

## THIRD ADDENDUM

### UTI GOLDFINCH FUNDS PLC (THE "COMPANY")

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This Third Addendum should be read in conjunction with, and forms part of, the prospectus for the Company dated 1<sup>st</sup> November, 2017, the Supplement for the UTI India Sovereign Bond UCITS ETF dated 1<sup>st</sup> November, 2017, the Supplement for the UTI India Dynamic Equity Fund dated 1<sup>st</sup> November, 2017, the First Addendum dated 22<sup>nd</sup> January, 2018, the Supplement for the UTI India Balanced Fund dated 27<sup>th</sup> February, 2018 and the Second Addendum dated 29<sup>th</sup> March, 2018 (the "Prospectus"). All capitalised terms herein contained shall have the same meaning in this Third Addendum as in the Prospectus, unless otherwise indicated.

The Directors of the Company, whose names appear in the Prospectus, accept responsibility for the information contained in the Prospectus and this Third 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 document 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 of the Company wish to advise all Shareholders and potential investors of the following changes to the section of the Prospectus entitled "Directory", Supplement 2 of the Prospectus for the UTI India Dynamic Equity Fund and Supplement 3 of the Prospectus for the UTI India Balanced Fund.

#### **1. Update to the details of the United Kingdom Facilities Agent (the "UK Facilities Agent")**

The details of the UK Facilities Agent within the section of the Prospectus entitled "Directory", shall amended, whereby the existing details will be deleted in its entirety and replaced with the details below:

***"United Kingdom Facilities Agent***

*UTI International Limited,  
120 New Cavendish Street,  
London W1W 6XX,  
United Kingdom."*

The details of the UK Facilities Agent will be amended in the section of the Prospectus entitled "Definitions" by deleting the definition in its entirety and replacing same with the below definition:

*"Facilities Agent" means UTI International Limited.*

The first two paragraphs within the section of the Prospectus entitled "Facilities Agent in the United Kingdom" shall be deleted in their entirety and replaced with the below paragraphs:

*"In connection with the Company's recognition under Section 264 of the FSMA, the Company, by way of a Facilities Agency Agreement has appointed UTI International Limited (the "Facilities Agent") to maintain the facilities required of a recognised scheme pursuant to the rules contained in the*

Collective Investment Schemes Sourcebook (“COLL”) governing recognised schemes, published by the FCA as part of the FCA’s Handbook of Rules and Guidance.

The facilities will be located at the offices of the Facilities Agent at UTI International Limited, 120 New Cavendish Street, London W1W 6XX, United Kingdom. The Company does not have a permanent place on business in the United Kingdom.”

**2. Supplement 2 – UTI India Dynamic Equity Fund - amendment to the “1. Interpretation” section of the Supplement.**

The definitions of “Dealing Day” and “Dealing Deadline” under the heading “1. Interpretation” of Supplement 2 will be deleted in their entirety and replaced with the following definitions:

“Dealing Day”

*means the first, and any, Business Day and/or such other day or days as may be determined by the Directors from time to time and notified in advance to the Shareholders, provided that there shall be at least one Dealing Day every fortnight.*

“Dealing Deadline”

*means 10 a.m. (Irish time) on the Business Day, or such other time as the Directors may determine and notify to Shareholders, provided always that the Dealing Deadline precedes the Valuation Point.*

**3. Supplement 2 – amendment to the “Share Classes” section of the Supplement.**

The section entitled “2. Share Classes” in Supplement 2 will be amended, whereby the existing table will be deleted in its entirety and replaced with the table below to reflect the change of name of the EUR Class to the EUR Institutional Class and to reflect the addition of four new shares classes to the India Dynamic Equity Fund; the Euro RDR Class, Class P, the JPY Institutional Class and the JPY Retail Class. Two new paragraphs relating to the availability of the RDR Share Classes will also be inserted directly under the table as follows:

