

**|Brown Advisory Global Sustainable Total Return Bond Fund (GBP)**

**Supplement No. 3 dated 29 February 2024 to the Prospectus of the Company dated 29 February 2024 for Brown Advisory Funds plc**

This Supplement contains specific information in relation to Brown Advisory Global Sustainable Total Return Bond Fund (GBP) (the “**Fund**”), a fund of Brown Advisory Funds plc (the “**Company**”) an umbrella type open-ended investment company with variable capital and segregated liability between funds, governed by the laws of Ireland and authorised by the Central Bank of Ireland (the “**Central Bank**”).

**This Supplement forms part of and should be read in conjunction with the Prospectus of the Company dated 29 February 2024.**

The Directors of Brown Advisory Funds plc, whose names appear in the **Directors of the Company** section of the Prospectus, accept responsibility for the information contained in the Prospectus and this Supplement. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) such information is in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

Enhanced Income Shareholders should note that some or all of the dividends attributable to the Class may be paid out of the capital of the Fund. The policy of paying dividends from capital will have the following effects: (i) capital will be eroded; (ii) distribution is achieved by forgoing the potential for future capital growth; and (iii) this cycle may continue until all capital is depleted. Enhanced Income Shareholders should also note that the payment of dividends out of capital may have different tax implications to distributions out of income and therefore tax advice should be sought in this regard. The value of future returns may also be diminished. In this regard, distributions out of capital should be understood as a type of capital reimbursement.

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

The Sub-Investment Manager has determined that the Fund is an Article 8 Fund.

Words and expressions defined in the Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

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## Definitions

In this Supplement, the following words and phrases shall have the meaning indicated below:

<b>“Bank of England’s SONIA Compounded Index”</b>	the Sterling Overnight Index Average (“ <b>SONIA</b> ”), administrated by the Bank of England, which is based on actual transactions and reflects the average of the interest rates that banks pay to borrow Pounds Sterling overnight from other financial institutions and other institutional investors; the index value for each day is calculated using the SONIA interest rate for the previous business day, which is published on the same day as the index calculation;
<b>“Bloomberg Global Aggregate 1-10 Year Total Return Index (GBP Hedged)”</b>	the Bloomberg Global Aggregate 1-10 Year Total Return Index (GBP Hedged) is a flagship measure of global investment grade debt from twenty-four (24) local currency markets, with maturity dates between one (1) and up to, but not including, ten (10) years. This multi-currency benchmark includes treasury, sovereign-related, corporate, and securitised fixed-rate bonds from both developed and emerging markets issuers;
<b>“Comparator Benchmark”</b>	for the purposes of this Supplement, the Bloomberg Global Aggregate 1-10 Year Total Return Index (GBP Hedged); and
<b>“Sub-Investment Manager”</b>	Brown Advisory Limited.

## Investment Objective and Policies

### *Investment Objective*

The objective of the Fund is to target a positive total return (comprising current income and capital gains) above the Bank of England’s SONIA Compounded Index (for the purposes of this Supplement, the “**Target Benchmark**”) over a full economic cycle, by investing in a broad range of global fixed-income securities and associated FDIs and currencies. The Fund is actively managed and is not constrained by any benchmark.

### *Investment Policies*

The Fund invests directly, or through the use of FDIs, in a variety of corporate and/or sovereign issued fixed-income securities in order to achieve the Fund’s investment objective. The Fund may invest in securities of any credit rating quality, including Non-Investment Grade securities.

The Fund also promotes certain Sustainability Characteristics through its investment selection and ongoing monitoring processes, as described under **Promotion of Sustainability Characteristics** below. In addition, the Fund commits to investing a proportion of its Net Asset Value in Sustainable Investments.

Save as provided for below, investments will not be limited by sector, region, security, or yield curve. The Fund is primarily invested in global fixed-income securities denominated in Pounds Sterling or

hedged back to Pounds Sterling.

The Fund may invest up to:

- 50% of its Net Asset Value in below-Investment Grade or Non-Investment Grade fixed-income securities;
- 50% of its Net Asset Value in fixed-income securities of Emerging Market Countries<sup>1</sup>;
- 40% of its Net Asset Value in ABS including MBS and CMBS;
- 10% of its Net Asset Value in non-Agency ABS;
- 10% of its Net Asset Value in convertible securities including CoCos;
- 20% of its Net Asset Value in China onshore bonds traded through Bond Connect;
- 10% of its Net Asset Value in CLOs and CMOs, in aggregate;
- 30% of its Net Asset Value in Rule 144A Securities; and
- 10% of its Net Asset Value in Rule 144A Securities with no registration rights.

However, the Fund shall have a maximum aggregate exposure limit to non-Agency ABS, CoCos, CLOs, CMOs and Rule 144A Securities with no registration rights of 15% of its Net Asset Value. The Sub-Investment Manager expects this maximum exposure limit will only be reached in limited scenarios such as when these asset types exhibit strong absolute and relative valuations and liquidity profile against a backdrop of stable macro-economic fundamentals and abundant monetary and fiscal liquidity.

The Fund may enter into TBA transactions to purchase mortgage-related securities (MBS and CMBS) for a fixed price at a future date.

With the exception of permitted investment in non-publicly traded securities, such as Rule 144A Securities with no registration rights, all securities invested in will be listed or traded on the markets or exchanges listed in **Appendix I** of the Prospectus.

**The Fund may invest substantially in deposits with credit institutions during periods of high market volatility.**

The Fund may use FDIs with the aim of making investment gains in line with the Fund's objective, to reduce risk or to manage the Fund more efficiently. The Fund may employ short positions in interest rate FDIs, currency FDIs and credit FDIs either to hedge other long exposures in the portfolio or as part of a 'relative value' trade whereby there would be a similar long position (e.g., long a company, short a credit index), as further described in the Prospectus under *Currency, Interest Rate, and Credit FDIs*. There will be no outright short positions.

### **Sub-Investment Manager's Investment Process**

The Sub-Investment Manager combines top-down, global macroeconomic analysis with bottom-up, fundamental research to help identify the countries, sectors, industries and companies that it believes will offer the greatest total return potential over the long term. The Sub-Investment Manager's macroeconomic analysis focuses on analysing and seeking to identify the current phase of the economic cycle, principally that of the largest and most impactful economies globally (U.S., Europe, Japan, and China). The inputs utilised for analysis include, but are not limited, to: (i) market-based measures such as financial conditions (shape of yield curves, pricing of expected central bank policy rates, level of long term interest rates, credit spreads, equity markets) and commodity prices; (ii) econometric factors – GDP momentum, inflation, OECD leading indicators, money supply, credit growth; (iii) survey-based factors – manufacturing activity, business and consumer confidence; and (iv)

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<sup>1</sup> Investments in securities listed or traded in Russia will only be made in securities that are listed or traded on the Moscow Exchange and are not expected to exceed 10% of the Net Asset Value of the Fund.

alternative factors – air freight indices, trucking rates, shipping rates.

