

# **Dimensional Funds ICVC**

**Emerging Markets Core Equity Fund  
Global Short-Dated Bond Fund  
International Core Equity Fund  
International Value Fund  
United Kingdom Core Equity Fund  
United Kingdom Small Companies Fund  
United Kingdom Value Fund**

## **PROSPECTUS**

**1 April 2022**



Authorised and Regulated by the Financial Conduct Authority

**Prospectus of Dimensional Funds ICVC**, an investment company with variable capital incorporated with limited liability and registered in England and Wales under The Open-Ended Investment Companies Regulations 2001. Capitalised words and expressions are defined in the body of the prospectus and/or under “Terms Used in This Document” below at page 7.

This document constitutes the prospectus for the Company, which has been prepared in accordance with that part of the FCA Rules which relates to regulated collective investment schemes. This prospectus is based on information, law and practice at the date hereof. The Company cannot be bound by an out of date prospectus when it has issued a new prospectus, and investors should check with Dimensional Fund Advisors Ltd. that this is the most recently published prospectus.

This prospectus is dated, and is valid as at 14 January 2022 and replaces any previous prospectuses issued by the Company. Copies of this prospectus have been sent to the Financial Conduct Authority and the Depositary.

Dimensional Fund Advisors Ltd., the Authorised Corporate Director of the Company, is the person responsible for the information contained in this prospectus. To the best of its knowledge and belief (having taken all reasonable care to ensure that such is the case), the information in this document does not contain any untrue or misleading statement or omit any matters required by The OEIC Regulations 2001 and the COLL Sourcebook to be included in it. Dimensional Fund Advisors Ltd. accepts responsibility accordingly. The Depositary is not a person responsible for the information contained in this prospectus and accordingly does not accept any responsibility therefor under the FCA Rules or otherwise.

### **INVESTING IN SHARES**

This prospectus and the relevant key investor information document(s) should be read in their entirety before making an application to invest in a Fund or re-investing in a Fund. The provisions of the Instrument of Incorporation are binding on each of the Shareholders, who are taken to have notice of them.

The most up-to-date version of the relevant key investor information document for each Class of Shares available in the Funds is available on Dimensional’s website [wwwdimensional.com](http://wwwdimensional.com). Further information on the documents available to investors and how they may be obtained is set out in Appendix 4.

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

Prospective investors should not treat the contents of this prospectus as advice relating to legal, taxation, investment or any other matters and are recommended to consult their own professional advisers concerning the acquisition, holding or disposal of Shares. If you are unsure whether an investment in a Fund is suitable for you, you should seek advice from a financial adviser.

This prospectus, all other documentation relating to Share issued by or on behalf of the Company, and all dealings in Shares are governed by the laws of England and Wales.

## **DISTRIBUTION AND SELLING RESTRICTIONS**

The distribution of this prospectus and the offering or purchase of Shares in certain jurisdictions may be restricted. No person receiving a copy of this prospectus in any such jurisdiction may treat the prospectus as constituting an invitation to them to subscribe for Shares unless in the relevant jurisdiction such an invitation could lawfully be made to them without compliance with any registrations or other legal requirements. Accordingly, this prospectus does not constitute an offer or solicitation by anyone in any jurisdiction in which such an offer or solicitation is not lawful or in which the person making such offer or solicitation is not qualified to do so or to anyone to whom it is unlawful to make such offer or solicitation. It is the responsibility of any persons in possession of this prospectus and any persons wishing to apply for Shares pursuant to this prospectus to inform themselves of and to observe all applicable laws and regulations of any relevant jurisdiction. Prospective investors for Shares should inform themselves as to the legal requirements of so applying and any applicable exchange control regulations and taxes in the countries of their respective citizenship, residence or domicile. Dimensional Fund Advisors Ltd. reserves the right to reject applications to purchase Shares where it reasonably believes the Shares have been offered in breach of applicable law or regulation.

Shares in the Company are not listed or dealt in on any investment exchange.

### **United Kingdom**

This prospectus has been approved for the purpose of section 21 of the Financial Services and Markets Act 2000 (as amended) by Dimensional Fund Advisors Ltd.

### **Important information for persons in the European Economic Area**

The Alternative Investment Fund Managers Directive of the European Union (“AIFMD”) imposes certain requirements in connection with the marketing of the Company in the European Economic Area. The AIFMD regulates alternative investment funds (“AIFs”) and their managers (“AIFMs”).

For potential investors in an EEA state, the Company and each Fund are categorised as a non-EEA AIF, and Dimensional Fund Advisors Ltd is a non-EEA AIFM. Consequently no offering, whether direct or indirect, or sale of shares in a Fund may be made in an EEA State at the initiative of or on behalf of the Company or the ACD unless the ACD has first notified the relevant competent authority of the EEA state. This is often referred to as the national private placement regime or “NPPR”. If the ACD has made a NPPR notification in an EEA state, this will be disclosed in the summary of registrations document available on the ACD’s website ([wwwdimensional.com](http://wwwdimensional.com)).

### **Important information for U.S. Persons**

No Fund is open for investment by any U.S. person (as defined below) except in exceptional circumstances and only with the prior consent of Dimensional Fund Advisors Ltd.

The Shares in the Funds which are described in this prospectus have not been and will not be registered under the United States Securities Act of 1933 as amended (the “**1933 Act**”), the United States Investment Company Act of 1940 as amended (the “**1940 Act**”), or the securities laws of any of the states of the United States of America and may not be offered or sold directly or indirectly in the United States of America or to or for the account or benefit of any U.S. Person, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the 1933 Act, the 1940 Act and any applicable securities laws.

## **Definition of U.S. Person**

“U.S. Person”, is as defined in the U.S. Internal Revenue Code of 1986 and under Regulation S of the 1933 Act, as amended, which includes the following:

- (a) a natural person resident in the United States of America;
- (b) an estate with any U.S. Person as executor or administrator;
- (c) a corporation or partnership organised under U.S. law;
- (d) any trust of which any trustee is a U.S. Person;
- (e) any agency or branch of a foreign entity located in the United States of America;
- (f) any non-discretionary account or similar account (other than an estate or trust) held by a dealer; or
- (g) other fiduciary for the benefit or account of a U.S. Person;
- (h) any discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary organised, incorporated, or (if an individual) resident of the United States of America;
- (i) any partnership or corporation if: (i) organised or incorporated under the laws of any foreign jurisdiction; and (ii) formed by a U.S. Person principally for the purpose of investing in securities not registered under the 1933 Act, unless it is organised or incorporated, and owned, by accredited investors (as defined in Rule 501(a) under the 1933 Act) who are not natural persons, estates or trusts; and
- (j) any entity formed by or on behalf of any of the foregoing for the purpose of investing in the Company as well as any other individual or entity the ACD otherwise may determine to be a U.S. Person.

Dimensional Fund Advisors Ltd may amend the definition of “U.S. Person” without notice to Shareholders as necessary in order to reflect current applicable U.S. law and regulations. If you have further questions, please contact your sales representative for a list of persons or entities that qualify as “U.S. Persons”.

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

## INDEX

<b>Terms Used in This Document .....</b>	<b>7</b>
<b>Directory.....</b>	<b>11</b>
<b>The Company and Its Funds .....</b>	<b>12</b>
The Company .....	12
The Funds .....	12
Investment Objectives and Policies of the Funds and Investment Powers and Restrictions.....	13
Profile of a Typical Investor.....	13
<b>Risk Factors .....</b>	<b>14</b>
<b>Shares .....</b>	<b>28</b>
Classes of Shares.....	28
Interests of Shareholders .....	28
Register of Shareholders .....	28
Certificates .....	28
<b>Buying, Selling and Switching Shares .....</b>	<b>29</b>
How to Buy Shares.....	29
Dealing in Shares Through the ACD.....	29
Money Laundering Prevention and Verification of Identification .....	31
Eligibility Criteria for Shares .....	32
Contacting Us to Deal Directly in Shares.....	32
Buying Shares.....	32
Selling Shares.....	35
Deferral of Redemptions .....	37
Switching Shares .....	37
Transfers.....	38
Compulsory Sale or Transfer .....	39
Issue of Shares in Exchange for in Specie Assets .....	39
In Specie Cancellation.....	39
Suspension in Dealings of Shares.....	39
Electronic Dealing.....	40
Excessive Trading .....	40
<b>Share Prices.....</b>	<b>42</b>
Pricing Basis.....	42
Calculation of Share Price.....	42
Timing of Calculation of Share Price.....	42
Calculation of Net Asset Value .....	42

Fair Value Pricing .....	44
Publication of Prices.....	44
Dilution Levy .....	45
<b>Charges and Expenses.....</b>	<b>46</b>
ACD's Charges and Expenses.....	46
Depository's Charges and Expenses.....	46
Registrar's Charges and Expenses.....	48
Administrator's Charges and Expenses.....	48
Other Expenses.....	48
Allocation of Charges and Expenses Between Funds .....	50
<b>Income .....</b>	<b>51</b>
Accounting Periods and Income Allocation Dates.....	51
Income Allocations.....	51
Income Equalisation .....	51
<b>Taxation.....</b>	<b>53</b>
General .....	53
United Kingdom Taxation.....	53
Income Equalisation .....	55
Reporting of Information to Tax Authorities .....	56
<b>Appendix 1: The Funds.....</b>	<b>58</b>
Emerging Markets Core Equity Fund.....	58
Global Short-Dated Bond Fund.....	61
International Core Equity Fund .....	64
International Value Fund.....	67
United Kingdom Core Equity Fund .....	70
United Kingdom Small Companies Fund.....	73
United Kingdom Value Fund .....	76
<b>Appendix 2: Investment Powers and Restrictions.....</b>	<b>79</b>
Eligible Markets for Funds.....	79
Investment Restrictions .....	81
Derivatives and Forward Transactions.....	86
Efficient Portfolio Management (EPM) .....	86
Securities Lending.....	87
Securities Financing Transactions and Total Return Swaps .....	87
Management of Collateral .....	88
Borrowing Powers.....	90
Breaches of the Investment and Borrowing Powers and Limits .....	90

Controversial Weapons Exclusion .....	90
<b>Appendix 3: Management, Distribution and Administration .....</b>	<b>92</b>
Authorised Corporate Director .....	92
Investment Managers .....	93
Portfolio Management Support Services.....	93
The Depository .....	94
The Administrator .....	98
The Registrar .....	98
The Auditors.....	98
General .....	98
Ability to Appoint Other Third Parties.....	98
<b>Appendix 4: General Information .....</b>	<b>100</b>
Documents and Information Available to Shareholders.....	100
Restrictions and Compulsory Transfer and Redemption of Shares.....	101
Shareholder Meetings and Voting Rights.....	102
Winding Up of the Company or Termination of a Fund .....	104
Services Provided by the ACD to Financial Advisors .....	105
The ACD's Policies and Procedures .....	106
Data Protection.....	107
Complaints .....	109
Communicating With Us.....	109
<b>Appendix 5: Historical Performance .....</b>	<b>111</b>
Historical Performance.....	111
<b>Appendix 6: Depositary's Delegates .....</b>	<b>112</b>
Market .....	112
Subcustodian .....	112

## TERMS USED IN THIS DOCUMENT

<b>“ACD”</b>	Dimensional Fund Advisors Ltd., the authorised corporate director of the Company
<b>“Act”</b>	Financial Services and Markets Act 2000, as amended or re-enacted from time to time
<b>“Administrator”</b>	State Street Bank and Trust Company, London Branch, the administrator of the Company
<b>“Business Day”</b>	A day on which The London Stock Exchange is open for business
<b>“Class”</b>	All of the Shares relating to a particular class of Shares relating to a single Fund
<b>“COLL Sourcebook”</b>	The rules contained in the Collective Investment Schemes Sourcebook of the FCA Rules as amended (or any successor or replacement rule book), excluding, for the avoidance of doubt, any guidance or evidential provision
<b>“Company”</b>	Dimensional Funds ICVC
<b>“Data Protection Legislation”</b>	Regulation (EU) 2016/679 as incorporated into UK domestic law by the European Union (Withdrawal) Act 2018 (“UK-GDPR”) and amended by the Data Protection, Privacy and Electronic Communications (Amendments etc) (EU Exit) Regulations 2019, the Privacy and Electronic Communications Regulations 2003 (as amended), the Data Protection Act 2018 (as amended), national guidance and all other national data protection legislation
<b>“Dealing Day”</b>	Monday to Friday (except for (unless the ACD otherwise decides) a bank holiday in England and Wales or any day on which the London Stock Exchange plc is not open for the full duration of its normal trading hours) and other days at the ACD’s discretion
<b>“Depositary”</b>	State Street Trustees Limited, the depositary of the Company
<b>“EEA”</b>	The European Economic Area
<b>“EEA State”</b>	A member state of the European Union and any other state which is within the EEA
<b>“EPM” or “efficient portfolio management”</b>	<p>Efficient portfolio management describes techniques and instruments relating to transferable securities and approved money-market instruments that fulfil the following criteria:</p> <ul style="list-style-type: none"> <li>a) they are economically appropriate in that they are realised in a cost effective way;</li> <li>b) they are entered into for one or more of the following specific aims: <ul style="list-style-type: none"> <li>(i) reduction of risk;</li> </ul> </li> </ul>

	<p>(ii) reduction of cost;</p> <p>(iii) generation of additional capital or income for the Fund with a risk level which is consistent with the risk profile of the Fund and the risk diversification rules laid down in the FCA Rules</p> <p>(as more fully described in Appendix 2: Investment Powers and Restrictions)</p>
<b>“EU”</b>	The European Union
<b>“EU UCITS Scheme”</b>	A collective investment scheme authorised pursuant to the EU UCITS Directive
<b>“EU UCITS Directive”</b>	Council Directive on the co-ordination of laws, reputations and administrative provisions relating to undertakings for collective investment in transferable securities (2009/65/EC), as amended
<b>“FCA”</b>	Financial Conduct Authority, or any successor regulatory body from time to time
<b>“FCA Rules”</b>	The rules contained in that part of the FCA’s handbook of rules made under the Act which relate to regulated collective investment schemes which shall, for the avoidance of doubt, not include guidance or evidential requirements contained in the said handbook
<b>“Fund”</b>	A sub-fund of the Company (being part of the scheme property which is pooled separately and to which specific assets and liabilities of the Company may be allocated), which is invested in accordance with the investment objective applicable to such sub-fund
<b>“HMRC”</b>	HM Revenue & Customs
<b>“Instrument of Incorporation”</b>	The instrument of incorporation of Dimensional Funds ICVC
<b>“Investment Manager”</b>	An investment manager appointed by the ACD to manage the assets of a Fund (in whole or in part) as set out in Appendix 3
<b>“ISA”</b>	An individual savings account under the ISA Regulations
<b>“ISA Regulations”</b>	Individual Savings Account Regulations 1998, as amended from time to time
<b>“Net Asset Value” or “NAV”</b>	The value of the scheme property attributable to a Fund (or the Company) less the liabilities of the Fund (or the Company) as calculated in accordance with the Company’s Instrument of Incorporation and the FCA Rules and as detailed in the section headed “Calculation of Net Asset Value” at page 42

<b>“Non-Qualified Person”</b>	<p>Any person to whom a transfer of Shares (legally or beneficially) or by whom a holding of Shares (legally or beneficially) would or, in the reasonable opinion of the ACD, might:-</p> <ul style="list-style-type: none"> <li>a) be in breach of any law or governmental regulation or rule (or any interpretation of a law, governmental regulation or rule) by a competent authority of any country or territory by virtue of which the person in question is not qualified to hold such Shares; or</li> <li>b) require the Company to be registered under any law or regulation whether as an investment fund or otherwise, or cause the Company to be required to apply for registration, or comply with any registration requirements in respect of any of its Shares, whether in the United States of America or any other jurisdiction in which it is not currently registered; or</li> <li>c) cause the Company or its Shareholders some legal, regulatory, taxation, pecuniary or material administrative disadvantage which the Company or its Shareholders might not otherwise have incurred or suffered; or</li> <li>d) result in the Company having more than 99 beneficial owners of its Shares (whether directly or by attribution pursuant to section 3(c)(1)(A) of the United States Investment Company Act of 1940) who are United States persons within the meaning of Regulation S under the United States Securities Act of 1933, as amended</li> </ul>
<b>“OEIC Regulations”</b>	The Open-Ended Investment Companies Regulations 2001, as amended or re-enacted from time to time
<b>“Register”</b>	The register of Shareholders kept on behalf of the Company pursuant to paragraph 1(1) of schedule 3 of the OEIC Regulations
<b>“Registrar”</b>	SS&C Financial Services International Limited and SS&C Financial Services Europe Limited, who maintain the Register and act as transfer agent for the Company
<b>“Scheme Property”</b>	The property of the Company or a Fund, as the context may require
<b>“Share”</b>	A share in the capital of the Company relating to a particular Fund and being of a particular Class issued for that Fund (including the fractions of one thousandth of a Share)
<b>“Shareholder”</b>	A holder of Shares
<b>“UK Securities Financing Transactions Regulation” or “UK SFTR”</b>	Regulation (EU) 2015/2365 of the European Parliament and of the Council of 25 November 2015 on transparency of securities financing transactions and of reuse and amending Regulation (EU) No 648/2012 as incorporated into UK domestic law and amended by the Transparency of Securities Financing Transactions and of Reuse (Amendment) (EU Exit) Regulations 2019

<b>“UK UCITS”</b>	A collective investment scheme that is authorised by the FCA as a UK UCITS
<b>“UK UCITS Directive”</b>	UK law implementing the EU UCITS Directive and directly applicable aspects of the EU UCITS Directive as it had effect on 31 December 2020 as incorporated into UK domestic law and amended by The Collective Investment Schemes (Amendment etc.) (EU Exit) Regulations 2019
<b>UK UCITS Regulation</b>	The Undertakings for Collective Investment in Transferable Securities Regulations 2011 as amended in the UK by the Collective Investment Schemes (Amendment etc.) (EU Exit) Regulations 2019

## DIRECTORY

<b><u>THE COMPANY:</u></b>	<b>DIMENSIONAL FUNDS ICVC</b>
<b><u>REGISTERED &amp; HEAD OFFICE:</u></b>  <b><u>and address for service of notices</u></b>	20 Triton Street Regent's Place London NW1 3BF
<b><u>THE AUTHORISED CORPORATE DIRECTOR:</u></b>	<b>DIMENSIONAL FUND ADVISORS LTD.</b>
<b><u>REGISTERED &amp; HEAD OFFICE:</u></b>  <b><u>and address for service of notices</u></b>	20 Triton Street Regent's Place London NW1 3BF
<b><u>THE DEPOSITORY:</u></b>	<b>STATE STREET TRUSTEES LIMITED</b>
<b><u>REGISTERED &amp; HEAD OFFICE:</u></b>	20 Churchill Place London E14 5HJ
<b><u>ADMINISTRATOR:</u></b>	<b>STATE STREET BANK AND TRUST COMPANY, LONDON BRANCH</b>
<b><u>REGISTERED &amp; HEAD OFFICE:</u></b>	20 Churchill Place London E14 5HJ
<b><u>REGISTRAR:</u></b>	<b>SS&amp;C FINANCIAL SERVICES INTERNATIONAL LIMITED AND SS&amp;C FINANCIAL SERVICES EUROPE LIMITED</b>
<b><u>REGISTERED &amp; HEAD OFFICE:</u></b>	SS&C House St. Nicholas Lane Basildon Essex SS15 5FS
<b><u>AUDITOR:</u></b>	<b>PRICEWATERHOUSECOOPERS LLP</b>
<b><u>ADDRESS:</u></b>	7 More London Riverside London SE1 2RT
<b><u>LEGAL ADVISERS:</u></b>	<b>K&amp;L GATES LLP</b>
<b><u>ADDRESS:</u></b>	One New Change London EC4M 9AF

## **THE COMPANY AND ITS FUNDS**

### **THE COMPANY**

The Company is an investment company with variable capital incorporated with limited liability and registered in England and Wales under number IC000258. The Company is of unlimited duration.

The Company was authorised on 24 September 2003 and is regulated by the FCA. The Company's FCA Product Reference Number is 228136. The Company and each Fund is authorised by the FCA as a UK UCITS and is therefore a UCITS scheme for the purposes of the FCA Rules.

### **Shares and Share Capital**

The Company issues Shares. Share will be issued in respect of a particular Fund (see under "The Funds" The Funds). Each Fund may issue different Classes with different characteristics (see under "Shares" at page 28).

The maximum share capital of the Company is £500,000,000,000 and the minimum share capital is £100. Shares have no par value. The share capital of the Company at all times equals the Net Asset Values of the Funds.

### **Base currency**

The base currency for the Company is United Kingdom pounds sterling.

### **THE FUNDS**

The Company is structured as an umbrella company comprising a number of sub-funds (referred to in this prospectus as "Funds"). Additional Funds may be established from time to time by the ACD with the agreement of the Depositary and approval of the FCA. This prospectus will be revised on the introduction of a new Fund or Class within a Fund.

Each Fund is operated separately and the assets of each Fund are separate from those of every other Fund. The assets of a Fund are managed in accordance with the investment objective and policy applicable to that Fund.

The following Funds are available:

**Emerging Markets Core Equity Fund**  
**Global Short-Dated Bond Fund**  
**International Core Equity Fund**  
**International Value Fund**  
**United Kingdom Core Equity Fund**  
**United Kingdom Small Companies Fund**  
**United Kingdom Value Fund**

Details of each Fund are set out in Appendix 1: The Funds.

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

## **INVESTMENT OBJECTIVES AND POLICIES OF THE FUNDS AND INVESTMENT POWERS AND RESTRICTIONS**

The assets of each Fund will be invested with the aim of achieving the investment objective and in accordance with the policy of that Fund. The investment objective and policy of each Fund is set out in Appendix 1.

Each Fund must be invested in compliance with the investment and borrowing powers and restrictions set out in the FCA Rules, the Instrument of Incorporation and this prospectus. A summary of the investment powers and restrictions applicable to the Funds is set out in Appendix 2. The eligible security and derivative markets where the Funds are permitted to trade are listed in Appendix 2.

## **PROFILE OF A TYPICAL INVESTOR**

An investment in a Fund should be based on the investor's attitude to risk, desire for income and/or growth and intended length of time for investment and should be considered in the context of the investor's overall portfolio. The expected profile of a typical investor (or for persons investing through an intermediary, the underlying end investor) for each Fund is set out at Appendix 1. If you are unsure whether an investment in a Fund is suitable for you, you should seek advice from a financial adviser.

## **RISK FACTORS**

Investment in the Funds carries with it a degree of risk including, but not limited to, the risks referred to below. The investment risks described below are not purported to be exhaustive and prospective investors should review this prospectus in its entirety, and consult with their professional advisers, before purchasing Shares. The levels and bases of, and reliefs from, taxation to which both the Company and Shareholders may be subject, may change. Prospective investors' attention is drawn to the section headed "Taxation" at page 53. Different risk considerations may apply to each Fund, and there can be no assurance that any Fund will achieve its investment objective. The Net Asset Value of a Fund, and the income therefrom, may go down as well as up and investors may not get back the amount invested or any return on their investment.

### **Bail-in Risk**

This is the risk that the financial instruments of certain issuers, including banking institutions, building societies, investment firms and certain banking group companies, may be subject to action taken by the government, banking and/or other regulatory authorities, of example to address banking crises pre-emptively, whether or not the express terms of such financial instruments anticipate such action. The relevant authorities may have broad discretion on the action they may take and their powers may be extended in response to particular events. Examples of the action they may be able to take could include the following:

- (a) the reduction, including to zero, of the principal of the fixed income instruments of such issuers;
- (b) the conversion of such fixed income instruments into equity securities or other instruments of ownership (resulting in the dilution of ownership interests of existing shareholders);
- (c) the variation of the terms, including with respect to maturity, of such fixed income instruments; and
- (d) shareholders being divested of their shares.

### **Brexit**

The UK left the EU (commonly known as "Brexit") on 31 January 2020, and the transition period during which the UK continued to be treated as if it was a member of the EU ended on 31 December 2020. The full impact of Brexit and the nature of the relationship between the UK and the EU remains uncertain. The Funds may be negatively impacted by changes in law and tax treatment resulting from or following Brexit, particularly regarding any investments held by the Fund that are securities of UK issuers, or are otherwise exposed to the UK. Until the economic effects of Brexit become clearer, and while a period of political, regulatory and commercial uncertainty continues, there remains a risk that Brexit may negatively impact the value of investments held by the Funds.

### **Buying and Redeeming Shares through a Clearing or Settlement System**

Application for and redemptions of certain Shares can be made indirectly through a clearing or settlement system, as described under "How to Buy Shares" on page 29. Investors holding shares through a clearing or settlement system should note that they may be bound by terms and conditions that govern their relationship with the clearing or settlement system and/or the broker that conducts trades on it on their behalf. Such terms and conditions may involve the payment of fees by or on behalf of the investor, the exercise of voting rights attaching to the

Shares, different subscription and redemption procedures and different settlement rules. In certain circumstances shares are held by a nominee, in which case, the investor is not the shareholder in the Register of shareholders of the Company and hence cannot directly enforce rights attaching to the Shares against the Company. Such an investor would be dependent upon the nominee doing so on its behalf.

In the event that an investor chooses to acquire Shares using a broker, the broker will act as the investor's nominee holding Shares on its behalf. In such circumstances, the investor is reliant upon the broker to act on its behalf including submitting subscription and redemption requests in a timely and accurate manner. In the event of an error or omission by the broker, the investor's recourse would be to the broker as its appointed nominee. The investor will not have direct recourse to the Company as it is not the shareholder in the Company's register of shareholders. Recourse by the investor against the broker would be subject to the terms agreed between the investor or its agent and the broker. Investors are advised to seek appropriate legal advice before investing through brokers.

An investor should note that they may be unable to subscribe for or redeem shares via a clearing or settlement system on days that such clearing or settlement system is not open for business, notwithstanding that such days may be Dealing Days for the Fund in question. Investors should contact the relevant clearing or settlement system or their broker directly to obtain details of any such terms and conditions in advance of making any such investment.

### **Call Risk**

Call risk is the risk that during periods of falling interest rates, a bond issuer will call or repay a higher yielding bond before its maturity rate, forcing the Fund to reinvest in bonds with lower interest rates than the original obligations. Call risk relates to callable bonds only.

### **Charges to Capital**

Where the prospectus states that all or part of the ACD's fee and/or other charges may be charged against capital rather than income, this will enhance income returns but may constrain future capital growth. Details of whether the ACD's fee is charged to capital or income for each Fund are set out in Appendix 1.

### **China A-Shares/Stock Connect Risks**

Any Fund investing in China A-shares through Stock Connect is subject to trading, clearance, settlement, and other procedures, which could pose risks to the Fund. Trading through the Stock Connect program is subject to daily quotas that limit the maximum daily net purchases on any particular day, each of which may restrict or preclude a Fund's ability to invest in China A-shares through the Stock Connect program. Trading through Stock Connect may require pre-validation of cash or securities to or by a broker. If the cash or securities are not in the broker's possession before the market opens on the day of selling, the sell order will be rejected. This requirement may limit a Fund's ability to dispose of its A-shares purchased through Stock Connect in a timely manner.

A primary feature of the Stock Connect program is the application of the home market's laws and rules applicable to investors in China A-shares. Therefore, a Fund's investments in Stock Connect China A-shares are generally subject to the securities regulations and listing rules of the People's Republic of China ("PRC"), among other restrictions. Stock Connect can only operate when both PRC and Hong Kong markets are open for trading and when banking services are available in both markets on the corresponding settlement days. As such, the Shanghai and Shenzhen markets may be open at a time when Stock Connect is not trading, with

the result that prices of China A-shares may fluctuate at times when a Fund is unable to add to or exit its position, which could adversely affect the Fund's performance.

Changes in the operation of the Stock Connect program may restrict or otherwise affect a Fund's investments or returns. Furthermore, any changes in laws, regulations and policies of the China A-shares market or rules in relation to Stock Connect may affect China A-share prices. These risks are heightened generally by the developing state of the PRC's investment and banking systems. There is persistent uncertainty about the precise nature of the rights of foreign equity owners and their ability to enforce such rights under Chinese law. An investment in China A-Shares is also generally subject to the risks identified under the "Custodial Risk" at page 18, "Emerging Markets" at page 18, "Settlement Risk" at page 24 and "Political and/or Regulatory Risks" at page 23.

### **Client Money Risks**

Money received from or due to an investor in a Fund (including purchase monies, proceeds of sale and income distributions) may not necessarily be held in a ring-fenced client money account, as described under "Client Money" on page 29. Such money may be at risk in the event of the insolvency of the ACD. Where client money is deposited into an account with a bank, the bank may have a security interest or lien over, or right of set-off in relation to such money, to the extent the ACD is permitted to grant such rights by the FCA's client money rules.

### **Collateral Risk**

A Fund may receive collateral where it invests in certain types of investment (such as repurchase and reverse repurchase agreements) or engages in certain techniques (such as securities lending). There are risks associated with the receipt and management of collateral.