**“2. Share Classes**

<i>Class</i>	<i>Class Currency</i>	<i>Initial Price</i>	<i>Minimum Transaction Size for Initial investment</i>	<i>Minimum Holding amount</i>	<i>Minimum Transaction Size for subsequent investments</i>	<i>Minimum Transaction Size for redemptions</i>	<i>Hedged/ Unhedged</i>
<i>Retail</i>	<i>USD</i>	<i>10.00</i>	<i>500</i>	<i>500</i>	<i>500</i>	<i>500</i>	<i>Unhedged</i>

<i>Institutional</i>	<i>USD</i>	<i>10.00</i>	<i>500,000</i>	<i>500,000</i>	<i>50,000</i>	<i>50,000</i>	<i>Unhedged</i>
<i>RDR</i>	<i>USD</i>	<i>10.00</i>	<i>500</i>	<i>500</i>	<i>500</i>	<i>500</i>	<i>Unhedged</i>
<i>Euro RDR</i>	<i>Euro</i>	<i>10.00</i>	<i>500</i>	<i>500</i>	<i>500</i>	<i>500</i>	<i>Unhedged</i>
<i>Euro Institutional</i>	<i>Euro</i>	<i>10.00</i>	<i>500,000</i>	<i>500,000</i>	<i>50,000</i>	<i>50,000</i>	<i>Unhedged</i>
<i>Class P</i>	<i>USD</i>	<i>10.00</i>	<i>500,000</i>	<i>500,000</i>	<i>50,000</i>	<i>50,000</i>	<i>Unhedged</i>
<i>GBP RDR</i>	<i>GBP</i>	<i>10.00</i>	<i>500</i>	<i>500</i>	<i>500</i>	<i>500</i>	<i>Unhedged</i>
<i>Euro Retail</i>	<i>Euro</i>	<i>10.00</i>	<i>500</i>	<i>500</i>	<i>500</i>	<i>500</i>	<i>Unhedged</i>
<i>CHF Retail</i>	<i>CHF</i>	<i>10.00</i>	<i>500</i>	<i>500</i>	<i>500</i>	<i>500</i>	<i>Unhedged</i>
<i>CHF Institutional</i>	<i>CHF</i>	<i>10.00</i>	<i>500,000</i>	<i>500,000</i>	<i>50,000</i>	<i>50,000</i>	<i>Unhedged</i>
<i>JPY Institutional</i>	<i>JPY</i>	<i>10.00</i>	<i>50,000,000</i>	<i>50,000,000</i>	<i>5,000,000</i>	<i>5,000,000</i>	<i>Unhedged</i>
<i>JPY Retail</i>	<i>JPY</i>	<i>10.00</i>	<i>50,000</i>	<i>50,000</i>	<i>50,000</i>	<i>50,000</i>	<i>Unhedged</i>

*The Retail Distribution Review (“RDR”) Unit Classes are intended for investors who are resident in countries which prohibit the payment of trailer fees and commissions and/or to investors with a separate fee arrangement with their financial intermediary.*

*The RDR Share Classes of the Fund are available, at the discretion of the Directors, to eligible investors that have entered into separate fee arrangements with sub-distributors. If operating within the European Union (excluding UK) the sub-distributors will ordinarily be sub-distributors providing (i) discretionary portfolio management to their clients; (ii) investment advice on an independent basis to their clients or (iii) investment advice on a non-independent basis to their clients where those sub-distributors have agreed with their clients to receive fee-based remuneration and will not receive commission and or trailer fees.”*

#### **4. Supplement 2 – update to the “Investment Policy” section of the Supplement.**

The fourth paragraph of the section entitled “4. Investment Policy”, in Supplement 2 will be amended whereby the existing paragraph will be deleted in its entirety and replaced with the following language:

