increase in the market price of the security. Please also see the risk factors set out under "**Risks associated with derivative transactions used for hedging and/or efficient portfolio management purposes**" and "**Risks associated with derivative used for investment or exposure purposes**" in the Prospectus.

In the second half of 2008, a number of jurisdictions adopted temporary bans on short sales and enacted regulations aimed at greater disclosure of short selling. Since then, there have been legislative and regulatory initiatives and proposals that could lead to permanent bans or restrictions on certain short sale activities, including the restoration of certain restrictions on short selling that were lifted several years ago. Any such prohibitions or restrictions on short selling can have a material adverse impact on the Fund's performance.

14. Derivatives

Please refer to the risk disclosures on derivatives in the "**RISK FACTORS**" section of the Prospectus. In addition, please note the following risks:

Futures Contracts

The Fund's use of futures contracts will present the same types of volatility and leverage risks associated with transactions in derivative instruments generally. In addition, such transactions present a number of risks which might not be associated with the purchase and sale of other types of investment products.

Prior to exercise or expiration, a futures position can be terminated only by entering into an offsetting transaction. This requires a liquid secondary market on the exchange on which the original position was established. While the Fund will enter into futures positions only if, in the judgment of the Investment Manager, there appears to be a liquid secondary market for such instruments, there can be no assurance that such a market will exist for any particular contract at any point in time. In that event, it might not be possible to establish or liquidate a position.

The Fund's ability to utilise futures to hedge its exposure to certain positions or as a surrogate for investments in instruments or markets will depend on the degree of correlation between the value of the instrument or market being hedged, or to which exposure is sought and the value of the futures contract. Because the instrument underlying a futures contract traded by the Fund will often be different from the instrument or market being hedged or to which exposure is sought, the correlation risk could be significant and could result in substantial losses to the Fund. The use of futures involves the risk that changes in the value of the underlying instrument will not be fully reflected in the value of the futures contract.

The liquidity of a secondary market in futures contracts is also subject to the risk of trading halts, suspensions, exchange or clearing house equipment failures, government intervention, insolvency of a brokerage firm, clearing house or exchange or other disruptions of normal trading activity. Futures positions may also be illiquid because certain futures exchanges limit fluctuations in certain futures contract prices during a single day by regulations referred to as "*daily price fluctuation limits*" or "*daily limits*". Under such daily limits, during a single trading day no trades may be executed at prices beyond the daily limits. Once the price of a contract for a particular future has increased or decreased by an amount equal to the daily limit, positions in the future can neither be taken nor liquidated unless traders are willing to effect trades at or within the limit. This could prevent the Fund from liquidating unfavourable positions.

Trading in derivatives linked to indices

The Investment Manager may utilise financial instruments which give a return linked to indices. The effect of governmental intervention may be particularly significant at certain times in currency and financial instrument futures markets. Such intervention (as well as other factors) may cause all of these markets to move rapidly in the same direction. Because the base currency of the Fund is the Euro, changes in the exchange rate between the Euro and such currencies may cause the Fund to suffer losses.

Risks Associated with Total Return Swaps

The Fund may enter into total return swap agreements i.e. a derivative whereby the total economic performance of a reference obligation is transferred from one counterparty to another counterparty. If there is a default by the counterparty to a swap contract, the Fund will be limited to contractual remedies pursuant to the agreement related to the transaction. There is no assurance that swap contract counterparties will be able to meet their obligations pursuant to swap contracts or that, in the event of default, the ICAV on behalf of the Fund will succeed in pursuing contractual remedies. The Fund thus assumes the risk that it may be delayed in or prevented from exercising its rights with respect to the investments in its portfolio and obtaining payments owed to it pursuant to the relevant contract and therefore may experience a decline in the value of its position, lose income and incur costs associated with asserting its rights. Furthermore, in addition to being subject to the credit risk of the counterparty to the total return swap, the Fund is also subject to the credit risk of the issuer of the reference obligation. Costs incurred in relation to entering into a total return swap and differences in currency values may result in the value of the index/reference value of the underlying of the total return swap differing from the value of the total return swap.

15. Risks Associated with Securities Financing Transactions

Securities Lending

The Fund may engage in securities lending activities. As with any extensions of credit, there are risks of delay and recovery. Should the borrower of securities fail financially or default in any of its obligations under any securities lending transaction, the collateral provided in connection with such transaction will be called upon. The value of the collateral will be maintained to a certain level to ensure that the exposure to a given counterparty does not breach any risk-spreading rules imposed under the UCITS Regulations. However, there is a risk that the value of the collateral may fall below the value of the securities transferred. In addition, as the Fund may invest cash collateral received under a securities lending arrangement in accordance with the requirements set down in the Central Bank Regulations, the Fund will be exposed to the risk associated with such investments, such as failure or default of the issuer or the relevant security.

16. Regulatory Risk

The regulatory environment is evolving and changes therein may adversely affect the ability of the Fund to obtain the leverage it might otherwise obtain or to pursue its investment strategies. In addition, the regulatory or tax environment for derivative and related instruments is evolving and may be subject to modification by government or judicial action which may adversely affect the value of the investments held by the Fund. The effect of any future regulatory or tax change on the Fund is impossible to predict. The regulatory environment within which the Fund operates may be different to that of the Investors' home countries.

Securities and futures markets are subject to comprehensive statutes, regulations and margin requirements. Regulators and self-regulatory organisations and exchanges are authorised to take extraordinary actions in the event of market emergencies. The regulation of derivative transactions and funds that engage in such transactions is an evolving area of law and is subject to modification by government and judicial actions. The effect of any future regulatory change on the Fund could be substantial and adverse including, for example, increased compliance costs, the prohibition of certain types of trading and/or the inhibition of the Fund's ability to pursue its respective investment approach as described herein.

17. Valuation Risk

Due to a wide variety of market factors and the nature of investments to be held or entered into by the Fund, there is no guarantee that the value determined by the Administrator will represent the value that will be realised by the Fund on the eventual disposition of the investment or that would, in fact, be realised upon an immediate disposition of the investment.

18. Reliance on the Investment Manager and Dependence on Key Personnel

Subject to the limitations set forth in this Supplement, the Investment Manager has complete discretion in directing the investment of the Fund's assets. The Fund's success depends, to a great extent, on the Investment Manager's ability to select investments. The Fund will be highly dependent on the financial and managerial experience of the Investment Manager and a limited number of persons of the Investment Manager to whom the task of managing the investments has been assigned. If the services of all or a substantial number of such persons were to become unavailable, the result of such a loss of key management personnel could result in substantial losses for the Fund.

