

## UK COUNTRY SUPPLEMENT

### CG PORTFOLIO FUND ICAV

(THE "ICAV")

**THIS IS A COUNTRY SUPPLEMENT FOR INVESTORS IN THE UNITED KINGDOM DATED 6 JANUARY 2025 ("COUNTRY SUPPLEMENT") TO THE PROSPECTUS OF THE ICAV DATED 31 MAY 2024 (THE "PROSPECTUS") AND SUPPORTING SUPPLEMENTS.**

The ICAV is an Irish collective asset-management vehicle registered in Ireland with variable capital authorised by the Central Bank of Ireland (the "**Central Bank**") as an undertaking for collective investment in transferable securities pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011 as amended by the European Union (Undertakings for Collective Investment in Transferable Securities) (Amendment) Regulations 2016.

As a result, the ICAV qualifies as a UCITS under Directive 2009/65/EC and may therefore (subject to registration) be offered for sale in the United Kingdom ("**UK**") and in other Member States in the European Union. The authorisation of the ICAV by the Central Bank is not an endorsement or guarantee of the ICAV by the Central Bank nor is the Central Bank responsible for the contents of the Prospectus. In addition, the authorisation of the ICAV by the Central Bank shall not constitute a warranty as to the performance of the ICAV and the Central Bank shall not be liable for the performance or default of the ICAV.

The ICAV is not a UK-authorised fund.

#### **REGISTERED OFFICE**

George's Court  
54-62 Townsend Street  
Dublin 2  
Ireland

#### **INFORMATION FOR INVESTORS IN THE UNITED KINGDOM**

This Country Supplement forms part of, and should be read in conjunction with, the Prospectus. It is authorised for distribution only when accompanied by the Prospectus. This Country Supplement is issued with respect to the offering of Shares in the ICAV. Unless otherwise defined, capitalised terms herein shall have the same meaning as set out in the Prospectus. If you are in any doubt about the contents of this Country Supplement you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser authorised pursuant to the Financial Services and Markets Act 2000 ("**FSMA**").

This Country Supplement constitutes neither an offer by the ICAV or by any other person to enter into an investment agreement with the recipient of this document nor an invitation to the recipient to respond to the document by making an offer to the ICAV, or to any other person, to enter into an investment agreement. Investors who have any doubt about or wish to discuss the suitability of an investment in the Shares and/or obtain further information on the Shares should contact an independent financial advisor. Nothing in this Country Supplement should be construed as investment advice.

A UK domiciled shareholder in an overseas fund is not liable to make any further payment after they have paid the price of their Shares and no further liability can be imposed on them in respect of the Shares which they hold. As the ICAV is an umbrella fund, the assets of a sub-fund of the ICAV belong

exclusively to that sub-fund and shall not be used to discharge directly or indirectly the liabilities of, or claims against, any other person or body, including the ICAV as an umbrella fund, or any other sub-fund, and shall not be available for any such purpose.

The ICAV is an EEA UCITS scheme which is currently recognised under Part 6 of The Collective Investment Schemes (Amendment etc.) (EU Exit) Regulations 2019 (the “UCITS SI”), as may be amended, for the purposes of part 17 of the FSMA, as amended. This is known as the Temporary Marketing Permissions Regime (the “TMPR”) which allowed the ICAV to continue operating in the UK within the scope of their previous permission at the end of the Brexit transition period (31 December 2020).

Section 271A of the FSMA, as inserted by the Financial Services Act 2021, established the Overseas Funds Regime (the “OFR”) to replace the TMPR. The Manager will be regarded as the fund operator for the purposes of the OFR. It is proposed that the Manager will apply, on behalf of the ICAV, to the FCA for recognition under the OFR and, should said application be successful, the ICAV will be recognised in the UK under the OFR and will continue to be marketed in the UK.