The taking of collateral may reduce counterparty risk (discussed below) but it does not eliminate it entirely. There is a risk that the value of collateral held by a Fund may not be sufficient to cover the Fund's exposure to an insolvent counterparty. This could for example be due to the issuer of the collateral itself defaulting (or, in the case of cash collateral, the bank with whom such cash is placed becoming insolvent), lack of liquidity in the relevant collateral meaning that it cannot be sold in a timely manner on the failure of the collateral giver, or price volatility due to market events. In the event that a Fund attempts to realise collateral following the default by a counterparty, there may be no or limited liquidity or other restrictions in respect of the relevant collateral and any realisation proceeds may not be sufficient to off-set the Fund's exposure to the counterparty and the Fund may not recover any shortfall. If collateral is insufficient, a Fund may have contractual remedies upon any default pursuant to the agreements related to the transactions, however such remedies may be inadequate.

Cash received as collateral may be invested in other eligible securities, including shares of a short term money market fund in accordance with the requirements of the FCA Rules. Reinvesting cash collateral will expose the Fund to the risks associated with such investments, such as the failure or default of the issuer of the relevant security.

Collateral management is subject to a number of operational risks, which can result in a failure to request collateral to cover the exposure of a Fund or failure to demand the return of collateral from a counterparty when due. There is also the risk that the legal arrangements entered into by the Company for the account of a Fund are held not to be enforceable in the courts of the relevant jurisdiction, meaning that the Fund is unable to enforce its rights over the collateral received in the case of a counterparty failure.

## **Controversial Weapons Exclusion**

To the extent the ACD or an Investment Manager considers the environmental and social impact of controversial weapons in making investment decisions for a Fund, such considerations may limit the number of investment opportunities available, and as a result, at times, the Fund may produce different returns or more modest gains than funds that do not take such factors into consideration as part of their investment process. For example, the Fund may decline to purchase a security because of an issuer's involvement in the manufacture of controversial weapons when other investment considerations suggest that an investment in such security could be advantageous, or the Fund may sell a security when it otherwise could be disadvantageous to do so. Controversial weapons considerations may cause the Fund's industry allocation to deviate from that of funds that do not consider involvement in controversial weapons as part of their investment process and that of conventional benchmarks.

## **Convertible Securities**

A Fund may from time to time invest in debt securities and preferred stocks which are convertible into, or carry the right to purchase, common stock or other equity securities. Convertible securities may be purchased where the ACD believes that they have appreciation potential on the basis that the ACD is of the opinion that they yield more than the underlying securities at the time of purchase or considers them to present less risk of principal loss than the underlying securities. Generally speaking, the interest or dividend yield of a convertible security is somewhat less than that of a non-convertible security of similar quality issued by the same company.

## **Counterparty Risk**

Counterparty risk is the risk that a party to a transaction involving a Fund will fail to meet its obligations. This could cause the Fund to lose the benefit of the transaction or prevent the Fund from selling or buying other securities to implement its investment strategy.

A Fund will also have a credit risk on the parties with which it trades including for example, counterparties to repurchase agreements, derivatives transactions or securities lending contracts and deposit-takers in respect of cash placed in deposit accounts. In the event of the insolvency, bankruptcy or default of such a party, a Fund may experience both delays in liquidating the underlying securities or otherwise recovering assets. The Fund may incur losses, including possible decline in the value of securities, and during the period while it seeks to enforce its rights thereto, possible sub-normal levels of income, lack of access to income during the period, and expenses in enforcing its rights.

A Fund's foreign exchange, futures and other transactions also involve counterparty credit risk and will expose the Fund to unanticipated losses to the extent that counterparties are unable or unwilling to fulfil their contractual obligations. With respect to futures contracts and options on futures, the risk is more complex in that it involves the potential default of the clearing house or the clearing broker.

## **Credit Risk**

A Fund will have a credit risk on the issuer of debt securities in which it invests which will vary depending on the issuer's ability or willingness to make principal and interest payments on the obligation. Not all of the securities in which a Fund may invest that are issued by sovereign governments or political subdivisions, agencies or instrumentalities thereof, will have the explicit full faith and credit support of the relevant government. Any failure by any such government to meet the obligations of any such political subdivisions, agencies or

instrumentalities which default will have adverse consequences for a Fund and will adversely affect the Net Asset Value per Share in a Fund.

Many fixed-income securities receive credit ratings from services such as Standard & Poor's ("S&P") and Moody's Investor Services, Inc ("Moody's"). These services assign ratings to securities by assessing the likelihood of issuer default. S&P and Moody's ratings and ratings of other recognised rating agencies are relative and subjective and are not absolute standards of quality. Although these ratings will be used as initial criteria for the selection of investments in debt securities, the ACD or relevant Investment Manager will make its own evaluation of these securities. Among the factors that are considered are the long-term ability of the issuers to pay principal and interest and general economic trends.

### **Custodial Risk**

As a Fund may invest in markets where custodial and/or settlement systems are not fully developed, the assets of a Fund, particularly the Emerging Markets Core Equity Fund, which are traded in such markets and which have been entrusted to sub-custodians in circumstances where the use of such sub-custodians is necessary, may be exposed to risk. Whilst the Depositary's liability will not be affected by the fact that it has entrusted to an affiliate or a third party some or all of the assets of a Fund in its safekeeping, there may be circumstances where the Depositary would not be liable. For example, in the case of a potential bankruptcy of the custodian, cash positions in the Fund are not protected and there may be delay in regaining full control of the non-cash assets.

### **Cyber Security Risk**

The Company and its service providers' use of internet, technology and information systems may expose the Company and/or a Fund to potential risks linked to cyber security breaches of those technological or information systems. Cyber security breaches, amongst other things, could allow an unauthorised party to gain access to proprietary information, customer data, or fund assets, or cause the Company and/or a Fund and/or their service providers to suffer data corruption or lose operational functionality.

### **Delay in the Payment of Sale Proceeds**

As detailed under the section headed "Selling Shares" at page 35, failure to provide any documentation requested by the Company, the ACD and/or the Registrar in respect of any sale may delay the payment of the proceeds of the sale. In such circumstances, proceeds will be held in a ring-fenced bank account as described above and any reduction to these proceeds is the full responsibility of the relevant Shareholder, including in respect of any negative interest rate that may be applied to that account in certain market circumstances.

### **Emerging Markets**

Numerous emerging market countries have a history of, and continue to experience serious and potentially continuing, economic and political problems. Securities markets in many emerging market countries are relatively small and risky and expensive to trade in. Investors are often limited in their investment and divestment activities. Many emerging markets are small, have low trading volumes, low liquidity and significant price volatility.

Additional restrictions may be imposed under emergency conditions. Emerging market securities may decline or fluctuate because of economic and political actions of emerging market governments and less regulated or liquid securities markets. Investments in emerging markets can be more expensive and challenging to buy, sell and withdraw. Investors holding the securities are also exposed to emerging market currency risk (the possibility that that

emerging market currency will fluctuate against the base currency). Frontier market countries generally have smaller economies or less developed capital markets and, as a result, the risks of investing in emerging market countries are magnified in frontier market countries.

Accounting, auditing and financial reporting standards, practices and disclosure requirements applicable to companies in emerging markets differ from those applicable in more developed markets in respect of the nature, quality and timeliness of the information disclosed to investors and, accordingly, investment possibilities may be difficult to properly assess.

Investors' attention is also drawn to the risks referred to as "Settlement Risk" at page 24, "Political and/or Regulatory Risks" at page 23 and "Custodial Risk" at page 18.

## **Equities**

Funds investing in equities tend to be more volatile than Funds investing in bonds, but also offer greater potential for growth. The value of the underlying investments in the equity Funds may fluctuate quite dramatically in response to the activities and results of individual companies, as well as in connection with general market and economic conditions.

## **Eurozone Risk**

A Fund's investments and its investment performance may be affected by economic or financial events relating to the Euro or the Eurozone. The ongoing deterioration of the sovereign debt of several Eurozone countries together with the risk of contagion to other more stable countries has exacerbated the global economic crisis. The growing risk that other Eurozone countries could be subject to an increase in borrowing costs and could face an economic crisis together with the risk that some countries could leave the Eurozone (either voluntarily or involuntarily), could have a negative impact on the Fund's investment activities. Furthermore, concerns that the Eurozone sovereign debt crisis could worsen may lead to the reintroduction of national currencies in one or more Eurozone countries or, in more extreme circumstances, the possible dissolution of the Euro entirely. The departure or risk of departure from the Euro by one or more Eurozone countries and/or the abandonment of the Euro as a currency could have major negative effects on the Company. If the Euro is dissolved entirely, the legal and contractual consequences for holders of Euro-denominated obligations would be determined by laws in effect at such time. These potential developments, or market perceptions concerning these and related issues, could adversely affect the value of Shareholders' interests in the Company.

## **Foreign Exchange Risk**

Where a Fund engages in foreign exchange transactions which alter the currency exposure characteristics of its investments the performance of such Fund may be strongly influenced by movements in exchange rates as currency positions held by the Fund may not correspond with the securities positions held.

The Net Asset Value of a Fund will be computed in the base currency whereas the investments held for the account of a Fund may be acquired in other currencies. A Fund's Net Asset Value may change significantly when the currencies (other than the base currency) in which some of the Fund's investments are denominated strengthen or weaken against the base currency. Currency exchange rates generally are determined by supply and demand in the foreign exchange markets and the perceived relative merits of investments in different countries. Currency exchange rates can also be affected unpredictably by intervention by governments or central banks or by currency controls or political developments.

In addition currency hedging transactions, while potentially reducing the currency risks to which the Fund would otherwise be exposed, involve certain other risks, including the risk of

a default by a counterparty, as described under “Credit Risk” at page 17. In addition, where a Fund enters into “cross-hedging” transactions (e.g., utilising a currency different from the currency in which the security being hedged is denominated), the Fund will be exposed to the risk that changes in the value of the currency used to hedge will not correlate with changes in the value of the currency in which the securities are denominated, which could result in loss on both the hedging transaction and the Fund securities.

Forward currency contracts involve the possibility that the market for them may be limited with respect to certain currencies and, upon a contract’s maturity, the possible inability to negotiate with the dealer to enter into an offsetting transaction. There is no assurance that an active forward currency contract market will always exist. These factors restrict the ability to hedge against the risk of devaluation of currencies in which a substantial quantity of securities are being held for a Fund and are unrelated to the qualitative rating that may be assigned to any particular security.

### **Foreign Taxes**

The Company may be liable to taxes (including withholding taxes) in countries other than the United Kingdom on income earned and capital gains arising on its investments. The Company may not be able to benefit from a reduction in the rate of such foreign tax by virtue of the double taxation treaties between the United Kingdom and other countries. The Company may not, therefore, be able to reclaim any foreign withholding tax suffered by it in particular countries.

If this position changes and the Company obtains a repayment of foreign tax, the Net Asset Value of the relevant Fund will not be restated and the benefit will be allocated to the then-existing Shareholders rateably at the time of repayment.

### **Government Debt Risk**

As referred to above, where a Fund invests in debt issued by governments, there is a risk that: (a) the governmental entity that controls the repayment of government debt may not be willing or able to repay the principal and/or to pay the interest when it becomes due, due to factors such as political considerations, the relative size of the governmental entity’s debt position in relation to the economy, cash flow problems, insufficient foreign currency reserves, the failure to put in place economic reforms required by the International Monetary Fund or other multilateral agencies, and/or other national economic factors; (b) governments may default on their debt securities, which may require holders of such securities to participate in debt rescheduling or restructuring, including loss of principal and accrued interest; and (c) there is no legal or bankruptcy process by which defaulted government debt may be collected in whole or in part.

### **Interest Rate Risk**

Fixed income securities are subject to interest rate risk because the prices of fixed income securities tend to move in the opposite direction of interest rates. When interest rates rise, fixed income security prices generally fall. When interest rates fall, fixed income security prices generally rise. In general, fixed income securities with longer maturities or duration are more sensitive to these interest rate changes. In addition, falling interest rates may cause a Fund’s income to decline because, among other reasons, the proceeds from maturing short-term securities in a Fund may be reinvested in lower-yielding securities. In addition, during periods of falling interest rates, a fixed income security issuer may call or repay certain higher-yielding fixed income securities before their maturity date, forcing a Fund that holds this type of security to reinvest in fixed income securities with lower interest rates than the original obligations.

## **International Investing**

Investing in securities issued by companies and governments in different countries may involve considerations and possible risks not associated with investing in issuers of one country. The values of investments denominated in currencies other than the base currency of the Company are affected by changes in currency rates. Investing in multiple jurisdictions involves consideration of different exchange control regulations, tax laws, including withholding taxes, changes in governmental administration or economic or monetary policy or changes in circumstances in dealings between nations. Currency exchange rates may fluctuate significantly over short periods of time causing a Fund's Net Asset Value to fluctuate as well. Costs are incurred in connection with conversions between various currencies. In addition, brokerage commissions, custody fees and other costs of investing are higher in certain countries and less developed markets may be less liquid, more volatile and less subject to governmental supervision than elsewhere. Investments in securities of some issuers could be affected by factors such as expropriation, confiscatory taxation, lack of uniform accounting and auditing standards and potential difficulties in enforcing contractual obligations. Securities transactions in some countries are subject to settlement delays or risk of loss.

## **Investment in Other Collective Investment Schemes**

A Fund may invest in one or more collective investment schemes. As a shareholder of another collective investment scheme, a Fund would bear, along with other shareholders, its pro rata portion of the expenses of the other collective investment scheme, including management and/or other fees (excluding subscription or redemption charges). These fees would be in addition to the fees payable to the ACD and the Investment Managers and other expenses which a Fund bears directly in connection with its own operations. The Funds will only invest in collective investment schemes whose management fees are under a cap determined by the ACD, which is specified in Appendix 2.

Where a Fund invests in collective investment schemes, the ACD or Investment Manager will not have an active role in the day-to-day management of the collective investment scheme. Moreover, the ACD or Investment Manager will generally not have the opportunity to evaluate the specific investments made by any underlying collective investment scheme before they are made. Some of the collective investment schemes that a Fund may invest in may in turn invest in financial derivative instruments which would result in the Fund being indirectly exposed to the risks associated with such financial derivative instruments.

## **Liabilities of the Company and segregation between Funds**

Under the OEIC Regulations, each Fund is a segregated portfolio of assets and those assets can only be used to meet the liabilities of, or claims against, that Fund. Whilst the provisions of the OEIC Regulations provide for segregated liability between Funds, the concept of segregated liability is relatively new. Accordingly, where claims are brought by local creditors in foreign courts or under foreign law contracts, it is not yet known whether a foreign court would give effect to the segregated liability and cross-investment provisions contained in the OEIC Regulations. Therefore, it is not possible to be certain that the assets of a Fund will always be completely insulated from the liabilities of another Fund of the Company in every circumstance.

## **Liquidity Risk**

Liquidity refers to the ability of a Fund to dispose of investments at an acceptable price to enable the Fund to discharge its debts as they become due, including to satisfy requests by Shareholders wishing to redeem their Shares.

Liquidity risk includes the risk that a Fund will experience significant net redemptions of Shares at a time when the ACD or Investment Manager is unable to sell or otherwise dispose of a Fund's investments on a timely basis or the ACD or Investment Manager can only sell the Fund's investments at a material loss. An inability to sell investments may result from adverse market developments or investor perceptions regarding the Fund's investments.

The circumstances where liquidity risk arises include when particular portfolio investments are difficult to purchase or sell. To the extent that a Fund holds illiquid investments, the Fund's performance may be reduced due to an inability to sell the investments at opportune prices or times. Liquid portfolio investments may become illiquid or less liquid after purchase by a Fund due to low trading volume, adverse investor perceptions and/or other market developments. Liquidity risk can be more pronounced in periods of market turmoil, for example when trading on a market or exchange is halted or suspended due to market conditions.

### **Market Risk**

The investments of a Fund are subject to normal market fluctuations and the risks inherent in investment in local and international securities markets and there can be no assurances that appreciation or preservation will occur.

### **Market Suspension Risk**

Trading on a market or exchange may be halted or suspended due to market conditions, technical problems or other events. In addition, trading of the securities of a specific issuer may be suspended due to circumstances relating to the issuer. During such circumstances, a Fund that has invested in securities dealt on the market or exchange may not be able to sell those securities until trading resumes.

### **No Investment Guarantee Equivalent to Deposit Protection**

An investment in the Company is not in the nature of a deposit in a bank account and is not protected by any government, government agency or other guarantee scheme which may be available to protect the holder of a bank deposit account.

### **Operational Risk**

Operational risks include human error, changes in personnel, system changes, faults in communication, and failures in systems, technology, or processes. Various operational events or circumstances are outside the ACD's control, including instances at third parties. The Company and the ACD seek to reduce these operational risks through controls and procedures. However, these measures do not address every possible risk and may be inadequate to address these risks.

### **Objectives**

There is no guarantee that any Fund will achieve its investment objective.

### **Pandemic Risk**

An outbreak of an infectious disease, pandemic or any other serious public health concern could occur in any jurisdiction in which a Fund may invest, leading to changes in regional and global economic conditions and cycles which may have a negative impact on the Fund's investments and consequently its net asset value. Any such outbreak may also have an adverse effect on the wider global economy and/or markets, such as the ability of exchanges to trade securities and clear and settle transactions, which may negatively impact a Fund's investments more

generally. In addition a serious outbreak of infectious disease may also be a force majeure event under contracts that the Company has entered into with counterparties, thereby relieving a counterparty of the timely performance of certain obligations and services such counterparties have contracted to provide to the Funds (the nature of the services will vary depending on the agreement in question).

### **Past Performance**

Past performance does not necessarily indicate future performance. It can in no way provide a guarantee of returns that you may receive in the future.

### **Political and/or Regulatory Risks**

The value of the assets of a Fund may be affected by uncertainties such as national and international political and economic events and developments, changes in government policies, taxation, restrictions on international investment and currency repatriation, currency fluctuations and other developments in applicable laws and regulations. Such political, economic and/or regulatory risks include the risk that a government will convert, or be forced to convert, its currency to another currency. This may cause the value of the Fund's investments that were denominated in the original currency to change relative to the Fund's base currency.

### **Portfolio Turnover**

When circumstances warrant, securities may be sold without regard to the length of time held. In some Funds active short-term trading may be engaged in to benefit from yield disparities among different issues of securities, to seek short-term profits during periods of fluctuating interest rates or for other reasons. Active trading increases a Fund's rate of turnover, which may increase brokerage commissions paid and certain other transaction expenses.

### **Provisional Allotments**

As the Company may provisionally allot Shares to proposed investors prior to receipt of the requisite subscription monies for those Shares, the Company may suffer losses as a result of the non-payment of such subscription monies.

### **Regional Concentration Risk**

The performance of Funds that concentrate investments in a single country or region is expected to be closely tied to the social, political and economic conditions within such country or region and may be more volatile than the performance of Funds with more geographically diverse investments.

### **Reporting to Tax Authorities under Exchange of Information Regimes including the OECD Common Reporting Standard and U.S. Foreign Account Tax Compliance Act**

The Company has obligations pursuant to exchange of information regimes such as the Common Reporting Standards (“CRS”) and the U.S. Foreign Account Tax Compliance Act (“FATCA”). These include obligations to provide information to tax authorities, such as HM Revenue and Customs (“HMRC”), who will provide that information to other tax authorities. A failure to provide information may give rise to certain withholding tax obligations, which is the position under FATCA.

Investors may be requested to provide additional information to the Company to enable the Company to satisfy these obligations. Failure to provide requested information or (if applicable) satisfy its own obligations may subject an investor to liability for any resulting withholding

taxes, tax information reporting and/or mandatory redemption, transfer or other termination of the investor's interest in its Shares. Detailed guidance as to the mechanics and scope of the new reporting and withholding regimes is continuing to develop. There can be no assurance as to the timing or impact of any such guidance on future operations of the Company or its Funds.

Further information is provided under "Reporting of Information to Tax Authorities" at page 56.

### **Repurchase Agreements**

The value of the security purchased may be more or less than the price at which the counterparty has agreed to purchase the security. If the other party to a repurchase agreement should default, the Fund might suffer a delay or loss to the extent that the proceeds from the sale of the underlying securities and other collateral held by the Fund in connection with the repurchase agreement are less than the repurchase price. In addition, in the event of bankruptcy or similar proceedings of the other party to the repurchase agreement or its failure to repurchase the securities as agreed, the Fund could suffer losses, including loss of interest on or principal of the security and costs associated with delay and enforcement of the repurchase agreement.

### **Reverse Repurchase Agreements**

Reverse repurchase transactions involve risks in that (a) in the event of the failure of the counterparty with which cash of a Fund has been placed there is the risk that collateral received may realise less than the cash placed out, whether because of inaccurate pricing of the collateral, adverse market movements, a deterioration in the credit rating of issuers of the collateral, or the illiquidity of the market in which the collateral is traded; and that (b) (i) locking cash in transactions of excessive size or duration, (ii) delays in recovering cash placed out, or (iii) difficulty in realising collateral may restrict the ability of the Fund to meet redemption requests, security purchases or, more generally, reinvestment.

### **Securities Lending Risk**

Securities lending, as applicable for a Fund, involves lending for a fee portfolio securities held by a Fund for a set period of time to willing, qualified borrowers who have posted collateral. In lending its securities, a Fund is subject to the risk that the borrower may not fulfil its obligations or go bankrupt leaving the Fund holding collateral worth less than the securities it has lent, resulting in a loss to the Fund.

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. However, a Fund could experience delays and costs in recovering the securities loaned or in gaining access to the collateral. The collateral will typically be maintained at a value of at least equal to the market value of any securities loaned. However in the event of a sudden market movement there is a risk that the value of the collateral may fall below the value of the securities transferred.

Securities lending also may have certain adverse tax consequences.

### **Settlement Risk**

A Fund may be exposed to a credit risk on parties with whom it trades securities, and may also bear the risk of settlement default. Shareholders should also note that settlement mechanisms in emerging market countries are generally less developed and reliable than those in more developed countries and that this therefore increases the risk of settlement default, which could

result in substantial losses for a Fund in respect of investments in emerging market countries. Shareholders should also note that the securities of companies domiciled in emerging market countries are less liquid and more volatile than those domiciled in more developed stock markets and this may result in fluctuations in the price of the Shares.

### **Share Currency Designation Risk**

A Class may be designated in a currency other than the base currency of the relevant Fund. In such circumstances adverse exchange rate fluctuations between the base currency of a Fund and the currency in which the relevant Class is designated may result in a decrease in return and/or a loss of capital for Shareholders. The ACD or any appointed Investment Manager (as defined in the section headed “Investment Managers” at page 93) may try to mitigate this risk by using any of the EPM techniques and instruments, (including currency options and forward currency exchange contracts) set out in this prospectus, within the conditions and limits imposed by the FCA, to hedge the foreign currency exposure of such Classes into the base currency of the relevant Fund or into the currency or currencies in which the assets of the relevant Fund are denominated. While not the intention, over-hedged or under-hedged positions may arise due to factors outside the control of the Fund. 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 Class may be exposed to fluctuations in the Net Asset Value per Share reflecting the gain/loss on and the costs of the relevant financial instruments.

Although hedging strategies may not necessarily be used in relation to each Class within a Fund, the financial instruments 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 financial instruments will accrue solely to the relevant Class. Any currency exposure of this Class may not be combined with or offset against that of any other Class of the Company. The currency exposures of the assets of a Fund will not be allocated to separate Classes.

### **Small Companies**

The investment risk associated with small companies may be higher than that normally associated with larger, more established companies due to the greater business risks associated with small size, the relative inexperience of the company, limited product lines, distribution channels and financial and managerial resources. Further, there is typically less publicly available information concerning smaller companies than for larger, more established ones. The securities of small companies are often traded only over-the-counter and may not be traded in the volumes typical of trading on a national securities exchange. As a result, in order to sell this type of holding, a Fund may need to discount the securities from recent prices or dispose of the securities over a long period of time. The prices of this type of security may be more volatile than those of larger companies which are often traded on a national securities exchange and small companies may also be more vulnerable than larger companies to adverse conditions.

### **Social Investment**

Funds with social issue screens or sustainability impact considerations limit the number of investment opportunities available to such funds, and as a result, at times, a fund may produce different returns or more modest gains than funds that are not subject to such special investment conditions. For example, a fund may decline to purchase, or underweight its investment in, certain securities due to sustainability impact considerations when other investment considerations would suggest that a more significant investment in such securities would be advantageous, or the fund may sell certain securities for social reasons when it is otherwise disadvantageous to do so. Sustainability impact considerations may cause a fund’s industry

allocation to deviate from that of funds without these considerations and of conventional benchmarks.

### **Structured Product Demand**

The Funds may be attractive to structured product providers. Such providers may not apply the same investment criteria as other investors when deciding whether to purchase or sell Shares in a Fund and certain features of those structured products, such as fixed maturity dates, may cause such providers to dispose of all or a significant portion of their investments at certain times, which will result in the liquidation of assets and may be detrimental to other Shareholders in the Funds.

### **Substantial Redemptions**

Substantial redemption requests by Shareholders in a concentrated period of time could require a Fund to liquidate certain of its investments more rapidly than might otherwise be desirable in order to raise cash to fund the redemptions and achieve a portfolio appropriately reflecting a smaller asset base. This may limit the ability of the ACD or any appointed Investment Manager to successfully implement the investment program of a Fund and could negatively impact the value of the Shares being redeemed and the value of Shares that remain outstanding. In addition, following receipt of a redemption request, a Fund may be required to liquidate assets in advance of the applicable Dealing Day, which may result in a Fund holding cash or highly liquid investments pending such Dealing Day. During any such period, the ability of the ACD or any appointed Investment Manager to successfully implement the investment program of a Fund may be impaired and the Fund's returns may be adversely affected as a result.

Moreover, regardless of the time period over which substantial redemption requests are made, the resulting reduction in the Net Asset Value of a Fund could make it more difficult for the Fund to generate profits or recover losses. Shareholders will not receive notification of substantial redemption requests in respect of any particular Dealing Day from a Fund and, therefore, may not have the opportunity to redeem their Shares or portions thereof prior to or at the same time as the redeeming Shareholders.

Following redemption of a substantial number of Shares in a Fund, the ACD may determine to terminate the Fund rather than continue it with a significantly smaller asset base. A determination to terminate a Fund early may adversely affect the returns of the Fund and, in turn, the Shareholders.

### **Use of Financial Derivative Instruments for Efficient Portfolio Management**

A Fund may use futures, options, swaps, forward currency contracts and other derivative instruments for EPM purposes including for hedging against market movements, currency exchange or interest rate risks or otherwise. The ACD's or any Investment Manager's ability to use these strategies may be limited by market conditions, regulatory limits, legal risk, where the enforceability of a financial derivative instrument contract may be an issue, settlement risk and tax considerations. Use of these strategies involves certain special risks, including (i) dependence on the ACD's or any appointed Investment Manager's ability to predict movements in the price of securities and movements in interest rates; (ii) imperfect correlation between movements in the securities or currency on which a futures, forward currency or options contract is based and movements in the securities or currencies in the relevant Fund; (iii) the absence of a liquid market for any particular instrument at any particular time; (iv) while a Fund may not be materially leveraged or geared in any way through the use of derivatives other than as set out in the FCA Rules, the degree of leverage inherent in futures trading, i.e., the low margin deposits normally required in futures trading, means that futures trading may be highly leveraged; accordingly, a relatively small price movement in a futures contract may result in an

immediate and substantial loss to a Fund; and (v) possible impediments to EPM or the ability to meet redemption requests or other short-term obligations because of the percentage of a Fund's assets segregated to cover its obligations. EPM strategies may potentially add costs to the Funds which undertake them but the overall effect of EPM is intended to benefit the Funds. In regard to currency hedging, it is generally not possible to precisely match the foreign currency exposure of such forward foreign currency contracts to the value of the securities involved due to fluctuations in the market values of such securities and cash flows into and out of the Fund between the date a forward foreign currency contract is entered into and the date it expires.

For derivative instruments other than purchased options, any loss suffered may exceed the amount of the initial investment made or the premium received by the Fund. Over-the-counter ("OTC") derivative instruments involve an enhanced risk that the counterparty will fail to perform its contractual obligations. Some derivative instruments are not readily marketable or may become illiquid under adverse market conditions. In addition, during periods of market volatility, a commodity exchange may suspend or limit trading in an exchange-traded derivative instrument which may make the contract temporarily illiquid and difficult to price. Commodity exchanges may also establish daily limits on the amount that the price of a futures contract or an option thereon can vary from the previous day's settlement price. Once the daily limit is exceeded, no trades may be made that day at a price beyond the limit. This may prevent a Fund from closing out positions and limiting its losses.

Hedging with derivatives may increase expenses, and there is no guarantee that a hedging strategy will work. While hedging can reduce or eliminate losses, it can also reduce or eliminate gains or cause losses if the market moves in a manner different from that anticipated by the Fund or if the cost of the derivative outweighs the benefit of the hedge.

