

Goodbody Global Smaller Companies Fund

Supplement Dated 28th November, 2023 to the Prospectus for Goodbody Funds ICAV dated 28th November, 2023

This Supplement contains information relating specifically to the Goodbody Global Smaller Companies Fund (the “**Fund**”), a Fund of Goodbody Funds ICAV (the “**ICAV**”), an open-ended umbrella type Irish collective asset-management vehicle with limited liability and segregated liability between sub-funds authorised by the Central Bank on 11th December, 2015 as a UCITS pursuant to the UCITS Regulations. The ICAV currently has seven other Funds, Goodbody Dividend Income Balanced Fund, Goodbody Dividend Income Growth Fund, Goodbody Global Leaders Fund, Goodbody Dividend Income Cautious Fund, Goodbody Vantage 50, Goodbody Vantage 70 and Goodbody Vantage 90, details of which are set out in the relevant Supplement.

This Supplement forms part of and should be read in the context of and in conjunction with the Prospectus for the ICAV dated 28th November, 2023 (the “Prospectus”). To the extent that there is any inconsistency between the Prospectus and this Supplement, the Supplement shall prevail.

The Directors of the ICAV whose names appear in the Prospectus under the heading “**Management and Administration**” accept responsibility for the information contained in this Supplement and the Prospectus. 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.

Investors should read and consider the section entitled “**Risk Factors**” before investing in the Fund.

Although the Fund may hold/invest substantially in cash, cash deposits, cash equivalents, and/or Money Market Instruments in certain circumstances, Shares in the Fund are not deposits and are different in nature to a deposit in that the investment is not guaranteed and the value of the investment is capable of fluctuation. Investment in the Fund involves certain investment risks, including the possible loss of principal.

1. Interpretation

The expressions below shall have the following meanings:

“**Business Day**” means each day on which banks in Dublin are open.

“**Dealing Day**” means each Valuation Day and/or such other day or days as may be determined by the Directors, in consultation with the Manager and notified to Shareholders in advance provided that there shall be at least one Dealing Day in each fortnight. See also the section entitled “**Suspension of Valuation of Assets**” in the Prospectus.

“Dealing Deadline”	<p>means for each Dealing Day</p> <p>12 noon (Irish Time) on the relevant Dealing Day;</p> <p>or</p> <p>such other time as the Directors, in consultation with the Manager may determine and notify to Shareholders in advance provided always that the Dealing Deadline is no later than the Valuation Point on that Dealing Day.</p>
“Initial Offer Price”	<p>means the initial fixed price applicable to each relevant Share Class on the first Dealing Day of that Share Class and is shown for each share class in the section entitled “7. Information on Share Classes”.</p>
“Subscription Settlement Cut-off”	<p>means three Business Days after the relevant Dealing Day.</p>
“Valuation Day”	<p>means each Business Day and/or such other day or days as may be determined by the Directors and notified in advance to Shareholders.</p>
“Valuation Point”	<p>means 23:59 (Irish time) on each Valuation Day using close of business prices in the relevant markets or such time as the Directors may determine from time to time and notify in advance to Shareholders provided that the Valuation Point shall be after the Dealing Deadline.</p>

All other defined terms used in this Supplement shall have the same meaning as in the Prospectus.

2. Base Currency

The Base Currency shall be the Euro, the currency of the European Union

3. Classification of the Fund pursuant to the Sustainable Finance Disclosure Regulation (EU) 2019/2088 (the “SFDR”)

The Fund shall be classified as an Article 8 Fund pursuant to the SFDR. While the Fund promotes environmental and social characteristics in the manner described herein, it does not currently commit to investing in any “sustainable investments” with an environmental objective within the meaning of SFDR.

4. Investment Objective

The investment objective of the Fund is to provide long term capital growth primarily through investment in global equity securities of small and medium sized companies with geographical and industry sector diversification.

There can be no assurance or guarantee that the Fund will achieve its investment objective.

5. Investment Policy

The Fund invests in a diversified portfolio of small (typically companies with a market capitalisation of under \$1 billion at the time of investment) and medium sized (typically companies with a market capitalisation of under \$25 billion at the time of investment) company that offer positive earnings growth over the medium to long term. The Fund will identify small and medium sized companies by ranking stocks in the overall market by their market capitalisation. The goal of the Fund is to identify smaller companies that are already profitable and to hold those companies over the longer term while they deliver future growth. It is the growth of cash flow and earnings which is ultimately expected to drive share price returns over the medium to long term.

The Fund may invest up to a maximum of 20% of its Net Asset Value in emerging markets (to include China, South Korea, Taiwan, India, South Africa, Brazil, Chile, Colombia, Mexico, Peru, Indonesia, Malaysia, Philippines, Thailand, Turkey, the UAE, Qatar, Poland, Hungary and Egypt).

The Fund will not have any industry/sector focus.