The Fund will seek to actively manage yield curve risks in each of the countries in which it invests by considering the potential relative changes in yields between fixed-income securities of different maturities as well as the overall change in interest rates in a country or currency. A yield curve describes the interest rates at differing maturities in a country or currency for a given credit rating. Typically, longer term fixed-income securities have higher yields than shorter-term fixed-income securities of a similar credit rating due to the greater price risks associated with time to maturity. However, interest rates at different maturities may not move up and down to the same extent and, from time to time, a yield curve can even become inverted, whereby longer-term fixed-income securities yield less than shorter maturities.

The Sub-Investment Manager develops and probability-weights a range of economic scenarios from which it projects expected central bank monetary policy actions. In addition, the Sub-Investment Manager utilises its economic projections to infer likely changes in government bond yields and credit spreads in each scenario, in order to produce total return and volatility forecasts for its investible asset classes.

The Sub-Investment Manager's bottom-up research focuses on fundamental credit research analysis of individual issuers and relative value-based security selection. The bottom-up research process combines fundamental characteristics and Sustainability Characteristics considerations to aid in security selection, as further detailed below. The process includes analyses of the industry, available market, competitive landscape, and Sustainability Characteristics.

The Sub-Investment Manager's research team relies on fundamental characteristics and Sustainability Characteristic investment expertise to assess the most attractive issuers in a given sector. Issuers are selected as a function of their capacity to provide investors with coupons and principal repayment, their adherence to sustainability principles, and valuation. Securities are selected by assessing the structure of the issuer to determine optimal risk/reward. Investment decisions are made after reviewing investment thesis, financial models, investment memos, investment presentations, and ongoing communication between the Sub-Investment Manager's portfolio managers and the research team. The Sub-Investment Manager believes that when executed successfully, this investment approach can provide sustainable excess returns over the Target Benchmark (as set out in the investment objective) and is a consistent strategy for adding value to a global portfolio.

There can be no assurance that the Fund's investments will be successful or that the investment objective of the Fund will be achieved. Investors should carefully assess the risks associated with an investment in the Fund. Please see the risks described with respect to particular instruments under **Risk Factors** below, and in the Prospectus under **FUNDS – Fixed-Income Funds**, and under **RISK FACTORS**.

### **Profile of a Typical Investor and Target Market Identification**

The Fund is suitable for investors (primarily institutional, experienced high net worth or ultra high net worth individuals and, unless prohibited by the rules of a particular jurisdiction, retail) capable of evaluating the merits of their prospective investments and associated risks, seeking to achieve capital appreciation over the long term (*i.e.*, greater than five (5) years) by taking exposure to a diversified portfolio consisting primarily of fixed-income securities. Investors should desire that Sustainability Characteristics be considered as part of the Fund's investment selection process and that the Fund makes Sustainable Investments.

The Fund invests primarily in fixed-income securities as described above and so investors should consider investment in the Fund as medium risk.

Investors should be prepared to bear all losses (*i.e.*, 100% of the original investment amount). The Fund may not be compatible for investors outside the target market or those that are not able to bear all losses with respect to their investment. The Fund is available through all distribution channels (*e.g.*, investment advice, portfolio management, non-advised sales, and pure execution services).

### **Promotion of Sustainability Characteristics**

The Sub-Investment Manager's research process includes an assessment of Sustainability Characteristics and Sustainability Risks for every issuer and/or security in the Fund, with the aim of protecting the financial performance of the Fund by identifying securities and/or issuers that have Sustainability Characteristics that support or improve their financial position while also seeking to avoid those issuers and or/securities exposed to material Sustainability Risk.

The Sub-Investment Manager uses a combination of proprietary qualitative and quantitative approach to identify, consider and integrate a sustainable investment research assessment (the "**SIRA**"), which comprises four elements (and will be implemented as relevant for each asset type):

- a risk assessment of the issuer's exposure to, and management of, a variety of sustainability factors (the "**Risk Assessment**");
- a sustainable opportunity assessment of factors that the Sub-Investment Manager believes may provide positive environmental and social benefits generated by either the issuer or the individual security, including, where relevant, the identification of a sustainable investment theme and the source of the impact being one or more of the following: impactful issuer, targeted use of proceeds, or labelled bond (the "**Opportunity Assessment**");
- an assessment of an issuer's labelled bond criteria for any bonds that are deemed to be financing or aligned with environmental and/or social projects or outcomes in alignment with recognised frameworks, such as the ICMA's labelled bond principles (the "**Labelled Bond Assessment**"); and
- an assessment of whether issuers follow good governance practices as described in the SFDR Annex II for the Fund in the section entitled "*What is the policy to assess good governance practices of the investee companies?*" (the "**Good Governance Assessment**").

All investments of the Fund are subject to the Sub-Investment Manager's SIRA, though the nature of the assessment and application may vary depending on the asset class, instrument type, and the availability of relevant information. At the Sub-Investment Manager's discretion, the Fund is permitted to make an investment without a written assessment on file at the time of purchase, as long as the Sub-Investment Manager believes the relevant security meets the Fund's binding criteria and the written assessment is finalised shortly thereafter.

The research approach is based on a qualitative assessment of each security across a broad range of factors, but will contain certain quantitative elements. The purpose of this assessment is to identify Sustainability Characteristics that help to maintain or improve an issuer's financial position while also seeking to avoid those issuers and or/securities exposed to material Sustainability Risks. The Sub-Investment Manager seeks to avoid those issuers that it believes to either to be failing to manage Sustainability Risks or to not have in place appropriate mitigants or plans to secure an improved position with respect to Sustainability Risks. The Fund may invest in an issuer that is exposed to legacy material Sustainability Risks or that is lagging in management of Sustainability Risks. However, the Sub-Investment Manager will seek to find evidence of a positive Sustainability Risk-management trajectory, which it will document before making an investment.

The Fund may also invest in labelled bonds, as explained under *Exceptions to Exclusion Policy*, where

the purpose of that issue is to raise capital to support environmental or social projects even where the issuer of that bond would not otherwise satisfy the Sub-Investment Manager's investment criteria, including the SIRA.

Given the Fund's varied allocation to types of issuer, the Fund has identified two broad portfolio level Sustainability Characteristics which will be researched, monitored and assessed as appropriate to the asset type. These are:

- **Climate and Natural Capital:** investments that the Sub-Investment Manager considers contribute to positive climate or natural capital outcomes through their general activities or a specific use of proceeds.
- **Community and Human Capital:** investments that the Sub-Investment Manager considers contribute to human capital or societal outcomes through their general activities or a specific use of proceeds.

#### *Selection of Sustainable Investments*

While the Fund promotes Sustainability Characteristics at the portfolio level, the Fund is also committed to identifying and investing 50% of its Net Asset Value in individual assets which have each been assessed as a Sustainable Investment.