### **Value Stocks**

Securities are considered value stocks primarily because a company's shares have (in the ACD's view) a high book value in relation to their market value. In assessing value, the ACD may consider additional factors such as price to cash flow or price to earnings ratios. Value stocks may have a high book value in relation to their market value as a result of poor business prospects or financial weakness. Value stocks may include companies with higher-than-average vulnerability to financial distress or even bankruptcy. The prices of this type of security may perform differently from the market as a whole and following a value oriented investment strategy may cause such Fund, at times, to underperform other funds that use other investment strategies.

### **When-issued and Delayed-delivery Securities**

Each Fund may purchase securities on a when-issued or delayed-delivery basis. Purchase of securities on such basis may expose a Fund to risk because the securities may experience fluctuations in value prior to their actual delivery. Income is not accrued for a Fund with respect to a when-issued or delayed-delivery security prior to its stated delivery date. Purchasing securities on a when-issued or delayed-delivery basis can involve the additional risk that the yield available in the market when the delivery takes place may be higher than that obtained in the transaction itself. There is also a risk that the securities may not be delivered and that the Fund may incur a loss.

## **SHARES**

### **CLASSES OF SHARES**

The Company may issue different Classes of Shares in respect of each Fund. The Classes currently available in each Fund and the rights attached to them are set out in Appendix 1: The Funds. The different types of Classes are as follows:

- (a) **Income Class:** Holders of income Shares are entitled to be paid distributable income attributable to such Shares in respect of each annual or interim accounting period, as applicable for the relevant Fund.
- (b) **Accumulation Class:** Holders of accumulation Shares are not entitled to be paid the income attributable to such Shares, but that income is automatically added to (and retained as part of) the capital assets of the relevant Fund at the end of each annual accounting period. Accrued income would be reflected in the price of accumulation Shares.

Interest distribution paid by the Global Short-Dated Bond Fund will be paid without deduction of tax.

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

The price of Shares is expressed in pounds sterling or Euros, depending on the Class. Shares themselves have no nominal value.

### **INTERESTS OF SHAREHOLDERS**

Each holder of Shares in the Company is entitled to participate in the property of the Company and its income in accordance with its proportionate share entitlements calculated in accordance with the terms of the Instrument of Incorporation.

Shareholders are not liable for the debts of the Company. Shareholders are not liable to make any further payment to the Company after they have paid the purchase price of the Shares.

### **REGISTER OF SHAREHOLDERS**

All Classes are in registered, uncertificated form. The Registrar has established and maintains the Register for each Fund which is available for inspection by Shareholders at its office at St. Nicholas Lane, Basildon, Essex SS15 5FS. The Register shall be *prima facie* evidence as to the persons respectively entitled to the Shares entered in the Register. No notice of any trust (express, implied or constructive), shall be entered on the Register in respect of any Share and the ACD and the Registrar shall not be bound by any such notice.

### **CERTIFICATES**

As a collective investment scheme established in the UK, the Company is prohibited from issuing bearer certificates. Consequently, no bearer certificates representing Shares have been issued or will be issued by the Company.

## **BUYING, SELLING AND SWITCHING SHARES**

### **HOW TO BUY SHARES**

Shares in the Funds may be bought directly from the ACD or through an intermediary. We use the term “Intermediary” to refer to an entity that facilitates investment in a Fund by an underlying investor. An Intermediary may include a broker, professional adviser, bank, insurance company, distributor, provider of investment wrappers, platform service provider or other financial intermediary.

#### **Investment through an Intermediary**

Where an investor uses an Intermediary to invest in a Fund, the arrangements for holding Shares may vary. The typical arrangements are as follows:

- (a) **Through a nominee:** The Intermediary may utilise a nominee account to purchase the Shares on behalf of its clients (i.e. the underlying investors). A nominee account could be opened for an individual investor or, more typically, would be an omnibus nominee account for multiple clients of the Intermediary. In such circumstances, the Intermediary’s nominee will be the Shareholder and will be entered on the Register of Shareholders. As such, the provisions of this Prospectus and the Instrument applicable to “Shareholders” will apply to the nominee and not the underlying investors.
- (b) **With no nominee:** The Intermediary may assist investors to purchase, sell or switch Shares, potentially acting as agent for the underlying investor or by simply relaying dealing instructions. In such circumstances, the underlying investor will be the Shareholder and will be entered on the Register of Shareholders accordingly. As such, the provisions of this Prospectus and the Instrument applicable to “Shareholders” will apply to the underlying investor.

Where an investor uses an Intermediary to invest in a Fund, the investor will be bound by the terms and conditions agreed between the investor and the Intermediary. Investors should consider the risk factor for “Buying and Redeeming Shares through a Clearing or Settlement System” on page 14.

#### **Purchase of Shares on behalf of a trust**

A trust cannot be registered as a Shareholder. Any Shares bought on behalf of a trust must be registered in the names of the individual trustees (up to a maximum of four trustees). Any appointment of new trustees or the resignation of existing trustees should be notified to the ACD in writing as soon as possible after the change. Failure to do this may result in a delay in releasing the proceeds of any sale of Shares.

### **DEALING IN SHARES THROUGH THE ACD**

Where investors purchase or redeem Shares, they will transact with the ACD. For purchases, Shares will be acquired from the ACD and will not be issued to Shareholders by the Company. For redemptions, Shares will be sold to the ACD and not repurchased by the Company.

#### **Client Money**

Purchase monies shall be paid to the ACD before being remitted to the Company. The proceeds of sale are paid by the Depositary on behalf of the Company to the ACD before being remitted to the Shareholder.

Under rules imposed by the FCA (“Client Money Rules”), where the ACD holds money for a client, it must treat such monies as “client money” and hold it in a separate client bank account. The ACD intends to avail of an exemption under the FCA rules whereby money received for the purchase of Shares or money payable to an investor is not required to be treated as client money. The exemption, which is known as the delivery versus payment (“DvP”) exemption, may apply in the following circumstances:

- (a) For purchases of Shares where the ACD has received purchase monies, the DvP exemption is available provided the money is paid by the ACD to the Company by the close of business on the Business Day following receipt of the money from the investor.
- (b) For sales of Shares, the DvP exemption is available provided a cheque is issued or electronic transfer initiated for payment of the proceeds within four Business Days of the later of receipt by the Registrar of all duly executed instruments and authorisations to effect the transfer of title to the Shares or the Dealing Day on which the price of the Shares being sold was determined, and in any event no later than the close of business on the Business Day following receipt of the money from the Company.

It is the ACD’s intention that all purchases and sales of Shares shall proceed within the time limits specified above. As such, the ACD will be able to avail of the DvP exemption and will not be required to treat the money it holds as client money in accordance with the FCA’s Client Money Rules. By agreeing to purchase Shares, each investor agrees to the use of the DvP exemption by the ACD.

For purchase monies and the proceeds of sale held outside of the time limits specified above, the ACD will treat such money as client money for the purposes of the FCA Rules. Client money will be held in a client bank account maintained by the ACD with an appropriately regulated bank or institution in accordance with the FCA Rules on client money. The ACD shall have no responsibility for any insolvency, acts or omissions of any bank or credit institution with whom the ACD holds client money for investors. Money held in a client bank account does not form part of the assets of the Company.

Where any obligations owing to the ACD from an investor are due and payable to the ACD the ACD may cease to treat as client money so much of the money held on behalf of the investor as equals the amount of those obligations in accordance with the FCA Rules on client money. Each investor agrees that the ACD may apply that money in or towards satisfaction of all or part of those obligations due and payable to the ACD, and for this purpose, any such obligations become immediately due and payable, without notice or demand by the ACD, when incurred by an investor or on his/her behalf.

Except in respect of de minimis sums transferred in accordance with the FCA Rules on client money (where consent from investors is not required), each investor agrees that the ACD may transfer to another person, as part of a transfer of business to that person, client money balances, provided that:

- (a) the sums transferred will be held for the investor by the person to whom they are transferred in accordance with the FCA Rules on client money; or
- (b) if not held in accordance with paragraph (a) above, the ACD will exercise all due skill, care and diligence in assessing whether the person to whom the client money is transferred will apply adequate measures to protect these sums.

For client money allocated to an investor that is unclaimed for at least six years, the ACD may cease to treat the unclaimed amount as client money and pay the amount to a registered charity of its choice provided the ACD has taken such steps as required under the Client Money Rules.

No interest is payable by the ACD on money credited to the client bank account or on other money held by the ACD for or in respect of an investor.

## **MONEY LAUNDERING PREVENTION AND VERIFICATION OF IDENTIFICATION**

### **ACD's framework for prevention of money laundering**

The Company and the ACD is subject to laws and regulations relating to the prevention and detection of money laundering and for combating the financing of terrorist activities, including the Money Laundering Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017 (as amended from time to time). The ACD maintains procedures to seek to ensure the Company and the ACD complies with the anti-money laundering law and regulation applicable to it. The ACD is assisted by the Registrar, which undertakes certain functions relating to the prevention of money laundering, including undertaking customer due diligence on prospective Shareholders and identifying and reporting suspicious transactions to appropriate regulatory bodies.

### **Verification of identification of purchasers and their beneficial owners**

The controls to guard against money laundering include the ACD's obligation to verify the identity of any person seeking to purchase Shares and, where relevant, the beneficial owner of the purchaser. This is undertaken as part of the process of opening an account when a purchaser first makes an application to purchase Shares (see under "Buying Shares" at page 32). In addition, it may be necessary to obtain information on the source of funds for the investment in a Fund. To the extent that the purchaser or, where relevant, the beneficial owner has been identified as a politically exposed person or an associate of a politically exposed person, the ACD may request additional information.

Verification may be done via an electronic check with the electoral roll and credit reference agencies which may hold a record of this information. This process is only for the purpose of verifying such applicant's identity and will not affect an applicant's credit rating. If the ACD is unable to verify the identity of the applicant, documentary evidence from the applicant will be required instead.

If proof of identity is required, neither the ACD nor the Company can issue Shares, remit sale proceeds or switch Shares until appropriate proof has been received.

### **Ongoing requirements and obligation on Shareholders to update information**

Shareholders should note that the customer due diligence obligations continue for as long as the Shareholder has an account with the ACD and is able to make subsequent investments without being required to submit an initial investment application (see "Buying Shares" at page 32). For instance, the ACD or Registrar may request updated verification information and information regarding the source of funds in relation to subsequent investments, and will undertake transaction monitoring.

Shareholders should update the ACD or Registrar in the event of any change in the information provided as part of the verification checks. This includes if the Shareholders' beneficial owner changes, and if either itself or its beneficial owner becomes a politically exposed person.

## **ELIGIBILITY CRITERIA FOR SHARES**

### **Minimum Investment and Holdings**

Each Fund may impose different minimum investment and holdings amounts for each Class of the Fund. The minimum initial investment amount, the minimum subsequent investment amount, the minimum withdrawal amount, and the minimum holding amount for each Class of each Fund are set out in Appendix 1: The Funds at page 58. The ACD has the right to waive the minimum investment and holding amounts.

The ACD may refuse any request of a Shareholder to switch, transfer or redeem any of its holdings of Shares of any share class if the switch, transfer or redemption would cause the Shareholder's holding in that share class to fall below the minimum holding amounts set out in Appendix 1: The Funds at page 58.

### **ERISA Prohibition**

Shares may not be acquired or owned by, or acquired with assets of, (i) any employee benefit plan subject to Part 4 of Title I of the U.S. Employee Retirement Income Security Act of 1974, as amended ("ERISA"); (ii) any individual retirement account or plan subject to Section 4975 of the U.S. Internal Revenue Code of 1986, as amended; and/or (iii) a person or entity the underlying assets of which include the assets of any employee benefit plan or plan by reason of U.S. Department of Labor Regulation Section 2510.3-101, as modified by Section 3(42) of ERISA. The ACD reserves the right to request a written representation from Shareholders or prospective investors stating their compliance with the above restrictions prior to accepting subscription requests.

## **CONTACTING US TO DEAL DIRECTLY IN SHARES**

For investors purchasing Shares directly from the ACD (including Intermediaries purchasing Shares on behalf of their clients), requests to purchase, sell or switch Shares may be made to the Registrar between 9 a.m. and 5 p.m. on each Dealing Day. Requests may be made:

- (a) in writing, including:
  - (i) by fax UK 0300 123 3755, International: +44 1268 457731;
  - (ii) in certain circumstances, using electronic communications including online platforms (discussed under "Electronic Dealing" on page 40);
- (b) by post (addressed to the Registrar at St. Nicholas Lane, Basildon, Essex SS15 5FS); or by such other means as the ACD may from time to time permit.
- (c) by telephone (+44 (0) 370 707 0073); Please note that this method is only available for redemption instructions.

Details of the different procedures to purchase, sell and switch Shares are described below.

### **BUYING SHARES**

Shares in each Fund may be purchased or sold on any Dealing Day provided the eligibility requirements are met (see "Eligibility Criteria for Shares" above).

Requests to purchase Shares may be made by contacting the Registrar as described under “Contacting Us to Deal Directly in Shares” on page 32. The procedure depends on whether the purchase is an initial investment or a subsequent investment.

- (a) **Initial investment:** Investors who do not already hold Shares in a Fund should complete an application form available from the Registrar with details of their bank account. The original application form should be sent by post or by fax (followed by the original by post) or alternatively by agreed electronic form. Once an application has been accepted, an account will be opened for the investor and the investor will be able to purchase Shares. As part of the account opening process, the ACD (or Registrar on its behalf) may request information to undertake verification checks (as described under “Money Laundering Prevention and Verification of Identification” on page 31).
- (b) **Subsequent investment:** Investors who already hold Shares in a Fund are not required to submit an original of the application form for subsequent applications. For subsequent investments, orders should be submitted by appropriately signed fax, or by previously agreed electronic methods.

The ACD may request that a purchaser provide additional information to substantiate any representation made by the investor in its application form. Any application that has not been completed to the satisfaction of the ACD will be rejected.

The ACD has a right to reject, without providing an explanation, an application for Shares on reasonable grounds, including without limitation:-

- (a) an application by a Non-Qualified Person; and/or
- (b) an application where the value of Shares sought to be issued is less than any of the minimum investment amounts set out in Appendix 1.

If an application is rejected, any purchase monies or balance due to the applicant will be returned at the risk of the applicant.

### **Dealing deadline**

Share prices are calculated on the basis of valuations taken on the property of each Fund as at 12.00 noon (London time) on each Dealing Day.

Valid applications received and accepted by the Registrar (on behalf of the ACD) before 12 noon on a Dealing Day will normally be processed by reference to the valuation time at 12.00 noon on that Dealing Day. Applications received and accepted by the Registrar (on behalf of the ACD) on or after 12.00 noon on a Dealing Day (or at any time on a day which is not a Dealing Day) will normally be processed by reference to the valuation time at 12.00 noon on the next Dealing Day.

### **Transaction confirmation**

Following acceptance of an application to purchase, the purchaser shall receive a contract note (“Contract Note”) confirming the price and the number of Shares purchased. In appropriate cases, a notice of the purchaser’s right to cancel the application will also be dispatched. Normally the Contract Note and any notice of the purchaser’s right to cancel will be dispatched by the close of business on the Business Day following acceptance of the application.

Share certificates will not be issued in respect of Shares. Title to Shares will be evidenced by an entry on the Register.

Entitlement to Shares will be entered on the Register immediately after the later of:

- (a) the time when the purchaser has supplied the Registrar with such information about the prospective Shareholder as will enable the Registrar to complete the entry on the Register, and
- (b) the expiry of any period during which the purchaser has a right to cancel the agreement for the purchase of the Shares pursuant to the FCA Rules.

#### **Payment (settlement) of purchase monies**

The Contract Note shall specify the purchase monies payable by the purchaser. Subscription monies in relation to an application must generally be paid by the prospective Shareholder to the Registrar within three Business Days of entitlement to Shares being entered on the Register. However, in its discretion, the ACD may on a case by case basis agree to a shorter or longer settlement period.

Subscription proceeds for all of the Funds should be paid in the currency of the relevant Class.

The ACD reserves the right to accept different forms of payment in its discretion. However, please note subscription monies in the form of cheques will not be accepted without express prior consent from the ACD.

In the event that there are purchase monies remaining after a whole number of Shares has been purchased, the balance of the purchase monies will be used to purchase fractions of whole Shares (known as “smaller denomination Shares”). A smaller denomination Share is equivalent to one thousandth of a whole Share.

Neither the ACD nor the Registrar will pay interest on any monies held by it pending investment in Shares.

Default by a purchaser in payment of any monies under the purchaser’s application within three Business Days from the date of entitlement to Shares being entered on the Register (or within such other settlement time as has been agreed with the ACD) will entitle the ACD to cancel any rights of the purchaser in the Shares and to charge interest on such outstanding monies at an interest rate to be determined by the ACD from time to time not exceeding the Bank of England base rate (or equivalent) plus 5% per annum, such interest to accrue from day to day (both before and after any demand or judgment) from the last due date for settlement until the date of actual payment and to be compounded quarterly at the end of each calendar quarter. In addition, the purchaser shall indemnify the Company and the ACD for any losses, costs, expenses or fees suffered directly or indirectly by the Company, the ACD or the Fund as a result of the purchaser’s failure to pay for Shares applied for by the due date, including, without limitation, any market losses to the Company, the ACD or the Fund (where it is required to sell an investment due to the non-receipt of the cleared subscription monies) and any overdraft interest. In computing any losses covered under this paragraph, account shall be taken, where appropriate, of the costs incurred by the Company, the ACD or the Fund in taking proceedings against the purchaser.

The ACD also has the right, on seven days’ prior notice to a purchaser of Shares, to redeem other Shares of which the purchaser is the registered Shareholder and to apply the proceeds in reimbursing the Company, the ACD or the Fund (as the case may be) in respect of any losses, costs, expenses or fees suffered directly or indirectly by the Company, the ACD or the Fund as a result of the purchaser’s failure to pay for Shares applied for by the due date including, without limitation, any market losses to the Company, the ACD or the Fund (where it is required to sell

an investment due to the non-receipt of the cleared subscription monies) and any overdraft interest.

To the extent that the relevant registered Shareholder holds its shares on behalf of multiple underlying purchasers (such as nominee shareholders and platform providers), the ACD shall only enforce the provisions of this paragraph to the extent that, prior to enforcing the provisions of this paragraph, the registered Shareholder has confirmed to the ACD that it has identified the relevant underlying purchaser which has failed to pay and will apply such redemption in respect of the shares attributable to such underlying purchaser. In computing any losses covered under this paragraph, account shall be taken, where appropriate, of the costs incurred by the Company, the ACD or the Fund in taking proceedings against the purchaser.

Personal information given on the application form for Shares (or otherwise in connection with an application to subscribe for Shares) and details of a Shareholder's holding of Shares may be disclosed to the ACD or any other affiliate of the ACD. The ACD is a data controller within the meaning of the Data Protection Legislation. Personal data contained in such application form (or otherwise furnished in connection with any application) and details of a Shareholder's holding of Shares may be processed by the ACD and its affiliates for the purpose of developing and processing the business relationship with the Shareholder. To this end data may be transmitted, both in the United Kingdom and internationally, to other companies affiliated to the ACD and to all intermediaries and all other parties which intervene in the process of the business relationship. By making an application for Shares an investor consents to such processing.

### **SELLING SHARES**

Every Shareholder has the right to request to sell their Shares unless dealing in the Fund has been suspended or unless the value of Shares in a Fund that the Shareholder wishes to sell will mean that the Shareholder would hold Shares with a value less than the required minimum holding amount for the relevant Class of the Fund.

Requests to sell/redeem Shares may be made by contacting the Registrar as described under "Contacting Us to Deal Directly in Shares" on page 32.

- (a) **Notice in Writing:** Where a Shareholder provides written instructions by post, by fax or by agreed electronic form, the Company, the ACD and the Registrar reserve the right to request receipt of the original signed selling instruction letter.
- (b) **Notice by Telephone:** Where a Shareholder provides instructions by telephone, the Shareholder will be asked to complete, sign and return to the Registrar a Renunciation Form. Proceeds will not be sent until the completed Renunciation Form is returned.

Instructions to sell Shares must be accompanied by evidence of the seller's bank account details (if not already provided) in the form of bank statement or voided cheque.

Requests to sell Shares are irrevocable.

### **Instances Where a Request to Sell Shares Does Not Have to be Accepted**

The Company, the ACD and the Registrar will not be obliged to accept and process a request to sell Shares in the following circumstances:

- (a) if the number or value of Shares sought to be sold is both:-

- (i) less than the entirety of the Shareholder's holding of Shares of the Class concerned, and
- (ii) less than any number or value stated in Appendix 1 as the minimum number or value of Shares that may be sold in that Class of Share of the Fund concerned;
- (b) if the number or value of the Shares sought to be sold would result in the Shareholder holding less than any number or value stated in Appendix 1 as the minimum number or value of Shares of the Class concerned that may be held;
- (c) if the Company ensures that the Shareholder is able to sell his Shares on an investment exchange at a price not significantly different from the price at which they would otherwise have been purchased by the ACD; or
- (d) where Shares are sold in return for property transferred or sold under that part of the FCA Rules dealing with in specie cancellation. This is outlined in the section headed "In Specie Cancellation" at page 39 below; or
- (e) if the documentation required by the Company or the anti-money laundering procedures have not been completed to the satisfaction of the ACD (or the Registrar on its behalf).

### **Dealing deadline**

Share prices are calculated on the basis of valuations taken on the property of each Fund as at 12.00 noon (London time) on each Dealing Day.

Valid instructions to sell Shares received and accepted by the Registrar (on behalf of the ACD) before 12 noon on a Dealing Day will normally be carried out by reference to the valuation time at 12.00 noon on that Dealing Day. Instructions to sell Shares received and accepted by the Registrar (on behalf of the ACD) on or after 12.00 noon on a Dealing Day (or at any time on a day which is not a Dealing Day) will normally be carried out by reference to the valuation time at 12.00 noon on the next Dealing Day.

### **Transaction confirmation**

Following acceptance of instructions to sell Shares, the seller shall receive a Contract Note confirming the price and the number of Shares sold. Normally the Contract Note will be dispatched by the close of business on the Business Day following acceptance of the instruction. Where instructions are provided by telephone, the Contract Note will be dispatched together with a Renunciation Form. The Renunciation Form should be completed, signed and returned to the Registrar.

### **Payment (settlement) on Selling Shares**

Following acceptance of instructions to sell Shares, the proceeds of the sale (less, where applicable, the cost of remitting the sum abroad) will normally be paid to the selling Shareholder by the close of business on the fourth Business Day after the later of:-

- (a) the valuation point immediately following receipt by the Registrar of the request to sell, or

- (b) the time when the Registrar has received all duly executed instruments and authorisations to effect (or enable the Registrar to effect) the transfer of title to the Shares or such evidence of title to the Shares as it may reasonably require.

The amount to be paid by the Registrar as the proceeds of a sale of Shares shall not be less than the price of a Share of the relevant Class to be notified to the Depositary in respect of the next valuation point less:-

- (c) any dilution levy, and
- (d) any stamp duty reserve tax permitted to be retained.

Redemption proceeds will be paid in the currency of the relevant Class.

### **Delay in the Payment of Sale Proceeds**

Significant delays in payment of the proceeds of sale can occur in cases where a Shareholder has not advised the Registrar in advance of a change of address or bank account details.

Failure to provide any documentation requested by the Company, the ACD and/or the Registrar in respect of any sale may delay the payment of the proceeds of the sale. In such circumstances, proceeds will be held in a ring-fenced bank account as described above and any reduction to these proceeds is the full responsibility of the relevant Shareholder, including in respect of any negative interest rate that may be applied to that account in certain market circumstances.

### **DEFERRAL OF REDEMPTIONS**

In the event that redemption requests are received for the redemption of Shares in respect of any Fund and such requests represent in aggregate more than 10% of the total value of Shares then in issue in the relevant Fund, the Company is entitled to reduce the requests rateably and pro rata amongst all Shareholders seeking to redeem Shares in the relevant Fund on the relevant Dealing Day and to carry out only sufficient redemptions which, in aggregate, amount to 10% (or such higher percentage as the ACD may determine) of the Shares of the relevant Fund then in issue. Shares which are not redeemed but which would otherwise have been redeemed will be redeemed on the next Dealing Day of the Fund (subject to any further deferral if the deferred requests (when aggregated with requests received in respect of that Dealing Day) exceed 10% (or such high percentage as the directors of the Company determine) of the Shares in the Fund then in issue) in priority to any other Shares in respect of the Fund for which redemption requests have been received. Shares will be redeemed at the price prevailing at the valuation time on the Dealing Day on which they are redeemed.

### **SWITCHING SHARES**

Shareholders are entitled to switch some or all of their Shares of one Class (“Original Shares”) for Shares of another Class denominated in the same currency within the same Fund or for Shares of any Class within a different Fund (“New Shares”). Where Original Shares are exchanged for New Shares in the same Fund, this is sometimes called a “conversion”.

### **Procedure for Switching Shares**

Requests to switch Shares may be made by contacting the Registrar as described under “Contacting Us to Deal Directly in Shares” on page 32. Instructions for switching Shares may be given in writing by post, by fax or by agreed electronic form to the Registrar.

In order to switch into any particular Class of New Shares, a Shareholder must first satisfy any conditions attaching to the holding of such New Shares. The number of New Shares issued will be determined by reference to the respective prices of New Shares and Original Shares at the valuation point applicable when the Original Shares are redeemed and the New Shares are issued. If a switch would result in the Shareholder holding a number of Original Shares or New Shares of a value which is less than the minimum holding in the Fund concerned, the Registrar may, if it thinks fit, convert the whole of the Shareholder's holding of Original Shares to New Shares or refuse to effect any switch of the Original Shares.

No switch will be made during any period when the right of Shareholders to require the redemption of their Shares is suspended. Shareholders who switch Shares of one Class for Shares of any other Class, or switch Shares of one Fund for Shares of any other Fund, will not be given a right by law to withdraw from or cancel the transaction. A contract note showing details of the transaction will be sent to the Shareholders on the business day following completion of the transaction.

No fee is imposed on the switching of Shares except for dilution levy where the switch is for Shares of a different Fund and a dilution levy is applicable on the purchase. The general provisions on procedures and charges relating to redemptions will apply equally to a switch.

### **Dealing deadline**

Share prices are calculated on the basis of valuations taken on the property of each Fund as at 12.00 noon (London time) on each Dealing Day.

Valid instructions to switch Shares received and accepted by the Registrar (on behalf of the ACD) before 12.00 noon on a Dealing Day will normally be processed by reference to the valuation time at 12.00 noon on that Dealing Day. Instructions to switch Shares received and accepted by the Registrar (on behalf of the ACD) after 12.00 noon on a Dealing Day (or at any time on a day which is not a Dealing Day) will normally be processed by reference to the valuation time at 12.00 noon on the next Dealing Day.

### **Transaction confirmation**

Following acceptance of instructions to switch Shares, the Shareholder shall receive a contract note ("Contract Note") confirming the price and the number of Shares switched, as appropriate. Normally the Contract Note will be despatched by the close of business on the Business Day following acceptance of the Switch instruction.

### **Other considerations**

Since a Switch involves the sale of the Original Shares held and a purchase of New Shares using the sale proceeds, for persons subject to United Kingdom taxation it will be a realisation for the purposes of Capital Gains taxation. A switch may be subject to income equalisation as referred to in the Income section of this prospectus.

### **TRANSFERS**

Shareholders are entitled to transfer their Shares to another person. All transfers must be in writing in the form of an instrument of transfer approved by the ACD for this purpose.

The completed instrument of transfer should be sent by post or by fax (followed by the original by post), or alternatively by agreed electronic form, to the Registrar using the contact details described under "Selling Shares" at page 35. If acceptable to the Registrar, the transfer shall be reflected in the Register.

The transferee must be eligible to become a Shareholder. For example, they must not be a Non-Qualified Person and they must satisfy the applicable minimum investment and holding amounts. The ACD may require the transferee to provide such representations and warranties as it reasonably requests.

### **COMPULSORY SALE OR TRANSFER**

In certain circumstances, the ACD may require a Shareholder to sell or transfer their Shares. For information see “Documents of the Company” at page 100.

### **ISSUE OF SHARES IN EXCHANGE FOR IN SPECIE ASSETS**

The Registrar may arrange for the Company to issue Shares in exchange for assets other than money, but will only do so where the Depositary is satisfied that the Company’s acquiring of those assets in exchange for the Shares concerned is not likely to result in any material prejudice to the interests of Shareholders or potential investors.

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

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

### **IN SPECIE CANCELLATION**

If a Shareholder requests the redemption or cancellation of Shares, the ACD may, if it considers the deal substantial in relation to the total size of the Fund concerned, arrange for the Company to cancel Shares and transfer an appropriate amount of the Scheme Property to the Shareholder instead of paying the price of the Shares in cash, or, if required by the Shareholder, pay the net proceeds of the sale of the relevant Scheme Property to the Shareholder. A deal involving Shares representing 5% or more in value of a Fund will normally be considered substantial, although the ACD may in its discretion agree an in specie cancellation with a Shareholder whose Shares represent less than 5% in value of the Fund concerned.