19. Custodial Risk

When the Fund invests in assets that are financial instruments that can be held in custody ("**Custody Assets**"), the Depositary is required to hold such assets in custody and will be liable to the Fund for any loss of such assets held in custody unless it can prove that the loss has arisen as a result of an external event beyond its reasonable control, the consequences of which would have been unavoidable despite all reasonable efforts to the contrary. In the event of such a loss (and the absence of proof of the loss being caused by such an external event), the Depositary is required to return identical assets to those lost or a corresponding amount to the Fund without undue delay. When the Fund invests in assets that are not financial instruments that can be held in custody ("**Non-Custody Assets**"), the Depositary is only required to verify the Fund's ownership of such assets and to maintain a record of those assets of which the Depositary is satisfied that the Fund holds ownership. In the event of any loss of such assets, the Depositary will only be liable to the extent the loss has occurred due to its negligent or intentional failure to properly fulfil its obligations. Certain assets including over-the-counter derivatives, securities loans and repurchase agreements will be treated as Non-Custody Assets. The Directors consider that the level of protection that the Fund has with respect to Non-Custody Assets is lower than that of Custody Assets. The bankruptcy of the Depositary may have a materially adverse effect on the Fund, both on its ability to meet its restitution obligation without delay and on the ongoing operations of the Fund.

20. Position Limits

Limits imposed by the UCITS Regulations and/or counterparties may negatively impact on the Investment Manager's ability to implement the Fund's investment policy. Position limits are the maximum amounts that any one person or entity may own or control in a particular financial instrument. If at any time positions of the Fund were to exceed applicable position limits, the Investment Manager would be required to liquidate positions of the Fund to the extent necessary to observe those limits. Further, to avoid exceeding the position limits, the Investment Manager might have to forego or modify certain of its contemplated investments.

21. Legal Risk

The Fund may be subject to a number of unusual risks, including inadequate investor protection, contradictory legislation, incomplete, unclear and changing laws, ignorance or breaches of regulations on the part of other market participants, lack of established or effective avenues for legal redress, lack of standard practices and confidentiality customs characteristic of developed markets and lack of enforcement of existing regulations. Please also refer to "**Counterparty Exposure and Legal Risk**" in the section of the Prospectus headed "**RISK FACTORS**".

22. Fees and Expenses

Whether or not the Fund is profitable, it is required to meet certain fixed costs, including start-up and organisational expenses including listing expenses, ongoing administrative, custody and operating expenses, management and advisory fees.

23. Risk of capital loss

The Fund is not a guaranteed fund and returns can be negative. The performance of the Fund may not be consistent with the objectives of Investors and their investment may not be fully returned.

24. Financial Sector Risk

The Fund invests in securities issued and/or backed or enhanced by companies in the financial services industry, such as banks, insurance companies and other companies principally engaged in financial services activities. The financial services industry is particularly vulnerable to certain factors, such as the availability and cost of borrowing and raising additional capital, changes in interest rates, the rate of corporate and consumer debt defaults, and price competition. Financial services companies are subject to increasingly extensive government regulation, which can limit the types and amounts of loans and other commitments they make and the interest rates and fees they charge. Their profitability can, as a result, be significantly impacted. In addition, changes in the credit quality of a financial services company or such company's failure to fulfil its obligations could cause the Fund's investments that are backed by guarantees, letters of credit, insurance or other credit or liquidity enhancements issued or provided by such company to decline in value. Credit and liquidity enhancements are designed to help assure timely payment of a security and do not protect the Fund or its investors from losses caused by declines in a security's market value due to changes in market conditions. In addition, having multiple portfolio securities' credit or liquidity enhanced by the same financial services company increases the potential adverse effects on the Fund that can result from a downgrading of, or a default by, such financial services company.

5. INVESTMENT AND BORROWING RESTRICTIONS

The Fund is subject to the investment and borrowing restrictions set out in the UCITS Regulations, the Central Bank Regulations and in Appendix I to the Prospectus.

Where the Fund receives collateral as a result of trading in OTC FDI, the use of efficient portfolio management techniques or otherwise, the requirements of Appendix III of the Prospectus will apply.

6. DISTRIBUTION POLICY

Classes are either Accumulation Classes or Distribution Classes (as indicated in the table in the section

"**SUBSCRIPTIONS**" below). Accumulation Classes capitalise income. Distribution Classes may pay a dividend to the relevant Shareholders on an annual basis as of the last Business Day in December in each year. In such case, dividends shall be paid out of net income and realised and unrealised gains net of realised and unrealised losses but, at the discretion of the Directors, gross of the fees payable by the Fund. Paying dividends without first deducting fees may result in the erosion of capital. The rationale for providing for the payment of dividends out of net income and realised and unrealised gains net of realised and unrealised losses but gross of fees is to maximise the amount distributable to investors who are seeking a higher dividend paying Share Class.

Investors should note that the Fund may consequently pay some or all of its dividends out of capital. There is an increased risk that capital attributable to such Classes will be eroded if such payments are made. Such distributions will be achieved by foregoing the potential for future capital growth of these Classes. The value of future returns in such Classes may also be diminished and this cycle may continue until all capital is depleted. Distributions out of capital may have different tax implications to distributions of income - investors should seek advice from their professional advisers in this regard. Distributions out of capital made during the life of the Fund must be understood as a type of capital reimbursement.

The Directors will determine whether a dividend should be paid in respect of a particular Distribution Class and the amount of such dividend, in consultation with the Manager and the Investment Manager. Any dividend payments will be confirmed in writing to the Shareholders of Distribution Classes. To the extent made, distributions will be paid by wire transfer to the account(s) indicated by the Shareholder on its Application Form (as may be updated from time to time by signed, original notification from the Shareholder to the ICAV c/o the Administrator).

The Directors, in consultation with the Manager and the Investment Manager, may at any time change the policy of the Fund with respect to dividends distribution, in which case full details of any such change will be disclosed in an updated Supplement and Shareholders will be notified in advance.

Please also refer to the "**Distribution Policy**" section in the Prospectus.

