

**E.I. STURDZA FUNDS PLC
FIRST ADDENDUM TO PROSPECTUS**

This Addendum forms part of and should be read in the context of and in conjunction with the Prospectus for the Company dated 29th November 2018 ("Prospectus") and is incorporated herein. All capitalised terms herein contained shall have the same meaning in this Addendum as in the Prospectus unless otherwise indicated.

The attention of investors is drawn to the "Risk Factors" section in the Section of the Prospectus entitled "The Company".

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

The Directors wish to advise Shareholders of the following amendments to the Prospectus.

1. Definitions

The following definition shall be added to the list of definitions commencing at Page 7 of the Prospectus:

"Eligible Counterparty" means:

(a) *a credit institution authorised:*

I. in the EEA;

II. within a signatory state, other than a member state of the EEA, to the Basle Capital, Convergence Agreement of July 1988 (Switzerland, Canada, Japan, United States); or

III. in a third country deemed equivalent pursuant to Article 107(4) of the Regulation (EU) No 575/2013 of the European Parliament and of the Council of 26 June 2013 on prudential requirements for credit institutions and investment firms and amending Regulation (EU) No 648/2012; or

(b) *an investment firm, authorised in accordance with the Markets in Financial Instruments Directive in an EEA member state; or*

(c) a group company of an entity issued with a bank holding company license from the Federal Reserve of the United States of America (the “**Federal Reserve**”) where that group company is subject to bank holding company consolidated supervision by the Federal Reserve; or

(d) or such other counterparty as may be permitted by the UCITS Regulations, the Central Bank Regulations and/or the Central Bank from time to time”.

2. Counterparty Selection Process

The section of the Prospectus headed “Counterparty Selection Process’ specifically paragraph 2, point (i) on page 26 shall be deleted and replaced with the following point (i):

“(i) the counterparty is an Eligible Counterparty;”

3. Paying Agents/Representatives/Sub-Distributors

The section of the Prospectus entitled “MANAGEMENT AND ADMINISTRATION” - “Paying Agents / Representatives / Sub-Distributors” on page 56 of the Prospectus shall be amended by replacing reference to “EEA Member States” in the first paragraph with reference to “certain jurisdictions”.

4. Appendix I: Permitted Investments and Investment Restrictions

Point 2.8 of Appendix I on page 104 of the Prospectus shall be deleted and replaced with the following::

“2.8 The risk exposure of a Fund to a counterparty to an OTC derivative may not exceed 5% of net assets.

This limit is raised to 10% in the case of a credit institution authorised in the EEA; a credit institution authorised within a signatory state (other than an EEA Member State) to the Basle Capital Convergence Agreement of July 1988; or a credit institution in a third country deemed equivalent pursuant to Article 107(4) of the Regulation (EU) No 575/2013 of the European Parliament and of the Council of 26 June 2013 on prudential requirements for credit institutions and investment firms and amending Regulation (EU) No 648/2012.”.

5. Appendix II: Recognised Exchanges

Point (i) of Appendix II, Recognised Exchanges, shall be updated as follows to specifically reference the ‘United Kingdom”:

“(i) any stock exchange or market which is:-

- located in any Member State of the European Union; or

- located in any Member State of the European Economic Area (European Union, Norway, Iceland and Liechtenstein); or
- located in any of the following countries:-

Australia
Canada
Japan
Hong Kong
New Zealand
Switzerland
United Kingdom
United States of America”

6. **BREXIT Risk Factor**

The ‘BREXIT’ risk factor which appears on page 45 shall be amended to delete reference to a withdrawal date by the United Kingdom from the EU, such that the first sentence of the Brexit risk factor reads as follows:

“The Funds may face potential risks associated with the referendum on the United Kingdom’s continued membership of the EU, which took place on June 23, 2016 and which resulted in a vote for the United Kingdom to leave the EU.”

Further, the following sentence shall be deleted in its entirety:

“The vote for the United Kingdom to leave the EU has set in train a sustained period of uncertainty, as the United Kingdom seeks to negotiate the terms of its exit.”

Dated: 15th January 2020