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

The ACD will select the property to be transferred (or sold) in consultation with the Depositary. They must seek to ensure that the selection is made with a view to achieving no greater advantage or disadvantage to the redeeming Shareholder than to continuing Shareholders.

### **SUSPENSION IN DEALINGS OF SHARES**

The buying, selling and switching of Shares of a Fund may be temporarily suspended by the Registrar, with the prior agreement of the ACD and the Depositary or if the Depositary so requires, at any time, if the ACD or the Depositary, as appropriate, is of the opinion that due to exceptional circumstances there is a good and sufficient reason to do so having regard to the interests of all Shareholders in the Company. The ACD and the Depositary must seek to ensure that the temporary suspension is only allowed to continue for as long as it is justified having regard to the interests of the Shareholders and they will formally review the temporary suspension every twenty-eight days and inform the FCA of the result of such review.

The ACD will notify Shareholders of the Fund concerned of the suspension as soon as practicable after the suspension commences and will keep such Shareholders informed about the suspension, including its likely duration.

Recalculation of the Share price will commence at the next relevant valuation point after the period of suspension ends.

#### **ELECTRONIC DEALING**

The ACD may accept instructions to purchase, sell or switch Shares on the basis of an authority communicated by electronic means and sent by the Shareholder or delivered on the Shareholder's behalf by an entity that is authorised by the FCA or regulated in another jurisdiction by an equivalent supervisory authority, subject to:

- (a) prior agreement between the ACD and the person making the communication as to:
  - (i) the electronic media by which such communications may be delivered; and
  - (ii) how such communications will be identified as conveying the necessary authority; and
- (b) assurance from any person who may deliver such communications on behalf of the investor that they will have obtained the required appointment in writing from the Shareholder.

The ACD (or the Registrar on its behalf) may at its discretion refuse to permit dealing instructions to be communicated by electronic means, or may with immediate effect provide written notice revoking any permission previously provided to permit dealing instructions to be communicated by electronic means. Such refusal or revocation may apply in respect of a particular Shareholder or prospective Shareholder, or in respect of a particular provider of electronic dealing services.

Where a Shareholder communicates dealing instructions by electronic means, the Shareholder's sole recourse for any losses or damages incurred in connection with the transmission of dealing instructions through the third party communication system shall be pursuant to the Shareholder's appointment of the third party communication system. The ACD shall not be liable to a Shareholder for any losses or damages associated with the Shareholder's use of such third party communication system.

#### **EXCESSIVE TRADING**

Investment in the Funds is intended for long-term purposes only. The Funds will take reasonable steps to seek to prevent short-term trading. Excessive short-term trading into and out of a Fund can disrupt portfolio investment strategies and may increase expenses, and adversely affect investment returns, for all Shareholders, including long-term Shareholders who do not generate these costs. The Company reserves the right to reject any purchase request (including any conversion request) by any investor or group of investors for any reason without prior notice, including, in particular, if it believes that the trading activity would be disruptive to a Fund. For example, a Fund may refuse a purchase order if the ACD believes it would be unable to invest the money effectively in accordance with the Fund's investment policies or the Fund would otherwise be adversely affected due to the size of the transaction, frequency of trading or other factors.

The trading history of accounts under common ownership or control may be considered in enforcing these policies. Transactions placed through the same financial intermediary on an

omnibus basis may be deemed a part of a group for purposes of this policy and may be rejected in whole or in part by a Fund.

Transactions accepted by a financial intermediary in violation of the Funds' excessive trading policy are not deemed accepted by a Fund and may be cancelled or revoked by the Fund on the next Dealing Day following receipt.

Investors should be aware that there are practical restraints both in determining the policy which is appropriate in the interests of long term investors, and in applying and enforcing such policy. For example, the ability to identify and prevent covert trading practices or short term trading where investors act through omnibus accounts is limited. Also, investors such as fund of funds and asset allocation funds will change the proportion of their assets invested in the Company or in the Funds in accordance with their own investment mandate or investment strategies. The Company will seek to balance the interests of such investors in a way which is consistent with the interests of long term investors but no assurance can be given that the Company will succeed in doing so in all circumstances. For example, it is not always possible to identify or reasonably detect excess trading that may be facilitated by financial intermediaries or made difficult to identify by the use of omnibus accounts by those intermediaries.

## **SHARE PRICES**

### **PRICING BASIS**

The Company deals on a forward pricing basis (and not on the basis of published, historic prices). A forward price is a price calculated at the next valuation of the Scheme Property after the purchase, sale or switch of Shares is agreed.

Shares are priced on a single pricing basis in accordance with the FCA Rules. This means there is a single price at which Shares are bought and sold on each Dealing Day.

### **CALCULATION OF SHARE PRICE**

The price per Share is calculated by reference to the Net Asset Value of the Fund to which it relates. The Net Asset Value per Share of each Class of a Fund will be calculated by dividing the Net Asset Value attributable to that Class by the number of Shares of that Class. The basis for calculating the Net Asset Value is summarised under “Calculation of Net Asset Value” at page 42.

Investors should bear in mind that, for purchases by investors, there may be a dilution levy (detailed in the section headed “Dilution Levy” at page 45). Upon completion of each valuation, the ACD (or Administrator on its behalf) shall notify the Depositary of the price of Shares for the Funds and any dilution levy applicable in respect of any purchase.

### **TIMING OF CALCULATION OF SHARE PRICE**

Calculation of the Share price of a Fund will take place on each Dealing Day at a time shortly following the valuation of the property of a Fund at the valuation time for the Fund set out in Appendix 1.

The right is reserved to:

- (a) value the property of all or any of the Funds at an alternative time on any day on which the London Stock Exchange reduces the length of its mandatory quote period; and
- (b) suspend valuation of the property of a Fund at any time when the buying, selling and exchanging of Shares is suspended.

### **Special Valuations**

Subject to the COLL Sourcebook, an additional valuation of the property of a Fund may be carried out at any time during a Dealing Day if the ACD considers it desirable to do so (and the ACD shall inform the Depositary of any decision to carry out such additional valuation). Special valuations may be carried out in the following circumstances:

- (a) where necessary for the purposes of effecting a scheme of amalgamation; or
- (b) on the day on which the annual or half-yearly accounting period ends.

### **CALCULATION OF NET ASSET VALUE**

The value of the property of each individual Fund shall be the value of the relevant assets less the value of the relevant liabilities determined in accordance with the Instrument of Incorporation and the FCA Rules. A summary of the provisions follows.

All the Scheme Property (including receivables) is to be included, subject to the following provisions:

1. Scheme Property which is not cash (or other assets dealt with in paragraph 3 or 4 below) or a contingent liability transaction shall be valued as follows and the prices used shall (subject as follows) be the most recent prices which it is practicable to obtain:-
  - a) units or shares in a collective investment scheme:-
    - i. if a single price for buying and selling units or shares is quoted, at that price; or
    - ii. if separate buying and selling prices are quoted, at the average of the two prices (provided the buying price has been reduced by any initial charge included therein and the selling price has been increased by any exit or redemption charge attributable thereto); or
    - iii. if, in the opinion of the ACD, the price obtained is unreliable or if no recent traded price is available or if no price exists, at a price which in the opinion of the ACD is fair and reasonable;
  - b) any other transferable security:-
    - i. if a single price for buying and selling the security is quoted, at that price; or
    - ii. if separate buying and selling prices are quoted, at the average of those two prices; or
    - iii. if, in the opinion of the ACD, the price obtained is unreliable or if no recent traded price is available or if no price exists, at a price which in the opinion of the ACD is fair and reasonable;
  - c) property other than that described in a) and b) above: at a price which, in the opinion of the ACD, is fair and reasonable.
2. Cash amounts held in current and deposit accounts and in other time-valued deposits shall be valued at their nominal values.
3. Property which is a contingent liability transaction shall be treated as follows:-
  - a) if it is a written option (and the premium for writing the option has become part of the Scheme Property), the amount of the net valuation of the premium receivable shall be deducted;
  - b) if the property is an off-exchange derivative, the method of valuation shall be agreed between the ACD and Depositary;
  - c) if it is any other form of contingent liability transaction, it will be included at the net value of margin on closing out (whether as a positive or negative value).
4. In determining the value of the Scheme Property, all instructions given to issue or cancel Shares shall be assumed to have been carried out (and any cash paid or received) whether or not this is the case.

5. Subject to paragraphs 7 and 8 below, agreements for the unconditional sale or purchase of property which are in existence but uncompleted, shall be assumed to have been completed and all consequential action required to have been taken. Such unconditional agreements need not be taken into account if made shortly before the valuation takes place and, in the opinion of the ACD, their omission will not materially affect the final net asset amount.
6. Futures or contracts for differences which are not yet due to be performed and unexpired and unexercised written or purchased options shall not be included under paragraph 6.
7. All agreements are to be included under paragraph 6 which are, or ought reasonably to have been, known to the person valuing the property.
8. An estimated amount for the anticipated tax liabilities at that point in time, including (as applicable and without limitation) capital gains tax, income tax, corporation tax and advance corporation tax, value added tax, stamp duty and stamp duty reserve tax, will be deducted.
9. An estimated amount for any liabilities payable out of the Scheme Property and any tax thereon will be deducted, treating periodic items as accruing from day to day.
10. The principal amount of any outstanding borrowings (whenever repayable) and any accrued but unpaid interest on borrowings will be deducted.
11. An estimated amount for accrued claims for tax of whatever nature which may be recoverable will be added.
12. Any other credits or amounts received will be added.

A sum representing any interest or any income accrued due or deemed to have accrued but not received will be added.

#### **FAIR VALUE PRICING**

As referred to above, where the ACD has reasonable grounds to believe that (a) no reliable price exists for a security (including a unit/shares in a collective investment scheme) at a valuation point; or (b) the most recent price available does not reflect the ACD's best estimate of the value of the security (including a unit/share in a collective investment scheme) at the valuation point; it can value an investment at a price which, in its opinion, reflects a fair and reasonable price for that investment (the fair value price). Circumstances which may give rise to a fair value price being used include, but are not limited to, circumstances where there has been no recent trade in the security concerned; or a collective investment scheme has suspended its dealing; or a significant event has occurred since the closure of the market where the price of the security is taken from.

#### **PUBLICATION OF PRICES**

The price of each share class in each Fund will be published daily on the internet at [wwwdimensional.com](http://wwwdimensional.com) except when the ACD is excused from the requirement to deal in the relevant shares. The price will be that calculated at the valuation time on the previous Dealing Day. The ACD issues and redeems shares in respect of each Fund on a forward pricing basis, not on the basis of the published prices.

## **DILUTION LEVY**

In certain circumstances, the value of the property of a Fund may be reduced as a result of charges incurred in dealings in the Fund's investments or through dealing in those investments at prices other than the mid-market price. In order to offset this effect, known as "dilution", and the consequent potential adverse effect on the existing or remaining Shareholders, the ACD has the power to charge a "dilution levy" when Shares are bought or sold. It is not, however, possible to predict accurately whether dilution will occur at any future point in time.

Any dilution levy charged must be fair to all Shareholders and prospective investors. The charging of a dilution levy will effectively reduce the redemption price or increase the purchase price of Shares. If charged, the dilution levy would be paid to the Company and would become part of the property of the relevant Fund thus protecting the value of the remaining Shareholders' interests. On occasions when the dilution levy is not charged there may be an adverse impact on the total assets of the relevant Fund.

The current policy of the ACD is to charge a dilution levy on all subscriptions in to the United Kingdom Value Fund, United Kingdom Small Companies Fund and the United Kingdom Core Equity Fund to the extent permitted by the FCA Rules. No dilution levy will be charged on redemptions from these Funds. Furthermore, no dilution levy will be charged on either subscriptions or redemptions in the Global Short-Dated Bond Fund, Emerging Markets Core Equity Fund, International Core Equity Fund or the International Value Fund.

On the basis of past experience, the ACD estimates that a dilution levy will be charged on subscriptions at a rate of 0.30% of the value of the transaction before the imposition of the levy, in order to account for any stamp duty or stamp duty reserve tax that may be charged when purchasing assets for the affected Funds. In the event of an adjustment to the rate of stamp duty or stamp duty reserve tax, the rate of the dilution levy may be adjusted accordingly.

## **CHARGES AND EXPENSES**

### **ACD'S CHARGES AND EXPENSES**

#### **Redemption Charge**

The ACD does not charge Shareholders for selling Shares.

#### **Investment Management Charge**

The ACD is entitled to make a periodic investment management charge calculated on the value of the property of each Fund. The actual amount applicable to each Class is set out in Appendix 1. The ACD reserves the right to review levels of charges.

The periodic investment management charge shall accrue daily and will be determined by reference to the NAV of each Fund as at the valuation time on the prior Dealing Day and shall be deducted and paid at the end of each month. The investment management charge will be taken from either the capital or income of the Fund, as agreed between the ACD and the Depositary and as detailed in Appendix 1.

**Those Funds that have the investment management charge deducted from capital may accordingly have their capital growth constrained.**

### **DEPOSITORY'S CHARGES AND EXPENSES**

The Depositary receives for its own account a periodic fee which will accrue daily and be payable monthly. The fee is calculated by reference to the prior Business Day value of each Fund except for the first accrual which is calculated by reference to the first valuation point of each Fund. The fee is payable out of the property attributable to each Fund. The rate of the periodic fee is agreed between the ACD and the Depositary from time to time subject to the requirements of the FCA Rules. The current rate is 0.01% per annum of the value of each Fund (plus value added tax if any). The first accrual in relation to any Fund will take place in respect of the period beginning on the day on which the first valuation of that Fund is made.

The total remuneration payable to the Depositary out of Scheme Property for its services also includes transaction charges and custody charges. Transaction charges vary from country to country, dependent on the markets and the value of the stock involved and currently range from \$1.00 to \$73.15 per transaction and accrue at the time the transactions are effected and are payable as soon as is reasonably practicable, and in any event not later than the last Business Day of the month when such charges arose or as otherwise agreed between the Depositary and the ACD. Custody charges again vary from country to country depending on the markets and the value of the stock involved and currently range from 0.001% to 0.231% per annum and accrue and are payable as agreed from time to time by the ACD and the Depositary. The actual amount charged in respect of custody safekeeping and transaction charges for the latest financial period is shown in the reports and accounts which can be requested from the ACD.

In addition to the fees and charges payable to the Depositary referred to above, the amount payable to the Depositary out of the property attributable to any Fund may include amounts payable by way of reimbursement for charges incurred in connection with its duties (or the exercise of powers conferred upon it by the OEIC Regulations and FCA Rules) referable to (but not limited to):-

- (i) custody of assets (including overseas custody services);
- (ii) the acquisition holding and disposal of property;

- (iii) the collection and distribution to Shareholders of dividends, interest and any other income;
- (iv) the maintenance of distribution accounts;
- (v) the conversion of foreign currency;
- (vi) registration of assets in the name of the Depositary or its nominee or agents;
- (vii) borrowings, securities lending or other permitted transactions;
- (viii) communications with any parties (including telex, facsimile, SWIFT and electronic mail);
- (ix) taxation matters;
- (x) insurance matters;
- (xi) dealings in derivatives;
- (xii) costs and charges relating to banking and banking transactions;
- (xiii) preparation of the Depositary's annual report;
- (xiv) taking professional advice;
- (xv) conducting legal proceedings;
- (xvi) the convening and/or attendance at meetings of Shareholders; and
- (xvii) modification of the Instrument of Incorporation, prospectus, and negotiation and/or modification of the Depositary Agreement and any other agreement entered into between the Depositary and its delegates.

The Depositary will also be paid by the Company out of the property attributable to each Fund, expenses or disbursements (plus value added tax) properly incurred in the performance of, or in arranging the performance of, functions conferred on it by the Depositary Agreement, the OEIC Regulations, the FCA Rules or by the general law.

The Depositary shall be entitled to recover its fees, charges and expenses when the relevant transaction or other dealing is effected or relevant service is provided or as may otherwise be agreed between the Depositary and the Company or the ACD.

On a winding up of the Company, the termination of a Fund or the redemption of a Class, the Depositary will be entitled to its pro rata fees, charges and expenses to the date of winding up, the termination, or the redemption (as appropriate) and any additional expenses necessarily realised in settling or receiving any outstanding obligations. No compensation for loss of office is provided for in the agreement with the Depositary. Any value added tax on any fees, charges or expenses payable to the Depositary will be added to such fees, charges or expenses.

Expenses not directly attributable to a particular Fund will be allocated between Funds. In each such case such expenses and disbursements will also be payable if incurred by any person (including the ACD or any associate or nominee of the Depositary or of the ACD) who has had the relevant duty delegated to it pursuant to the FCA Rules by the Depositary.

## **REGISTRAR'S CHARGES AND EXPENSES**

The remuneration of the Registrar is based upon its registration, dealing, data provision and secretarial activities and is payable monthly in arrears out of Scheme Property.

The current rate of charge for registration and dealing activities is 0.0106% per annum of the value of the Funds up to and including the first £10bn, 0.01% per annum of the value of the Funds between £10bn and £20bn and 0.009% per annum of the value of the Funds above £20bn, subject to a minimum fee per annum of £750,000 (plus value added tax, where applicable).

In addition to the fees and charges payable to the Registrar referred to above (which are reviewed on an annual basis), the amount payable to the Registrar by the ACD out of the property of a Fund may include amounts payable by way of reimbursement for charges incurred in connection with (but not limited to):-

- (i) maintenance of the Register of Shareholders; and
- (ii) the buying, selling and switching of Shares.

## **ADMINISTRATOR'S CHARGES AND EXPENSES**

The remuneration of the Administrator is based upon its valuation and accounting activities and is payable monthly in arrears out of Scheme Property.

The current rate of charge for valuation and accounting activities is 0.026% per annum of the value of the Funds up to and including the first £2.2607bn, 0.0185% per annum of the value of the Funds above £2.2607bn and up to £4.5214bn, 0.013% per annum of the value of the Funds above £4.5214bn and up to £7.5357bn, 0.0115% per annum of the value of the Funds above £7.5357bn and up to £15.0714bn and 0.01% of the value of the Funds above £15.0714bn, subject to an aggregated minimum per annum fee of £30,143 per Fund (plus value added tax if any).

In addition to the fees and charges payable to the Administrator referred to above (which are reviewed on an annual basis), the amount payable to the Administrator by the ACD out of the property of a Fund may include amounts payable by way of reimbursement for charges incurred in connection with (but not limited to):-

- (i) preparation of financial statements for the Funds;
- (ii) calculation of the prices of Shares;
- (iii) preparation of tax returns; and
- (iv) any expenses incurred by the Company in connection with the maintenance of its accounting and other books and records.

## **OTHER EXPENSES**

In addition to the ACD's management charge and the fees and expenses of the Registrar, Administrator and the Depositary, including those the Depositary incurs in the implementation of the Depositary Agreement, and any applicable value added tax thereon, the following expenses may be paid out of the property of a Fund:-

- (a) brokers' commission (excluding costs for research), fiscal charges and other disbursements which are:-

- (i) necessarily incurred in effecting transactions for that Fund; and
- (ii) normally shown in contract notes, confirmation notes and difference accounts as appropriate.
- (b) interest on borrowings permitted under that Fund and charges incurred in effecting or terminating or in negotiating or varying the terms of such borrowings;
- (c) taxation and duties payable in respect of the property of that Fund or the issue of Shares in that Fund;
- (d) any costs incurred in modifying the Instrument of Incorporation and the prospectus, including costs incurred in respect of meetings of Shareholders convened for the purpose of approving such modifications;
- (e) any costs incurred in respect of meetings of Shareholders convened on a requisition by Shareholders not including the ACD or an associate of the ACD;
- (f) liabilities on amalgamation arising after the transfer of property to the Company in consideration for the issue of Shares as more fully described in the FCA Rules;
- (g) the audit fees and any proper expenses of the auditors and of tax, legal and other professional advisers to the Company;
- (h) the fees of the FCA under Schedule 1, Part III of the Act and any corresponding periodic fees of any regulatory authority in a country or territory outside the United Kingdom in which Shares in that Fund are, or may, be marketed;
- (i) any expenses or disbursements of the Depositary incurred in exercising any powers conferred upon the Depositary, or in performing any of the duties imposed upon it by the OEIC Regulations, the FCA Rules, the Instrument of Incorporation or by law, which duties may include:-
  - (i) delivery of stock to the Depositary or custodian;
  - (ii) custody of assets;
  - (iii) collection of income and capital;
  - (iv) submission of tax returns;
  - (v) handling tax claims;
  - (vi) preparation of the Depositary's annual report; and
  - (vii) such other duties as the Depositary is required by the OEIC Regulations, the FCA Rules, the Instrument of Incorporation or by law to perform;
- (j) any expenses payable by the ACD to the Registrar in respect of:-
  - (i) maintenance of the Register;
  - (ii) the buying, selling and switching of Shares;
- (k) any expenses payable by the ACD to the Administrator in respect of:-

- (i) preparation of financial statements for the Funds;
- (ii) calculation of the prices of Shares;
- (iii) preparation of tax returns; and
- (iv) any expenses incurred by the Company in connection with the maintenance of its accounting and other books and records;
- (l) any costs arising in connection with the publication and despatch of the price of Shares;
- (m) all costs arising from despatch of the half-yearly and other reports of the Company;
- (n) such other expenses as the ACD resolves are properly payable out of the Fund's property;
- (o) any sum due or payable by virtue of or in accordance with any provision of the FCA Rules; and
- (p) value added tax payable on these expenses where appropriate.

Payments will be charged to the capital or income of the Fund in accordance with the FCA Rules.

#### **ALLOCATION OF CHARGES AND EXPENSES BETWEEN FUNDS**

All charges and expenses will be charged to the Fund in respect of which they were incurred (and, within the Funds, charges and expenses will be allocated between Classes in accordance with the terms of issue of Shares of those Classes). Any charges and expenses not attributable to any one Fund will normally be allocated by the ACD to all Funds pro rata to the Net Asset Values of the Funds, although the ACD has discretion to allocate such charges and expenses in a different manner which it considers fair to Shareholders generally.

## **INCOME**

### **ACCOUNTING PERIODS AND INCOME ALLOCATION DATES**

The annual accounting period of the Company ends each year on 31 December (the accounting reference date) and the interim accounting period ends each year on 30 June. The income allocation dates for each of the Funds are set out in Appendix 1.

### **INCOME ALLOCATIONS**

For each Fund, allocations of income are made in respect of the income attributable to the Fund that is available for allocation in each annual accounting period.

The income available for allocation in relation to a Fund is determined in accordance with the FCA Rules. In general terms, the income comprises all the sums deemed by the ACD to be income in nature and received or receivable for the account of the relevant Fund in respect of the income allocation period concerned.

The amount available for allocation in an accounting period is calculated by:

- (a) taking the aggregate of the income received or receivable for the accounting period;
- (b) deducting the charges and expenses of the Fund paid or payable out of income where appropriate for that accounting period; and
- (c) making such adjustments as the ACD considers appropriate (and after consulting the auditors as appropriate) in relation to tax and certain other issues.

For accumulation Classes, net income allocated to accumulation Shares will be automatically added to (and retained as part of) the capital assets of the relevant Fund and reflected in the Share price of the accumulation Shares.

For income Classes, Shareholders become entitled on the income allocation date to be paid any income allocated to such Shares that is to be distributed.

Distributions of income for each Fund are paid on or before the annual income allocation date of 28 February. In the case of Funds with income Shares in issue, interim distributions may be paid on the interim allocation dates set out in Appendix 1. In order to conduct a controlled income dividend to Shareholders, interim distributions will be made at the ACD's discretion up to the maximum of the distributable income available for the period. All remaining income is distributed in accordance with the FCA Rules.

Distributable income payable on income Shares may be paid by cheque or electronic bank transfer (if the Shareholder has supplied to the ACD appropriate bank details) in the currency of the Class.

If a distribution remains unclaimed for a period of six years after it has become due, it will be forfeited and will revert to the Fund.

### **INCOME EQUALISATION**

Income equalisation may apply in relation to each Fund.

The purchase price of a Share reflects the entitlement to share in the accrued income of the relevant Fund since the previous allocation. This capital sum, known as "income equalisation",

is returned to Shareholders with the first allocation of income in respect of a Share issued during an accounting period.

The amount of income equalisation is calculated by dividing the aggregate of the amounts of income included in the price of Shares of the relevant Class issued in an annual or interim accounting period by the number of those Shares and applying the resultant average to each of the Shares in question.

## **TAXATION**

### **GENERAL**

The following statements are by way of a general guide to prospective investors and Shareholders only and do not constitute tax advice. Shareholders and prospective investors are therefore advised to consult their professional advisers concerning possible taxation or other consequences of purchasing, holding, selling or otherwise disposing of the Shares under the laws of their country of incorporation, establishment, citizenship, residence or domicile.

Shareholders and prospective investors should note that the following statements on taxation are based on advice received by the ACD regarding the law and practice in force at the date of this prospectus and proposed regulations and legislation in draft form. As is the case with any investment, there can be no guarantee that the tax position or proposed tax position prevailing at the time an investment is made in the Company will endure indefinitely.

The Company, or the Administrator acting on its behalf, may from time to time provide Shareholders with certain information relating to the income or gains of the Company so as to enable investors to comply with their respective tax filing obligations. While such information may assist Shareholders in filing their respective tax returns, Shareholders should obtain independent tax advice in their jurisdiction of residence in relation to their own tax filing and payment obligations. Each Shareholder is responsible for accurately assessing any tax liabilities and any other tax obligations that arise in respect of a holding of Shares in the Company. While the Company and the Administrator shall endeavour to provide information that it has agreed to furnish on a timely basis and in an accurate form neither the Company nor the Administrator shall be liable for any tax liabilities of a Shareholder that arises as a result of any inaccuracy in such information or any delay in providing it.

### **UNITED KINGDOM TAXATION**

The taxation of income and capital gains of both the Funds and Shareholders is subject to the prevailing law and practice of the United Kingdom and of the jurisdictions in which Shareholders are resident or otherwise subject to tax. The following summary of the current United Kingdom tax law and HMRC practice as at the date of this document does not constitute legal or tax advice and applies only to persons holding Shares as an investment.

#### **Taxation of the Funds**

Each Fund is treated as an open-ended investment company (“OEIC”) for tax purposes and as a separate OEIC from any other Fund.

Each Fund is generally exempt from United Kingdom corporation tax on chargeable gains realised on the disposal of its investments (including interest bearing securities).

The Funds are liable to United Kingdom corporation tax at a special rate of 20% on income after the deduction of expenses (including the agreed fees and expenses of the ACD and the Depositary). Dividend distributions from United Kingdom and non-United Kingdom companies should fall within one of a number of exemptions from United Kingdom taxation. Dividend distributions from other OEICs or from authorised unit trusts are treated in accordance with the rules for Shareholders within the charge to United Kingdom corporation tax described below. Credit is given against the United Kingdom corporation tax liability for foreign tax paid on a Fund’s income, subject to certain limits. To the extent that the United Kingdom corporation tax liability of a Fund is less than the creditable overseas tax suffered, the overseas tax will be unrecoverable.

Distributions made or treated as made by each Fund should not be subject to United Kingdom withholding tax.

## **Taxation of Shareholders**

### **Income Tax (individuals)**

On the specified allocation dates each Shareholder becomes entitled to a distribution which, in the case of allocations made in respect of accumulation Shares, will be automatically retained in the Fund. Accumulations of income are treated for income tax purposes as deemed distributions. With each actual and deemed distribution the ACD will send a distribution voucher showing the amount of income to which each Shareholder is entitled and the nature of the distribution. Notes printed on the distribution voucher will indicate how the amount should be reflected in the investor's tax return.

Distributions paid may be either dividend distributions or interest distributions, depending on the nature of the income of the Fund. Interest distributions can be made where the market value of the Fund's interest-bearing investments, including holdings in collective investment schemes that pay interest distributions and cash on deposit, exceeds 60% of the market value of all its assets throughout the accounting period to which it relates.

### **Dividend Distributions**

The first £2,000 of dividend income is subject to a 0% rate of tax. Income tax will be applied to dividend income above that band of 7.5% for basic rate taxpayers, 32.5% for higher rate taxpayers and 38.1% for additional rate taxpayers. Taxpayers who are liable to tax on their dividend income must notify HMRC of the receipt of that dividend income and associated dividend tax liability.

### **Interest Distributions**

If the total amount shown in the distribution account of a Fund is shown as available for distribution as yearly interest, such amount will be treated as if it were a payment of yearly interest. Interest distributions are paid without deduction or withholding of tax. Accordingly, Shareholders will be obliged to include the full amount of the distribution on their tax returns and pay tax accordingly. UK individual tax payers may be eligible for a tax free allowance of £1,000 (basic rate tax payers) or £500 (higher rate tax payers). Additional rate tax payers are not entitled to any tax free allowance on interest income.