7. SUBSCRIPTIONS

Offer

Class	Currency	Distribution Policy	Initial Offer Price	Minimum Holding	Minimum Subscription	Subscription Fee	Contingent Deferred Sales Charge	Redemption Fee
A - Acc (Hedged) Intermediary	EUR	Accumulation	100 EUR	1,000 EUR	1,000 EUR	None	Up to 3%	None
A – Acc Intermediary	EUR	Accumulation	100 EUR	1,000 EUR	1,000 EUR	None	Up to 3%	None
A - Dist (Hedged) Intermediary	EUR	Distribution	100 EUR	1,000 EUR	1,000 EUR	None	Up to 3%	None
A - Dist Intermediary	EUR	Distribution	100 EUR	1,000 EUR	1,000 EUR	None	Up to 3%	None
A – Acc (Hedged)	EUR	Accumulation	100 EUR	1,000 EUR	1,000 EUR	Up to 3%	None	Up to 3%

A – Acc	EUR	Accumulation	100 EUR	1,000 EUR	1,000 EUR	Up to 3%	None	Up to 3%
A - Dist (Hedged)	EUR	Distribution	100 EUR	1,000 EUR	1,000 EUR	Up to 3%	None	Up to 3%
A - Dist	EUR	Distribution	100 EUR	1,000 EUR	1,000 EUR	Up to 3%	None	Up to 3%
A-P - Acc (Hedged)	EUR	Accumulation	100 EUR	1,000 EUR	1,000 EUR	Up to 3%	None	Up to 3%
A-P - Acc	EUR	Accumulation	100 EUR	1,000 EUR	1,000 EUR	Up to 3%	None	Up to 3%
A-P – Dist (Hedged)	EUR	Distribution	100 EUR	1,000 EUR	1,000 EUR	Up to 3%	None	Up to 3%
A-P – Dist	EUR	Distribution	100 EUR	1,000 EUR	1,000 EUR	Up to 3%	None	Up to 3%
A – Acc	USD	Accumulation	100 USD	1,000 USD	1,000 USD	Up to 3%	None	Up to 3%
A - Dist	USD	Distribution	100 USD	1,000 USD	1,000 USD	Up to 3%	None	Up to 3%
A – P - Acc	USD	Accumulation	100 USD	1,000 USD	1,000 USD	Up to 3%	None	Up to 3%
A – P - Dist	USD	Distribution	100 USD	1,000 USD	1,000 USD	Up to 3%	None	Up to 3%
A - Acc	GBP	Accumulation	100 GBP	1,000 GBP	1,000 GBP	Up to 3%	None	Up to 3%
A - Dist	GBP	Distribution	100 GBP	1,000 GBP	1,000 GBP	Up to 3%	None	Up to 3%
A-P - Acc	GBP	Accumulation	100 GBP	1,000 GBP	1,000 GBP	Up to 3%	None	Up to 3%
A-P - Dist	GBP	Distribution	100 GBP	1,000 GBP	1,000 GBP	Up to 3%	None	Up to 3%
I – Acc (Hedged)	EUR	Accumulation	100 EUR	1,000,000 EUR	1,000,000 EUR	None	None	None
I – Acc	EUR	Accumulation	100 EUR	1,000,000 EUR	1,000,000 EUR	None	None	None
I - Dist (Hedged)	EUR	Distribution	100 EUR	1,000,000 EUR	1,000,000 EUR	None	None	None
I - Dist	EUR	Distribution	100 EUR	1,000,000 EUR	1,000,000 EUR	None	None	None
I-P - Acc (Hedged)	EUR	Accumulation	100 EUR	1,000,000 EUR	1,000,000 EUR	None	None	None
I-P - Acc	EUR	Accumulation	100 EUR	1,000,000 EUR	1,000,000 EUR	None	None	None
I-P – Dist (Hedged)	EUR	Distribution	100 USD	1,000,000 EUR	1,000,000 EUR	None	None	None
I-P – Dist	EUR	Distribution	100 USD	1,000,000 EUR	1,000,000 EUR	None	None	None
I – Acc	USD	Accumulation	100 USD	1,000,000 USD	1,000,000 USD	None	None	None
I - Dist	USD	Distribution	100 USD	1,000,000 USD	1,000,000 USD	None	None	None
I – P - Acc	USD	Accumulation	100 USD	1,000,000 USD	1,000,000 USD	None	None	None
I – P - Dist	USD	Distribution	100 USD	1,000,000 USD	1,000,000 USD	None	None	None
I - Acc	GBP	Accumulation	100 GBP	1,000,000 GBP	1,000,000 GBP	None	None	None

I - Dist	GBP	Distribution	100 GBP	1,000,000 GBP	1,000,000 GBP	None	None	None
I-P - Acc	GBP	Accumulation	100 GBP	1,000,000 GBP	1,000,000 GBP	None	None	None
I-P - Dist	GBP	Distribution	100 GBP	1,000,000 GBP	1,000,000 GBP	None	None	None
SI – Acc (Hedged)	EUR	Accumulation	100 EUR	100 million EUR	100 million EUR	None	None	None
SI - Acc	EUR	Accumulation	100 EUR	100 million EUR	100 million EUR	None	None	None
SI - Dist (Hedged)	EUR	Distribution	100 EUR	100 million EUR	100 million EUR	None	None	None
SI - Dist	EUR	Distribution	100 EUR	100 million EUR	100 million EUR	None	None	None
SI – Acc	USD	Accumulation	100 USD	100 million USD	100 million USD	None	None	None
SI - Dist	USD	Distribution	100 USD	100 million USD	100 million USD	None	None	None
SI - Acc	GBP	Accumulation	100 GBP	100 million GBP	100 million GBP	None	None	None
SI - Dist	GBP	Distribution	100 GBP	100 million GBP	100 million GBP	None	None	None
F – Acc	EUR	Accumulation	100 EUR	1,000,000 EUR	1,000,000 EUR	None	None	None
F – Dist (Hedged)	EUR	Distribution	N/A	1,000,000 EUR	1,000,000 EUR	None	None	None
X – Acc	GBP	Accumulation	100 GBP	1,000 GBP	1,000 GBP	Up to 3%	None	Up to 3%
X – Acc	EUR	Accumulation	100 EUR	1,000 EUR	1,000 EUR	Up to 3%	None	Up to 3%

Class A Shares are for all investors.