The Sub-Investment Manager takes a holistic approach to the identification of these Sustainability Characteristics rather than focusing on one theme and, as such, the Sustainable Investments that the Fund intends to make are varied depending on the nature of particular investment. In selecting Sustainable Investments for the Fund, the Sub-Investment Manager will seek to identify issuers which positively contribute to identified themes, being one (1) or more of:

- Affordable Housing;
- Clean Energy;
- Clean Water and Sanitation;
- Diversity, Inclusion and Equality;
- Economic Mobility and Community Development;
- Education;
- Efficient Production and Conservation;
- Health and Wellness;
- Sustainable Agriculture and Natural Resource Management;
- Sustainable Finance and/or
- Sustainable Technology Innovation.

#### *Exclusion Policy*

In addition to promoting Sustainability Characteristics and investing in Sustainable Investments, the Sub-Investment Manager seeks to exclude companies and industries that are not aligned with the Fund's Sustainability Characteristics. In addition to the Sub-Investment Manager's proprietary and

qualitative analysis, the Sub-Investment Manager relies on third-party providers to apply a rules-based screening process which seeks to identify corporate bond issuers that may have controversial business involvement, as determined by the Sub-Investment Manager. When third-party data is not available, the Sub-Investment Manager will utilise discretion in making investments.

Specifically, the Fund seeks to exclude knowingly owning bonds issued by companies:

- that defy the UNGC Principles; and/or
- that conduct animal testing for non-medical purposes and do not exhibit strong ethical policies and practices; and/or
- that are principally involved in the manufacture, production, operation, or sale of weapons, alcohol, tobacco, adult entertainment, or gambling activities; and/or
- whose primary business activities are directly tied to conventional exploration, extraction, production, manufacturing or refining coal, oil or gas; and/or
- with significant assets directly invested in conventional fossil fuel reserves.

As a result, the universe of investments available to the Fund will be more limited than that of funds that do not apply such exclusions.

In addition to the Fund's investment policies and exclusion policy, the Sub-Investment Manager may adopt certain additional internal investment criteria which may further restrict Fund investments.

#### *Exceptions to the Exclusion Policy*

The exception to the above is that the Fund may invest in labelled bonds (as described above), or other fixed-income securities that are issued to raise capital to support environmental or social projects and objectives, and often times help to facilitate the transition to more sustainable practices. Investment in such instruments will be subject to diligence by the Sub-Investment Manager.

Labelled bonds may be issued by issuers that are involved in one or more of the business activities that the Sub-Investment Manager would normally avoid. In cases where the issuer of a labelled bond is involved in one or more of the normally avoided business activities, but the labelled bond has been issued to raise capital to support a project or objective that the Sub-Investment Manager deems to be promoting Sustainability Characteristics, the labelled bond may be invested in by the Fund.

#### *Impact of Sustainability Risks and PAIs*

Together, (i) the results of the Sub-Investment Manager's assessment on the Sustainability Characteristics of the issuers/securities in which the Fund invests; (ii) the Fund's commitment to Sustainable Investments; (iii) the implementation of the binding requirements relating to Sustainability Characteristics and the exclusion policy (described above) as part of the Sub-Investment Manager's investment process; and (iv) the Fund's participation in engagement with investee issuers/securities, are likely to diminish the impacts of Sustainability Risks on the returns, and improve the overall risk profile of the Fund.

The Manager (in conjunction with the Sub-Investment Manager) conducts an assessment of the PAIs across all of the holdings in the Fund where such data is available and reliable.

Further information is available in the "*Statement on the Due Diligence Policies of the Manager on the Principal Adverse Impacts of Investment Decisions*", available at: <https://www.brownadvisory.com/intl/ucits-legal-document-library>. In addition, information on



PAIs will be available in the annual report and audited financial statements of the Manager.

### *Taxonomy Regulation Disclosures*

As required by Article 6 of the Taxonomy Regulation, the Fund must disclose that the “*do no significant harm*” principle applies only to those investments underlying the Fund that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this Fund do not take into account the EU criteria for environmentally sustainable economic activities.

As the investments underlying the Fund do not take into account the EU criteria for environmentally sustainable economic activities contained in the Taxonomy Regulation, the “*do no significant harm*” principle does not apply to any of the investments underlying the Fund.

Although the Fund promotes certain Sustainability Characteristics and commits to investing a proportion of its Net Asset Value in Sustainable Investments, the Fund does not commit to pursuing the environmental objectives contained in the Taxonomy Regulation as noted above. Accordingly, the Manager (in conjunction with the Sub-Investment Manager) does not collect or evaluate data directly related to the environmental objectives set out in the Taxonomy Regulation or on how and to what extent the investments in the Fund qualify as Taxonomy-Aligned Investments.

The Manager is also of the view that, given the investment strategy of the Fund, sufficiently complete and reliable data on the EU requirements are not available. Therefore, although the Fund may from time to time hold such investments, the minimum level within the Fund is 0%.

The Manager is keeping this situation under active review and where sufficient reliable, timely, and verifiable data on the Fund’s investments become available, the Manager will provide the descriptions referred to above, in which case this Supplement will be updated.

### **Benchmark Index**

The Fund uses the Comparator Benchmark to compare performance and the Target Benchmark as a target for the performance of the Fund.

The Fund seeks an excess return of 2% to 3% above the Target Benchmark, on an annualised basis, over a full economic cycle, typically five (5) to seven (7) years.

In their construction and method of calculation, neither the Comparator Benchmark nor the Target Benchmark take into account Sustainability Characteristics in a manner that is consistent with the Fund’s approach towards the promotion of Sustainability Characteristics or Sustainable Investments. Further information in respect of the methodology used for the calculation of each benchmark can be found: (i) [here](#) in respect of the Comparator Benchmark; and (ii) [here](#) in respect of the Target Benchmark.

### **Financial Derivative Instruments**

Subject to the Regulations and to the conditions and limits laid down by the Central Bank from time to time, the Fund may utilise FDIs with the aim of making investment gains in line with the Fund’s investment objective, to reduce risk or to manage the Fund more efficiently.

The Fund may use, for investment or hedging purposes, exchange traded and OTC derivatives, including, futures and options, forward foreign currency contracts (including non-deliverable forwards and forward rate agreements), FX futures and FX spots and OTC swaps (such as interest rate swaps, currency swaps, CDS, and CDSI), the underlying reference assets for which will be bonds in which the Fund may invest directly, and interest rates and currencies. The Fund may use forward FX contracts to

hedge currency FX risks arising from Hedged Share Classes of the Fund.

This should be read in conjunction with the section **FUNDS – Use of FDI** in the Prospectus and **Currency Risk** under **RISK FACTORS** in the Prospectus.

### **Investment Restrictions**

In addition to the investment restriction set out below, the general investment restrictions set out in the Prospectus under **FUNDS - Investment Restrictions** shall apply.

Investments made by the Fund in shares or units of CIS may not exceed, in aggregate, 10% of the Net Asset Value of the Fund. The CIS, in which the Fund invests, must be prohibited from investing more than 10% of their net assets, in aggregate, in CIS.

### **Borrowing and Leverage**

#### *Borrowing*

In accordance with the general provisions set out in the Prospectus under **FUNDS - Borrowing and Lending Powers** the Fund may borrow up to 10% of its Net Asset Value on a temporary basis. It is not intended to borrow for leverage purposes.