### **Corporation Tax**

#### **Dividend Distributions**

Shareholders within the charge to United Kingdom corporation tax receive dividend distributions either as a franked dividend distribution (in respect of which no liability to United Kingdom corporation tax will normally arise) or a taxable unfranked distribution together with an appropriate tax credit under applicable corporate streaming rules. To the extent to which the gross income of a Fund less tax from which the dividend distributions are made is exempt from income tax, part of the distribution is received as an unfranked amount annual payment from which tax at the basic rate of income tax (currently 20%) or applicable foreign tax is deemed to have been deducted, the gross amount of which will be chargeable to corporation tax at the rate applicable to a United Kingdom resident corporate shareholder but with credit for the tax treated as deducted. The current mainstream rate of United Kingdom corporation tax is 19%. The percentages to be used to calculate the allocation between franked dividend distributions and unfranked income received will be set out on the distribution voucher.

### Tax on Chargeable Gains

For holders of Shares in a Fund who are resident in the UK, the disposal of Shares in the Fund or the exchange of Shares in one Fund for Shares in another Fund is treated as a redemption and sale and may give rise to a liability to capital gains tax or corporation tax on chargeable gains in respect of gains arising from the disposal. Exchanges between Classes within a Fund may not give rise to a liability to tax on chargeable gains.

In respect of the accumulation Shares, income arising from these Shares is accumulated and added to the capital property of the Fund. As a result, such amounts may be added to the base cost of such Shares when calculating the capital gain realised on their disposal for United Kingdom capital gains purposes.

Individuals are only liable to capital gains tax if their total chargeable gains (net of allowable losses) in the year exceed the annual exemption (£12,300 for the 2020/2021 tax year). Gains in excess of this exemption are taxable at the rate of 10% to the extent that total income and gains are below the income tax basic rate band (£37,500) and 20% for higher and additional rate taxpayers.

Shareholders within the charge to United Kingdom corporation tax are chargeable to corporation tax on all such gains and net capital gains will normally be added to the profits charged to corporation tax after taking into account the availability of any indexation relief. The indexation allowance was frozen for corporation tax purposes with effect from 31 December 2017. If during a corporate Shareholder's accounting period more than 60% of the property of a Fund is invested in interest-paying investments, then the Shareholder must treat its holding in the Fund as a creditor loan relationship subject to a fair value basis of accounting for corporation tax purposes. Such a Shareholder may, therefore, be liable to tax in respect of such holdings on unrealised profits (or obtain relief for unrealised losses).

### Stamp Duty Reserve Tax

There is no Stamp Duty Reserve Tax ("SDRT") on surrenders of shares in OEICs that are pro-rata in specie redemptions.

Transfers of Shares from one Shareholder to another (in contrast to the surrenders of Shares described above) may be exempt from SDRT, depending on the circumstances. Shareholders transferring Shares should complete a stock transfer form in the normal way including any appropriate certificate which would be required for exemption from stamp duty on the transfer of equities. Where there is no appropriate certificate, evidence of an exemption from SDRT should be submitted with the transfer. In other cases, where SDRT applies to the transfer the ACD has decided that any SDRT triggered will be paid by the Fund.

### INCOME EQUALISATION

Since the Company operates income equalisation, the first allocation made after the acquisition of Shares in any Fund will include an amount of equalisation. This amount represents the ACD's best estimate of the income included in the price at which the Shares were acquired (subject to grouping where appropriate) and represents a capital repayment for United Kingdom tax purposes which should be deducted from the base cost of the Shares in arriving at any capital gain realised on their subsequent disposal.

## **REPORTING OF INFORMATION TO TAX AUTHORITIES**

### **OECD Common Reporting Standard (CRS)**

Aimed at maximizing efficiency and reducing cost for financial institutions, the CRS, as implemented in United Kingdom law under the UK International Tax Compliance Regulations 2015, provides a common standard for due diligence, reporting and exchange of financial account information. Pursuant to CRS, the Company is required to collect certain information (e.g. name, address, jurisdiction of residence, tax identification number, date and place of birth (as appropriate) in respect of each investor, and in respect of certain Controlling Persons in the case of the investor being an Entity rather than an individual, the “account number” and the “account balance” or value at the end of each calendar year) so as to identify “accounts” which are reportable to the HMRC under the CRS and the UK International Tax Compliance Regulations 2015. Such information may in turn be exchanged by the HMRC with the tax authorities of other jurisdictions in accordance with the requirements of the CRS.

Further information in relation to CRS can be found on the Automatic Exchange of Information webpage on [www.gov.uk/government/collections/automatic-exchange-of-information-agreements](http://www.gov.uk/government/collections/automatic-exchange-of-information-agreements) and HMRC Guidance in the International Exchange of Information Manual on [www.gov.uk/hmrc-internal-manuals/international-exchange-of-information](http://www.gov.uk/hmrc-internal-manuals/international-exchange-of-information).

### **U.S. Foreign Account Tax Compliance Act (FATCA)**

Pursuant to FATCA, the Company (or each Fund) is required to comply (or be deemed compliant) with extensive reporting and withholding requirements designed to inform the U.S. Department of the Treasury of U.S. owned foreign investment accounts. Failure to comply (or be deemed compliant) with these requirements may subject the Company (or Fund) to U.S. withholding taxes on certain U.S. sourced income. Proposed regulations (effective while pending) eliminate the application of the withholding tax to proceeds from the sale of U.S. investments that were previously scheduled to take effect in 2019. Pursuant to an intergovernmental agreement between the United States and the United Kingdom, the Company (or each Fund) may be deemed compliant, and therefore not subject to the withholding tax, if it identifies and reports U.S. reportable account information directly to HMRC, the United Kingdom taxation authority under the UK International Tax Compliance Regulations 2015. Shareholders may be requested to (and by applying for Shares agree to) provide additional information to the Company to enable the Company (or each Fund) to satisfy these obligations. Failure to provide requested information or (if applicable) satisfy its own FATCA obligations may subject a Shareholder to liability for any resulting U.S. withholding taxes, U.S. tax information reporting and/or mandatory redemption, transfer or other termination of the Shareholder's interest in its Shares. Such action will be taken by the ACD. Neither the ACD nor its delegate or agent, including the Administrator, will be obliged to make any additional payments to the Shareholders in respect of such withholding or deduction. The administrative cost of compliance with FATCA may cause the operating expenses of the Company (and each Fund) to increase, thereby reducing returns to Shareholders. FATCA may also require the Company (or each Fund) to provide to HMRC (for exchange with the U.S. Internal Revenue Service) private and confidential information relating to certain Shareholders.

### **UK regime (including implementation of CRS and FATCA in the UK)**

The International Tax Compliance Regulations 2015 give effect in the United Kingdom to reporting obligations under the OECD's Common Reporting Standard and the agreement between the UK and US governments to implement FATCA.

Any person regarded as a “reporting financial institution” for the purposes of the International Tax Compliance Regulations 2015 may be required to disclose to HMRC details of payments

of interest and other income (which may include distributions on redemption payments by collective investment funds) to Shareholders who are individuals or residual entities, and HMRC will share such information with the relevant overseas tax authorities.

Provided the Company complies with its obligations under the International Tax Compliance Regulations 2015 to identify and report taxpayer information directly to HMRC, it should be deemed compliant with FATCA and CRS. Shareholders may be asked to provide additional information to the ACD to enable the Company to satisfy these obligations.

Schedule 23 of the Finance Act 2011 provides HMRC with bulk information powers which enable them to gather specific information from third parties about a group of taxpayers. HMRC may issue a written notice requiring a data-holder to provide relevant data. A person by or through whom interest is paid or credited is a relevant data-holder and may be required to provide in relation to United Kingdom individuals information and documents relating to accounts or sums on which interest paid (including interest distributions) or credited on money received or retained in the United Kingdom is payable.

## **APPENDIX 1: THE FUNDS**

### **EMERGING MARKETS CORE EQUITY FUND**

FCA Product Reference No – 641950

#### **INVESTMENT OBJECTIVE**

The investment objective of the Emerging Markets Core Equity Fund is to maximise long-term total return.

#### **INVESTMENT POLICY**

The investment policy of this Fund is to purchase transferable securities of publicly-traded companies in emerging markets which the ACD deems eligible or of companies which derive a significant proportion of their business from such emerging markets.

The Fund's investment objective may also be achieved through the use of depositary receipts, which may be listed or traded outside the issuer's domicile country, representing securities of companies meeting the investment criteria.

The Investment Managers adjust the allocation to companies which meet the ACD's investment criteria. This means that the Fund will generally have a higher allocation to smaller companies, to companies which the ACD deems to be eligible value stocks and/or high profitability companies, in each case, relative to an allocation directly linked to market capitalisation of the securities eligible for investment by the Fund across all the various markets on which it may invest. The Fund will generally also have a corresponding lower allocation to larger, more growth-orientated or low profitability companies within the universe of securities eligible for investment by the Fund than a market capitalisation allocation. Company size is determined for a country or region primarily based on a company's market capitalisation. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the ACD may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. In assessing profitability, the ACD may consider different ratios, such as that of earnings or profits from operations relative to book value or assets. The criteria the ACD uses for assessing value or profitability are subject to change from time to time. The ACD may also modify Fund allocations after considering other factors which the ACD determines to be appropriate, such as free float (which generally describes the number of publicly traded shares of a company), momentum (which generally describes the past performance of a stock relative to other stocks), trading strategies, liquidity management, size, value, profitability, and investment characteristics, as well as other factors that the ACD determines to be appropriate given market conditions.

Emerging Markets countries are countries that are generally considered to be developing or emerging countries by the International Bank for Reconstruction and Development (more commonly referred to as the "World Bank") or the International Finance Corporation, as well as countries that are classified by the United Nations or otherwise are regarded by their own authorities as developing. Currently, the Fund intends to purchase a broad and diverse group of securities of companies which are organised under the laws of, or maintain their principal place of business in, Emerging Markets countries and which are traded on the principal exchanges of Brazil, Chile, China, Colombia, Czech Republic, Greece, Hong Kong, Hungary, India, Indonesia, South Korea, Malaysia, Mexico, Peru, Philippines, Poland, Qatar, Saudi Arabia, South Africa, Taiwan, Thailand, Turkey and United Arab Emirates and securities or depositary receipts, representing securities of companies (i) that derive at least 50% of their revenues or profits from goods produced or sold, investments made, or services performed or that have at

least 50% of their assets in Emerging Markets countries, or (ii) the majority of whose business is conducted in Emerging Markets countries and in each case which are traded on markets listed under Appendix 2. This list may change at the discretion of the ACD (with the agreement of the Depositary). The ACD will determine, in its discretion, when and whether to invest in countries depending on a number of factors such as asset growth in a Fund and characteristics of each country's market.

The Fund's investment policy may mean that it is not fully invested at all times. The property of the Fund may consist of cash, near cash, deposits and money market instruments where this may reasonably be regarded as necessary in order to enable the pursuit of the Fund's investment objective, redemption or cancellation of Shares, efficient management in accordance with the Fund's investment objective or other purposes which may reasonably be regarded as ancillary to the Fund's investment objective.

**The Fund may also enter into derivatives and forward transactions (such as acquiring stock index futures contracts and options thereon) for the purpose of EPM. Such transactions should not materially increase the overall risk profile of the Fund.**

The Fund may invest, to the extent permitted by the FCA Rules and as set out in Appendix 2: Investment Powers and Restrictions of the prospectus, up to 10% of the Scheme Property in collective investment schemes.

#### **PERFORMANCE COMPARATOR**

The Fund's performance may be compared to the MSCI Emerging Markets Index. The ACD believes this index adequately represents a broad measure of market performance that may be helpful when assessing the performance of the Fund.

<b><u>VALUATION POINT</u></b>	Every Dealing Day
<b><u>VALUATION TIME</u></b>	12.00 noon
<b><u>PRICE PUBLISHED</u></b>	Daily on <a href="http://www.dimensional.com">www.dimensional.com</a>

#### **CLASSES OF SHARES**

	<b><u>Income</u></b>	<b><u>Accumulation</u></b>	<b><u>Income</u></b>	<b><u>Accumulation</u></b>
<b>Currency of Denomination</b>	Pounds sterling	Pounds sterling	Euros	Euros
<b>Minimum Investment</b>	£100,000	£100,000	€200,000	€200,000
<b>Minimum Subsequent Investment</b>	£10,000	£10,000	€20,000	€20,000
<b>Minimum Withdrawal</b>	£10,000	£10,000	€20,000	€20,000
<b>Minimum Holding</b>	£50,000	£50,000	€100,000	€100,000

<b>Investment Management Charge</b>				
<b>Rate</b>	0.36%	0.36%	0.368%	0.36%
<b>Charged to</b>	Income	Income	Income	Income
<b>Redemption Charge</b>	-	-	-	-
<b>Annual Income Allocation/Accumulation Date</b>	28 February	Accumulated 28 February	28 February	Accumulated 28 February
<b>Interim Income Allocation/Accumulation Date</b>	31 August	Accumulated 31 August	31 August	Accumulated 31 August
<b>ISA Qualifying</b>	Yes	Yes	Yes	Yes
<b>Grouping Periods for Income Equalisation</b>	Interim Accounting Periods			

The ACD may increase, reduce or waive the minimum initial and subsequent investment amounts and the minimum withdrawal and holding amounts at its absolute discretion in any particular case or cases.

#### **TYPICAL INVESTOR PROFILE**

The Fund is suitable for investors seeking to maintain long-term total return.

There is no guarantee that the Fund will achieve its investment objective and capital invested in the Fund is in fact at risk.

**An investment in this Fund should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.**

## **GLOBAL SHORT-DATED BOND FUND**

FCA Product Reference No – 641951

### **INVESTMENT OBJECTIVE**

The investment objective of the Global Short-Dated Bond Fund is to seek to maximise current income while preserving capital.

### **INVESTMENT POLICY**

The investment policy of this Fund is to purchase high quality, investment grade short term fixed income and floating-rate securities and money market instruments issued by governmental, quasi-governmental and corporate issuers in developed countries which mature in five years or less from the date of settlement of the purchase of the instrument. At the present time, developed countries comprise those countries listed below. It is not the current intention of the Fund to invest in emerging markets.

Under normal circumstances the Fund will invest most of its assets in investment grade short term fixed income and floating-rate securities and money market instruments; it is expected that most of the assets of the Fund held in foreign-currency-denominated instruments will be hedged back into the base currency of the portfolio.

For the purpose of the Global Short-Dated Bond Fund, developed countries will comprise: Australia, Austria, Belgium, Canada, Denmark, Finland, France, Germany, Hong Kong, Ireland, Italy, Japan, Luxembourg, Netherlands, New Zealand, Norway, Portugal, Singapore, Spain, Sweden, Switzerland, the United Kingdom and the United States. This list may change at the discretion of the ACD (with the agreement of the Depositary) at any time. The ACD will determine, in its discretion, when and whether to invest in issuers from a developed country depending on a number of factors such as the risk and return characteristics of each country's market.

The Fund's investment policy may mean that it is not fully invested at all times. The property of the Fund may consist of cash, near cash, deposits and money market instruments where this may reasonably be regarded as necessary in order to enable the pursuit of the Fund's investment objective, redemption or cancellation of Shares, efficient management in accordance with the Fund's investment objective or other purposes which may reasonably be regarded as ancillary to the Fund's investment objective.

**The Fund may also enter into derivative and forward transactions (such as acquiring bond index futures contracts and options thereon) for the purpose of EPM. Such transactions should not materially increase the overall risk profile of the Fund.**

The Fund may invest, to the extent permitted by the FCA Rules and as set out in Appendix 2: Investment Powers and Restrictions of the prospectus, up to 10% of the Scheme Property in collective investment schemes.

### **PERFORMANCE COMPARATOR**

The Fund's performance may be compared to the FTSE World Government Bond Index 1-5 Years. The ACD believes this index adequately represents a broad measure of market performance that may be helpful when assessing the performance of the Fund.

<b><u>VALUATION POINT</u></b>	Every Dealing Day
<b><u>VALUATION TIME</u></b>	12.00 noon
<b><u>PRICE PUBLISHED</u></b>	Daily on www.dimensional.com

### CLASSES OF SHARES

	<u>Income</u>	<u>Accumulation</u>	<u>Gross Income</u>	<u>Gross Accumulation</u>
<b>Currency of Denomination</b>	Pounds sterling	Pounds sterling	Pounds sterling	Pounds sterling
<b>Minimum Investment</b>	£100,000	£100,000	£100,000	£100,000
<b>Minimum Subsequent Investment</b>	£10,000	£10,000	£10,000	£10,000
<b>Minimum Withdrawal</b>	£10,000	£10,000	£10,000	£10,000
<b>Minimum Holding</b>	£50,000	£50,000	£50,000	£50,000
<b>Investment Management Charge</b>				
<b>Rate</b>	0.21%	0.21%	0.21%	0.21%
<b>Charged to</b>	Income	Income	Income	Income
<b>Redemption Charge</b>	-	-	-	-
<b>Annual Income Allocation/Accumulation Date</b>	28 February	Accumulated 28 February	28 February	Accumulated 28 February
<b>Interim Income Allocation/Accumulation Date</b>	31 August	Accumulated 31 August	31 August	Accumulated 31 August
<b>ISA Qualifying</b>	Yes	Yes	Yes	Yes
<b>Grouping Periods for Income Equalisation</b>	Interim Accounting Periods			

The ACD may increase, reduce or waive the minimum initial and subsequent investment amounts and the minimum withdrawal and holding amounts at its absolute discretion in any particular case or cases.

All four share classes will make interest distributions without deduction of United Kingdom income tax. Accordingly, Shareholders will be obliged to include the full amount of the distribution on their tax returns and pay tax accordingly.

**TYPICAL INVESTOR PROFILE**

The Fund is suitable for investors seeking to maintain long-term total return.

There is no guarantee that the Fund will achieve its investment objective and capital invested in the Fund is in fact at risk.

## **INTERNATIONAL CORE EQUITY FUND**

FCA Product Reference No - 641953

### **INVESTMENT OBJECTIVE**

The investment objective of the International Core Equity Fund is to maximise long-term total return.

### **INVESTMENT POLICY**

The investment policy of this Fund is to purchase transferable securities of certain non-United Kingdom companies. Generally, the Fund intends to purchase a broad and diverse group of readily marketable stocks of companies organised under the laws of certain developed countries, excluding the United Kingdom and in securities of companies organised under the laws of other eligible markets, including the United Kingdom, the majority of whose revenues derive from, or the majority of whose business is conducted in, these countries.

The Fund's investment objective may also be achieved through the use of depositary receipts, which may be listed or traded outside the issuer's domicile country, representing securities of companies meeting the investment criteria.

The Investment Managers adjust the allocation to companies which meet the ACD's investment criteria. This means that the Fund will generally be overweighted in small companies, to shares which the ACD deems to be eligible value stocks and/or high profitability companies, in each case, relative to an allocation directly linked to market capitalisation of the securities eligible for investment by the Fund across all the various markets in which it may invest. The Fund will generally also have a corresponding lower allocation to larger, more growth-orientated or low profitability companies within the universe of securities eligible for investment by the Fund than a market capitalisation allocation. Company size is determined for a country or region primarily based on a company's market capitalisation. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the ACD may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. In assessing profitability, the ACD may consider different ratios, such as that of earnings or profits from operations relative to book value or assets. The criteria the ACD uses for assessing value or profitability are subject to change from time to time.

The ACD may also modify Fund allocations after considering other factors which the ACD determines to be appropriate, such as free float (which generally describes the number of publicly traded shares of a company), momentum (which generally describes the past performance of a stock relative to other stocks), trading strategies, liquidity management, size, value, profitability and investment characteristics, as well as other factors that the ACD determines to be appropriate given market conditions.

As of the date of this prospectus the International Core Equity Fund may invest in Australia, Austria, Belgium, Canada, Denmark, Finland, France, Germany, Hong Kong, Ireland, Israel, Italy, Japan, Netherlands, New Zealand, Norway, Portugal, Singapore, Spain, Sweden, Switzerland and the United States of America. This list may change at the discretion of the ACD (with the agreement of the Depositary) at any time. The ACD will determine, in its discretion, when and whether to invest in countries depending on a number of factors such as asset growth in a Fund and characteristics of each country's market.

The Fund's investment policy may mean that it is not fully invested at all times. The property of the Fund may consist of cash, near cash, deposits and money market instruments where this

may reasonably be regarded as necessary in order to enable the pursuit of the Fund's investment objective, redemption or cancellation of Shares, efficient management in accordance with the Fund's investment objective or other purposes which may reasonably be regarded as ancillary to the Fund's investment objective.

**The Fund may also enter into derivatives and forward transactions (such as acquiring stock index futures contracts and options thereon) for the purpose of EPM. Such transactions should not materially increase the overall risk profile of the Fund.**

The Fund may invest, to the extent permitted by the FCA Rules and as set out in Appendix 2: Investment Powers and Restrictions of the prospectus, up to 10% of the Scheme Property in collective investment schemes.

#### **PERFORMANCE COMPARATOR**

The Fund's performance may be compared to the MSCI World ex UK Index. The ACD believes this index adequately represents a broad measure of market performance that may be helpful when assessing the performance of the Fund.

<b><u>VALUATION POINT</u></b>	Every Dealing Day
<b><u>VALUATION TIME</u></b>	12.00 noon
<b><u>PRICE PUBLISHED</u></b>	Daily on <a href="http://www.dimensional.com">www.dimensional.com</a>

#### **CLASSES OF SHARES**

	<b><u>Income</u></b>	<b><u>Accumulation</u></b>
<b>Currency of Denomination</b>	Pounds sterling	Pounds sterling
<b>Minimum Investment</b>	£100,000	£100,000
<b>Minimum Subsequent Investment</b>	£10,000	£10,000
<b>Minimum Withdrawal</b>	£10,000	£10,000
<b>Minimum Holding</b>	£50,000	£50,000
<b>Investment Management Charge</b>		
<b>Rate</b>	0.22%	0.22%
<b>Charged to</b>	Income	Income
<b>Redemption Charge</b>	-	-

<b>Annual Income Allocation/Accumulation Date</b>	28 February	Accumulated 28 February
<b>Interim Income Allocation/Accumulation Date</b>	31 August	Accumulated 31 August
<b>ISA Qualifying</b>	Yes	Yes
<b>Grouping Periods for Income Equalisation</b>	Interim Accounting Periods	

The ACD may increase, reduce or waive the minimum initial and subsequent investment amounts and the minimum withdrawal and holding amounts at its absolute discretion in any particular case or cases.

#### **TYPICAL INVESTOR PROFILE**

The Fund is suitable for investors seeking to maintain long-term total return.

**There is no guarantee that the Fund will achieve its investment objective and capital invested in the Fund is in fact at risk.**

## **INTERNATIONAL VALUE FUND**

FCA Product Reference No - 641949

### **INVESTMENT OBJECTIVE**

The investment objective of the International Value Fund is to maximise long-term total return.

### **INVESTMENT POLICY**

The investment policy of this Fund is to purchase transferable securities of certain non-United Kingdom companies which the ACD deems eligible value stocks. Generally, the Fund intends to purchase a broad and diverse group of readily marketable stocks of companies organised under the laws of certain developed countries, excluding the United Kingdom and in securities of companies organised under the laws of other eligible markets, including the United Kingdom, the majority of whose revenues derive from, or the majority of whose business is conducted in, these countries.

Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the ACD may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the ACD uses for assessing value are subject to change from time to time.

The Fund's investment objective may also be achieved through the use of depositary receipts, which may be listed or traded outside the issuer's domicile country, representing securities of companies meeting the investment criteria.

The ACD may modify Fund allocations after considering other factors which the ACD determines to be appropriate, such as free float (which generally describes the number of publicly traded shares of a company), momentum (which generally describes the past performance of a stock relative to other stocks), trading strategies, liquidity management, size, value, profitability and investment characteristics, as well as other factors that the ACD determines to be appropriate given market conditions. In assessing profitability, the ACD may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

As of the date of this prospectus the International Value Fund may invest in Australia, Austria, Belgium, Canada, Denmark, Finland, France, Germany, Hong Kong, Ireland, Israel, Italy, Japan, Netherlands, New Zealand, Norway, Portugal, Singapore, Spain, Sweden, Switzerland and the United States of America. This list may change at the discretion of the ACD (with the agreement of the Depositary) at any time. The ACD will determine, in its discretion, when and whether to invest in countries depending on a number of factors such as asset growth in a Fund and characteristics of each country's market.

The Fund's investment policy may mean that it is not fully invested at all times. The property of the Fund may consist of cash, near cash, deposits and money market instruments where this may reasonably be regarded as necessary in order to enable the pursuit of the Fund's investment objective, redemption or cancellation of Shares, efficient management in accordance with the Fund's investment objective or other purposes which may reasonably be regarded as ancillary to the Fund's investment objective.

**The Fund may also enter into derivatives and forward transactions (such as acquiring stock index futures contracts and options thereon) for the purpose of EPM. Such transactions should not materially increase the overall risk profile of the Fund.**

The Fund may invest, to the extent permitted by the FCA Rules and as set out in Appendix 2: Investment Powers and Restrictions of the prospectus, up to 10% of the Scheme Property in collective investment schemes.

### **PERFORMANCE COMPARATOR**

The Fund's performance may be compared to the MSCI World ex UK Value Index. The ACD believes this index adequately represents a broad measure of market performance that may be helpful when assessing the performance of the Fund.

<b><u>VALUATION POINT</u></b>	Every Dealing Day
<b><u>VALUATION TIME</u></b>	12.00 noon
<b><u>PRICE PUBLISHED</u></b>	Daily on <a href="http://www.dimensional.com">www.dimensional.com</a>

### **CLASSES OF SHARES**

	<b><u>Income</u></b>	<b><u>Accumulation</u></b>
<b>Currency of Denomination</b>	Pounds sterling	Pounds sterling
<b>Minimum Investment</b>	£100,000	£100,000
<b>Minimum Subsequent Investment</b>	£10,000	£10,000
<b>Minimum Withdrawal</b>	£10,000	£10,000
<b>Minimum Holding</b>	£50,000	£50,000
<b>Investment Management Charge</b>		
<b>Rate</b>	0.27%	0.27%
<b>Charged to</b>	Income	Income
<b>Redemption Charge</b>	-	-
<b>Annual Income Allocation/Accumulation Date</b>	28 February	Accumulated 28 February
<b>Interim Income Allocation/Accumulation Date</b>	31 August	Accumulated 31 August

<b>ISA Qualifying</b>	Yes	Yes
<b>Grouping Periods for Income Equalisation</b>	Interim Accounting Periods	

The ACD may increase, reduce or waive the minimum initial and subsequent investment amounts and the minimum withdrawal and holding amounts at its absolute discretion in any particular case or cases.

#### **TYPICAL INVESTOR PROFILE**

The Fund is suitable for investors seeking to maintain long-term total return.

**There is no guarantee that the Fund will achieve its investment objective and capital invested in the Fund is in fact at risk.**

## **UNITED KINGDOM CORE EQUITY FUND**

FCA Product Reference No – 641952

### **INVESTMENT OBJECTIVE**

The investment objective of the United Kingdom Core Equity Fund is to maximise long-term total return.

### **INVESTMENT POLICY**

The investment policy of this Fund is to purchase transferable securities of United Kingdom companies. Generally the fund intends to purchase a broad and diverse group of readily marketable stocks of United Kingdom companies traded principally on the London Stock Exchange or on an over-the-counter market (primarily the United Kingdom over-the-counter market).

The Fund's investment objective may also be achieved through the use of depositary receipts, which may be listed or traded outside the issuer's domicile country, representing securities of companies meeting the investment criteria.

The Investment Managers adjust the allocation to companies which meet the ACD's investment criteria. This means that the Fund will generally be overweighted in small companies, to shares which the ACD deems to be eligible value stocks and/or high profitability companies, in each case, relative to an allocation directly linked to market capitalisation of the securities eligible for investment by the Fund. The Fund will generally also have a corresponding lower allocation to larger, more growth-orientated companies or low profitability companies within the universe of securities eligible for investment by the Fund than a market capitalisation allocation. Company size is determined for a country or region primarily based on a company's market capitalisation. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the ACD may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. In assessing profitability, the ACD may consider different ratios, such as that of earnings or profits from operations relative to book value or assets. The criteria the ACD uses for assessing value or profitability are subject to change from time to time.

The ACD may also modify Fund allocations after considering other factors which the ACD determines to be appropriate, such as free float (which generally describes the number of publicly traded shares of a company), momentum (which generally describes the past performance of a stock relative to other stocks), trading strategies, liquidity management, size, value, profitability, and investment characteristics as well as other factors that the ACD determines to be appropriate given market conditions.

The Fund's investment policy may mean that it is not fully invested at all times. The property of the Fund may consist of cash, near cash, deposits and money market instruments where this may reasonably be regarded as necessary in order to enable the pursuit of the Fund's investment objective, redemption or cancellation of Shares, efficient management in accordance with the Fund's investment objective or other purposes which may reasonably be regarded as ancillary to the Fund's investment objective.