Class SI Shares are only offered to what the Directors consider to be "*Super Institutional Investors"* or any investors subscribing for Shares for an amount at least equal to the Minimum Subscription amount of the relevant Class SI Shares.

Class F Shares and Class "I" Shares are only offered to what the Directors consider to be "*Institutional Investors*" or any investors subscribing for Shares for an amount at least equal to the Minimum Subscription amount of each relevant Class.

Class X Shares shall only be available for subscription by employees of the Investment Manager or such other individuals as determined by the Investment Manager. Class X Shares do not charge an investment management fee.

The Directors in consultation with the Manager and the Investment Manager may partially or wholly waive the Minimum Subscription amount in respect of one or more Shareholders or Investors at their discretion.

Class A Shares, Class I Shares, Class F Shares, Class SI Shares and Class X Shares will be offered on their relevant Initial Issuance Date at their relevant Initial Offer Price, subject to acceptance of applications for Shares by the ICAV. Following the close of the Initial Offer Period, an investor may apply to subscribe for Shares in respect of each Dealing Day at the Net Asset Value per Share calculated as at the Valuation Point in respect of the relevant Dealing Day.

The Investment Manager may undertake currency hedging in respect of the Hedged Classes (as indicated in the table above) as set out under "Currency hedging at Class level" in section 3 of this Supplement.

The Directors in consultation with the Manager and the Investment Manager on behalf of the ICAV may reject any application in whole or in part without giving any reason for such rejection in which event the subscription monies or any balance thereof will be returned without interest, expenses or compensation to the applicant by transfer to the applicant's designated account or by post at the applicant's risk.

The Net Asset Value will be calculated in accordance with the principles described under section "**Net Asset Value and Valuation of Assets**" in the Prospectus with the following distinction: securities valued under point "(a)" in that section, which are listed or traded on a Regulated Market will be valued at the closing bid prices or, if no closing price is available, at the last known market bid prices. The Net Asset Value will be published as often as the Net Asset Value is calculated promptly following its calculation. Please see the section headed "**Publication of Net Asset Value per Share"** in the Prospectus.

Please see the section entitled "**Application for Shares**" in the Prospectus in the section entitled "**THE SHARES**" for more information regarding the cost of Shares.

Minimum Subscription Amount and Minimum Holding

The Minimum Subscription and Minimum Holding amounts in respect of each Class are set out in the table above.

The Directors in consultation with the Manager and the Investment Manager may, at its discretion, grant Shareholders and potential Investors an exemption from the Minimum Subscription amount.

8. REDEMPTIONS

Shareholders may request redemption of their Shares on and with effect from any Dealing Day. Shares will be redeemed at the Net Asset Value per Share for that Class, calculated on or with respect to the relevant Dealing Day in accordance with the procedures described below (save during any period when the calculation of Net Asset Value is suspended).

In accordance with the terms of the Prospectus, an anti-dilution levy may be applied at the discretion of the Directors, acting in consultation with the Manager and the Investment Manager.

For further information on anti-dilution levies please refer to the paragraphs headed "**Anti-Dilution Levy**" in the section of the Prospectus entitled "**THE SHARES: Net Asset Value and Valuation of Assets**".

For all redemptions, Shareholders will be paid the equivalent of the Redemption Price per Share for the relevant Dealing Day. This price could be less than the Net Asset Value per Share calculated for that Dealing Day due to the effect of Duties and Charges and other fees and levies. Potential Shareholders should note therefore that the payments received for Shares redeemed could be less than their value on the day of redemption.

If the redemption of only part of a Shareholder's shareholding of a Class would leave the Shareholder holding less than the Minimum Holding for the relevant Class, the ICAV or its delegate may, if it thinks fit, redeem the whole of that Shareholder's holding in such Class.

Please refer to the section headed "**Redemption of Shares**" in the section entitled "**THE SHARES**" in the Prospectus for further information on the redemption process.

Timing of Payment

Redemption proceeds in respect of Shares will normally be paid by the Redemption Settlement Cut-Off provided that all the required documentation has been furnished to and received by the Administrator and provided further that proceeds must (unless dealing in the Shares is suspended or a redemption gate is applied) be paid within five (5) Business Days of the relevant Dealing Day.

Withdrawal of Redemption Requests

Requests for redemption may not be withdrawn save with the written consent of the Directors in consultation with the Manager and the Investment Manager or in the event of suspension of calculation of the Net Asset Value of the Fund.

Redemption Limit

Where the total requests for redemption on any Dealing Day exceed at least 10% of the total number of Shares in the Fund or at least 10% of the Net Asset Value of the Fund and the Directors, in consultation with the Manager and the Investment Manager, decide to refuse to redeem any Shares in excess of 10% of the total number of Shares in the Fund or 10% of the Net Asset Value of the Fund or such higher percentage that the Directors, in consultation with the Manager and the Investment Manager, may determine, the Fund shall reduce pro rata any request for redemption on that Dealing Day and shall treat the redemption requests as if they were received on each subsequent Dealing Day until all the Shares to which the original request related have been redeemed.

9. SUSPENSION OF DEALING

Shares may not be issued or redeemed during any period when the calculation of the Net Asset Value of the Fund is suspended in the manner described in the Prospectus under the heading "**Suspension of Valuation of Assets**". Unless withdrawn, applications for Shares will be considered and requests for redemption will be processed as at the next Dealing Day following the ending of such suspension.

10.FEES AND EXPENSES

The Fund shall bear its attributable portion (based on its Net Asset Value) of the fees and operating expenses of the ICAV. The fees and operating expenses of the ICAV are set out in detail in the section entitled "**FEES, CHARGES AND EXPENSES**" in the Prospectus. The Directors intend to apply the fees and expenses associated with the establishment and ongoing operations of the ICAV across each Fund of the ICAV pro-rata each Fund's Net Asset Value, to the extent possible.

Establishment Expenses

The Fund shall bear the fees and expenses attributable to its establishment, which are estimated to be €30,000 including its proportionate share of the establishment expenses of the ICAV, as detailed in the section of the Prospectus entitled "**Establishment Expenses**". Such establishment expenses may be amortised over the first five Accounting Periods following the launch of the Fund.

Subscription Fee

The ICAV may charge a Subscription Fee in respect of Class A Shares and Class X Shares only of up to 3% on the aggregate investment amount subscribed. Such Subscription Fee shall be payable to the Fund and may be retained by the Fund or paid by the Fund to one or more intermediaries.