The Manager operates a Risk Management Process on behalf of the Fund in relation to its use of FDIs, details of which are set out in the Prospectus under the sub-section entitled *Risk Management* under **Funds – Use of FDI**.

#### *Leverage*

The Fund may be leveraged through the use of derivatives. The Risk Management Process of the Manager in respect of the Company (including the Fund) provides that the Fund's leverage under normal circumstances is not expected to exceed 500% of its Net Asset Value (calculated using the sum of the notionals of the derivatives used, as required by the Central Bank), through the use of derivatives, although it is possible that leverage may exceed this level from time to time. The measurement and monitoring of all exposures relating to the use of FDI will be performed on at least a daily basis. The Risk Management Process is described in the RMP Statement, a copy of which has been filed with the Central Bank, and which will be updated from time to time to include any additional FDI which the Manager proposes to employ on behalf of the Fund. Until such time as the Risk Management Process has been updated, however, the Manager will not use any FDI which is not for the time being included in the Risk Management Process.

The Manager will use the absolute VaR approach to calculate the global exposure of the Fund. The daily VaR of the Fund shall not exceed 20% of the Net Asset Value of the Fund. The VaR of the Fund is a daily estimation of the maximum loss the Fund may incur over a holding period of twenty (20) Business Days. It is arrived at through quantitative simulations with a one-tailed confidence interval of 99% and an observation period of at least one (1) year (two hundred and fifty (250) Business Days) unless a shorter period is justified by a significant increase in price volatility (for example, extreme market conditions). This process is described in detail in the RMP Statement.

The leverage of the Fund is expected to be high as it is calculated as the sum of the absolute notional values of the FDI used, without taking into account the different risks of different positions, any netting between the different positions held by the Fund (even though netting could result in a reduction of risk) or hedging positions. It is therefore not a risk-adjusted method of measuring leverage, which means this figure is higher than it otherwise would be if such netting and hedging positions would be taken into account.

Excluding currency hedging, the Fund's gross short exposure shall be limited to 500% of its Net Asset Value and its gross long exposure shall be limited to 500% of its Net Asset Value.

Information on FDIs used for the Fund will be included in the Company's semi-annual and annual reports and accounts. The Manager will also provide information to Shareholders on request on the Risk Management Process, including details of the quantitative limits applied and information on the risk and yield characteristics of the main categories of investments held on behalf of the Fund.

### **Sub-Investment Manager**

The Investment Manager has delegated some of the day-to-day portfolio management of the Fund to Sub-Investment Manager, Brown Advisory Limited, a UK limited company. The Sub-Investment Manager is authorised and regulated by the FCA.

The Sub-Investment Manager has its registered office at 18 Hanover Square, London W1S 1JY, United Kingdom.

The Sub-Investment Manager is an investment manager and adviser and is permitted to provide discretionary investment management services to Irish authorised collective investment schemes.

An agreement is in place between the Investment Manager and the Sub-Investment Manager in respect of the management of the Fund, pursuant to a Sub-Investment Management Agreement.

### **Key Information for Buying and Selling**

#### *Base Currency*

Pounds Sterling.

#### *Business Day*

Any day (except Saturday or Sunday) on which the New York Stock Exchange is open, or such other day as the Directors may, with the consent of the Depositary, determine and notify to Shareholders in advance.

#### *Dealing Day*

Each Business Day.

#### *Dealing Deadline*

3.00 p.m. Irish Time on each Business Day.

#### *Valuation Point*

10.00 p.m. Irish Time on each Business Day

#### *Share Class Information*

As of the date of this Supplement, the Share Classes listed in the tables below with a corresponding tick (✓) under **Subscription Open** are available for subscription in the Fund. Share Classes listed in the tables below with a corresponding check (X) under **Subscription Open** are no longer available for subscription in the Fund. Investors seeking to invest in any other Classes as set out in the Prospectus under **SHARE CLASS INFORMATION** should contact the Manager. Upon receipt of sufficient interest in an unlaunched Class, such a Class may be launched.

The applicable Minimum Shareholding, Minimum Initial Investment Amount, and Minimum Additional Investment Amount for the Shares are set as out in the Prospectus under **SHARE CLASS INFORMATION**.

However, notwithstanding the foregoing, the applicable Minimum Shareholding, Minimum Initial Investment Amount and Minimum Additional Investment Amount for the Class SI Shares are set out below:

<b>Class</b>	<b>Minimum Shareholding*</b>	<b>Minimum Initial Investment Amount*</b>	<b>Minimum Additional Investment Amount*</b>
Dollar Class SI Shares	\$150,000,000	\$150,000,000	N/A
Sterling Class SI Shares	£150,000,000	£150,000,000	N/A
Euro Class SI Shares	€150,000,000	€150,000,000	N/A

*\* (subject to the discretion of the Directors in each case to allow lesser amounts)*

#### *Initial Offer Period / Initial Issue Price*

In relation to the Share Classes listed in tables below with a corresponding tick (✓) under **Initial Offer Period Open**, the Initial Offer Period will begin at 9.00 a.m. (Irish Time) on the first Business Day after the date of this Supplement, and will close upon the earlier of: (i) the first investment by a Shareholder in such Class of Shares; or (ii) such earlier or later date as the Directors may determine and notify to the Central Bank.

Investors may apply to subscribe for such Shares during the Initial Offer Period at the Initial Issue Price for each Class. The Initial Issue Price for each Class is as set out in the tables below under **Initial Issue Price**.

The Share Classes listed in the tables below with a corresponding check (X) under **Initial Offer Period Open** are currently in issue and are available for subscription at prices calculated with reference to the Net Asset Value per Share, as indicated by "NAV" under **Initial Issue Price**.

After the Initial Offer Period, Shares will be continuously open for subscriptions on the relevant Dealing Day and the Issue Price shall be the Net Asset Value of the relevant Class of Shares on the relevant Dealing Day.

#### Class A Shares

<b>Class</b>	<b>Subscription Open</b>	<b>Initial Offer Period Open</b>	<b>Initial Issue Price</b>
Dollar Class A Acc Shares	✓	✓	\$10.00
Dollar Class A Acc H Shares	✓	✓	\$10.00
Dollar Class A Dis Shares	✓	✓	\$10.00
Dollar Class A Dis H Shares	✓	✓	\$10.00
Sterling Class A Acc Shares	✓	✓	£10.00
Sterling Class A Dis Shares	✓	✓	£10.00
Euro Class A Acc Shares	✓	✓	€10.00
Euro Class A Acc H Shares	✓	✓	€10.00
Euro Class A Dis Shares	✓	✓	€10.00
Euro Class A Dis H Shares	✓	✓	€10.00

<b>Class</b>	<b>Subscription Open</b>	<b>Initial Offer Period Open</b>	<b>Initial Issue Price</b>
Swiss Franc Class A Acc Shares	✓	✓	CHF10.00
Swiss Franc Class A Acc H Shares	✓	✓	CHF10.00
Swiss Franc Class A Dis Shares	✓	✓	CHF10.00
Swiss Franc Class A Dis H Shares	✓	✓	CHF10.00