**The Fund may also enter into derivatives and forward transactions (such as acquiring stock index futures contracts and options thereon) for the purpose of EPM. Such transactions should not materially increase the overall risk profile of the Fund.**

The Fund may invest, to the extent permitted by the FCA Rules and as set out in Appendix 2: Investment Powers and Restrictions of the prospectus, up to 10% of the Scheme Property in collective investment schemes.

### **PERFORMANCE COMPARATOR**

The Fund's performance may be compared to the MSCI United Kingdom IMI Index. The ACD believes this index adequately represents a broad measure of market performance that may be helpful when assessing the performance of the Fund.

<b><u>VALUATION POINT</u></b>	Every Dealing Day
<b><u>VALUATION TIME</u></b>	12.00 noon
<b><u>PRICE PUBLISHED</u></b>	Daily on <a href="http://www.dimensional.com">www.dimensional.com</a>

### **CLASSES OF SHARES**

	<b><u>Income</u></b>	<b><u>Accumulation</u></b>
<b>Currency of Denomination</b>	Pounds sterling	Pounds sterling
<b>Minimum Investment</b>	£100,000	£100,000
<b>Minimum Subsequent Investment</b>	£10,000	£10,000
<b>Minimum Withdrawal</b>	£10,000	£10,000
<b>Minimum Holding</b>	£50,000	£50,000
<b>Investment Management Charge</b>		
<b>Rate</b>	0.15%	0.15%
<b>Charged to</b>	Income	Income
<b>Redemption Charge</b>	-	-
<b>Annual Income Allocation/Accumulation Date</b>	28 February	Accumulated 28 February
<b>Interim Income Allocation/Accumulation Date</b>	31 August	Accumulated 31 August

<b>ISA Qualifying</b>	Yes	Yes
<b>Grouping Periods for Income Equalisation</b>	Interim Accounting Periods	

The ACD may increase, reduce or waive the minimum initial and subsequent investment amounts and the minimum withdrawal and holding amounts at its absolute discretion in any particular case or cases.

#### **TYPICAL INVESTOR PROFILE**

The Fund is suitable for investors seeking to maintain long-term total return.

**There is no guarantee that the Fund will achieve its investment objective and capital invested in the Fund is in fact at risk.**

## **UNITED KINGDOM SMALL COMPANIES FUND**

FCA Product Reference No – 641948

### **INVESTMENT OBJECTIVE**

The investment objective of the United Kingdom Small Companies Fund is to maximise long-term total return.

### **INVESTMENT POLICY**

The investment policy of this Fund is to purchase transferable securities of United Kingdom companies which the ACD deems eligible small companies. Generally the Fund intends to purchase a broad and diverse group of readily marketable stocks of United Kingdom small companies which are traded principally on the London Stock Exchange or on an over-the-counter market (primarily the United Kingdom over-the-counter market). Companies are considered small primarily based on a company's market capitalisation.

The Fund's investment objective may also be achieved through the use of depositary receipts, which may be listed or traded outside the issuer's domicile country, representing securities of companies meeting the investment criteria.

The ACD may modify Fund allocations after considering other factors which the ACD determines to be appropriate, such as free float (which generally describes the number of publicly traded shares of a company), momentum (which generally describes the past performance of a stock relative to other stocks), trading strategies, liquidity management, size, value, profitability and investment characteristics, as well as other factors that the ACD determines to be appropriate given market conditions. In assessing profitability, the ACD may consider different ratios, such as that of earnings or profits from operations relative to book value or assets. The Fund's investment policy may mean that it is not fully invested at all times. The property of the Fund may consist of cash, near cash, deposits and money market instruments where this may reasonably be regarded as necessary in order to enable the pursuit of the Fund's investment objective, redemption or cancellation of Shares, efficient management in accordance with the Fund's investment objective or other purposes which may reasonably be regarded as ancillary to the Fund's investment objective.

**The Fund may also enter into derivatives and forward transactions (such as acquiring stock index futures contracts and options thereon) for the purpose of EPM. Such transactions should not materially increase the overall risk profile of the Fund.**

The Fund may invest, to the extent permitted by the FCA Rules and as set out in Appendix 2: Investment Powers and Restrictions of the prospectus, up to 10% of the Scheme Property in collective investment schemes.

### **PERFORMANCE COMPARATOR**

The Fund's performance may be compared to the MSCI United Kingdom Small Cap Index. The ACD believes this index adequately represents a broad measure of market performance that may be helpful when assessing the performance of the Fund.

<b><u>VALUATION POINT</u></b>	Every Dealing Day
<b><u>VALUATION TIME</u></b>	12.00 noon
<b><u>PRICE PUBLISHED</u></b>	Daily on www.dimensional.com

### CLASSES OF SHARES

	<u>Income</u>	<u>Accumulation</u>
<b>Currency of Denomination</b>	Pounds sterling	Pounds sterling
<b>Minimum Investment</b>	£100,000	£100,000
<b>Minimum Subsequent Investment</b>	£10,000	£10,000
<b>Minimum Withdrawal</b>	£10,000	£10,000
<b>Minimum Holding</b>	£50,000	£50,000
<b>Investment Management Charge</b>		
<b>Rate</b>	0.40%	0.40%
<b>Charged to</b>	Income	Income
<b>Redemption Charge</b>	-	-
<b>Annual Income Allocation/Accumulation Date</b>	28 February	Accumulated 28 February
<b>Interim Income Allocation/Accumulation Date</b>	31 August	Accumulated 31 August
<b>ISA Qualifying</b>	Yes	Yes
<b>Grouping Periods for Income Equalisation</b>	Interim Accounting Periods	

The ACD may increase, reduce or waive the minimum initial and subsequent investment amounts and the minimum withdrawal and holding amounts at its absolute discretion in any particular case or cases.

### TYPICAL INVESTOR PROFILE

The Fund is suitable for investors seeking to maintain long-term total return.

**There is no guarantee that the Fund will achieve its investment objective and capital invested in the Fund is in fact at risk.**

## **UNITED KINGDOM VALUE FUND**

FCA Product Reference No – 641947

### **INVESTMENT OBJECTIVE**

The investment objective of the United Kingdom Value Fund is to maximise long-term total return.

### **INVESTMENT POLICY**

The investment policy of this Fund is to purchase transferable securities of United Kingdom companies which the ACD deems eligible value stocks. Generally the Fund intends to purchase a broad and diverse group of readily marketable stocks of United Kingdom companies traded principally on the London Stock Exchange or on an over the counter market (primarily the United Kingdom over-the-counter market) that the ACD determines to be value stocks.

Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value. In assessing value, the ACD may consider additional factors such as price to cash flow or price to earnings ratios, as well as economic conditions and developments in the issuer's industry. The criteria the ACD uses for assessing value are subject to change from time to time.

The Fund's investment objective may also be achieved through the use of depositary receipts, which may be listed or traded outside the issuer's domicile country, representing securities of companies meeting the investment criteria.

The ACD may modify Fund allocations after considering other factors which the ACD determines to be appropriate, such as free float (which generally describes the number of publicly traded shares of a company), momentum (which generally describes the past performance of a stock relative to other stocks), trading strategies, liquidity management, size, value, profitability and investment characteristics, as well as other factors that the ACD determines to be appropriate given market conditions. In assessing profitability, the ACD may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

The Fund's investment policy may mean that it is not fully invested at all times. The property of the Fund may consist of cash, near cash, deposits and money market instruments where this may reasonably be regarded as necessary in order to enable the pursuit of the Fund's investment objective, redemption or cancellation of Shares, efficient management in accordance with the Fund's investment objective or other purposes which may reasonably be regarded as ancillary to the Fund's investment objective.

**The Fund may also enter into derivatives and forward transactions (such as acquiring stock index futures contracts and options thereon) for the purpose of EPM. Such transactions should not materially increase the overall risk profile of the Fund.**

The Fund may invest, to the extent permitted by the FCA Rules and as set out in Appendix 2: Investment Powers and Restrictions of the prospectus, up to 10% of the Scheme Property in collective investment schemes.

## **PERFORMANCE COMPARATOR**

The Fund's performance may be compared to the MSCI United Kingdom IMI Index. The ACD believes this index adequately represents a broad measure of market performance that may be helpful when assessing the performance of the Fund.

<b><u>VALUATION POINT</u></b>	Every Dealing Day
<b><u>VALUATION TIME</u></b>	12.00 noon
<b><u>PRICE PUBLISHED</u></b>	Daily on www.dimensional.com

## **CLASSES OF SHARES**

	<u>Income</u>	<u>Accumulation</u>
<b>Currency of Denomination</b>	Pounds sterling	Pounds sterling
<b>Minimum Investment</b>	£100,000	£100,000
<b>Minimum Subsequent Investment</b>	£10,000	£10,000
<b>Minimum Withdrawal</b>	£10,000	£10,000
<b>Minimum Holding</b>	£50,000	£50,000
<b>ACD's Preliminary Charge</b>	0%	0%
<b>Investment Management Charge</b>		
<b>Rate</b>	0.27%	0.27%
<b>Charged to</b>	Income	Income
<b>Redemption Charge</b>	-	-
<b>Annual Income Allocation/Accumulation Date</b>	28 February	Accumulated 28 February
<b>Interim Income Allocation/Accumulation Date</b>	31 August	Accumulated 31 August
<b>ISA Qualifying</b>	Yes	Yes

**Grouping Periods for  
Income Equalisation**

Interim Accounting Periods

The ACD may increase, reduce or waive the minimum initial and subsequent investment amounts and the minimum withdrawal and holding amounts at its absolute discretion in any particular case or cases.

**TYPICAL INVESTOR PROFILE**

The Fund is suitable for investors seeking to maintain long-term total return.

**There is no guarantee that the Fund will achieve its investment objective and capital invested in the Fund is in fact at risk.**

## **APPENDIX 2: INVESTMENT POWERS AND RESTRICTIONS**

### **ELIGIBLE MARKETS FOR FUNDS**

The property of each Fund will be invested with the aim of achieving the investment objective of that Fund but subject to the limits set out in the FCA Rules. The investment limits apply to each Fund as summarised below.

All of the property of each Fund may consist, to the extent permitted by the FCA Rules, of any one or more of the following: transferable securities, money market instruments, deposits, cash or near cash and collective investment schemes. The Funds may also enter into derivatives and forward transactions on the basis described below under the heading “Derivatives and Forward Transactions”. Generally, where applicable, each Fund will invest in “approved securities”, which are transferable securities admitted to official listing in the UK or any EEA State, or transferable securities traded on or under rules of an eligible securities market (see below).

Transferable securities are essentially shares and stock of companies, debentures, debenture stock, loan stock, bonds, certificates of deposit and other instruments creating or acknowledging indebtedness issued by a variety of issuers (including governments, local authorities and public authorities), warrants or other instruments entitling a holder to subscribe for securities, and units in certain collective investment schemes, in each case which are transferable without the consent of a third party.

The following exchanges and markets constitute eligible markets for the purposes of this prospectus:

- (i) Any stock exchange and any derivatives exchange on which permitted financial derivative instruments may be listed or traded in the United Kingdom, any EEA State, or in any of the following countries:

Australia, Canada, Hong Kong, Japan, New Zealand, Switzerland and the United States of America.

- (ii) Any of the following stock exchanges and their derivatives markets:

• Brazil	BM&F BOVESPA
• Chile	Bolsa de Comercio de Santiago Bolsa de Corredores de Valparaíso (BCV) Bolsa Electrónica de Chile
• China	Shanghai Stock Exchange Shenzhen Stock Exchange Shanghai-Hong Kong Stock Connect Shenzhen-Hong Kong Stock Connect
• Colombia	Bolsa de Valores de Colombia
• Egypt	Egyptian Exchange
• Iceland	Nasdaq OMX Iceland
• India	National Stock Exchange of India Ltd Bombay Stock Exchange (BSE Ltd)

• Indonesia	Indonesia Stock Exchange
• Israel	Tel Aviv Stock Exchange
• Malaysia	Bursa Malaysia Securities Berhad
• Mexico	Bolsa Mexicana de Valores, S.A. de C.V.
• Peru	Bolsa de Valores de Lima
• Philippines	Philippine Stock Exchange
• Qatar	Qatar Stock Exchange
• Saudi Arabia	Saudi Stock Exchange (Tadawul)
• Singapore Limited	Singapore Exchange – Securities Trading
• South Africa	Johannesburg Stock Exchange
• South Korea	Korea Exchange
• Taiwan	Taiwan Stock Exchange Corporation Taipei Exchange (TPEx)
• Thailand	The Stock Exchange of Thailand
• Turkey	Borsa Istanbul
• United Arab Emirates	Dubai Financial Market NASDAQ Dubai Abu Dhabi Securities Exchange

The following markets:

- the market organised by the International Capital Market Association;
- the market conducted by “listed money market institutions” as described in the FCA publication “The Regulation of the Wholesale Cash and OTC Derivatives Markets in Sterling, Foreign Exchange and Bullion”: “The Grey Paper”;
- (a) NASDAQ in the United States and (b) the market in U.S. government securities conducted by the primary dealers regulated by the Federal Reserve Bank of New York; and (c) the over-the-counter market in the United States conducted by primary dealers and secondary dealers regulated by the SEC and the National Association of Securities Dealers and by banking institutions regulated by the U.S. Comptroller of Currency, the Federal Reserve System or Federal Deposit Insurance Corporation;
- the over-the-counter market in Japan regulated by the Securities Dealers Association of Japan;
- AIM, the alternative investment market in the United Kingdom regulated and operated by the London Stock Exchange;

- Catalist, the fast-growing enterprises market in Singapore regulated and operated by the Singapore Exchange;
- First North, the alternative stock exchange for the Nordic Countries regulated and operated by Nasdaq OMX;
- the French market for “Titres de Creance Negotiable” (over-the-counter market in negotiable instruments);
- the over-the-counter market in Canadian Government Bonds, regulated by the Investment Dealers Association of Canada;
- the China Financial Futures Exchange;
- the Shanghai Futures Exchange;
- the Multi Commodity Exchange of India;
- the Labuan International Financial Exchange;
- the Jakarta Futures Exchange;
- ICE Futures Singapore;
- the Taiwan Futures Exchange;
- the Futures Exchange of Thailand; and
- Trading of depositary receipts on the International Order Book regulated by the London Stock Exchange.

These exchanges and markets are listed above in accordance with the requirements of the FCA Rules. The FCA does not issue a list of approved markets.

With the exception of permitted investments in unlisted securities or in open ended collective investment schemes the Funds will only invest in securities traded on an eligible market as set out above.

#### **INVESTMENT RESTRICTIONS**

The following are restrictions imposed by the FCA Rules on the transferable securities which may be included in the property of a Fund or, where indicated, in the property of the Company as a whole:-

#### **Transferable Securities**

- (a) Not more than 35% in value of the Scheme Property of each of the Emerging Markets Core Equity Fund, International Core Equity Fund, International Value Fund, United Kingdom Core Equity Fund, United Kingdom Small Companies Fund and United Kingdom Value Fund may be invested in government and public securities issued by any one body. **In respect of the Global Short-Dated Bond Fund more than 35% in value of the Scheme Property of the Fund may be invested in government and public securities issued by one body, provided that no more than 30% in value of the Scheme Property of such Fund may consist of such securities of any one issue and the Scheme Property must include such securities issued by that or another**

**issuer of at least six different issues. Such government and public securities may be issued or guaranteed by:**

- (i) **the government of the United Kingdom; or**
  - (ii) **the Scottish Administration; or**
  - (iii) **the Executive Committee of the Northern Ireland Assembly; or**
  - (iv) **the National Assembly for Wales; or**
  - (v) **the government of any of the following countries or territories outside the United Kingdom:**
    - (aa) **each EEA State, being Austria, Belgium, Bulgaria, Croatia, Republic of Cyprus, Czech Republic, Denmark, Estonia, Finland, France, Germany, Greece, Hungary, Iceland, Ireland, Italy, Latvia, Liechtenstein, Lithuania, Luxembourg, Malta, Netherlands, Norway, Poland, Portugal, Romania, Slovakia, Slovenia, Spain, Sweden; or**
    - (bb) **Australia, Canada, Hong Kong, Japan, New Zealand, Singapore, Switzerland and the United States of America.**
- (b) Where not more than 35% in value of the Scheme Property of a Fund is invested in government and public securities issued by any one body, there is no limit on the amount which may be invested in such securities or in any one issue.
- (c) Not more than 10% in value of the Scheme Property of a Fund may be invested in transferable securities which are not approved securities or permitted money market instruments.
- (d) The Scheme Property of a Fund may include nil and partly paid securities only if it is reasonably foreseeable that the amount of any existing and potential call for any sum unpaid could be paid by the Fund, at the time when payment is required, without contravening the FCA Rules. Similarly, the Scheme Property of a Fund may consist of warrants, subject to it being reasonably foreseeable that any subscription rights could be exercised without contravening other investment limits affecting the Fund.

**If a Fund invests a substantial portion of its assets in warrants the Net Asset Value of the relevant Fund is likely to have a high volatility.**

- (e) Underwriting and placing contracts in respect of transferable securities may be entered into with the agreement of the Depositary but the investment limitations in the FCA Rules shall not be exceeded as a result of such contracts.
- (f) Not more than 10% of the transferable securities (other than debt securities) which do not carry a right to vote on any matter at a general meeting of the body corporate that issued them may be acquired by the Company.
- (g) Not more than 10% of the debt securities issued by a single body may be acquired by the Company.
- (h) The Company must not acquire transferable securities issued by a body corporate which carry rights to vote (whether or not on substantially all matters) at a general

meeting of that body corporate if, immediately before the acquisition, the aggregate of any such securities held by the Company gives the Company power to significantly influence the conduct of business of that body corporate or the acquisition gives the Company that power. For this purpose, the Company will be taken to have power significantly to influence the conduct of business of a body corporate if it can, because of the transferable securities held by it, exercise or control the exercise of 20% or more of the voting rights in that body corporate (disregarding for this purpose any temporary suspension of voting rights in respect of the transferable securities of that body corporate).

- (i) In relation to the Emerging Markets Core Equity Fund only, at least 51% of the value of the Scheme Property of the Fund will be invested into equity participations within the meaning of Sec. 2 (8) of the German Investment Tax Act (Investmentsteuergesetz, “InvStG”).

### **Collective Investment Schemes**

Subject to the investment objective and policy of each Fund (as set out in Appendix 1: The Funds at page 58), the Company may invest in units in a collective investment scheme (a “second scheme”) provided that no more than 30% of the value is in collective investment schemes which are not UK UCITS or EU UCITS Schemes and only if the second scheme is permitted under paragraphs (a) to (f), namely:

- (a) The second scheme is a scheme which:
  - (i) is a UK UCITS or satisfies the conditions necessary for it to enjoy the rights conferred by the EU UCITS Directive; or
  - (ii) is a scheme that is recognised under the Act that is authorised by the supervisory authorities of Guernsey, Jersey or the Isle of Man (provided the second scheme complies with certain additional requirements under the COLL Sourcebook); or
  - (iii) is authorised as a non-UCITS retail scheme (provided the second scheme complies with certain additional requirements under the COLL Sourcebook); or
  - (iv) is authorised in an EEA state (provided the second scheme complies with certain additional requirements under the COLL Sourcebook); or
  - (v) is authorised by the competent authority of an OECD member country (other than an EEA State) which has:
    - (i) signed the IOSCO Multilateral Memorandum of Understanding; and
    - (ii) approved the scheme’s management company, rules and depositary arrangements;(provided the second scheme complies with certain additional requirements under the COLL Sourcebook);
- (b) It is a scheme which complies where relevant with the FCA Rules regarding investment in other group schemes i.e. that the scheme may only invest in other group schemes (other collective investment schemes which are managed and operated by the ACD or

an Associate of the ACD) provided there is no double charging of the preliminary charge on the basis set out below;

- (c) It is a scheme which has terms which prohibit more than 10% in value of the Scheme Property consisting of units in collective investment schemes;
- (d) For the purposes of paragraph (e) below each sub-fund of an umbrella scheme is to be treated as if it were a separate scheme but no sub-fund of an umbrella scheme may invest in another sub-fund of that umbrella scheme.
- (e) No more than 20% in the value of the Scheme Property is to consist of the units of any one collective investment scheme;
- (f) The Company must not acquire more than 25% of the units of a single collective investment scheme.

Where the Company invests a substantial portion of its assets in collective investment schemes, the maximum rate of management fees that may be charged by a collective investment scheme in which the Company invests will be 3% per annum (plus value added tax if any) of the value of the property of such collective investment scheme.

The Scheme Property may consist of units in collective investment schemes which are managed or operated by the ACD or an associate of the ACD or of which the authorised corporate director is the ACD or an associate of the ACD. However, if and to the extent that the Company purchases units in a collective investment scheme which is managed or operated by (or whose authorised corporate director is) the ACD or an associate of the ACD:-

- (a) no preliminary charge will be included in the price at which those units are bought;
- (b) no redemption charge will be deducted from the price at which those units are sold; and
- (c) all other applicable provisions of the FCA Rules regarding investment in associated collective investment schemes and investment in other group schemes will be complied with.

In paragraphs (a) to (c) immediately above:

- (a) any addition to or deduction from the consideration paid on the acquisition or disposal of units in the second scheme, which is applied for the benefit of the second scheme and is, or is like, a dilution levy is to be treated as part of the price of the units and not as part of any charge; and
- (b) any switching charge made in respect of an exchange of units in one Fund or separate part of the second scheme for units in another Fund or separate part of that scheme is to be included as part of the consideration paid for the units.

### **Investing in other Funds**

The Scheme Property of a Fund may include shares in another Fund of the Company (the “Second Fund”), if the Second Fund does not hold any Shares in another Fund of the Company. Any such investment will be made in accordance with the FCA Rules.

## **Money Market Instruments**

The Scheme Property of a Fund may include UK or EU money market instruments which are normally dealt in on the money market, are liquid and whose value can be accurately determined at any time, provided that the UK or EU money market instrument is listed on or normally dealt on an eligible market for the purpose of FCA Rules, or, if not, is issued or guaranteed by one of the bodies specified in the FCA Rules.

Notwithstanding the above, the Company must not acquire more than 10% of the UK or EU money market instruments issued by any single body.

## **Deposits**

Not more than 20% in value of the Scheme Property of a Fund may be invested in deposits with a single body and a Fund may only invest in deposits with an approved bank and which are repayable on demand or have the right to be withdrawn, and maturing in no more than 12 months.

## **Cash and Near Cash**

The property of a Fund may consist of cash and near cash where this may reasonably be regarded as necessary in order to enable the pursuit of the Fund's investment objective, redemption of shares, efficient management of the Fund in question in accordance with its investment objective or other purposes which may reasonably be regarded as ancillary to the investment objective of that Fund. Within the context of the ACD's policy of active asset allocation, the liquidity of each Fund may vary in response to market conditions. Where the ACD considers that a defensive investment strategy is appropriate, cash and near cash may comprise up to 20% by value of the Scheme Property of a Fund (this limit does not apply during an initial offer period). This range may be exceeded in exceptional circumstances.

## **Other Investment Limitations**

- (a) Not more than 20% in value of the Scheme Property of a Fund may consist of any combination of two or more of the following:
  - (i) transferable securities or money market instruments issued by a single body; or
  - (ii) deposits made with a single body; or
  - (iii) exposures from over-the-counter derivatives transactions made with a single body.
- (b) Except for government and public securities, not more than 5% in value of the Scheme Property of a Fund may be invested in transferable securities or money market instruments issued by a single body; although this may be increased to 10% provided that the total value of such securities or instruments exceeding 5% of the Scheme Property of a Fund does not exceed 40% in value of the Scheme Property of that Fund. For this purpose, certificates representing certain securities are treated as equivalent to the underlying security.
- (c) Except for government and public securities, not more than 20% in value of the Scheme Property of a Fund may be invested in transferable securities and money market instruments issued by the same group (being a group as defined by international accounting standards or a group for which consolidated accounts are produced in

accordance with section 399 of the Companies Act 2006, EU Directive 2013/34/EU) or in the same group in accordance with international accounting standards).

### **Interests in Immovable and Tangible Movable Property**

The Company will not have any interest in any immovable property (for example its office) or tangible movable property (for example its office equipment).

### **DERIVATIVES AND FORWARD TRANSACTIONS**

The Company may use its property to enter into derivatives and forward transactions in respect of a Fund for the purpose of EPM, in particular, but without limitation, to hedge against either price or currency fluctuations. Such transactions may include, for example, the purchase of stock and bond index futures contracts and options thereon. Such transactions may be entered into only where the resulting exposure is covered by cash or other property of the Company to the extent required by the FCA Rules, so that the exposure to any one counterparty in an OTC derivative transaction does not exceed 5% in value of the Scheme Property, or 10% where the counterparty is an approved bank. The ACD has adopted a “commitment approach” in the calculation of global exposure. This is calculated by converting the position into an equivalent position in the underlying assets based on the market value of the underlying assets. Derivatives transactions may be on-exchange transactions on eligible derivatives markets or over-the-counter transactions with approved counterparties in accordance with the FCA Rules. When exchange traded stock index and other futures contracts are used for EPM, they may or may not relate to the country or region in which a Fund predominantly invests under normal circumstances.

The ACD manages collateral received in connection with EPM and securities lending in compliance with applicable rules. Information regarding the ACD’s management of collateral is described under “Management of Collateral” at page 88.

### **EFFICIENT PORTFOLIO MANAGEMENT (EPM)**

A Fund may employ techniques and instruments relating to transferable securities and approved money-market instruments that are used for the purposes of efficient portfolio management. Efficient portfolio management means techniques and instrument that fulfil the following criteria:

- (a) They are economically appropriate in that they are realised in a cost effective way.
- (b) They are entered into for one or more of the following specific aims:
  - (i) Reduction of risk.
  - (ii) Reduction of cost.
  - (iii) Generation of additional capital or income for the Fund with a risk level which is consistent with the risk profile of the Fund and the risk diversification rules laid down in the FCA Rules

Such techniques and instruments include, but are not limited to the following:

- (a) Use of derivative and forward transactions for the purposes of EPM (see “Derivatives and Forward Transactions” on page 86)
- (b) Securities lending arrangements (see “Securities Lending” on page 87)

- (c) Use of securities financing transactions (see “Securities Financing Transactions and Total Return Swaps” on page 87)
- (d) Collateral management (including reinvestment of cash collateral) received by a Fund (see “Management of Collateral” on page 88)

Operational costs and fees arising from EPM techniques are paid for by the relevant Fund. The identity of the entities to which operational costs and fees are paid will be disclosed in the annual report of the Company.

#### **SECURITIES LENDING**

The Company, or the Depositary at the Company’s request, may enter into certain securities lending arrangements in respect of a Fund.

Under a securities lending arrangement, the lender transfers ownership of an asset to a third party (the borrower), who pays a fee to the lender for the use of the loaned asset and agrees to return the securities at the end of the transaction. Even though the parties are called lender and borrower, actual ownership of the assets is transferred. Nevertheless, under this type of arrangement the lender retains certain economic advantages / disadvantages relating to the owning of the relevant asset (such as any price appreciation or depreciation of the asset).

The securities lending arrangements permitted by this section may be exercised by a Fund when it reasonably appears to the Company to be appropriate to do so with a view to generating additional income for the Fund with an acceptable degree of risk.

There is no limit on the value of the Scheme Property of a Fund, which may be the subject of securities lending arrangements. However, such arrangements must comply with the requirements of the Taxation of Chargeable Gains Act 1992 and with the relevant requirements of the FCA Rules and the guidance on securities lending issued by the FCA (as amended from time to time).

Information regarding the ACD’s management of collateral (including cash collateral) received pursuant to securities lending is described under “Management of Collateral” on page 88.

Any interest or dividends paid on securities which are loaned under such securities lending arrangements shall accrue to the benefit of the relevant Fund. The Company will have the right to terminate a securities lending arrangement at any time and demand the return of any or all of the securities loaned.

All the revenues arising from securities lending arrangements shall be returned to the relevant Fund following the deduction of any direct and indirect operational costs and fees arising. Such direct and indirect operational costs and fees may include fees and expenses payable to securities lending agents engaged by the Company from time to time. Such fees and expenses of any securities lending agents engaged by the Company, which will be at normal commercial rates together with VAT, if any, will be borne by the relevant Fund in respect of which the relevant party has been engaged.

#### **SECURITIES FINANCING TRANSACTIONS AND TOTAL RETURN SWAPS**

The Company is subject to the provisions of the UK Securities Financing Transactions Regulation on reporting and transparency of securities financing transactions (the “**UK SFTR**”). UK SFTR sets out certain disclosure requirements regarding the use of securities financing transactions (“SFTs”) and total return swaps, as set out below. SFTs include the use of repurchase contracts but do not include derivative contracts.