The Subscription Fee is charged at the absolute discretion of the Directors, in consultation with the Manager and the Investment Manager.

Contingent Deferred Sales Charge

In respect of Classes A "Intermediary" only, Shareholders who redeem their Shares within 3 years of their initial purchase date may be subject to a contingent deferred sales charge of up to 3% applied at the point of redemption on a sliding scale from 1% to 3%, depending on the number of years that the individual Shareholder held its Shares (a Shareholder who redeems within one year will be subject to a fee of 3%, a Shareholder who redeems after one year but within two years will be subject to a 2% fee and a Shareholder who redeems after two years but within three years will be subject to a 1% fee). The Directors will not apply a Subscription Fee in respect of the purchase of any Class A "Intermediary" Shares. Shareholders who hold their Class A "Intermediary" Shares for three years will have such Class A "Intermediary" Shares switched into Class A Shares without charge.

Redemption Fee

In respect of Class A Shares and Class X Shares, the ICAV may charge a Redemption Fee up to 3% three of the Net Asset Value of the Shares being redeemed. Such Redemption Fee shall be payable to the Fund.

The Redemption Fee is charged at the absolute discretion of the Directors, in consultation with the Manager and the Investment Manager.

Manager's Fee

Pursuant to the Management Agreement, the Manager is entitled to charge the Fund an annual fee not to exceed 0.10% of the Net Asset Value of the Fund, subject to a minimum annual fee not to exceed €150,000 which fee shall be allocated pro-rata to all sub-funds of the ICAV. The Manager's fee shall be subject to the imposition of Value Added Tax ("**VAT**") if required. The fee will be calculated and accrued daily and is payable monthly in arrears within ten (10) Business Days of the last Business Day of each calendar month. The Manager's fee may be waived or reduced by the Manager, with respect to one or more Classes, in consultation with the Directors.

The Manager shall be entitled to be reimbursed by the Fund for reasonable out of pocket expenses incurred and any VAT on all fees and expenses payable to or by it.

Investment Management Fee

Pursuant to the Investment Management Agreement, the Investment Manager is entitled to charge the Fund an Investment Management Fee, which applies separately in respect of each Class as set out in the table below, based on its Net Asset Value.

Class(es)	**Investment Management Fee**	**Performance Fee**
Class F Shares	0.40%	20% of the outperformance of the Class F Shares above the Index on an annual basis
Class A "Intermediary"	2.00%	N/A
Class A Shares	2.00%	N/A
Class A-P Shares	1.50%	20% of the outperformance of the Class A-P Shares above the Index on an annual basis.
Class I Shares	1.00%	N/A
Class I-P Shares	0.60%	20% of the outperformance of the Class I-P Shares above the Index on an annual basis.
Class SI Shares	0.50%	N/A
Class X Shares	N/A	N/A

Investment Management Fees levied will also be subject to the imposition of VAT if required.

The Investment Management Fee will be calculated and accrued daily and is payable monthly in arrears within ten (10) Business Days of the last Business Day of each calendar month.

The Investment Management Fee may be waived or reduced in respect of one or more Classes by the Investment Manager, in consultation with the Manager and the Directors. The Investment Manager may decide to rebate to one or more Shareholders or intermediaries part or all of its Investment Management Fee, which may include directors and employees of the Investment Manager.

The Investment Manager shall be entitled to be reimbursed by the Fund for reasonable out of pocket expenses incurred and any VAT on all fees and expenses payable to or by it.

Should the Fund invests in any other sub-fund of the ICAV, the rate of the annual Manager's Fee and Investment Management Fee which Investors in the Fund are charged in respect of that portion of the Fund's assets invested in such sub-fund(s) (whether such fee is paid directly at the Fund level, indirectly at the level of the receiving sub-funds or a combination of both) shall not exceed the rate of the maximum annual Manager's Fee and Investment Management Fee which investors in the Fund may be charged in respect of the balance of the Fund's assets, such that there shall be no double charging of the annual Manager's Fee or Investment Management to the Fund as a result of such investments.

Performance Fee

The Investment Manager is entitled to a performance fee (the "**Performance Fee**"). The Performance Fee will be paid out of the net assets attributable to each Class described in further detail below. The Performance Fee shall be calculated and shall accrue at each Valuation Point and the accrual will be reflected in the Net Asset Value per Share of the relevant Class of Shares. The first "**Performance Period**" will be from the Initial Issuance Date of the relevant Class until the end of the following Annual Accounting Date falling at least 12 months after the Initial Issuance Date. Thereafter a Performance Period will run from the first day after such Annual Accounting Date to the next following Annual Accounting Date or, if earlier, the date on which no Shares of the relevant Class are in issue.

The Performance Fee for each Performance Period shall be equal to 20% of the amount, if any, by which the Net Asset Value before Performance Fee accrual of the relevant Class of Shares exceeds the MSCI World Financials Net TR EUR Index (Bloomberg: NE106802) (the "**Benchmark**"). For non-base currency Classes, the Benchmark shall be calculated in the currency of the relevant Class. The Benchmark is considered to be consistent with the investment policy of the Fund. The Performance Fee shall only be calculated and payable on the amount by which the net realized and unrealized appreciation in the Net Asset Value per Share exceeds the Benchmark. The Performance Fee is calculated before any dividend distribution (if any).

For the avoidance of doubt, for any Performance Fee to be payable in a Performance Period any previous underperformance of the Benchmark will need to have been clawed back during the course of that Performance Period (please see details below of the "**relative High Water-Mark**"), however, any underperformance previously incurred by a Class of Shares does not need be recovered before a Performance Fee becomes payable. **Shareholders should note that a Performance Fee may be paid in times of negative performance (i.e., the Class has outperformed the Benchmark but the overall performance of the Class was negative for the relevant Performance Period).**

The Performance Fee will be calculated in accordance with the above methodology and paid at the end of each Performance Period (and on any date that a Shareholder redeems Shares, with respect to the Shares redeemed) calculated in respect of the amount by which the Net Asset Value per Class exceeds the Benchmark.

The Performance fee will be calculated each time the Net Asset Value is calculated.

