

Northill Global Funds ICAV

An umbrella open-ended Irish collective asset-management vehicle with segregated liability between sub-funds ("**Funds**") formed in Ireland under the Irish Collective Asset-management Vehicles Act 2015 and authorised by the Central Bank as a UCITS pursuant to the UCITS Regulations

(the "**ICAV**")

ADDITIONAL INFORMATION FOR INVESTORS IN SINGAPORE

Information contained herein is selective, containing specific information in relation to the ICAV. This document forms part of and should be read in conjunction with the full text of the Prospectus for the ICAV dated 17 November 2017 as amended by Addendum dated 3 March 2021 together with the Supplement for the sub fund specified in Appendix I hereto (together the "Prospectus"). This document (the "Singapore Information Memorandum") is for distribution in Singapore only.

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

Dated: 23 April 2021

ADDITIONAL INFORMATION FOR INVESTORS IN SINGAPORE

The ICAV, together with the fund identified in Appendix 1 (the “**Fund**”), is offered as a restricted foreign scheme pursuant to the Sixth Schedule of the Securities and Futures (Offers of Investments) (Collective Investment Schemes) Regulations 2005 (the “**Regulations**”).

The offer or invitation of the shares (the “**Shares**”) of the Fund of the ICAV, which is the subject of the Prospectus, does not relate to a collective investment scheme which is authorised under Section 286 of the Securities and Futures Act (Chapter 289 of Singapore Statutes as may be modified or amended from time to time) (the “**SFA**”) or recognised under Section 287 of the SFA. The Fund is not authorised or recognised by the Monetary Authority of Singapore (the “**MAS**”) and the Shares are not allowed to be offered to the retail public. Each of the Prospectus and any other document or material issued in connection with the offer or sale of Shares is not a prospectus as defined in the SFA. Accordingly, statutory liability under the SFA in relation to the content of prospectuses would not apply. You should consider carefully whether the investment is suitable for you.

The Shares are classified as "capital markets products other than prescribed capital markets products" ("capital markets products" as defined in section 2(1) of the SFA and "prescribed capital markets products" as defined in section 309B(10) of the SFA read with the Securities and Futures (Capital Markets Products) Regulations 2018) and Specified Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

The Prospectus has not been registered as a prospectus with the MAS. Accordingly, the Prospectus and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of the Shares may not be circulated or distributed, nor may the Shares be offered or sold to, or be made the subject of an invitation for subscription or purchase by, whether directly or indirectly, persons in Singapore, other than: (i) to an “institutional investor” (as defined in Section 4A(1)(c) of the SFA), pursuant to Section 304 of the SFA; (ii) to a “relevant person” (as defined in Section 305(5) of the SFA), pursuant to Section 305(1) of the SFA and in accordance with the conditions specified in Section 305 of the SFA, or to any person pursuant to Section 305(2) of the SFA and in accordance with the conditions specified in Section 305 of the SFA; or (iii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Further, as stipulated in the Regulations, the offer of the Shares must be accompanied by the Prospectus, and the Prospectus is required to contain certain prescribed information. A copy of the Prospectus is also required to be submitted to the MAS for record purposes. For completeness, the information required in paragraph (1)(2)(c) of the Sixth Schedule of the Regulations with respect to an offer of the Shares has been included herein, in Appendix 2.

Where the Shares are acquired under Section 305 of the SFA by a relevant person which is a corporation (other than a corporation that is an “accredited investor” (as defined in Section 4A(1)(a) of the SFA)), the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor, the securities (as defined in Section 2(1) of the SFA) of that corporation shall not be transferred

within six (6) months after that corporation has acquired the Shares pursuant to an offer made in reliance on an exemption under Section 305 of the SFA, unless:

- (1) that transfer:
 - (a) is made only to institutional investors or relevant persons; or
 - (b) arises from an offer referred to in Section 275(1A) of the SFA;
- (2) no consideration is, or will be, given for the transfer; or
- (3) the transfer is by operation of law.

Where the Shares are acquired under Section 305 of the SFA by a relevant person which is a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor, the beneficiaries' rights and interest (howsoever described) in that trust shall not be transferred within six (6) months after the Shares are acquired for the trust pursuant to an offer made in reliance on an exemption under Section 305 of the SFA, unless:

- (1) that transfer:
 - (a) is made only to institutional investors or relevant persons; or
 - (b) arises from an offer that is made on terms that such rights or interest are acquired at a consideration of not less than S\$200,000 (or its equivalent in a foreign currency) or such other amount as may be prescribed under the SFA, for each transaction, whether such amount is to be paid for in cash or by exchange of securities or other assets;
- (2) no consideration is, or will be, given for that transfer; or
- (3) that transfer is by operation of law.

Offer of the Fund in Singapore

Please note that this Singapore Information Memorandum incorporates the attached Prospectus. Investors should refer to the Prospectus for particulars on the Fund and the Shares being offered.

Only Shares of the Fund are being offered pursuant to this Singapore Information Memorandum. The Shares of the other sub-funds mentioned in the Prospectus are currently not registered as restricted schemes by the MAS, and this Singapore Information Memorandum is not and should not be construed as making an offer in Singapore of Shares in any other sub-fund (other than the Fund) mentioned in the Prospectus.