- (a) **Expected usage:** To the extent that the ACD deems it to be consistent with the investment policy of a Fund, the types of STFs that may be used in respect of a Fund include repurchase or reverse-repurchase transactions, and securities lending transactions. Such STFs, and total return swaps, may be used for efficient portfolio management purposes subject to the requirements of the UK UCITS Directive and the FCA Rules.

Any type of assets that may be held for the relevant Fund in accordance with its investment policy may be subject to such SFTs and total return swaps. Unless otherwise specified in the investment policy for a Fund, the proportion of assets under management in a Fund that may be subject to SFTs and total return swaps is expected to vary from 0% to a maximum of 100% of the Net Asset Value of the Fund but in practice is unlikely to exceed 50%. Such variations may be dependent on, but not limited to, factors such as total Fund size and trends in the underlying market.

- (b) **Counterparties:** SFTs and total return swaps will only be entered into with counterparties meeting the requirements as set out in the UK UCITS Directive and the FCA Rules. Other than those requirements, there are no pre-specified restrictions on the legal status, country of origin or minimum credit rating of any counterparty to such transactions.
- (c) **Collateral:** Information regarding the collateral that may be received in respect of an SFT and any possible reuse of collateral, is described under “Management of Collateral” at page 88.
- (d) **Custody:** The assets of a Fund that are subject to an SFT are held by the Depositary or its delegate. For information regarding the safe-keeping of assets accepted as collateral, see “Management of Collateral” at page 88.
- (e) **Risk:** The section of this Prospectus entitled “Risk Factors” from page 14 provides a description of the risks associated with the use of SFTs and swaps. Relevant risks include (but are not limited to) “Counterparty Risk” (page 17), “Credit Risk” (page 17), “Collateral Risk” (page 18), “Custodial Risk” (page 18) and “Liquidity Risk” (page 21).
- (f) **Revenue:** In respect of total return swaps all of the revenues arising, net of direct and indirect financing costs, will be retained by the relevant Fund.

The Company will disclose in its annual report certain information regarding its use of SFTs in accordance with the requirement of the UK SFTR.

#### **MANAGEMENT OF COLLATERAL**

This section describes the ACD’s approach to the management of collateral received by the Company in respect of a Fund.

#### **Permitted types of collateral**

The Company may accept the following types of collateral in relation to a Fund:

- (a) Cash.
- (b) Non-cash collateral

## **Criteria for non-cash collateral**

Non-collateral accepted by the Company must satisfy the following criteria:

- (a) **Issuer credit quality:** Collateral received should be of high quality.
- (b) **Maturity:** No restrictions on the maturity of instruments that may be received as collateral.
- (c) **Liquidity:** Non-cash collateral must be highly liquid and traded on a regulatory market or multilateral trading facility with transparent pricing in order that it can be sold quickly at a price that is close to its pre-sale valuation.
- (d) **Counterparty correlation:** Collateral must be issued by an entity that is independent from the counterparty and is expected not to display a high correlation with the performance of the counterparty.
- (e) **Diversification:** Collateral must be sufficiently diversified in terms of country, markets and issuers. In respect of the diversification of the issuers of non-cash collateral, the aggregate exposure to a given issuer must not exceed 20% of the net asset value of the relevant Fund.
- (f) **Immediately available:** Collateral must be capable of being fully enforced for the Fund at any time without reference to or approval from the counterparty.

## **Valuation of non-cash collateral**

Non-cash collateral held for the benefit of a Fund will be valued in accordance with the valuation policies and principles applicable to the Fund and as outlined in this Prospectus. Subject to any agreement on valuation made with a counterparty, collateral posted to a counterparty will be valued daily at mark-to market value and daily variation margins will apply.

The Company is required to have in place a haircut policy for adjusting the value of collateral taking into consideration the characteristics of the relevant asset classes, including the credit standing of the issuer, the price volatility and the results of any stress testing performed.

## **Custody of non-cash collateral**

Any non-cash collateral received on a title transfer basis will be held by the Depositary or a duly appointed sub-depository.

## **Re-use of collateral;**

Non-cash collateral is normally received on the basis that it cannot be re-used for other purposes (i.e. it cannot be sold, pledged or re-invested). Cash collateral may be reinvested as described under “Cash collateral” at page 89.

## **Cash collateral**

Cash received as collateral must only be:

- (a) placed on deposit (as described under “Deposits” at page 85);
- (b) invested in high-quality government bonds;

- (c) used for the purpose of reverse repurchase agreements provided that the transactions are with credit institutions subject to prudential supervision and the Fund is able to recall at any time the full amount of cash on an accrued basis;
- (d) invested in short-term money market funds.

Where cash collateral is re-invested, it shall be diversified in accordance with the criteria specified above for non-cash collateral.

### **BORROWING POWERS**

The ACD may borrow money for the use of the Company from an eligible institution or an approved bank on terms that the borrowing is to be repayable out of the Scheme Property. Borrowings may be arranged with the Depositary, which is an eligible institution. The ACD must seek to ensure that any such borrowings comply with the FCA Rules.

Borrowing must be on a temporary basis and in any event must not exceed three months without the prior consent of the Depositary. The Depositary's consent may be given only on conditions which appear appropriate to the Depositary to seek to ensure that the borrowing remains on a temporary basis. The ACD must seek to ensure that borrowing does not exceed 10% of the value of the Scheme Property of the relevant Fund on any Business Day. For these purposes borrowing includes, as well as borrowing in a conventional manner, any other arrangement (including a combination of derivatives) designed to achieve a temporary injection of money into the Scheme Property in the expectation that that sum will be repaid.

The borrowing restrictions do not apply to "back to back" borrowing for currency hedging purposes i.e. borrowing permitted to reduce or eliminate risk arising by reason of fluctuations in exchange rates.

### **BREACHES OF THE INVESTMENT AND BORROWING POWERS AND LIMITS**

Generally the ACD must, at its own expense, take action to rectify a breach of the investment and borrowing powers and limits as soon as it becomes aware of it. However:-

- (a) if the reason for the breach is beyond the control of the ACD and the Depositary, the ACD must take the steps necessary to rectify the breach as soon as is reasonably practicable having regard to the interests of Shareholders (and, in any event, within six months or, if it is a transaction in derivatives or a forward transaction, within five Business Days); and
- (b) a potential breach of any of these limits does not prevent the exercise of rights conferred by investments held by the Fund if the prior written consent of the Depositary is obtained, but, in the event of a consequent breach, the ACD must then take the steps necessary to rectify the breach as soon as is reasonably practicable having regard to the interest of Shareholders (as above).

### **CONTROVERSIAL WEAPONS EXCLUSION**

When making investment decisions for the Funds, the ACD and/or Investment Managers seek to exclude securities of companies that are involved in the production of controversial weapons which, as of the date of this prospectus, includes cluster munitions, anti-personnel mines, chemical and biological weapons, nuclear weapons, and depleted uranium ammunition and armour, among others. Additional types of controversial weapons may be added to the screen by the ACD and/or an Investment Manager and this prospectus will be updated as soon as

practicable thereafter. Additional details relating to how the screen is applied are available upon request from the ACD and/or the relevant Investment Manager.

## **APPENDIX 3: MANAGEMENT, DISTRIBUTION AND ADMINISTRATION**

### **AUTHORISED CORPORATE DIRECTOR**

The Authorised Corporate Director of the Company is Dimensional Fund Advisors Ltd., a private company limited by shares incorporated in England and Wales on 19 December 1990 with registered number 02569601.

#### **Share Capital**

Share Capital: The issued share capital of the ACD is £572.66 made up of 57,266 Ordinary shares of £0.01, all of which are fully paid.

#### **Regulatory status**

The ACD is authorised and regulated by the FCA.

#### **Directors**

The directors of the ACD are John Boyd, Nathan Lacaze, Victoria Parry (independent), John Romiza, John Surridge and Peter Wood (independent).

The main business activity of each of the directors is the management of collective investment schemes.

#### **Terms of Appointment**

The ACD is responsible for managing and administering the Company's affairs in compliance with the OEIC Regulations and FCA Rules. Under the terms of the ACD agreement (the "ACD Agreement"), the ACD is to provide investment management services, administrative, accounting and secretarial services to the Company. The ACD may provide similar services for other clients, but will endeavour to seek to ensure fair treatment as between the Company and other clients whose funds are managed or advised by the ACD. The ACD may delegate its management and administration functions, but not responsibility, to third parties, including associates, subject to the FCA Rules.

The ACD Agreement provides that the ACD's appointment may be terminated on six months written notice by either the ACD or the Company, although in certain circumstances the agreement may be terminated immediately by written notice. Termination cannot take effect until the FCA has approved the change of ACD. The ACD Agreement terminates automatically if the ACD ceases to be director of the Company or, in relation to any Fund, if that Fund is wound up. Upon the winding-up of the Company the ACD Agreement may be terminated. Following termination, the ACD Agreement provides that the Company reimburse the ACD an amount as is agreed by both parties to be reasonable having regard to the additional expense incurred by the ACD in arranging for the transfer of the administration of the Company together with all books, records and other data as directed by the Company.

The ACD Agreement includes an indemnity from the Company to the ACD in respect of liabilities incurred by the ACD by reason of the ACD's performance of its duties in accordance with the terms of the ACD Agreement.

## **Other Activities**

The ACD provides investment management and advisory services to a range of clients including the following collective investment schemes that are recognised schemes in the UK:

- (a) Dimensional Funds PLC (in respect of all of its sub-funds).
- (b) Dimensional Funds II PLC (in respect of the Emerging Markets Targeted Value Fund).

## **INVESTMENT MANAGERS**

The ACD has delegated, on a discretionary basis, the investment management of all or part of the assets of the Funds to the following investment managers:

Dimensional Fund Advisors LP (registered with the US Securities Exchange Commission).

DFA Australia Ltd (registered with the Australian Securities and Investments Commission).

Dimensional Fund Advisors Pte Ltd (registered with the Monetary Authority of Singapore).

Dimensional Japan Ltd (registered with the Japan Financial Services Agency).

All of the investment managers are in the same group of companies as the ACD. Each investment manager is referred to as an “Investment Manager” and collectively the “Investment Managers”.

The principal activity of each of the Investment Managers is the provision of investment management services. Each of the above investment managers may provide investment management or advisory services to a variety of clients and funds to the extent allowed under applicable regulations.

The terms of each agreement between the ACD and the Investment Managers include the provision of discretionary investment management to the ACD to attain the investment objectives of the relevant Fund (or part of the relevant Fund), the purchase and sale of investments and the exercise of voting rights relating to such investments. It is a term of each agreement that each of the Investment Managers will comply with the instructions of the ACD and that the ACD may change the nature of each agreement from discretionary management services to purely advisory services.

Each Agreement may be terminated upon 60 days' written notice by either party, although in certain circumstances the Agreements may be terminated immediately. Each Agreement includes an indemnity from the ACD to the relevant Investment Manager in respect of liabilities incurred by the relevant investment manager by reason of that Investment Manager's performance of its duties in accordance with the terms of the relevant agreement.

Each of the Investment Managers will receive a fee paid by the ACD out of the remuneration the ACD receives from the Company.

## **PORTFOLIO MANAGEMENT SUPPORT SERVICES**

The ACD has delegated to Dimensional Ireland Limited (“Dimensional Ireland”) some portfolio management support services, research and general administration and compliance support. The registered office address for Dimensional Ireland is 10 Earlsfort Terrace, Dublin 2, Ireland. Dimensional Ireland will be paid by the ACD out of the remuneration the ACD receives from the Company.

## **THE DEPOSITORY**

### **Introduction and key duties**

Under the terms of a Depositary Agreement (as defined below), State Street Trustees Limited has been appointed as Depositary. The Depositary has been entrusted with the following main functions:

- (i) ensuring that the sale, issue, repurchase, redemption and cancellation of Shares are carried out in accordance with the Instrument of Incorporation, the prospectus, and applicable law, rules and regulations;
- (ii) ensuring that the value of the Shares is calculated in accordance the Instrument of Incorporation, the prospectus, and applicable law, rules and regulations;
- (iii) carrying out the instructions of the ACD/the Funds unless they conflict with applicable law and the Instrument of Incorporation;
- (iv) ensuring that in transactions involving the assets of the Funds any consideration is remitted within the usual time limits;
- (v) ensuring that the income of the Funds is applied in accordance with the Instrument of Incorporation, the prospectus, and applicable law, rules and regulations;
- (vi) monitoring of the Fund's cash and cash flows; and
- (vii) safe-keeping of the Fund's assets, including the safekeeping of financial instruments to be held in custody and ownership verification and record keeping in relation to other assets.

### **Information about the Depositary**

The Depositary of the Company is State Street Trustees Limited (registered no. 2982384), a private company limited by shares incorporated in England and Wales on 24 October 1994. Its ultimate holding company is State Street Corporation, a company incorporated in the state of Massachusetts, USA. Its registered office is at 20 Churchill Place, Canary Wharf, London E14 5HJ. The principal business activity of the Depositary is acting as a trustee and depositary of collective investment schemes. It is authorised and regulated by the Financial Conduct Authority.

### **Liability of the Depositary**

In carrying out its duties the Depositary shall act honestly, fairly, professionally, independently and solely in the interests of the Funds and their Shareholders.

In the event of a loss of a financial instrument held in custody by the Depositary, or by a third party to whom custody of the financial instruments has been delegated or sub-delegated, determined in accordance with the UK UCITS Directive, and in particular Article 18 of the UK UCITS Regulation, the Depositary shall return financial instruments of identical type or the corresponding amount to the ACD acting on behalf of the Funds without undue delay.

The Depositary shall not be liable and is not required to comply with the above obligation if it can prove that the loss of a financial instrument held in custody 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 pursuant to the UK UCITS Directive.

In case of a loss of financial instruments held in custody, the Shareholders may invoke the liability of the Depositary directly or indirectly through the Funds provided that this does not lead to a duplication of redress or to unequal treatment of the Shareholders.

The Depositary will be liable to the Company for all other losses suffered by the Funds as a result of the Depositary's negligent or intentional failure to properly fulfil its obligations pursuant to the UK UCITS Directive.

The Depositary shall not be liable for consequential or indirect or special damages or losses, arising out of or in connection with the performance or non-performance by the Depositary of its duties and obligations.

### **Delegation of safekeeping function**

The Depositary has full power to delegate the whole or any part of its safe-keeping functions but its liability will not be affected by the fact that it has entrusted to a third party some or all of the assets in its safekeeping. The Depositary's liability shall not be affected by any delegation of its safe-keeping functions under the Depositary Agreement.

Information about the safe-keeping functions which have been delegated and the identification of the relevant delegates and sub-delegates are contained in Appendix 6 to the Prospectus.

### **Conflicts of interest**

The Depositary is part of an international group of companies and businesses that, in the ordinary course of their business, act simultaneously for a large number of clients, as well as for their own account, which may result in actual or potential conflicts. Conflicts of interest arise where the Depositary or its affiliates engage in activities under the depositary agreement or under separate contractual or other arrangements. Such activities may include:

- (a) providing nominee, administration, registrar and transfer agency, research, agent securities lending, investment management, financial advice and/or other advisory services to the Company; or
- (b) engaging in banking, sales and trading transactions including foreign exchange, derivative, principal lending, broking, market making or other financial transactions with the Funds either as principal and in the interests of itself, or for other clients.

In connection with the above activities the Depositary or its affiliates:

- (a) will seek to profit from such activities and are entitled to receive and retain any profits or compensation in any form and are not bound to disclose to the Company, the nature or amount of any such profits or compensation including any fee, charge, commission, revenue share, spread, mark-up, mark-down, interest, rebate, discount, or other benefit received in connection with any such activities;
- (b) may buy, sell, issue, deal with or hold, securities or other financial products or instruments as principal acting in its own interests, the interests of its affiliates or for its other clients;
- (c) may trade in the same or opposite direction to the transactions undertaken, including based upon information in its possession that is not available to the Company;

- (d) may provide the same or similar services to other clients including competitors of the Company; and
- (e) may be granted creditors' rights by the Company which it may exercise. In exercising such rights the Depositary may have the advantage of an increased knowledge about the affairs of the Company thus improving its ability to enforce.

The Company may use an affiliate of the Depositary to execute foreign exchange, spot or swap transactions for the account of the Funds. In such instances the affiliate shall be acting in a principal capacity and not as a broker, agent or fiduciary of the Funds. The affiliate will seek to profit from these transactions and is entitled to retain and not disclose any profit to the Funds. The affiliate shall enter into such transactions on the terms and conditions agreed with the Funds.

Where cash belonging to the Funds is deposited with an affiliate being a bank, a potential conflict arises in relation to the interest (if any) which the affiliate may pay or charge to such account and the fees or other benefits which it may derive from holding such cash as banker and not as trustee.

The ACD may also be a client or counterparty of the Depositary or its affiliates.

The types and levels of risk that the Depositary is willing to accept may conflict with a Fund's preferred investment policy and strategy.

The Depositary will typically only provide depositary services where global custody is delegated to an affiliate of the Depositary.

Other service providers to the Company, which may include affiliates of the Depositary, are appointed by the Company and/or the ACD. The ACD is responsible for the due diligence, selection and ongoing monitoring of such service providers.

Potential conflicts that may arise in the Depositary's use of sub-custodians include four broad categories:

- (1) conflicts from the sub-custodian selection and asset allocation among multiple sub-custodians influenced by (a) cost factors, including lowest fees charged, fee rebates or similar incentives and (b) broad two-way commercial relationships in which the Depositary may act based on the economic value of the broader relationship, in addition to objective evaluation criteria;
- (2) sub-custodians, both affiliated and non-affiliated, act for other clients and in their own proprietary interest, which might conflict with clients' interests;
- (3) sub-custodians, both affiliated and non-affiliated, have only indirect relationships with clients and look to the Depositary as its counterparty, which might create incentive for the Depositary to act in its self-interest, or other clients' interests to the detriment of clients; and
- (4) sub-custodians may have market-based creditors' rights against client assets that they have an interest in enforcing if not paid for securities transactions.

In carrying out its duties the Depositary shall act honestly, fairly, professionally, independently and solely in the interests of the Company and its Shareholders.

The Depositary has functionally and hierarchically separated the performance of its depositary tasks from its other potentially conflicting tasks. The system of internal controls, the different reporting lines, the allocation of tasks and the management reporting allow potential conflicts of interest and the Depositary issues to be properly identified, managed and monitored. Additionally, in the context of the Depositary's use of sub-custodians, the Depositary imposes contractual restrictions to address some of the potential conflicts and maintains due diligence and oversight of sub-custodians to ensure a high level of client service by those agents. The Depositary further provides frequent reporting on clients' activity and holdings, with the underlying functions subject to internal and external control audits. Finally, the Depositary internally separates the performance of its custodial tasks from its proprietary activity and follows a Standard of Conduct that requires employees to act ethically, fairly and transparently with clients.

Up-to-date information on the Depositary, its duties, any conflicts that may arise, the safe-keeping functions delegated by the Depositary, the list of delegates and sub-delegates and any conflicts of interest that may arise from such a delegation will be made available to Shareholders on request.

### **Reuse of Scheme Property by the Depositary**

Under the Depositary Agreement the Depositary has agreed that it, and any person to whom it delegates custody functions, may not reuse any of the Funds' assets with which it has been entrusted. Reuse comprises any transaction of assets held in custody including, but not limited to transferring, pledging, selling and lending.

Reuse will be permitted in respect of the Funds' assets where:

- (i) The reuse is carried out for the account of the Funds;
- (ii) The Depositary acts on the instructions of the ACD on behalf of the Funds;
- (iii) The reuse of Scheme Property is for the benefit of the Funds and in the interest of the Shareholders; and
- (iv) The transaction is covered by high quality and liquid collateral received by the Funds under a title transfer arrangement, the market value of which shall, at all times, amount to at least the market value of the re-used assets plus a premium.

### **Terms of the Depositary Agreement**

The appointment of the Depositary has been made under an agreement between the Company and the Depositary (the "Depositary Agreement") dated 20 May 2019.

The Depositary Agreement may be terminated by either party on giving 90 days' prior written notice to the other party provided that no such notice shall take effect until the appointment of a successor to the Depositary.

To the extent permitted by the FCA Handbook, the Company will indemnify the against all actions, proceedings and claims (including claims of any person purporting to be the beneficial owner of any part of the Scheme Property) and against all reasonable costs, demands and expenses (including reasonable and vouched legal and professional expenses) arising therefrom which may be brought against, suffered or incurred directly by the Depositary by reason of the performance of the Depositary's duties save where any such actions, proceedings, claims, costs, demands or expenses arise as a result of the Depositary's negligence, intentional failure, breach of its duty of care, fraud, bad faith, wilful default or recklessness in the performance of its duties

or loss of financial instruments. This indemnity shall extend to costs or charges arising from any delay, misdelivery, or error in transmission of any letter, facsimile, message or other communication, or as a result of acting upon a forged or unauthorised document or signature, and any additional charges of other associated sums.

The Depositary is entitled to receive remuneration out of the Scheme Property for its services, as explained in the section entitled “Depositary’s Charges and Expenses” at page 46.

Shareholders may request an up to date statement regarding any of the information set out above from the ACD.

### **THE ADMINISTRATOR**

State Street Bank and Trust Company, London Branch has been appointed as the administrator of the Company. The registered office of State Street Bank and Trust Company, London Branch is 20 Churchill Place, Canary Wharf, London, E14 5HJ, UK.

The Administrator authorised and regulated by the FCA.

The ACD has delegated to the Administrator the maintenance of accounting records for the Funds, the preparation of financial statements for the Funds, the calculation of the prices of Shares and the preparation of tax returns.

### **THE REGISTRAR**

The ACD has delegated to SS&C Financial Services International Limited and SS&C Financial Services Europe Limited (together “the Registrar”) the maintenance of the Register of Shareholders and the buying, selling and switching of Shares.

The registered office of SS&C Financial Services International Limited and SS&C Financial Services Europe Limited is SS&C House, St. Nicholas Lane, Basildon, Essex SS15 5FS. SS&C Financial Services Europe Limited is authorised and regulated by the FCA.

### **THE AUDITORS**

The auditors of the Company are PricewaterhouseCoopers LLP, 7 More London, Riverside, London SE1 2RT.

### **GENERAL**

The Company, the ACD and the Depositary must each comply with the relevant requirements of the FCA Rules in a timely manner unless delay is lawful and also in the interests of the Company.

### **ABILITY TO APPOINT OTHER THIRD PARTIES**

The Depositary may retain the services of third parties to assist it in the performance of its functions. The only exceptions to this are:

- (a) that the Depositary may not delegate oversight of the Company to the Company or any directors of the Company, the ACD or any associate of the Company or of the ACD, or custody or control of the Scheme Property to the Company or the ACD; and
- (b) any delegation of custody of the Scheme Property must be under arrangements which allow the custodian to release documents into the possession of a third party only with the Depositary’s consent.

The ACD may retain the services of third parties to assist them in the performance of their respective functions provided that:

- (a) a mandate in relation to managing investments of the Company is not given to the Depositary or any other person whose interests may conflict with those of the ACD or the Shareholders, or to any person who is not both authorised or registered for managing of investments and subject to prudential supervision, or equivalent; and
- (b) the ACD continues to effectively monitor and supervise the third parties and the mandate contains provisions allowing the ACD to continue to instruct the third party, to terminate the mandate with immediate effect if so required, and to otherwise seek to ensure that the Company is managed in the best interests of the Shareholders.

Where functions are performed by third parties, the ACD remains responsible for the management of the Scheme Property and, if the third party is an associate, any other functions which are within the role of the ACD.

## **APPENDIX 4: GENERAL INFORMATION**

### **DOCUMENTS AND INFORMATION AVAILABLE TO SHAREHOLDERS**

#### **Register of Shareholders**

The Register is maintained by the Registrar at St. Nicholas Lane, Basildon, Essex SS15 5FS. It may be inspected by any Shareholder or his duly authorised agent during normal business hours at that address, without charge.

Copies of the entries in the Register relating to a Shareholder are available on request by that Shareholder without charge. The Company has the power to close the Register for any period or periods not exceeding 30 days in any one year.

#### **Documents of the Company**

The following documents may, if requested, be obtained from the ACD or inspected by any Shareholder free of charge between 9.00 a.m. and 5.00 p.m. on every Business Day at the head office of the ACD, 20 Triton Street, Regent's Place, London, NW1 3BF:

- (a) the most recent annual and half-yearly reports of the Company;
- (b) the Instrument of Incorporation (and any amending instrument);
- (c) the Key Investor Information Documents; and
- (d) the material contracts referred to below.

#### **Material Contracts**

The following contracts, not being contracts entered into in the ordinary course of business, have been entered into by the Company and are, or may be, material:

- (a) the ACD Agreement between the Company and Dimensional Fund Advisors Ltd. dated 15 November 2005 as amended from time to time; and
- (b) the Depositary Agreement between the Company, Dimensional Fund Advisors Ltd. and the Depositary dated 20 May 2019, as amended from time to time.

Details of the above contracts are given in Appendix 3 (Management, Distribution and Administration).

#### **Annual Reports**

Annual reports of the Company will be available not later than 4 months after the end of the annual accounting period and half yearly reports will be available not later than 2 months after the end of the interim accounting period.

Copies of reports, if requested, may be obtained from, or inspected at, the ACD's offices at 20 Triton Street, Regent's Place, London, NW1 3BF.

#### **Portfolio Holdings**

Information regarding the portfolio holdings of each Fund may be published on [www.dimensonal.com](http://www.dimensonal.com) or such other web-site address as may be notified to Shareholders from

time to time, and may be made available to investors by other means upon request. Portfolio holdings information shall comprise information regarding the holdings of each Fund (other than cash and cash equivalents) as at month-end, and shall be made available 30 days following the relevant month-end. The ACD or its delegates may at the ACD's discretion make available portfolio information for a Fund more or less frequently and at different periods if requested by an investor and if the ACD determines that it is reasonable and appropriate to do so.

In addition, upon request from any Shareholder in a Fund (or their duly appointed agent or delegate), the ACD or its delegates may at the ACD's discretion make available portfolio holdings information for the Fund to such Shareholder (or their duly appointed agent or delegate) on a non-public and more frequent basis, provided:

- (a) there is a delay in providing such portfolio holdings information of not less than two weeks after the relevant valuation point; and
- (b) the Shareholder (or their duly appointed agent or delegate) has entered into an agreement with the ACD or its delegate governing the disclosure and use of such information.

To the extent that the ACD provides non-public holdings information to a Shareholder in a Fund, the ACD or its delegates will provide the same holdings information to any other Shareholder in the Fund on the same basis if so requested by such other Shareholder provided such Shareholder (or their duly appointed agent or delegate) has entered into an agreement with the ACD or its delegates governing the disclosure and use of such information.

The ACD may decline any request to disclose portfolio holdings information or may at any time cease to disclose portfolio holdings information. The ACD has absolute discretion regarding the disclosure of portfolio holdings information, and is not required to provide reasons where it declines a request or ceases to disclose portfolio holdings information.

Notwithstanding any other provision contained in this prospectus, nothing shall limit, prevent or restrict the ACD or its delegates from disclosing portfolio holdings information for the purposes of compliance with the laws and regulations of any relevant jurisdiction where shares are sold or disclosing such information to a court of a competent jurisdiction or regulator, upon request.

## **Further Information**

Shareholders may, on request, obtain information from the ACD at 20 Triton Street, Regent's Place, London, NW1 3BF relating to:

- (a) the quantitative limits applying in the risk management of the Funds;
- (b) the methods used in relation to (a);
- (c) any recent development of the risk and yields of the main categories of investment; and
- (d) the handling of Shareholders' personal data.

## **RESTRICTIONS AND COMPULSORY TRANSFER AND REDEMPTION OF SHARES**

The ACD may from time to time impose such restrictions as it may think necessary to seek to ensure that no Shares are acquired or held by any person in breach of the law or regulation of a competent authority (or any interpretation of a law or regulation by a competent authority) of

any country or territory. In this connection, the ACD may reject in its discretion any application for the purchase, sale or switching of Shares.

If it comes to the notice of the ACD that any Shares are or may be owned or held legally or beneficially by a Non-Qualified Person (“affected Shares”) the ACD may give notice to the registered holder(s) of the affected Shares requiring either the transfer of such Shares to a person who is not a Non-Qualified Person or a request in writing for the redemption or cancellation of such Shares in accordance with the FCA Rules. If any person upon whom such a notice is served does not, within 30 days after the date of such notice, transfer the affected Shares to a person who is not a Non-Qualified Person or establish to the satisfaction of the ACD (whose judgement is final and binding) that he and the beneficial owner are not Non-Qualified Persons, he shall be deemed upon the expiration of that 30 day period to have given a request in writing for the redemption or cancellation (at the discretion of the ACD) of all the affected Shares pursuant to the FCA Rules.

A person who becomes aware that he has acquired or holds affected Shares as described above shall forthwith, unless he has already received a notice from the ACD as above, either transfer the affected Shares to a person qualified to own them or give a request in writing for the redemption or cancellation of such Shares pursuant to the FCA Rules.