#### Class B Shares

<b>Class</b>	<b>Subscription Open</b>	<b>Initial Offer Period Open</b>	<b>Initial Issue Price</b>
Dollar Class B Acc Shares	✓	✓	\$10.00
Dollar Class B Acc H Shares	✓	✓	\$10.00
Dollar Class B Dis Shares	✓	✓	\$10.00
Dollar Class B Dis H Shares	✓	✓	\$10.00
Sterling Class B Acc Shares	✓	✗	NAV
Sterling Class B Dis Shares	✓	✗	NAV
Euro Class B Acc Shares	✓	✓	€10.00
Euro Class B Acc H Shares	✓	✓	€10.00
Euro Class B Dis Shares	✓	✓	€10.00
Euro Class B Dis H Shares	✓	✓	€10.00
Swiss Franc Class B Acc Shares	✓	✓	CHF10.00
Swiss Franc Class B H Acc Shares	✓	✓	CHF10.00
Swiss Franc Class B Dis Shares	✓	✓	CHF10.00
Swiss Franc Class B Dis H Shares	✓	✓	CHF10.00

#### Class C Shares

<b>Class</b>	<b>Subscription Open</b>	<b>Initial Offer Period Open</b>	<b>Initial Issue Price</b>
Dollar Class C Acc Shares	✓	✓	\$10.00
Dollar Class C Acc H Shares	✓	✓	\$10.00
Dollar Class C Dis Shares	✓	✓	\$10.00
Dollar Class C Dis H Shares	✓	✓	\$10.00
Sterling Class C Acc Shares	✓	✗	NAV
Sterling Class C Dis Shares	✓	✗	NAV
Euro Class C Acc Shares	✓	✓	€10.00
Euro Class C Acc H Shares	✓	✓	€10.00
Euro Class C Dis Shares	✓	✓	€10.00
Euro Class C Dis H Shares	✓	✓	€10.00

#### Class M Shares

<b>Class</b>	<b>Subscription Open</b>	<b>Initial Offer Period Open</b>	<b>Initial Issue Price</b>
Dollar Class M Acc Shares	✓	✓	\$10.00
Dollar Class M Acc H Shares	✓	✓	\$10.00
Dollar Class M Dis Shares	✓	✓	\$10.00
Dollar Class M Dis H Shares	✓	✓	\$10.00

<b>Class</b>	<b>Subscription Open</b>	<b>Initial Offer Period Open</b>	<b>Initial Issue Price</b>
Sterling Class M Acc Shares	✓	✓	£10.00
Sterling Class M Dis Shares	✓	X	NAV
Sterling Class M Enhanced Income Shares	✓	✓	£10.00
Euro Class M Acc Shares	✓	✓	€10.00
Euro Class M Acc H Shares	✓	✓	€10.00
Euro Class M Dis Shares	✓	✓	€10.00
Euro Class M Dis H Shares	✓	✓	€10.00

#### Class SI Shares

<b>Class</b>	<b>Subscription Open</b>	<b>Initial Offer Period Open</b>	<b>Initial Issue Price</b>
Dollar Class SI Acc Shares	✓	✓	\$10.00
Dollar Class SI Acc H Shares	✓	✓	\$10.00
Dollar Class SI Dis Shares	✓	✓	\$10.00
Dollar Class SI Dis H Shares	✓	✓	\$10.00
Sterling Class SI Acc Shares	✓	✓	£10.00
Sterling Class SI Dis Shares	✓	✓	£10.00
Euro Class SI Acc Shares	✓	✓	€10.00
Euro Class SI Acc H Shares	✓	✓	€10.00
Euro Class SI Dis Shares	✓	✓	€10.00
Euro Class SI Dis H Shares	✓	✓	€10.00

#### *Settlement Date*

In the case of applications, two (2) Business Days after the relevant Dealing Day.

In the case of repurchases, two (2) Business Days after the relevant Dealing Day (assuming the receipt of the relevant duly signed repurchase documentation including all relevant anti-money laundering documentation).

#### *Preliminary Charge*

#### Class A Shares

If subscribing through a financial intermediary for Class A Shares, a Preliminary Charge of up to 3% of the Issue Price may be deducted from the amount payable in respect of the subscription.

The Preliminary Charge is payable to financial intermediaries appointed by the Manager or by a Distributor, in accordance with applicable laws and regulations. The Preliminary Charge may either be deducted from the net amount received by the Administrator for the subscription for Shares or from the amount received by a financial intermediary from investors.

#### Class A Shares (Italy Only)

If subscribing through a Distributor, bank, or financial intermediary based in Italy for Class A Shares, an Entry Fee of up to 5% of the Issue Price may be deducted from the amount payable in respect of the subscription.

The Entry Fee is payable to Distributors, banks, and financial intermediaries based in Italy appointed by the Manager or by a Distributor, in accordance with applicable laws and regulations. The Entry Fee may either be deducted from the net amount received by the Administrator for the subscription for Shares or from the amount received by a Distributor, bank or financial intermediary from investors.

**No Preliminary Charge or Entry Fee is payable in respect of Class A Shares if subscribing directly into the Fund through the Administrator, whether subscribing from Italy or elsewhere.**

There is no Preliminary Charge or Entry Fee payable for other Share Classes.

*Repurchase Charge*

1%.

*Anti-Dilution Charge*

Cost of dealing.

The Repurchase Charge will only be charged in instances where there is a significant (typically in excess of 10%) net redemption or in the case of an investor engaging in excessive trading.

**Fees and Expenses**

*Investment Management Fee and Expense Limitation*

The Investment Manager is entitled to receive from the Company out of the assets of the Fund an annual fee not exceeding the amounts set out below (plus VAT, if any) per Share Class of the Net Asset Value of the Fund:

Class A Shares	Up to 0.90%
Class B Shares	Up to 0.45%
Class C Shares	Up to 0.15%
Class M Shares	-
Class SI Shares	Up to 0.30%

Such fee shall accrue and be calculated at each Valuation Point and be payable monthly in arrears. The Investment Manager may, at its absolute discretion, pay any portion of the investment management fee to any third party (including the Sub-Investment Manager) in any manner whatsoever, whether by rebate or otherwise. The Investment Manager shall also be entitled to be reimbursed out of the assets of the Fund for its properly vouched out-of-pocket costs and expenses in the performance of its duties.

The Investment Manager has committed to waive its investment management fee or reimburse the Fund's operating expenses, in order to keep the Fund's total operating expenses (excluding the fees of the Manager but including the fees and out of pocket expenses of the Administrator and the Depositary) from exceeding an annual rate of 0.25% of the daily Net Asset Value of the Fund. If annual operating costs are less than this amount, no reimbursement will be made by the Investment Manager, and the lower amount will be charged to the Fund.

*Management Fee*

The fees and expenses of the Manager are paid out of the assets of the Fund as set out in the Prospectus under **FEES AND EXPENSES**.

## Sub-Investment Management Fee

The fees and expenses of the Sub-Investment Manager are paid out of those fees paid to the Investment Manager which are set out herein and should be read in conjunction with the section entitled **FEES AND EXPENSES** in the Prospectus.