*“In relation to the equity related securities in which the Fund may invest, these may include, but are not limited to, preference shares, convertible bonds and convertible preference shares. The convertible bonds are unleveraged instruments and do not embed derivatives. The Fund may invest up to 25% of its Net Asset Value in American Depositary Receipts (“ADRs”) and Global Depositary Receipts (“GDRs”) of Indian companies which are listed on a Recognised Exchange for the purpose of gaining indirect exposure to equity securities where the Investment Manager feels it is more efficient to do so”.*

#### **5. Supplement 2 – update to the “Initial Offer of Shares” section of the Supplement.**

The first paragraph of the section entitled “11. Initial Offer of Shares”, in Supplement 2 will be amended, whereby the existing paragraph will be deleted in its entirety and replaced with the following

language. In addition, a new paragraph will be inserted directly below the first paragraph under the heading:

*“The Retail Class, Institutional Class, Euro Institutional Class, RDR class, GBP RDR Class and the Euro Retail Class in the Fund are currently in issue and are offered to investors at their Net Asset Value per Share (plus duties and charges, where relevant). The CHF Retail Class and the CHF Institutional Class will be offered to investors during the period from 9am (Irish time) on the 2nd November, 2017 to 5pm (Irish time) on the 2nd November, 2018 (the “Initial Offer Period”) at the Initial Price of CHF 10.00 per Share in the case of the CHF Retail Class and CHF 10.00 per Share in the CHF Institutional Class, and subject to acceptance of applications for Shares in the relevant Class will be issued for the first time on the last Business Day of the Initial Offer Period.*

*The Euro RDR Class, the JPY Institutional Class, the JPY Retail Class and the Class P will be offered to investors during the period from 9am (Irish time) on the 28<sup>th</sup> September, 2018 to 5pm (Irish time) on the 28<sup>th</sup> March, 2019 (the “Initial Offer Period”) at the Initial Price of EUR 10.00 per Share in the case of the Euro RDR Class and JPY 10.00 per Share in the JPY Institutional Class and the JPY Retail Class, and subject to acceptance of applications for Shares in the relevant Class will be issued for the first time on the last Business Day of the Initial Offer Period”.*

#### **6. Supplement 2 – updates to the “Fees and Expenses” section of the Supplement.**

The first paragraph of the sub-section entitled “Investment Manager’s Fees” under the section entitled “17. Fees and Expenses”, in Supplement 2 will be amended, whereby the existing paragraph will be deleted in its entirety and replaced with the following language:

*“The Investment Manager shall be entitled to receive from the Company an annual fee of 0.80% of the Net Asset Value of the Company in respect of the Institutional Class, the CHF Institutional Class and the JPY Institutional Class, 1.70% of the Net Asset Value of the Company in respect of the Retail Class, the Euro Retail Class, the CHF Retail Class and the JPY Retail Class, 0.80% of the Net Asset Value of the Company in respect of the RDR Class, the GBP RDR Class and the Euro RDR Class and 0.80% of the Net Asset Value of the Company in respect of the Euro Institutional Class. The Investment Manager shall be entitled to be reimbursed by the Company out of the assets of the Company any properly vouched reasonable out-of-pocket expenses incurred by it on behalf of the Company. The Investment Manager will be responsible for any fees payable to any Investment Advisor appointed.”*

A new section entitled “Performance Fee” will be inserted under the sub-heading “Investment Manager’s Fees” within the section entitled “17. Fees and Expenses”, in Supplement 2 as follows:

#### **“Performance Fee**

*In addition to the fees payable to the Investment Manager, the Investment Manager shall be entitled to receive out of the assets of the Fund attributable to the Class P Shares of the Fund a performance fee. This performance fee shall be payable by the Fund quarterly, and will be calculated on the Calculation Days, these being the Valuation Days at the end of each quarter (the “Calculation Day”).*