Whilst it is the intention that the Fund be principally invested in equity securities which are listed or traded globally on a Recognised Exchange, the Investment Manager retains the flexibility to invest substantially in cash and/or money market instruments such as treasury bills where market conditions so warrant and/or the Investment Manager considers it to be in the best interest of the Fund to do so.

Investment Strategy

The Investment Manager utilises a disciplined stock picking approach, as detailed below, driven by both quantitative analysis and fundamental research of individual companies. It is a multi-stage process designed to be transparent and consistent over time.

The initial stage of the process involves use of a quantitative screen to identify small and medium sized companies which are profitable and which are also expected to experience earnings growth over the medium to long term. The quantitative screen utilises historic published information on company profits, coupled with profit forecasts compiled by the Investment Manager, to identify companies which may be likely to increase their profits and hence experience earnings growth. The screen then ranks the subset of companies by financial metrics that can be grouped into three broad categories (1) returns on investment (2) earnings

growth and (3) valuations compared to other companies, each of which is also assessed based on historic financial information on individual companies and forecasts compiled by the Investment Manager. The focus of the screening process is to generate investment ideas that can be prioritised for further research.

The second stage of the process involves the fundamental analysis of those potential investment candidates. This involves analysing the company and its business strategy, the company's financial statements (assets, liabilities and earnings) together with reviewing its competitive position within its end market place. Fundamental analysis is performed on historical and present data, but with the goal of making financial forecasts. Fundamental analysis places an emphasis upon turnover expectations, cost expectations and other items such as borrowing costs and taxation, which can impact a company's profitability.

The next stage of the process involves investment selection based on the Investment Manager's assessment of the company's value versus the current share price of the company.

The final stage of the process is portfolio construction. The Fund is constructed from the stock level, bottom up. However, the Investment Manager will regularly review industry sector and geographic exposures to ensure the Fund is sufficiently diversified.

Performance Measure

The Fund is considered to be actively managed in reference to the MSCI World SMID Index (Bloomberg ticker: MXWOSM (converted to Euro)¹) (the "Index") solely by virtue of the fact that it uses the Index for performance comparison purposes. The Index captures mid and small cap representation across 23 developed markets ("DM") countries (DM countries include: Australia, Austria, Belgium, Canada, Denmark, Finland, France, Germany, Hong Kong, Ireland, Israel, Italy, Japan, Netherlands, New Zealand, Norway, Portugal, Singapore, Spain, Sweden, Switzerland, the UK and the US). As at the date of this Supplement, the Index comprises 1,646 constituents. The Index is not used to define the portfolio composition of the Fund, or as a performance target, and the Fund may be wholly invested in securities which are not constituents of the Index.

Environmental, Social, and Governance (ESG) Overview

ESG analysis is an integral part of the investment approach undertaken by the Investment Manager. This analysis is incorporated alongside the traditional financial, competitive strategy and valuation assessments conducted by the investment team. The Investment Manager views

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a company/ issuer's ability to manage ESG factors as a proxy for prudent risk management and explicitly recognises that ESG factors can affect the risk and return of investments.

The Investment Manager defines ESG integration as explicitly incorporating relevant, as further detailed below, ESG information into the investment research process to help enhance the risk adjusted returns of the Fund. The long-term objective is to invest in companies/issuers that can generate sustainable long term returns from well-governed and sustainable assets.

Commitment

The Investment Manager is a signatory to the UN Principles for Responsible Investment (UNPRI), recognised as the world's leading proponent of responsible investment. The 6 Principles for Responsible Investment are a voluntary and aspirational set of investment principles that help guide the Investment Manager's approach to ESG. Reporting and Assessment for signatories is conducted annually and is mandatory.

Data & Reporting

The Investment Manager utilises a range of data inputs in the investment process, including an analysis of ESG factors. ESG data is used to help inform the investment opinion on the relative positioning of companies/issuers on important ESG factors. Sources of data include Bloomberg, MSCI and company specific filings.

The Investment Manager is licensed to use the MSCI ESG Manager – part of the MSCI EU Sustainable Finance Solution. The tool provides ESG data and an SFDR regulatory reporting solution. Coverage includes over 10,000 corporate equity and fixed income issuers with 175 sovereign issuers or countries, in addition to providing data in respect of principal adverse sustainability impact indicators covering the 18 mandatory indicators and 46 additional environmental and social impact opt-in indicators.

ESG Framework

In implementing its ESG framework, the Investment Manager primarily promotes the following ESG characteristics when investing in investee companies, namely:

- Reduction in Greenhouse Gas Emissions.
- Sustainable Energy Consumption.
- Sustainable Water Usage
- Gender Diversity within the company workforce.
- Staff Satisfaction – Employee Turnover.
- Health and Safety

- Human Rights.