### *Administration Fee*

The Administrator shall be entitled to receive out of the Net Asset Value of the Fund an annual fee, accrued and calculated at each Valuation Point and payable monthly in arrears at an annual rate which will not exceed 0.07% of the Net Asset Value of the Fund (plus VAT, if any) subject to an annual minimum fee which will not exceed US\$48,000 and will also receive registration fees and transaction charges at normal commercial rates. The Administrator shall also be entitled to receive a monthly fee of up to US\$500 per share class of the Fund launched (this fee will not be applied to the first two share classes of the Fund launched by the Company) subject to an annual minimum fee for the Company which will not exceed US\$10,000. The Administrator is entitled to be repaid all of its properly vouched out-of-pocket expenses out of the assets of the Fund (plus VAT thereon, if any).

### *Depositary Fee*

The Depositary shall be entitled to receive an annual maximum fee of 0.03% per annum of the Net Asset Value of the Fund accrued at each Valuation Point and shall be payable monthly in arrears. The Depositary's fees are accrued at each Valuation Point, payable monthly in arrears, and subject to a minimum charge of US\$25,000 per annum. The Depositary shall also be entitled to receive out of the assets of the Fund all agreed sub-custodian fees and expenses, transaction charges and cash service charges (all at normal commercial rates) and to recover properly vouched out-of-pocket expenses out of the assets of the Fund (plus VAT thereon, if any).

This section should be read in conjunction with the section entitled **FEES AND EXPENSES** in the Prospectus.

### *Establishment Costs*

The costs of establishing the Fund, which did not exceed €100,000, are being borne by the Fund and amortised over the first five (5) years of the Fund (or such other period as may be determined by the Directors in their discretion).

## **Risk Factors**

Investment in the Fund carries with it a degree of risk including, but not limited to, the risks described in the Prospectus under **RISK FACTORS**. These investment risks are not purported to be exhaustive and potential investors should review the Prospectus and this Supplement carefully and consult with their professional advisers before making an application for Shares. There can be no assurance that the Fund will achieve its investment objective.

\* \* \*



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

**Product name:** Brown Advisory Global Sustainable Total Return Bond Fund (GBP) (the “Fund”)

**Legal entity identifier:** 635400MBK8KJBCLIFV28

## Environmental and/or social characteristics

**Does this financial product have a sustainable investment objective?**

<p><input checked="" type="radio"/> <input checked="" type="radio"/> <input type="checkbox"/> <b>Yes</b></p> <p><input type="checkbox"/> It will make a minimum of <b>sustainable investments with an environmental objective</b>: ___%</p> <ul style="list-style-type: none"> <li><input type="checkbox"/> in economic activities that qualify as environmentally sustainable under the EU Taxonomy</li> <li><input type="checkbox"/> in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy</li> </ul> <p><input type="checkbox"/> It will make a minimum of <b>sustainable investments with a social objective</b>: ___%</p>	<p><input checked="" type="radio"/> <input type="radio"/> <input checked="" type="checkbox"/> <b>No</b></p> <p><input checked="" type="checkbox"/> It <b>promotes Environmental/Social (E/S) characteristics</b> and while it does not have as its objective a sustainable investment, it will have a minimum proportion of <b>50%</b> of sustainable investments</p> <ul style="list-style-type: none"> <li><input type="checkbox"/> with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy</li> <li><input checked="" type="checkbox"/> with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy</li> <li><input checked="" type="checkbox"/> with a social objective</li> </ul> <p><input type="checkbox"/> It promotes E/S characteristics, but <b>will not make any sustainable investments</b></p>
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*Words and expressions defined in the Prospectus of the Company and/or the Supplement relating to the Fund shall, unless the context appears otherwise, have the same meaning when used in this Annex.*

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

The Fund integrates sustainable investment research within its investment process thereby promoting Sustainability Characteristics. The Fund is actively managed, investing primarily in a dynamic portfolio of bonds, which may have either corporate, sovereign, sub-sovereign, supranational or securitised issuers. Full details of the Fund’s investment policy are included within the Supplement.

Given the Fund’s varied allocation to types of issuer, the Fund has identified two broad portfolio-level Sustainability Characteristics which will be monitored and assessed as



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

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

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

appropriate to the asset type. These are:

- **Climate and Natural Capital:** investments that the Sub-Investment Manager considers contribute to positive climate or natural capital outcomes through their general activities or a specific use of proceeds.
- **Community and Human Capital:** investments that the Sub-Investment Manager considers contribute to human capital or societal outcomes through their general activities or a specific use of proceeds.

The Fund does not have Sustainable Investment as its objective and no reference benchmark has been designated for the purpose of attaining the Sustainability Characteristics.

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

The sustainability indicators used to measure the attainment of each of the Sustainability Characteristics promoted by the Fund for each type of asset are:

- **Climate and Natural Capital**
  - Corporate issuers:
    - greenhouse gas emissions intensity.
    - net zero target alignment.
    - percentage of corporate bonds that the Sub-Investment Manager considers contribute to positive environmental outcomes.
  - Sovereign issuers:
    - greenhouse gas emissions intensity.
    - net zero target alignment.
    - percentage of sovereign bonds that the Sub-Investment Manager considers contribute to positive environmental outcomes.
  - Sub-sovereign issuers:
    - percentage of sub-sovereign bonds that the Sub-Investment Manager considers contribute to positive environmental outcomes.
  - Supranational issuers:
    - percentage of supranational bonds that the Sub-Investment Manager considers contribute to positive environmental outcomes.
  - Securitised issuers:
    - percentage of securitised bonds that the Sub-Investment Manager considers contribute to positive environmental outcomes.
- **Community and Human Capital:**
  - Corporate issuers:
    - percentage of corporate bonds that the Sub-Investment Manager considers

- contribute to positive social outcomes
  - percentage of issuers with UNGC Principles compliance.
- Sovereign issuers:
  - average weighted Freedom House score.
  - percentage of issuers with EU sanctions compliance.
  - percentage of sovereign bonds that the Sub-Investment Manager considers contribute to positive social outcomes.
- Sub-sovereign issuers:
  - percentage of sub-sovereign bonds that the Sub-Investment Manager considers contribute to positive social outcomes.
- Supranational issuers:
  - percentage of supranational bonds that the Sub-Investment Manager considers contribute to positive social outcomes.
- Securitised issuers:
  - percentage of securitised bonds that the Sub-Investment Manager considers contribute to positive social outcomes

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

The Fund's investment process takes a holistic approach to the identification of Sustainability Characteristics. The Sustainable Investments that the Fund intends to make are varied depending on the nature of the particular investment.