*The starting price for the calculation of the performance fee is the price calculated on the last Valuation Day of the previous quarter. An estimate of the performance fee payable at the next Calculation Day earned to date will be made and accrued on each Valuation Day of the relevant Share Class. The performance fee will be payable on the increase of the Net Asset Value of the Share Classes over the Net Asset Value recorded at the Calculation Day of the previous quarter, after taking into account subsequent subscriptions and redemptions. The performance fee will be calculated using the MSCI India Index (USD) (the "Index"). The Performance Fees for the Class P Shares will be equal to 15% of the appreciation (if any) of the Net Asset Value of such Share (plus the amount, if any, of any accrued but unpaid Performance Fees) above the Index. The performance fee will be payable on a quarterly basis and is payable only on the amount by which the Fund outperforms the Index. Any underperformance of the index in preceding periods is clawed back (cleared) before a performance fee becomes due in subsequent periods. The calculation of the performance fee is verified by the Depositary.*

*For the purposes of determining the Net Asset Value of the Fund at the relevant Calculation Date, calculations will be made before deducting performance fees, before the Net Asset Value is swung and any issue or redemption of shares in the Share Class on the relevant Dealing Day shall be disregarded. The performance fee payable on each Calculation Day represents a definitive charge to the Share Class and is not recoverable by the Share Class in the event that there is a subsequent fall in the Net Asset Value of the Share Class or subsequent under performance when compared to the Index.*

*The first calculation period for the purposes of calculating the performance fee shall be from the close of the initial offer period of the Class P Shares through 31 October in that year.*

***The performance fee is based on net realised and net unrealised gains and losses as at the end of each calculation period and as a result, incentive fees may be paid on unrealised gains which may subsequently never be realised.***

**7. Supplement 2 – amendment to the "12. Application of Shares" section of the Supplement.**

The paragraph under the sub-heading "Settlement of Shares" will be amended, whereby the existing paragraph will be deleted in its entirety and replaced with the following language:

*"Payment in respect of subscriptions must be received in cleared funds by the Administrator no later than 2 Business Days after the relevant Dealing Day. If payment in cleared funds in respect of a subscription has not been received by the relevant time, the Directors or its delegate may (and in the event of non-clearance of funds, shall) cancel the subscription."*

**8. Supplement 3 – UTI India Balanced Fund - amendment to the “1. Interpretation” section of the Supplement.**

The definitions of “Dealing Day” and “Dealing Deadline” under the heading “1. Interpretations” of Supplement 3 will be deleted in their entirety and replaced with the following definitions:

“Dealing Day” *means the first, and any, Business Day and/or such other day or days as may be determined by the Directors from time to time and notified in advance to the Shareholders, provided that there shall be at least one Dealing Day every fortnight.*

“Dealing Deadline” *means 10 a.m.(Irish time) on the Business Day, or such other time as the Directors may determine and notify to Shareholders, provided always that the Dealing Deadline precedes the Valuation Point.*

**9. Supplement 3 – amendment to the “Share Classes” section of the Supplement.**

The section entitled “2. Share Classes” in Supplement 3 will be amended, whereby the existing table will be deleted in its entirety and replaced with the table below to reflect the addition of two new share classes to the India Balanced Fund; the Euro RDR Accum and Euro RDR Dist. Two new paragraphs relating to the availability of the RDR Share Classes will also be inserted directly under the table as follows:

**“2. Share Classes**

Class	Class Currency	Initial Price	Minimum Transaction Size for Initial investment	Minimum Holding amount	Minimum Transaction Size for subsequent investments	Minimum Transaction Size for redemptions	Hedged/ Unhedged	Distributing Class/ Accumulating Class
USD Retail Dist.	USD	10.00	500	500	500	500	Unhedged	Distributing
USD Retail Accum.	USD	10.00	500	500	500	500	Unhedged	Accumulating
USD Institutional Dist.	USD	10.00	500,000	500,000	50,000	50,000	Unhedged	Distributing
USD Institutional Accum.	USD	10.00	500,000	500,000	50,000	50,000	Unhedged	Accumulating
Class C USD Accum.	USD	10.00	500	500	500	500	Unhedged	Accumulating