The Performance Fee, if any, is calculated and payable by the Fund to the Investment Manager on an annual basis as at the last Business Day of the Annual Accounting Date. If a Class is redeemed during the Performance Period, a separate Performance Fee for that Class will be calculated by the Administrator and verified by the Depositary and will become payable as if the Dealing Day on which that Class is redeemed were the end of the Performance Period. The Performance Fee accrual will be adjusted to account for any Performance Fees which crystallised on redemptions.

The Performance Fee is based on net realised and net unrealised gains and losses as at the end of each

Calculation Period and as a result, Performance Fees may be paid on unrealised gains which may subsequently never be realised.

The Performance Fee is normally payable to the Investment Manager annually in arrears within 10 calendar days of the end of each Performance Period. However, in the case of a Class redeemed during a Performance Period, the accrued Performance Fee in respect of that Class will be payable within 10 calendar days after the date of redemption.

The Performance Fee in respect of each Performance Period will be calculated net of all costs but could be calculated without deducting the Performance Fee itself, provided that in doing so it is in the investor's best interest (i.e. it would result in the investor paying less fees). The accrued Performance Fee will be calculated at each Dealing Day and deducted in arriving at the Net Asset Value of each Class.

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

The Investment Manager may decide to partially or wholly waive its entitlement to a Performance Fee in respect of one or more Classes. The Investment Manager may rebate part or all of its Performance Fee to one or more Shareholders or intermediaries.

Performance Fee Example:

	Relative High-Water Mark ("HWM") / Share	Benchmark ("BM")	Class Return	BM Movement	BM Adjusted HWM	Gross Asset Value	Perf Fee	Ending NAV
Start	100.00	100.00	-	-	1,000,000	-	-	1,000,000
Year 1	100.00	101.00	5%	1%	1,010,000	1,050,000	8,000	1,042,000
Year 2	104.20	106.05	2%	5%	1,094,100	1,062,840	-	1,062,840
Year 3	109.41	106.05	3%	0%	1,094,100	1,094,725	125.04	1,094,600
Year 4	109.46	103.93	-1%	-2%	1,072,708	1,083,654	2,189.20	1,081,465
Year 5	108.15	109.13	6%	5%	1,135,534	1,148,673	2,627.98	1,146,045

- Assuming that an investment of EUR 1,000,000 is made on the first day of the calendar year in the Fund, a Performance Fee of 20% will be charged if the Class outperforms the Benchmark and has a positive absolute return for the period (Year 1). The NAV per Share is calculated as EUR 100.

- In Year 1, the Class returns 5% and the Benchmark returns 1%. As such, the Class outperforms the Benchmark by 4%. The initial EUR 1,000,000 invested in the Fund is now worth EUR 1,050,000. An investment in the Benchmark would have been worth EUR 1,010,000. The excess return of the Class versus the Benchmark is EUR 40,000. The Performance Fee is 20% of EUR 40,000 which is EUR 8,000. This is deducted from the value of the holding, leaving EUR 1,042,000 for the Shareholder, and NAV per Share of EUR 104.2. The new high-water mark ("**relative High-Water Mark**") is EUR 1,050,000 minus the Performance Fee of EUR 8,000 which is EUR 1,042,000.

- In Year 2, the Class returns 2%, but underperforms the reference Benchmark by 3%. As such no Performance Fee is charged for the year. The relative High-Water Mark for Year 3 becomes EUR 1,094,100 (EUR 109.41 per share). Consequently, the Class will not charge a Performance Fee until the relative underperformance against the Benchmark is recovered.

- In Year 3, the Class's performance is 3%, outperforming the reference Benchmark by 3%. A Performance Fee is payable as the Class is above the relative High-Water Mark. The relative High-Water Mark becomes EUR 1,094,600 (EUR 109.46 per share).

- In Year 4, the Class declines 1%, outperforming the Benchmark by 1%. A Performance Fee is payable as the Class is above the relative High-Water Mark. Relative High-Water Mark for Year 5 becomes EUR 1,081,465 (EUR 108.15 per share); unlike an absolute High-Water Mark, in this case the relative High-Water Mark decreases to reflect the outperformance versus the Benchmark (both the Class and the Benchmark have negative absolute performance in Year 4).

- In Year 5, the Class outperforms the Benchmark by 1%. As the value of the Class is above the relative High-Water Mark of EUR 1,081,465 (EUR 108.15 per share), a Performance Fee is charged. The relative High-Water Mark becomes EUR 1,146,045 (EUR 114.60 per share) at the end of Year 5.

Information on the Fund's past performance measured against the Benchmark is available at www.tenaxcapital.com

Administrator's Fee

The Fund shall discharge the Administrator's fees and expenses (including any reasonable out of pocket expenses incurred on behalf of the Fund). The Administrator's fee shall not exceed 0.06% of the Net Asset Value of the Fund which shall be calculated and accrued as of each Dealing Day and shall be payable monthly in arrears subject to a minimum annual fee of €24,000.

The Fund shall pay certain additional fees to the Administrator for additional Classes of Shares, for the production of financial statements, for filing the Fund's VAT returns with the Irish Revenue Commissioners, for access to on-line communications and reporting and for the set up and due diligence on investor accounts, the maintenance of the Fund's Shareholder register and for Shareholder transaction processing, at normal commercial rates.

Depositary's Fee

The Fund shall discharge the Depositary's fees and expenses (including any reasonable out of pocket expenses incurred on behalf of the Fund). The Depositary's fee shall not exceed 0.03% of the Net Asset Value of the Fund which shall be calculated and accrued as of each Dealing Day and shall be payable monthly in arrears subject to a minimum annual fee of €24,000. The Depositary's fee includes sub-custodian fees in the following markets: ESES, ICSD, Germany, UK, Ireland, Spain, Italy, Switzerland, Portugal, Finland, Sweden, Denmark, Norway, Austria, USA, Japan, Canada and Australia. Sub-custodian fees for any other markets may be charged to the Fund and will be charged at normal commercial rates.

The Fund shall pay certain additional fees to the Depositary for proxy voting, for the settlement of transactions and for cash transfers at normal commercial rates.

ANNEX

ANNEX

Pre-contractual disclosure for the financial products referred to in Article 8, paragraphs 1, 2 and 2a, of Regulation (EU) 2019/2088 and Article 6, first paragraph, of Regulation (EU) 2020/852

Product name: Tenax Financials UCITS Fund **Legal entity identifier: 635400F2H62O9NSDTB06**

Environmental and/or social characteristics

Sustainable investment means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

The **EU Taxonomy** is a classification system laid down in Regulation (EU) 2020/852, establishing a list of **environmentally sustainable economic activities**. That Regulation does not lay down a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

Does this financial product have a sustainable investment objective?