The Fund also identifies Sustainable Investments by considering more general sustainable objectives. For instance:

- Corporate, securitised, sub-sovereign, and supranational issuers in which the Fund invests may be assessed by the Sub-Investment Manager as being a Sustainable Investment where that issuer positively contributes through their primary products, services, or operations to themes, such as:
  - Affordable Housing
  - Clean Energy
  - Clean Water and Sanitation
  - Diversity, Inclusion and Equality
  - Economic Mobility and Community Development
  - Education
  - Efficient Production and Conservation
  - Health and Wellness
  - Sustainable Agriculture and Natural Resource Management

- Sustainable Finance
- Sustainable Technology Innovation

Each such issuer is subject to both qualitative and/or quantitative assessments and must solve for environmental and/or social challenges and/or demonstrate a strong or improving contribution to environmental and/or social outcomes, in each case linked to one or more of the Fund's identified Sustainability Characteristics.

- Sovereign issuers in which the Fund invests may be assessed by the Sub-Investment Manager as being a Sustainable Investment where that issuer has an overall strong or improving sustainability profile, taking account of themes such as their contributions to the carbon transition and their prioritisation in areas such as natural resource management, economic opportunity, education and health. Each sovereign issuer is subject to both qualitative and quantitative assessments and must demonstrate an overall strong or improving profile across the Fund's identified themes.

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

Investments cannot be considered to be Sustainable Investments unless they have been assessed to not be causing significant harm to long-term sustainable objectives.

The Sub-Investment Manager's assessment process includes:

- The implementation of the Sub-Investment Manager's in-house, bottom-up research that uses qualitative and quantitative data to assess an investment's performance on a variety of sustainable investment risk indicators, as detailed below;
- The review of all available mandatory PAI Indicators (as set out in Annex I of SFDR) and
- Compliance with the Fund's exclusion policy (as detailed in the Fund Supplement).

Sovereign issuers considered "not free" according to Freedom House, or not in compliance with the EU sanctions list may also not be considered to be Sustainable Investments.

Where an investment is deemed to be doing significant harm to the environment or society, and due diligence (including engagement) with the investment indicates that the harm is systemic, detractive from the Fund's investment, and the harm is unlikely to be mitigated, the Sub-Investment Manager will exit the position in a manner that the Sub-Investment Manager believes to be in the best interests of the Fund, taking account of factors such as costs of dealing and ensuring that the Fund is fully invested.

The issuer exclusions and divestment criteria above may not apply in the case of investment in labelled bonds or use of proceeds bonds or other fixed-income securities that are issued to raise capital to support environmental or social projects and objectives, and often times help to facilitate the transition to more sustainability-focused practices. Investment in such instruments will be subject to diligence by the Sub-Investment Manager.

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

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

The Sub-Investment Manager will consider adverse impacts within its broader assessment of the Sustainability Characteristics of an issuer. The Sub-Investment Manager uses in-house, bottom-up research that uses qualitative and quantitative data to assess an issuer's risk management profile, which includes all available mandatory PAI Indicators which the Sub-Investment Manager is able to collect reliable and verifiable data.

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

An assessment of a company's alignment with the OECD Guidelines and UN Guiding Principles on Business and Human Rights is included in the Fund's research process. The Fund considers a company to be aligned with these Guidelines and Principles when it has not been involved in significant human rights controversies that are systemic, detractive from the Fund's investment, and where the harm resulting from the controversy is unlikely to be mitigated within the Fund's investment horizon.

While the OECD Guidelines and UN Guiding Principles on Business and Human Rights are not applicable to non-corporate issuers, the Sub-Investment Manager considers that the screens the Fund has in place, including the application of the proprietary sustainability assessment, ensure that other issuers are held to a similar level of assessment.

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

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

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



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

X Yes,

The Fund considers PAIs at a portfolio level as part of the broader assessment process where data is available and reliable. PAI Indicators are not more significant than other factors in the investment due diligence process.

The Fund believes that the following PAIs, if unmanaged, may cause harm to long-term performance. Therefore, the Fund expects exposure to the following PAIs to be limited over time:

- Corporate GHG emissions (PAI 1-3, Table 1)

- Violations of the UNGC Principles and OECD Guidelines for Multinational Enterprises (PAI 10, Table 1)
- Exposure to controversial weapons (PAI 14, Table 1)
- Sovereign GHG emissions (PAI 15, Table 1)
- Investee countries subject to social violations (PAI 16, Table 1)

No



#### What investment strategy does this financial product follow?

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

The Fund seeks to deliver attractive bond-like total returns of between 2-3% over cash per annum, measured over an economic cycle (defined as five (5) – seven (7) years) and with a typical annual volatility of between 4 - 10%. The Sub-Investment Manager aims to achieve this by investing across a broad range of fixed income asset classes in a diversified and strategic manner, underpinned by fundamental and sustainability research. The Sub-Investment Manager believes that dynamic asset allocation informed by comprehensive top-down macro analysis, combined with rigorous bottom-up security selection and an in-house sustainable investment approach, can deliver attractive risk-adjusted returns through the economic cycle while seeking to provide positive environmental and social outcomes.

The Sub-Investment Manager's sustainable investing approach seeks, first and foremost, to contribute positively to the performance of the Fund. The Sub-Investment Manager's research efforts aim to uncover Sustainability Risks that may materially impact the return from an investment, as well as sustainable opportunities that may lead to better returns.

The Sub-Investment Manager uses a combination of proprietary qualitative and quantitative approach to identify, consider and integrate a sustainable investment research assessment (the "**SIRA**"), which comprises four elements (and will be implemented as relevant for each asset type):

- a risk assessment of the issuer's exposure to, and management of, a variety of sustainability factors (the "**Risk Assessment**");
- a sustainable opportunity assessment of factors that the Sub-Investment Manager believes may provide positive environmental and social benefits generated by either the issuer or the individual security, including, where relevant, the identification of a sustainable investment theme and the source of the impact being one or more of the following: impactful issuer, targeted use of proceeds, or labelled bond (the "**Opportunity Assessment**");
- an assessment of an issuer's labelled bond criteria for any bonds that are deemed to be financing or aligned with environmental and/or social projects or outcomes in alignment with recognised frameworks, such as the ICMA's labelled bond principles (the "**Labelled Bond Assessment**"); and
- an assessment of whether issuers follow good governance practices as described in the SFDR Annex II for the Fund in the section entitled "*What is the policy to assess good governance practices of the investee companies?*" (the "**Good Governance Assessment**").

All investments of the Fund are subject to the Sub-Investment Manager's SIRA, though the nature of the assessment and application may vary depending on the asset class, instrument type, and the availability of relevant information. At the Sub-Investment

Manager's discretion, the Fund is permitted to make an investment without a written assessment on file at the time of purchase, as long as the Sub-Investment Manager believes the relevant security meets the Fund's binding criteria and the written assessment is finalised shortly thereafter.

This process is used to identify investments in corporate, securitised, supranational, sub-sovereign and sovereign issuers. All investments of the Fund are subject to the Sub-Investment Manager's SIRA, though the nature of the assessment and application may vary depending on the asset class, instrument type, and the availability of relevant information.

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

The Investment Manager will conduct its SIRA, as explained above, for all investments in the Fund.