Class C USD Dist.	USD	10.00	500	500	500	500	Unhedged	Distributing
Class D USD Dist.	USD	10.00	500	500	500	500	Unhedged	Distributing
Class D USD Accum.	USD	10.00	500	500	500	500	Unhedged	Accumulating
USD RDR Dist.	USD	10.00	500	500	500	500	Unhedged	Distributing
USD RDR Accum.	USD	10.00	500	500	500	500	Unhedged	Accumulating
Euro RDR Dist.	Euro	10.00	500	500	500	500	Unhedged	Distributing
Euro RDR Accum.	Euro	10.00	500	500	500	500	Unhedged	Accumulating
Euro Institutional Dist.	Euro	10.00	500,000	500,000	50,000	50,000	Unhedged	Distributing
Euro Institutional Accum.	Euro	10.00	500,000	500,000	50,000	50,000	Unhedged	Accumulating
Euro Retail Dist.	Euro	10.00	500	500	500	500	Unhedged	Distributing
Euro Retail Accum.	Euro	10.00	500	500	500	500	Unhedged	Accumulating
CHF Retail Dist.	CHF	10.00	500	500	500	500	Unhedged	Distributing
CHF Retail Accum.	CHF	10.00	500	500	500	500	Unhedged	Accumulating
CHF Institutional Dist.	CHF	10.00	500,000	500,000	50,000	50,000	Unhedged	Distributing
CHF Institutional Accum.	CHF	10.00	500,000	500,000	50,000	50,000	Unhedged	Accumulating
SGD Retail Dist.	SGD	10.00	500	500	500	500	Unhedged	Distributing
SGD Retail Accum.	SGD	10.00	500	500	500	500	Unhedged	Accumulating
SGD Institutional Dist.	SGD	10.00	500,000	500,000	50,000	50,000	Unhedged	Distributing
SGD Institutional Accum.	SGD	10.00	500,000	500,000	50,000	50,000	Unhedged	Accumulating
AUD Institutional Dist.	AUD	10.00	500,000	500,000	50,000	50,000	Unhedged	Distributing

AUD Institutional Accum.	AUD	10.00	500,000	500,000	50,000	50,000	Unhedged	Accumulating
AUD Retail Dist.	AUD	10.00	500	500	500	500	Unhedged	Distributing
AUD Retail Accum.	AUD	10.00	500	500	500	500	Unhedged	Accumulating
JPY Institutional Dist.	JPY	10.00	50,000,000	50,000,000	500,000	500,000	Unhedged	Distributing
JPY Institutional Accum.	JPY	10.00	500,000	500,000	500,000	500,000	Unhedged	Accumulating
JPY Retail Dist.	JPY	10.00	50,000	50,000	50,000	50,000	Unhedged	Distributing
JPY Retail Accum.	JPY	10.00	50,000	50,000	50,000	50,000	Unhedged	Accumulating
GBP RDR Dist.	GBP	10.00	500,000	500,000	50,000	50,000	Unhedged	Distributing
GBP RDR Accum.	GBP	10.00	500,000	500,000	50,000	50,000	Unhedged	Accumulating
GBP Retail Dist.	GBP	10.00	500	500	500	500	Unhedged	Distributing
GBP Retail Accum.	GBP	10.00	500	500	500	500	Unhedged	Accumulating
GBP Institutional Dist.	GBP	10.00	500,000	500,000	50,000	50,000	Unhedged	Distributing
GBP Institutional Accum.	GBP	10.00	500,000	500,000	50,000	50,000	Unhedged	Accumulating

*The Retail Distribution Review (“RDR”) Unit Classes are intended for investors who are resident in countries which prohibit the payment of trailer fees and commissions and/or to investors with a separate fee arrangement with their financial intermediary.*