[ ] **Yes**

- [ ] It will make a minimum of **sustainable investments with an environmental objective:** ___%
  - [ ] in economic activities that qualify as environmentally sustainable under the EU Taxonomy
  - [ ] in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy
- [ ] It will make a minimum of **sustainable investments with a social objective:** ___%

[x] **No**

- [ ] It **promotes Environmental/Social (E/S) characteristics** and while it does not have as its objective a sustainable investment, it will have a minimum proportion of ___% of sustainable investments
  - [ ] with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy
  - [ ] with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy
  - [ ] with a social objective
- [x] It promotes E/S characteristics, but **will not make any sustainable investments**

Sustainability indicators measure how the environmental or social characteristics promoted by the financial product are attained.

What environmental and/or social characteristics are promoted by this financial product?

The Fund promotes social, rather than environmental, characteristics. The social characteristics promoted by the Fund are directly relevant to the UN's Sustainable Development Goals ("**SDGs**"), notably SDG 8 ("Decent Work and Economic Growth") and SDG 9 ("**Industry, Innovation and Infrastructure**"), as well as to the detailed targets and indicators for SDG 8 and SDG 9 subsequently published by the UN in 2017.

The social characteristics promoted by the Fund are: innovation, labour conditions, workplace safety, employee welfare and the integrity of supply chains.

No reference benchmark has been designated for the purpose of attaining the social characteristics promoted by the Fund.

What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?

As part of the investment process, the Fund has developed a range of relevant sustainability indicators or factors to use in conjunction with sustainability ratings and fundamental bottom-up research in order to measure the attainment of the social characteristics promoted by the Fund.

This includes a range of norm-based and value-based binding exclusion criteria, which are set out in the Investment Manager's Responsible Investment (ESG) Policy.

The norm-based and value-based binding exclusions apply to the entire portfolio of the Fund. The norm-based exclusions apply to companies which are not considered by the Investment Manager to meet the standards or comply with the following: the UN Global Compact (UNGC); UN Guiding Principles on Business and Human Rights (UNPBR); ILO Fundamental Principles and Rights at Work (FPRW); the Montreal Protocol; the Stockholm Convention on Persistent Organic Pollutants; and the Convention on International Trade in Endangered Species. The value-based exclusions relate to: controversial weapons, such as cluster munitions; pornography; tobacco; and gambling. The value-based exclusions are based on the revenue that a company may derive from a relevant source in order to be eligible for investment. A company is excluded for investment by the Fund if it derives:

- 5% or more of its revenue from tobacco;
- 10% or more of its revenue from gambling; or
- any of its revenue from controversial weapons or pornography (i.e., no minimum revenue threshold applies).

The indicators used to measure the attainment of the social characteristics promoted by the Fund are: analysis of innovative developments, labour and employment practices, ethics and compliance, social supply chain management, data security and customer privacy, product quality and safety, occupational health and safety, access and affordability, community rights and relations, and operational risk management.

What are the objectives of the sustainable investments that the financial product partially intends to make and how does the sustainable investment contribute to such objectives?

N/A

How do the sustainable investments that the financial product partially intends to make, not cause significant harm to any environmental or social sustainable investment objective?

N/A

Principal adverse impacts are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anti-corruption and anti-bribery matters.

How have the indicators for adverse impacts on sustainability factors been taken into account?

N/A

How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights? Details:

N/A

The EU Taxonomy sets out a "do not significant harm" principle by which Taxonomy-aligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

The "do no significant harm" principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.

Does this financial product consider principal adverse impacts on sustainability factors?

Yes, the Fund considers a range of sustainability factors and the potential for these to be affected by principal adverse impacts ("PAI"). As part of its investment process, the Investment Manager has identified PAI indicators listed under social and employee, respect for human rights, anti-corruption and anti-bribery matters in Annex 1 of the SFDR Level 2 Regulations relevant to the Fund's investments and promoted characteristics. In addition, the Investment Manager takes account of the indicators outlined in UN SDG 8 ("Decent Work and Economic Growth") and SDG 9 ("Industry, Innovation and Infrastructure"). The Investment Manager will measure and monitor the selected PAI indicators for all managed assets of the Fund on a periodic basis in accordance with the investment strategy set out below. The information on PAIs on sustainability factors for the Fund will be available in the annual report for the Fund.

No

The investment strategy guides investment decisions based on factors such as investment objectives and risk tolerance.

Good governance practices include sound management structures, employee relations, remuneration of staff and tax compliance.

What investment strategy does this financial product follow?

As part of the overall investment strategy, the Investment Manager will use an integrated methodology to evaluate the ESG characteristics of potential investments. This methodology will combine application of an internal ESG model with the use of ratings from leading ESG ratings providers, together with bottom-up analysis of individual companies and other data available from Bloomberg.

More generally, the Fund will be actively managed and will employ a predominantly bottom-up, research-based approach in that a company is analysed with greatest emphasis on its ability to generate long-term capital growth. The ability of a company to generate long term capital growth is ultimately dependent on its financial structure and the prospect of the business in which it operates - the Investment Manager evaluates these elements and selects those companies that present the best prospect both from a financial and business perspective. From a financial perspective, the Investment Manager considers balance sheet and profit and loss dynamic such as: improving cash flow conversion, decreasing leverage, lower cost of financing and rising profitability. Business perspectives include analysis of the therapeutic efficacy of a given product and lower regulatory and patent exposure.

Further information in the Fund's general investment strategy is set out in the section *'Investment Strategy'* in the Fund's Supplement.

- ***What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?***

  The Investment Manager has set out a list of mandatory norm-based and value-based exclusions excluded activities in its Responsible Investment (ESG) Policy (further details of which can be found at the link the section below *'Where can I find more product specific information online?'*).