The corporate issuers in the Fund are bound by its exclusion policy. Specifically, the Fund seeks to exclude knowingly owning bonds issued by companies:

- that defy the UNGC Principles; and/or
- that conduct animal testing for non-medical purposes and do not exhibit strong ethical policies and practices; and/or
- that are principally involved in the manufacture, production, operation, or sale of weapons, alcohol, tobacco, adult entertainment, or gambling activities; and/or
- whose primary business activities are directly tied to conventional exploration, extraction, production, manufacturing or refining coal, oil or gas; and/or
- with significant assets directly invested in conventional fossil fuel reserves.

The Fund is also bound by its commitment to invest a portion of the Fund in Sustainable Investments.

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

No process is undertaken to reduce the size of the investable universe.

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

The Sub-Investment Manager will conduct a Good Governance Assessment at the sector, company or security level for every investment made in the Fund. This assessment may include, though is not limited to, analysis of the following indicators for various asset classes:

Corporate issuers: ownership and control; board and management composition and structure; employee relations; remuneration practices; shareholder rights; accounting practices; transparency and disclosure; business ethics; tax transparency.

Sovereign issuers: civil liberties & security; institutional strength and regulatory environment; corruption and transparency.

Sub-sovereign issuers: corruption and stewardship of capital; board and management team; transparency and disclosure.

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

Securitised issuers: business ethics and lending practices, deal structure and incentives alignment, transparency and disclosure.

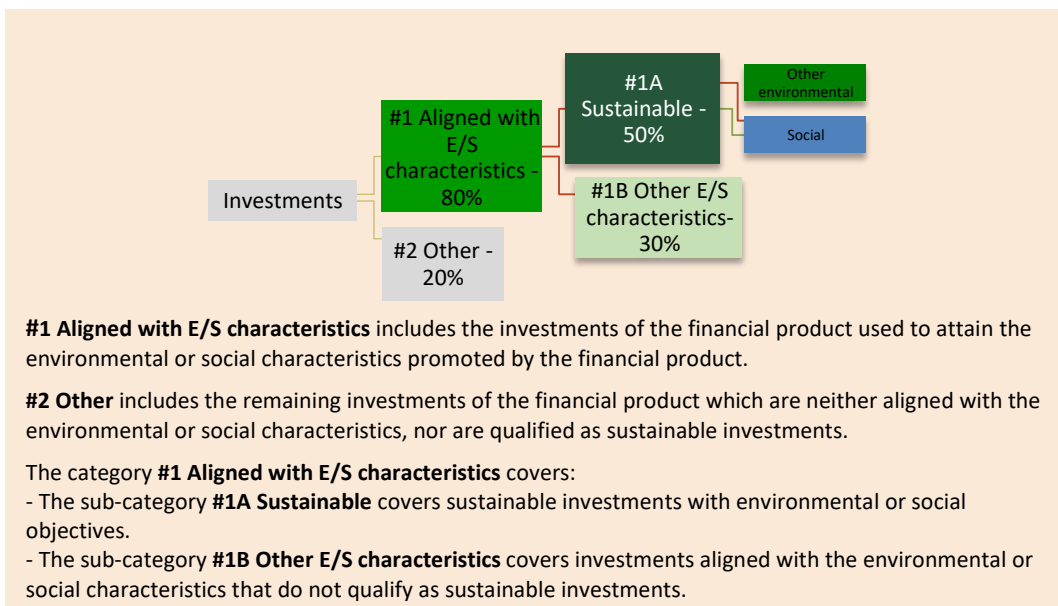
Supranational issuers: government ties and influence; corruption and stewardship of capital; transparency and disclosure.



**Asset allocation** describes the share of investments in specific assets.

### What is the asset allocation planned for this financial product?

A minimum of 80% of the Fund's investment will be in investments that align with the Fund's Sustainability Characteristics. In addition, at least 50% of the Fund's Net Asset Value will be in Sustainable Investments that have been determined to meet an environmental, social, or both an environmental and social objective.



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

A sustainable investment research assessment on derivative issuers will be conducted on the underlying associated issuer. When taking a long position, the sustainable investment research assessment should indicate that the issuer has appropriate levels of risk management and that a sustainable opportunity exists. In circumstances where a short position is taken, the thesis may be associated with heightened Sustainability Risks.



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

The Sub-Investment Manager does not currently commit to investing in Taxonomy-Aligned Investments and, as such, has not collected and evaluated data on the environmental objective(s) set out in Article 9 of the Taxonomy Regulation on how and to what extent the investments in the Fund are in Taxonomy-Aligned Investments. Therefore, although the Fund may from time to time hold such investments, the minimum level within the Fund is 0%.

Taxonomy-aligned activities are expressed as a share of:

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



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

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

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

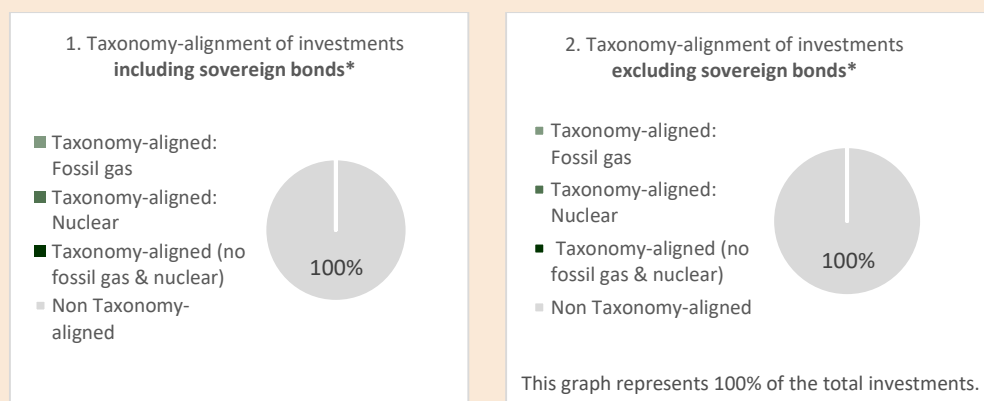
● **Does the financial product invest in fossil gas and/or nuclear energy related activities that comply with the EU Taxonomy?**<sup>2</sup>

Yes:


In fossil gas  In nuclear energy

No

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



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

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

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

Not applicable.



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

0%. The Sustainable Investments in the Fund may have an environmental, social or both an environmental and social objective. The Fund does not set threshold requirements for these.



**What is the minimum share of socially sustainable investments?**

0%. The Sustainable Investments in the Fund may have an environmental, social or both an environmental and social objective. The Fund does not set threshold

<sup>2</sup> Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objective - see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

requirements for these.



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

Investments under “#2 Other” may include other investments that have not been determined to be aligned with the Sustainability Characteristics of the Fund. For such investments, the Sub-Investment Manager will still apply the exclusions set out in the Supplement and the binding elements described above.



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

No, the Fund does not use a reference benchmark to determine whether it is aligned with the Sustainability Characteristics it promotes.

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

Not applicable.

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

Not applicable.

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

Not applicable.

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

Not applicable.



**Where can I find more product specific information online?**

More product-specific information can be found on the website:

<https://www.brownadvisory.com/intl/ucits-legal-document-library>

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