*The RDR Share Classes of the Fund are available, at the discretion of the Directors, to eligible investors that have entered into separate fee arrangements with sub-distributors. If operating within the European Union (excluding UK) the sub-distributors will ordinarily be sub-distributors providing (i) discretionary portfolio management to their clients; (ii) investment advice on an independent basis to their clients or (iii) investment advice on a non-independent basis to their clients where those sub-distributors have agreed with their clients to receive fee-based remuneration and will not receive commission and or trailer fees.”*



**10. Supplement 3 – update to the “Initial Offer of Shares” section of the Supplement.**

The first paragraph of the section entitled “12. Initial Offer of Shares”, in Supplement 3 will be amended, whereby the existing paragraph will be deleted in its entirety and replaced with the following language:

*“All of the Share Classes (with the exception of the EUR RDR Accum. and the EUR RDR Dist. Shares) will all be offered to investors during the period from 9am (Irish time) on the 28th February, 2018 to 5pm (Irish time) on the 28th August, 2018 (the “Initial Offer Period”).*

*The EUR RDR Accum. and EUR RDR Dist. Classes will be offered to investors during the period from 9am (Irish time) on 28<sup>th</sup> September, 2018 to 5pm (Irish time) on 28<sup>th</sup> March, 2019 (the “Initial Offer Period” of EUR RDR Accum. and EUR RDR Dist.). The EUR RDR Accum. and EUR RDR Dist. Classes will be offered to investors at the Initial Price as set out in the chart at Section 2 above and subject to acceptance of applications for Shares in the relevant Class will be issued for the first time on the last Business Day of the Initial Offer Period.”*

**11. Supplement 3 – update to the “Fees and Expenses” section of the Supplement.**

The first paragraph of the sub-section entitled “Investment Manager’s Fees” under the section entitled “18. Fees and Expenses”, in Supplement 3 will be amended, whereby the existing paragraph will be deleted in its entirety and replaced with the following language:

*“The Investment Manager shall be entitled to receive from the Company an annual fee of 0.80% of the Net Asset Value of the Company in respect of USD Institutional Dist., USD Institutional Accum., Euro Institutional Dist., Euro Institutional Accum., CHF Institutional Dist., CHF Institutional Accum., SGD Institutional Dist., SGD Institutional Accum., AUD Institutional Dist., AUD Institutional Accum., JPY Institutional Dist., JPY Institutional Accum., GBP Institutional Dist., GBP Institutional Accum., 1.70% of the Net Asset Value of the Company in respect of USD Retail Dist., USD Retail Accum., Euro Retail Dist., Euro Retail Accum., CHF Retail Dist., CHF Retail Accum., SGD Retail Dist., SGD Retail Accum., AUD Retail Dist., AUD Retail Accum. JPY Retail Dist., JPY Retail Accum., GBP Retail Accum., GBP Retail Dist. 0.80% of the Net Asset Value of the Company in respect of GBP RDR Accum., GBP RDR Dist., USD RDR Dist., USD RDR Accum., Euro RDR Accum., Euro RDR Dist., and 2% of the Net Asset Value of the Company in respect of the Class C USD Accum. and the Class C USD Dist., the Class D USD Accum. and the Class D USD Dist. The Investment Manager shall be entitled to be reimbursed by the Company out of the assets of the Fund any properly vouched reasonable out-of-pocket expenses incurred by it on behalf of the Company. The Investment Manager will be responsible for any fees payable to any Investment Advisor appointed.”*

**12. Supplement 3 – amendment to the “12. Application of Shares” section of the Supplement.**

The paragraph under the sub-heading “Settlement of Shares” will be amended, whereby the existing paragraph will be deleted in its entirety and replaced with the following language:

*“Payment in respect of subscriptions must be received in cleared funds by the Administrator no later than 2 Business Days after the relevant Dealing Day. If payment in cleared funds in respect of a subscription has not been received by the relevant time, the Directors or its delegate may (and in the event of non-clearance of funds, shall) cancel the subscription.”*

**Dated: 27 September, 2018**