The Company may refuse to register a transfer of Shares unless it has received an amount determined by the ACD as being the SDRT payable by the Company on the transfer, or such lesser sum as the ACD may determine.

In respect of any holder of Gross Income or Gross Accumulation shares who fails or ceases for whatever reason to be entitled to receive distributions or have allocations made in respect of his holding of such Shares without deduction of United Kingdom tax, the Company may treat the Shareholder concerned as if he had served on the Company an exchange notice requesting the exchange of all such gross paying shares owned by such holder for net paying shares of the Class or Classes which, in the opinion of the ACD, most nearly equate to the Class or Classes of gross paying shares held by that Shareholder.

## **SHAREHOLDER MEETINGS AND VOTING RIGHTS**

### **General Meetings**

The Company will not hold annual general meetings.

The convening and conduct of Shareholders’ meetings and the voting rights of Shareholders at those meetings are governed by the Instrument of Incorporation and the FCA Rules, which are summarised below.

Where Shareholders are corporations rather than individuals, the following will apply:-

- (a) Any corporation which is a Shareholder may by resolution of its directors or other governing body and in respect of any Share or Shares of which it is the holder authorise such individual as it thinks fit to act as its representative at any general meeting of the Shareholders or of any Class meeting or Fund meeting. The individual so authorised shall be entitled to exercise the same powers on behalf of such corporation as the corporation could exercise in respect of such Share or Shares if it were an individual Shareholder.
- (b) Any corporation which is a director of the Company may by resolution of its directors or other governing body authorise such individual as it thinks fit to act as its representative at any general meeting of the Shareholders, or of any Class meeting or

Fund meeting or at any meeting of the directors. The person so authorised shall be entitled to exercise the same powers at such meeting on behalf of such corporation as the corporation could exercise if it were an individual director.

- (c) A corporation which holds Shares as nominee may appoint more than one such representative, each in respect of a specified number of Shares which the corporation holds, and each such representative shall be entitled to exercise such powers aforesaid only in respect of the Shares concerned.

### **Requisitions of Meetings**

The ACD may convene a general meeting at any time.

Shareholders may also requisition a general meeting. A requisition by Shareholders must state the objects of the meeting, be dated and signed by Shareholders who, at the date of the requisition, are registered as holding not less than one-tenth in value of all Shares then in issue. The ACD must convene a general meeting no later than eight weeks after the receipt of such a requisition at the head office of the Company.

### **Notice and Quorum**

Shareholders will receive at least 14 days' notice of a general meeting. They are entitled to be counted in the quorum and to vote at a meeting either in person or by proxy. The quorum for a meeting is two Shareholders, present in person or by proxy. The quorum for an adjourned meeting is two Shareholders present in person or by proxy although this may be reduced to one if two Shareholders are not present after a reasonable time. Notices of meetings and adjourned meetings will be sent to Shareholders at their registered addresses.

### **Voting Rights**

At a meeting of Shareholders, on a show of hands every Shareholder who (being an individual) is present in person or (being a corporation) is present by its properly authorised representative shall have one vote.

On a poll vote, Shareholders may vote in person or by proxy. The voting rights attaching to each Share are such proportion of the voting rights attached to all Shares in issue that the price of the Share bears to the aggregate prices(s) of all the Shares in issue on the date seven days before the notice of meeting is deemed to have been served. Shareholders who are entitled to more than one vote need not, if they vote, use all of their votes or cast all the votes used in the same way. For joint Shareholders only the vote of the first named in the Register of Shareholders can be taken.

Except where the FCA Rules or the Instrument of Incorporation require an extraordinary resolution (which needs 75% of the votes cast at the meeting to be in favour if the resolution is to be passed), any resolution required by the FCA Rules will be passed by a simple majority of the votes validly cast for and against the resolution (an ordinary resolution).

The ACD may not be counted in the quorum for a general meeting, and neither the ACD nor any associate of the ACD is entitled to vote at any general meeting except in respect of Shares which the ACD or associate holds on behalf of or jointly with a person who, if the registered Shareholder, would be entitled to vote and from whom the ACD or associate has received voting instructions.

“Shareholders” in this context means Shareholders on the date seven days before the notice of meeting is deemed to have been served, but excluding persons who are known to the ACD not to be Shareholders at the time of the meeting.

### **Class Meetings**

The above provisions apply to meetings of Shareholders of a Fund or Class as they apply to general meetings of Shareholders, but by reference to the Fund or Class concerned.

### **Variation of Class Rights**

The rights attached to a Class may not be varied without the sanction of an ordinary resolution passed at a meeting of the Shareholders of that Class.

### **WINDING UP OF THE COMPANY OR TERMINATION OF A FUND**

The Company may not be wound up except as an unregistered company under part V of the Insolvency Act 1986 or, if the Company is solvent, under the FCA Rules. A Fund may only be terminated under the FCA Rules.

The winding up of the Company or termination of a Fund may only be commenced following approval by the FCA. The FCA will only give approval if the ACD provides a statement (following an investigation into the affairs of the Company) either that the Company will be able to meet its liabilities within 12 months of the date of the statement or that the Company will be unable to do so. The Company may not be wound up under the FCA Rules if there is a vacancy in the position of authorised corporate director at the relevant time.

The Company may be wound up or a Fund may be terminated under the FCA Rules if:-

- (a) an extraordinary resolution to that effect is passed by the Shareholders; or
- (b) the period (if any) fixed for the duration of the Company or the Fund by the Instrument of Incorporation expires, or an event (if any) occurs on the occurrence of which the Instrument of Incorporation provides that the Company or Fund is to be wound up (for example, if the share capital of the Company is below its prescribed minimum or (in relation to any Fund) if the Net Asset Value of the Fund is less than £25,000,000 or the equivalent in the base currency, or if, in the ACD’s opinion, it is desirable to terminate the Fund); or
- (c) on the effective date of an agreement by the FCA to a request by the ACD for the revocation of the authorisation order in respect of the Company or the Fund.

A Fund may also be terminated in accordance with the terms of a scheme of amalgamation or reconstruction, in which case Shareholders in the Fund will become entitled to receive shares or units in another regulated collective investment scheme in exchange for their Shares in the Fund.

On the occurrence of any of the events in paragraphs (a) to (c) above:-

- (a) the FCA Rules relating to single pricing and dealing and investment and borrowing powers will cease to apply to the Company or the Fund;
- (b) the Company will cease to issue and cancel Shares in the Company or the Fund, and the ACD shall cease to sell or redeem Shares or arrange for the Company to issue and cancel them for the Company or the Fund;

- (c) no transfer of a Share shall be registered and no other change to the Register shall be made without the sanction of the ACD;
- (d) where the Company is being wound up, the Company shall cease to carry on its business except in so far as it is beneficial for the winding up of the Company; and
- (e) the corporate status and powers of the Company and, subject to the provisions of paragraph (a) and (d) above, the powers of the ACD shall remain until the Company is dissolved.

The ACD shall, as soon as practicable after the Company falls to be wound up or a Fund falls to be terminated, realise the assets and meet the liabilities of the Company or Fund and, after paying out or retaining adequate provision for all liabilities properly payable and retaining provision for the costs of winding up/termination, arrange for the Depositary to make one or more interim distributions out of the proceeds to Shareholders proportionately to their rights in the property of the Company or the Fund. When the ACD has caused all of the Scheme Property to be realised and all of the liabilities of the Company or the particular Fund to be realised, the ACD shall arrange for the Depositary to make a final distribution to Shareholders, on or prior to the date on which the final account is sent to Shareholders, of any balance remaining in proportion to their holdings in the Company or the particular Fund.

On completion of a winding up of the Company, the Company will be dissolved and any money (including unclaimed distributions) standing to the account of the Company will be paid into court within one month of dissolution. Following the completion of a winding up of the Company or termination of a Fund, the ACD shall notify the FCA that it has done so.

Following the completion of a winding up of the Company or termination of a Fund, the ACD must prepare a final account showing how the winding up/termination took place and how the Scheme Property was distributed. The auditors of the Company shall make a report in respect of the final account, stating their opinion as to whether the final account has been properly prepared. This final account and the auditors' report must be sent to the FCA and to each relevant Shareholder within two months of the date of the winding up/termination.

#### **SERVICES PROVIDED BY THE ACD TO FINANCIAL ADVISORS**

The ACD or its affiliates may provide personnel and outside consultants to financial advisors ("FAs") for the purposes of continuing education for the FAs and internal strategic planning and practice management for the FAs to the extent possible under applicable laws and regulations.

The ACD may provide certain non-advisory services (such as data collection or other consulting services) to FAs that may be involved in the distribution of funds advised by the ACD or who may recommend the ACD's or its affiliates' strategies or the purchase of funds managed by the ACD or its affiliates ("Dimensional Funds") for their clients. The ACD may also provide historical market analysis, risk/return analysis, and continuing education to FAs as well as educational speakers and facilities for FA conferences. For its sponsored events, the ACD typically pays any associated food, beverage, and facilities related expenses. The ACD or its affiliates may also pay a fee to attend, speak at or assist in sponsoring conferences or events organised by others, and may pay travel accommodations of certain participants attending a FA sponsored conference. Sponsorship of FA events by the ACD may include direct payments to vendors or reimbursement of expenses incurred by FAs in connection with hosting educational training, customer appreciation or other events for FAs or their customers. The personnel of the ACD may or may not be present at such events. At the request of a client or potential client, the ACD may also refer such client to one or more such FAs. The provision of these services by

the ACD is not dependent on the amount of Dimensional Funds sold or recommended by such FAs.

## **THE ACD'S POLICIES AND PROCEDURES**

### **Rebates**

The ACD, or any Investment Manager, may, at its discretion and in accordance with applicable law and regulation, rebate part or all of the investment management charge to any Shareholder making a significant investment in a Fund managed by the ACD or Investment Manager or use part of the investment management charge to remunerate or reimburse intermediaries, broker-dealers, platforms and other entities. Further information is available from the ACD or Investment Manager on request.

### **Conflicts of interest**

The FCA Rules contain various requirements relating to transactions entered into between the Company and the ACD, any investment adviser or any associate of them which may involve a conflict of interest. These are designed to protect the interests of the Company. Certain transactions between the Company and the ACD, or an associate of the ACD, may be voidable at the instance of the Company in certain circumstances.

The ACD and/or the Investment Managers may be involved in other financial investment and professional activities which may, on occasion, cause or have the potential to cause conflicts of interest with the management of the Company or the Funds. This includes without limitation the ACD, the Investment Managers, and other persons connected with the ACD, from time to time, acting as investment managers or advisers to other funds which follow similar investment objectives to those of the Funds of the Company.

The ACD will, however, have regard in such event to its obligations under its Agreement with the Company and, in particular, to its obligation to act in the best interests of the Company so far as is practicable, having regard to its obligations to other clients when undertaking any investment where potential conflicts of interest may arise. Where a conflict cannot be avoided, the ACD and the Investment Manager will seek to ensure the Company and its Shareholders are each fairly treated. The ACD acknowledges that there may be some situations where the organisational or administrative arrangements in place for the management of conflicts of interest are not sufficient to ensure, with reasonable confidence, that risks of damage to the interests of the Company or its Shareholders will be prevented. Should any such situations arise the ACD will disclose these to Shareholders in an appropriate format.

In addition, the ACD may invest in and deal in Shares of the Funds for its individual account or the account of someone else. Subject to the FCA Rules there will be no obligation on the part of the ACD to account to the relevant Fund for any benefits so arising, and any benefits may be retained by the relevant party, provided that transactions relating to the subscription for, switching of or redemption of Shares are carried out in association with the terms of this prospectus.

The ACD is under no obligation to account to the Depositary or to the participants in any of the Funds for any profit or loss made on the issue of Shares or in the re-issue or cancellation of Shares which have been redeemed, and accordingly will not do so.

### **Best execution**

The ACD will execute purchases, sales and switches of Shares in the Company. It may, to the extent not delegated to an investment manager, execute purchases and sales of underlying

Company investments. Such transactions may only be executed by the ACD in accordance with the FCA Rules on best execution and it is the ACD's policy to comply with those rules. A copy of the ACD's execution policy is available on request.

### **Payments for Research**

The ACD/Investment Manager's policy is to pay for research out of its own resources. Accordingly, where the ACD/Investment Manager or any sub-adviser receives research from third parties, it may do so provided that this is in a manner consistent with the ACD's/Investment Manager's inducements policy and applicable laws.

Brokers receive commissions for the execution element of trades and such commissions are paid out of the Scheme Property. Buying and selling of equity securities trades is intended to meet current best execution regulations or their equivalent in relevant countries of operation of the ACD, the Investment Manager or any sub-advisers.

### **Exercise of voting rights attaching to investments of the Funds**

The ACD may authorise the relevant Investment Managers to exercise voting rights attaching to the assets held by the Company. The ACD shall procure that the exercise of voting rights by the Investment Managers shall be consistent with Dimensional's corporate governance policies, which are available at <https://eu.dimensional.com/en/about-us/corporate-governance> or upon request from the ACD. The Dimensional Corporate governance policies include a UK Stewardship Code Statement, which sets out the engagement policy disclosures the ACD is required to disclose under the Shareholder Rights Directive II (2017/828/EC) as implemented in the UK.

### **Remuneration Policy**

The ACD has established a remuneration policy (the "Remuneration Policy"). The Remuneration Policy complies with the FCA rules regarding remuneration and is designed to seek to ensure that the ACD's remuneration practices, for those staff in scope of the applicable rules: (i) are consistent with and promote sound and effective risk management; (ii) do not encourage risk taking and are consistent with the risk profiles, or the instrument of incorporation or prospectus of any UK UCITS fund it manages; (iii) do not impair the ACD's compliance with its duty to act in the best interests of those funds; and (iv) include fixed and variable components of remuneration including salaries and discretionary pension benefits. When applying the Remuneration Policy, the ACD will comply with the applicable rules in a way, and to the extent, that is appropriate to the size, internal organisation and the nature, scope and complexity of the ACD's activities.

Further details will be available on the ACD's website ([www.dimensional.com](http://www.dimensional.com)). A paper copy of this information provided on the website is available free of charge following a request to the ACD.

### **DATA PROTECTION**

In the course of business, the ACD may collect, record, store, adapt, transfer and otherwise process information by which Shareholders or prospective investors may be directly or indirectly identified. The ACD is a data controller within the meaning of Data Protection Legislation and undertakes to hold any personal data provided by Shareholders and prospective investors in accordance with Data Protection Legislation.

The ACD and/or any of its delegates or the Company's service providers will be entitled to process a Shareholder or prospective investor's personal data for any one or more of the following purposes and legal bases:

- (a) to operate the Funds, including managing and administering a Shareholder's investment in the relevant Fund on an on-going basis;
- (b) to comply with any applicable legal, tax or regulatory obligations, for example, under the Companies Acts and anti-money laundering and counter-terrorism legislation;
- (c) any other legitimate business interests of the ACD or a third party to whom personal data is disclosed, where such interests are not overridden by the rights and freedoms of the Shareholder, including for statistical analysis and market research purposes; or
- (d) any other specific purposes where Shareholders have given their specific consent and where processing of personal data is based on consent, the Shareholders will have the right to withdraw it at any time.

The ACD will process a Shareholder or prospective investor's personal data to the extent necessary for the purposes set out above to perform the ACD's contractual obligations to a Shareholder or prospective investor, or otherwise to comply with the ACD's legal obligations. The ACD may also process personal data in furtherance of its legitimate business interests, such as for the management and administration of its business, for marketing purposes, or to maintain compliance with internal policies and procedures, to the extent that the ACD considers such processing is not prejudicial to a person's fundamental rights and freedoms. The ACD may seek specific consent to the processing of a Shareholder or prospective investor's personal data for other purposes.

Subject to the safeguards identified below, the ACD and/or any of its delegates or the Company's service providers shall have the right to disclose or transfer personal data, whether in the UK or elsewhere (including entities situated in countries outside of the UK or EEA), to other delegates, duly appointed agents and service providers of the Company (and any of their respective related, associated or affiliated companies or sub-delegates) and to third parties including advisers, regulatory bodies, taxation authorities, auditors, technology providers for the purposes specified above.

The ACD will not keep personal data for longer than is necessary for the purpose(s) for which it was collected. In determining appropriate retention periods, the ACD shall have regard to any statutory or other obligations to retain information, including anti-money laundering, counter-terrorism and tax legislation. The ACD will take reasonable steps to destroy or erase the data from its systems when they are no longer required.

Where specific processing is based on a Shareholder's consent, that Shareholder has the right to withdraw it at any time. Shareholders may have the right to request access to their personal data kept by the ACD; the right to rectification or erasure of their data; to restrict or object to processing of their data, and to data portability, subject to any restrictions imposed by Data Protection Legislation and/or other applicable laws or regulations.

The ACD and/or any of its delegates and the Company's service providers will not transfer personal data to a country outside of the UK or EEA unless that country ensures an adequate level of data protection or appropriate safeguards are in place. The UK Government has prepared a list of countries that are deemed to provide an adequate level of data protection. Countries included on this list may be changed by the UK Government at any time. If a country is not deemed to provide an adequate level of data protection by the UK Government, then the

ACD and/or any of its delegates and the Company's service providers will seek appropriate safeguards such as the model clauses (which are standardised contractual clauses, approved by the UK Government) or binding corporate rules, or may rely on one of the derogations provided for in Data Protection Legislation. The means by which such data is transferred will be available on request from the ACD.

Where processing is carried out on behalf of the ACD, the ACD shall engage a data processor, within the meaning of Data Protection Legislation, and seek sufficient assurances that such data processor implement appropriate technical and organisational security measures in a manner that such processing meets the requirements of Data Protection Legislation, and addresses the protection of the rights of Shareholders.

As part of the ACD's business and ongoing monitoring, the ACD shall have the right from time to time to carry out automated decision-making in relation to Shareholders and prospective investors, including, for example, profiling of Shareholders or prospective investors in the context of anti-money laundering reviews, and this may result in a Shareholder or prospective investor being identified to the relevant law enforcement or tax authorities, and their shareholding being redeemed or application not accepted, as applicable.

Prospective investors and/or Shareholders may be required to provide their personal data to the ACD for legal, tax, regulatory, and/or other legitimate business purposes. Failure to provide the required personal data may result in the ACD being unable to permit, process, or release the Shareholder or prospective investor's investment in the Funds.

If you have questions or concerns about our handling of your personal data, please contact the ACD at the address detailed under the Directory at page 11.

### **COMPLAINTS**

If you have any complaints, please write to the Compliance Officer at the ACD's address provided under the Directory at page 11. A copy of the ACD's Complaint Handling Procedures is available on request from the ACD. You may also contact the ACD via your financial adviser. You may also complain directly to the Financial Ombudsman Service:

The Financial Ombudsman Service  
Exchange Tower  
London  
E14 9SR  
Tel: 0800 023 4567

Website: [www.financial-ombudsman.org.uk](http://www.financial-ombudsman.org.uk)

Details of your right to lodge a claim with the Financial Services Compensation Scheme are available on request.

### **COMMUNICATING WITH US**

#### **Our contact details**

The ACD's contact details are set out in the Directory. If you wish to deal in Shares, please use the contact details for the Registrar in the Directory.

### **Service of notices**

Notices or documents to be served upon a Shareholder will be duly served if delivered to the Shareholder's address as appearing in the Register or delivered to a Shareholder by e-mail to the email address most recently notified, where such Shareholder has consented to such form of delivery, at the ACD's discretion. Any notice or document served by post is deemed to have been served on the second Business Day (which in this context shall mean any day which is not a Saturday or Sunday or a bank holiday) following the day in which it is posted, and any document left at a registered address or delivered other than by post is deemed to have been served on that day. All documents and remittances are sent at the risk of the Shareholder.

## APPENDIX 5: HISTORICAL PERFORMANCE

### HISTORICAL PERFORMANCE

The table below sets out the historical performance of the Funds (in terms of their percentage growth) for complete 12-month periods ending on 31 December. It shows the performance of the GBP Accumulation Share Class for each Fund. The performance information is inclusive of reinvested income and net of fees and expenses paid by the Fund.

	LAUNCH DATE	1/1/17-31/12/17 (%)	1/1/18-31/12/18 (%)	1/1/19-31/12/19 (%)	1/1/20-31/12/20 (%)	1/1/21-31/12/21 (%)
<b>Emerging Markets Core Equity Fund</b>	<u>25/02/2004</u>	23.7	-10.1	11.3	9.1	7.8
<b>Global Short-Dated Bond Fund</b>	<u>14/01/2004</u>	0.8	0.3	2.4	0.9	-1.3
<b>International Core Equity Fund</b>	<u>25/09/2007</u>	11.7	-6.5	22.1	10.0	24.4
<b>International Value Fund</b>	<u>25/02/2004</u>	9.7	-10.1	18.3	-5.7	24.3
<b>United Kingdom Core Equity Fund</b>	<u>20/06/2006</u>	13.6	-9.1	20.2	-8.9	19.0
<b>United Kingdom Small Companies Fund</b>	<u>14/01/2004</u>	17.9	-14.8	30.4	-6.2	19.5
<b>United Kingdom Value Fund</b>	<u>14/01/2004</u>	15.6	-13.1	17.3	-15.8	22.1

Please note that past performance is not necessarily a guide to the future and cannot provide a guarantee of the future returns on an investment. The price of Shares and the income from them can fall as well as rise and you may not get back the amount originally invested.

## **APPENDIX 6: DEPOSITORY'S DELEGATES**

The Depositary has delegated those safekeeping duties set out at rule 6.6.12 of the COLL Sourcebook to State Street Bank and Trust Company with registered office at Copley Place 100, Huntington Avenue, Boston, Massachusetts 02116, USA, with an office at 20 Churchill Place, Canary Wharf, London E14 5HJ, UK, whom it has appointed as its global sub-custodian.

At the date of this prospectus State Street Bank and Trust Company as global sub-custodian has appointed local sub-custodians within the State Street Global Custody Network as listed below.

<b>MARKET</b>	<b>SUBCUSTODIAN</b>
Albania	Raiffeisen Bank sh.a.
Argentina	Citibank, N.A., Buenos Aires
Australia	The Hongkong and Shanghai Banking Corporation Limited
Austria	UniCredit Bank Austria AG
Bahrain	HSBC Bank Middle East Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
Bangladesh	Standard Chartered Bank
Belgium	BNP Paribas Securities Services, S.C.A. (operating through its Paris branch with support from its Brussels branch) Intesa Sanpaolo S.p.A.
Benin	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
Bermuda	HSBC Bank Bermuda Limited
Federation of Bosnia and Herzegovina	UniCredit Bank d.d.
Botswana	Standard Chartered Bank Botswana Limited
Brazil	Citibank, N.A.
Bulgaria	Citibank Europe plc, Bulgaria Branch UniCredit Bulbank AD
Burkina Faso	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
Canada	State Street Trust Company Canada
Chile	Banco Itaú Chile S.A.
People's Republic of China	HSBC Bank (China) Company Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited) China Construction Bank Corporation (for A-share market only)

	Citibank N.A. (for Shanghai – Hong Kong Stock Connect market only)
	The Hongkong and Shanghai Banking Corporation Limited (for Shanghai – Hong Kong Stock Connect market only)
	Standard Chartered Bank (Hong Kong) Limited (for Shanghai – Hong Kong Stock Connect market)
Colombia	Cititrust Colombia S.A. Sociedad Fiduciaria
Costa Rica	Banco BCT S.A.
Croatia	Privredna Banka Zagreb d.d. Zagrebacka Banka d.d.
Cyprus	BNP Paribas Securities Services, S.C.A., Greece (operating through its Athens branch)
Czech Republic	Československá obchodní banka, a.s. UniCredit Bank Czech Republic and Slovakia, a.s.
Denmark	Skandinaviska Enskilda Banken AB (publ), Sweden (operating through its Copenhagen branch)
Egypt	Citibank, N.A., (operating through its Cairo branch)
Estonia	AS SEB Pank
Eswatini	Standard Bank Eswatini Limited, Mbabane
Euroclear Clearstream	Euroclear Bank Clearstream Banking Luxembourg
Finland	Skandinaviska Enskilda Banken AB (publ), Sweden (operating through its Helsinki branch)
France	BNP Paribas Securities Services, S.C.A. (operating through its Paris branch with support from its Brussels branch) Intesa Sanpaolo S.p.A.
Republic of Georgia	JSC Bank of Georgia
Germany	State Street Bank GmbH Deutsche Bank AG
Ghana	Standard Chartered Bank Ghana Limited
Greece	BNP Paribas Securities Services, S.C.A.
Guinea-Bissau	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
Hong Kong	The Hongkong and Shanghai Banking Corporation
Hungary	Citibank Europe plc Magyarországi Fióktelepe UniCredit Bank Hungary Zrt.
Iceland	Landsbankinn hf.
India	Deutsche Bank AG

	Citibank, N.A. (operating through its Bandra branch)
	The Hongkong and Shanghai Banking Corporation Limited
Indonesia	Standard Chartered Bank
Ireland	State Street Bank and Trust Company, United Kingdom branch
Israel	Bank Hapoalim B.M.
Italy	Intesa Sanpaolo S.p.A.
Ivory Coast	Standard Chartered Bank Côte d'Ivoire S.A.
Japan	Mizuho Bank, Limited
	The Hongkong and Shanghai Banking Corporation Limited
Jordan	Standard Chartered Bank
Kazakhstan	JSC Citibank Kazakhstan
Kenya	Standard Chartered Bank Kenya Limited
Republic of Korea	The Hongkong and Shanghai Banking Corporation Limited
Kuwait	HSBC Bank Middle East Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
Latvia	AS SEB banka
Lithuania	AB SEB bankas
Luxembourg	Clearstream Banking S.A., Luxembourg
Malawi	Standard Bank Limited
Malaysia	Standard Chartered Bank Malaysia Berhad
Mali	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
Mauritius	The Hongkong and Shanghai Banking Corporation Limited
Mexico	Banco Nacional de México, S.A.
Morocco	Citibank Maghreb
Namibia	Standard Bank Namibia Limited
Netherlands	BNP Paribas Securities Services, S.C.A. (operating through its Paris branch with support from its Brussels branch)
	Intesa Sanpaolo S.p.A.
New Zealand	The Hongkong and Shanghai Banking Corporation Limited

Niger	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
Nigeria	Stanbic IBTC Bank Plc.
Norway	Skandinaviska Enskilda Banken AB (publ), Sweden (operating through its Oslo branch)
Oman	HSBC Bank Oman S.A.O.G. (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
Pakistan	Citibank, N.A.
Panama	Citibank, N.A.
Peru	Citibank del Perú, S.A.
Philippines	Standard Chartered Bank
Poland	Bank Handlowy w Warszawie S.A.
Portugal	Citibank Europe plc, Dublin, Ireland
Qatar	HSBC Bank Middle East Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
Romania	Citibank Europe plc, Dublin – Romania Branch
Russia	AO Citibank
Saudi Arabia	HSBC Saudi Arabia Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
Senegal	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
Serbia	UniCredit Bank Serbia JSC
Singapore	Citibank N.A.
Slovak Republic	UniCredit Bank Czech Republic and Slovakia, a.s.
Slovenia	UniCredit Banka Slovenija d.d.
South Africa	FirstRand Bank Limited
	Standard Bank of South Africa Limited
Spain	Citibank Europe plc, Dublin, Ireland
Sri Lanka	The Hongkong and Shanghai Banking Corporation Limited
Republic of Srpska	UniCredit Bank d.d.
Sweden	Skandinaviska Enskilda Banken AB (publ)
Switzerland	Credit Suisse AG
	UBS Switzerland AG

Taiwan – R.O.C.	Standard Chartered Bank (Taiwan) Limited
Tanzania	Standard Chartered Bank (Tanzania) Limited
Thailand	Standard Chartered Bank (Thai) Public Company Limited
Togo	via Standard Chartered Bank Côte d'Ivoire S.A., Abidjan, Ivory Coast
Tunisia	Union Internationale de Banques
Turkey	Citibank, A.Ş.
Uganda	Standard Chartered Bank Uganda Limited
Ukraine	JSC Citibank
United Arab Emirates Dubai Financial Market	HSBC Bank Middle East Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
United Arab Emirates Dubai International Financial Center	HSBC Bank Middle East Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
United Arab Emirates Abu Dhabi	HSBC Bank Middle East Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
United Kingdom	State Street Bank and Trust Company, United Kingdom branch
United States	State Street Bank and Trust Company, Boston
Uruguay	Banco Itaú Uruguay S.A.
Vietnam	HSBC Bank (Vietnam) Limited (as delegate of The Hongkong and Shanghai Banking Corporation Limited)
Zambia	Standard Chartered Bank Zambia Plc.
Zimbabwe	Stanbic Bank Zimbabwe Limited (as delegate of Standard Bank of South Africa Limited)



**Authorised and Regulated by the Financial Conduct Authority**

Dimensional Fund Advisors Ltd.  
20 Triton Street  
Regent's Place  
London  
NW1 3BF  
[wwwdimensional.com](http://wwwdimensional.com)