  The norm-based and value-based binding exclusions apply to the entire portfolio of the Fund. The norm-based exclusions relate to: the UN Global Compact (UNGC); UN Guiding Principles on Business and Human Rights (UNPBR); ILO Fundamental Principles and Rights at Work (FPRW); the Montreal Protocol; the Stockholm Convention on Persistent Organic Pollutants; and the Convention on International Trade in Endangered Species. The value-based exclusions relate to: controversial weapons, such as cluster munitions; pornography; tobacco; and gambling. They constitute a binding element of the Fund's investment strategy. The value-based exclusions are based on the revenue that a company may derive from a relevant source in order to be eligible for investment. A company is excluded for investment by the Fund if it derives:

  - 5% or more of its revenue from tobacco;
  - 10% or more of its revenue from gambling; or
  - any of its revenue from controversial weapons or pornography (i.e., no minimum revenue threshold applies).

- ***What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy?***

  N/A

- ***What is the policy to assess good governance practices of the investee companies?***

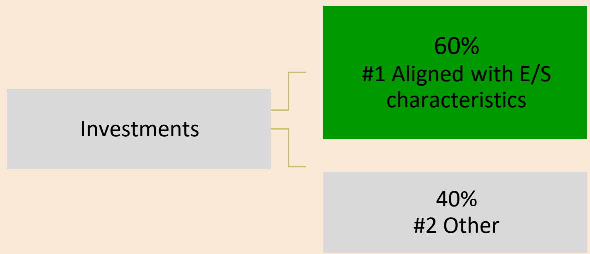
The Investment Manager does not envisage that it will routinely engage directly with investee companies, but may do so on occasion, for example to address data limitations or clarify discrepancies. In assessing investee companies' good governance practices, as part of its bottom-up analysis, the Investment Manager has regard to a number of considerations, including sound management structures, employee relations, remuneration of staff, tax compliance, transparency of ownership and control, board effectiveness, the quality of management, conflicts of interest, the approach to diversity and inclusion, management incentives, and alignment of management with shareholders.

The Investment Manager also takes account of compliance with generally accepted standards of business integrity.

Asset allocation describes the share of investments in specific assets.

Taxonomy-aligned activities are expressed as a share of:
- **turnover** reflecting the share of revenue from green activities of investee companies
- **capital expenditure** (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy.
- **operational expenditure** (OpEx) reflecting green operational activities of investee companies.

What is the asset allocation planned for this financial product?



#1 Aligned with E/S characteristics includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product.

#2 Other includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

The minimum proportion of the investments of the Fund used to meet the social characteristics promoted by the Fund is 60% of the Net Asset Value of the Fund. The remaining "Other" investments will represent up to 40% of the Net Asset Value of the Fund. The remaining "Other" investments will, however, be subject to any binding exclusions in place as per the Investment Manager's Responsible Investment (ESG) Policy.

- ***How does the use of derivatives attain the environmental or social characteristics promoted by the financial product*?**

  Yes, the Fund may use derivatives to attain the social characteristics promoted by the Fund. For further details on how derivatives may be used, please refer to the Prospectus Supplement. When the Fund does use derivatives, they are subject to the same sustainability assessment framework as investments in the underlying instruments.

To comply with the EU Taxonomy, the criteria for **fossil gas** include limitations on emissions and switching to renewable power or low-carbon fuels by the end of 2035. For **nuclear energy**, the criteria include comprehensive safety and waste management rules.

Enabling activities directly enable other activities to make a substantial contribution to an environmental objective.

Transitional activities are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the best performance.

are sustainable investments with an environmental objective that **do not take into account the criteria** for environmentally sustainable economic activities under the EU Taxonomy.

To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?

N/A

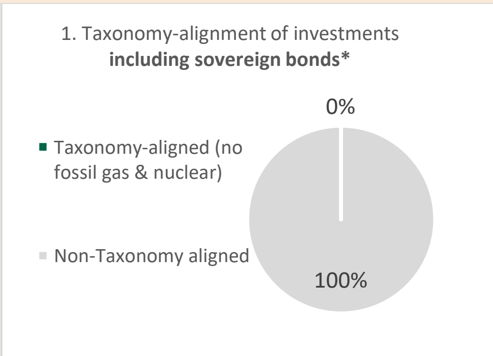
Does the financial product invest in fossil gas and / or nuclear energy related activities that comply with the EU Taxonomy[1]?

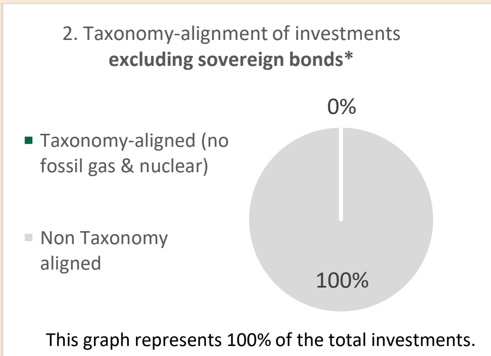
☐ **Yes:**

☐ In fossil gas ☐ In nuclear energy

X **No**

The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the Taxonomy-alignment of sovereign bonds*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.





* *For the purpose of these graphs, 'sovereign bonds' consist of all sovereign exposures*

What is the minimum share of investments in transitional and enabling activities?

N/A

What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy?

N/A

What is the minimum share of socially sustainable investments?

N/A

[1] Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objective – see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

What investments are included under "#2 Other", what is their purpose and are there any minimum environmental or social safeguards?

A maximum of 40% of the Fund's Net Asset Value may comprise assets, such as equities and equity related securities in the financial sector, that do not promote the Fund's social characteristics. These assets will, however, be subject to the binding exclusions highlighted above in the section entitled "What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?". Therefore, these assets will be subject to minimum ESG-related safeguards and will also be subject to the general investment policy of the Fund. In general, they are designed to support portfolio diversification and to assist the Fund in achieving investment returns commensurate with investor expectations.

Except for the binding exclusions, no additional minimum environmental or social safeguards apply to such investments.

Is a specific index designated as a reference benchmark to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes?

No

Reference benchmarks are indexes to measure whether the financial product attains the environmental or social characteristics that they promote.

- ***How is the reference benchmark continuously aligned with each of the environmental or social characteristics promoted by the financial product?***

  N/A

- ***How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?***

  N/A

- ***How does the designated index differ from a relevant broad market index?***

  N/A

- ***Where can the methodology used for the calculation of the designated index be found?***

  N/A

Where can I find more product specific information online?

More information, including further information on the Investment Manager's Responsible Investment (ESG) Policy, can be found a can be found at: https://www.tenaxcapital.com/esg