#### Ability to make a complaint

A UK investor in the ICAV will be able to make a complaint to the Manager free of charge by email to [dmt@bridgefundservices.com](mailto:dmt@bridgefundservices.com). Alternatively, a UK investor can write to the Manager at the following address: Percy Exchange, 8/34 Percy Place, Dublin 4, Ireland, or visit <https://bridgefundservices.com/>.

Investors in the UK should be aware that if they invest in the ICAV, they will not be able to refer a complaint against the Manager or the Depositary to the UK’s Financial Ombudsman Service.

Complaints about the operation of the ICAV, the Manager or the Depositary may be submitted at the address of the Facilities Agent below. The complainant should provide a description of the facts, details of the complaint itself, their name and contact details, and enclose all relevant supporting documentation.

#### Rights to Compensation Scheme

UK investors will not have a right to access a compensation scheme in Ireland if either the Manager or the Depositary, where applicable, should be unable to meet its liabilities to investors. However, where a complaint has been handled by the Manager and the UK investor is not satisfied with the outcome, a UK investor may, subject to meeting certain eligibility requirements<sup>1</sup>, be able to raise a complaint with the Financial Services and Pensions Ombudsman in the Republic of Ireland by writing to [info@fspoi.ie](mailto:info@fspoi.ie) or:

The Financial Services and Pensions Ombudsman  
Lincoln House  
Lincoln Place  
Dublin 2  
D02 VH29  
Republic of Ireland

Further information on the independent complaints resolution process can be obtained at <https://www.fspoi.ie/>. There is no cost for registering a complaint with the Financial Services and Pensions Ombudsman who can direct a financial service provider to pay compensation to a

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<sup>1</sup> Only individuals not acting in the course of business or, subject to specific turnover limitations, certain limited companies/partnerships/sole traders, have a right to make a complaint to the Irish Financial Services and Pensions Ombudsman

complainant to a maximum value of EUR 500,000. Such directions arising from formal complaints are legally binding.

**Compensation under the UK Financial Services Compensation Scheme will not be available to UK investors for financial loss suffered due to the Manager or the Depositary being unable to meet their liabilities to UK investors.**

#### No cancellation rights

A UK investor who enters into an investment agreement with the ICAV to acquire Shares in response to the Prospectus will not have the right to cancel the agreement under the cancellation rules made by the FCA. The agreement will be binding upon acceptance of the order by the ICAV.

#### **FACILITIES AGENT**

The ICAV will provide facilities, in relation to each of its relevant Funds, in the UK at the offices of **CG Asset Management Limited, 20 King Street, London, EC2V 8EG, UK** (the "Facilities Agent"). The Facilities Agent will maintain the facilities required of a recognised scheme pursuant to the rules contained in the Collective Investment Schemes Sourcebook ("COLL") published by the FCA as part of the FCA's Handbook of Rules and Guidance governing recognised schemes.

At the address of the Facilities Agent:

1. information can be obtained about the ICAV most recently published prices for Shares in the Fund(s);
2. a Shareholder may arrange for redemption of his or her Shares in any of the Fund(s);
3. the following documents concerning the ICAV are available for inspection free of charge and for which copies in English can be obtained free of charge:
  - 3.1 the most recent Constitutional document of the ICAV;
  - 3.2 the most recently prepared Prospectus, all supplements thereto in respect of the ICAV and this Country Supplement;
  - 3.3 the most recently prepared key investor information documents relating to the ICAV;
  - 3.4 the most recently prepared annual and half-yearly statutory financial statements relating to the ICAV; and
  - 3.5 details or copies of any notices which have been given or sent to participants in the ICAV;
4. any Shareholder or other person can submit a complaint about the operation of the ICAV, the Depositary or the Manager for transmission to the ICAV, the Depositary or the Manager, as appropriate.

#### **FEES AND EXPENSES**

The Facilities Agent shall not receive a fee for its services.

#### **Taxation**

The attention of UK investors is drawn to the section of the Prospectus entitled "Taxation" which deals with UK taxation as is applicable to the ICAV and Shareholders.