Investors may invest in the Fund by entering into a commitment agreement where they irrevocably commit to subscribe for Shares in the Fund. The offer or sale of the Shares which is the subject of this Singapore Information Memorandum is regulated and governed by the provisions of the SFA. The supervisory authority for the offer of Shares in Singapore is the Monetary Authority of Singapore.

The contact details of the Monetary Authority of Singapore are as follows:

10 Shenton Way
MAS Building

Singapore 079117
Tel: +65 6225 5577
Fax: +65 6229 9229

The ICAV is incorporated with variable capital and limited liability in Ireland and established as an umbrella fund with segregated liability between sub-funds. The ICAV is authorised in Ireland by the Central Bank of Ireland 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) Regulation 2016 as may be amended, consolidated or substituted from time to time (the "**UCITS Regulations**").

The ICAV's business address is at 32 Molesworth Street, Dublin 2, Ireland.

Management Company
Northhill Global Fund Managers Limited, 32 Molesworth Street, Dublin 2, Ireland.

The ICAV has appointed Citi Depository Services Ireland Designated Activity Company, 1 North Wall Quay, Dublin 1, Ireland (the **Depository**). The Depository is a designated activity company incorporated in Ireland which is authorised by the Central Bank of Ireland.

The contact details of the Central Bank of Ireland are as follows:

Central Bank of Ireland
New Wapping Street, North Wall Quay
Dublin 1, Ireland
Tel: +353 1 224 6000
Fax: +353 1 671 6561
Email: enquiries@centralbank.ie

Appendix 1

	Fund	Name of Investment Manager	Place of incorporation of Investment Manager	Name and contact details of the regulatory authority of the Investment Manager
(1)	Securis Catastrophe Bond Fund	Securis Investment Partners LLP	United Kingdom	Financial Conduct Authority 12 Endeavour Square London E20 1JN Tel: +44 (0)20 7066 1000 Email: regulator.supervisionenquiry@fca.org.uk

Appendix 2

(1)	Investment objectives and focus of the Funds	:	Please refer to the Supplement of the Fund in this Singapore Information Memorandum under the heading "Fund", sub-heading "Investment Objective and Policies".
(2)	Investment approach of the manager for the Funds	:	Please refer to the Supplement of the Fund in this Singapore Information Memorandum under the heading "Fund", sub-heading "Investment Objective and Policies".
(3)	The risk factors of subscribing for or purchasing Shares in the Funds	:	Please refer to the Prospectus of the Company in this Singapore Information Memorandum under the heading "Appendix III Risk Factors".
(4)	Title and jurisdiction of the legislation under which the Funds are regulated	:	The ICAV is authorised in Ireland by the Central Bank of Ireland 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) Regulation 2016 as may be amended, consolidated or substituted from time to time (the " UCITS Regulations ").
(5)	Name and contact details of the regulatory authority	:	Regulatory authority of the Fund: Central Bank of Ireland New Wapping Street, North Wall Quay Dublin 1, Ireland Tel: +353 1 224 6000 Fax:+353 1 671 6561 Email: enquiries@centralbank.ie
(6)	Place of incorporation and business address of the ICAV	:	Jurisdiction of incorporation: Ireland Registered Office Address: 32 Molesworth Street, Dublin 2, Ireland
(7)	Name and place of incorporation/registration of the Manager / Investment Manager for the Fund	:	Manager: Northill Global Fund Managers Limited Jurisdiction of Incorporation: Ireland Investment Manager: Please refer to Appendix 1
(8)	Name and contact details of the regulatory authority of the Manager / Investment Manager for the Fund	:	Regulatory Authority of Manager: Central Bank of Ireland New Wapping Street, North Wall Quay Dublin 1, Ireland Tel: +353 1 224 6000 Fax:+353 1 671 6561 Email: enquiries@centralbank.ie Regulatory Authority of the Investment Manager: Please refer to Appendix 1

(9)	Name and place of incorporation of the Custodian (termed as "Depository" in this Singapore Country Supplement)	:	Name of Depository: Citi Depository Services Ireland Designated Activity Company Jurisdiction of incorporation: Ireland
(10)	Name and Contact Details of the regulatory authority of the Depository	:	Regulatory authority of the Depository: Central Bank of Ireland New Wapping Street, North Wall Quay Dublin 1, Ireland Tel: +353 1 224 6000 Fax:+353 1 671 6561 Email: enquiries@centralbank.ie
(11)	Conditions, limits and gating structures for redemption of the Shares	:	Please refer to the Prospectus of the Company under the heading "Share Dealings" in this Singapore Information Memorandum.
(12)	Policy of the Fund regarding side letters	:	N/A
(13)	Past performance of the Fund	:	Please refer to the Key Investor Information Documents ("KIIDs") of the Fund, as contained in this Singapore Information Memorandum.
(14)	Details on where the accounts of the Fund may be obtained	:	Please refer to the Prospectus of the Company in this Singapore Information Memorandum under the heading "General Information – Reports and Accounts".
(15)	The fees and charges payable by investors and by the Fund	:	Please refer to the Prospectus of the Company and Supplements of the Fund in this Singapore Information Memorandum under the headings "Fees and Expenses" for details on the fees and charges that are payable by investors and by the Fund.