In addition, the Investment Manager excludes companies/issuers that are involved in business activities associated with negative environmental and/ or social impact. Specifically, the Investment Manager avoids investments in companies that are deemed as having a direct and material exposure (>10% of annual group revenue) to the development, manufacture, and sale of products/services in the following business areas: (1) Palm Oil Production (2) Oil Sands (3) Coal Extraction (4) Tobacco (5) Gambling and (6) Nuclear weapons/ cluster munitions/ antipersonnel land mines. For any further information on the Investment Manager's exclusions policy please contact the Investment Manager.

The approach to ESG integration involves a multistage framework, as described below:

- 1) Use of a quantitative screening tool as part of initial investment due diligence. The screen summarises a selection of ESG data identified as relevant by the Investment Manager and allows for relative comparison of the investment candidate to both the broader investment universe and sector relevant peers. Importantly the screen will also identify if ESG disclosure information is missing, requiring additional follow up by the investment team.
- 2) Identification and consideration of the material ESG issues that are relevant to the specific sub sector of the company/ issuer. Using established industry frameworks for materiality (e.g., SASB Standards which identify the subset of environmental, social and governance issues most relevant to financial performance in various industries) allows the investment team to be very focused on what is most important for consideration in relation to ESG.
- 3) Engagement – when required the investment team will engage directly with companies/issuers to discuss important ESG considerations including (1) the appropriateness and breadth of disclosure and (2) management's strategy in relation to ESG factors and (3) material ESG issues that impact the risk of the business and/or future growth opportunities. For further information on the Investment Manager's engagement process please refer to the section headed "Engagement and Proxy Voting" below.
- 4) Ongoing monitoring – relevant ESG data is incorporated and tracked within the Investment Manager's risk monitoring and reporting. This ensures that any notable changes in the ESG characteristics of the investments in the Fund is flagged, discussed, and prioritised for review likely resulting in further engagement with the relevant company/issuer in question. ESG data that is used within the screening part of the investment process is primarily sourced from Bloomberg. The data is used to build an assessment of each company's ESG credentials relative to (1) the broader global equity market and (2) the specific sector in which the company operates. A mix of environmental, social and governance factors are considered (as set out above). Each company is ranked on its ESG metrics via decile. This

ESG analysis complements the traditional financial, competitive strategy and valuation work conducted by the Investment Manager and allows for informed decision making around the key risk and return characteristics of investment opportunities. Companies that feature unfavourably on the screen (i.e., high decile rankings relative to the broader market and/or sector) may be prioritised for company engagement activities if the other elements of the Investment Manager's analysis indicate it is warranted. This engagement allows the Investment Manager to discuss specific ESG issues directly with companies and ensure possible risks are being managed appropriately. The screen output at the Fund level is monitored and reviewed regularly and serves as a 'proof statement' for the Investment Manager's objective of investing in companies that have attractive relative ESG characteristics.

- 5) Dedicated ESG meetings of the investment team to discuss regulatory developments, broader industry trends in relation to ESG, top-down thematic topics and specific Fund or security level ESG issues that are likely to impact risk.

Further information on the environmental and/or social characteristics of the Fund is available at Annex I of this Supplement.

Consideration of Principal Adverse Impacts as part of the ESG Framework

The Investment Manager considers the principal adverse impacts of its investment decisions on sustainability factors. Principal adverse impacts are described in the SFDR as those impacts of investment decisions that "result in negative effects on sustainability factors". Sustainability factors are defined in SFDR as "environmental, social and employee matters, respect for human rights, anti-corruption and anti-bribery matters". The Investment Manager seeks to identify principal adverse sustainability impacts as part of the investment process, both during the pre-investment due diligence but also as part of its ongoing monitoring of investments. The Investment Manager uses a combination of methods to help mitigate principal adverse impacts including company/ issuer engagement, voting activity, and the implementation of an explicit exclusions list.

In considering principal adverse impacts as part of the ESG strategy implemented by the Investment Manager, the Investment Manager will have regard to certain mandatory and additional principal adverse impact indicators which are considered relevant by the Manager in the context of the Fund.

Reporting on Principal Adverse Impacts

The Investment Manager will report annually, within the ICAV's financial statements, how the Fund considers principal adverse impacts on sustainability factors

Governance

Corporate governance is defined as 'the system of internal controls and procedures by which individual companies are managed. It provides a framework that defines the rights, roles, and

responsibilities of various groups—including management, the board, controlling shareowners, and minority or noncontrolling shareowners—within an organization’.²

The Investment Manager’s approach to the evaluation of governance in companies involves a combination of both qualitative and quantitative review. The information and data used is gathered from numerous sources including regular company reports and filings (e.g., annual reports, 10-K, Proxy filings), third party data providers (e.g., Bloomberg, MSCI) and sell side investment research. The key quantitative factors that are reviewed and monitored by the Investment Manager for companies include:

1. Duality of CEO and Chairperson.
2. The Size of the board.
3. % of independent board members.
4. Board Diversity - % of female board members.
5. Board Diversity - Average age of board members.
6. Attendance at board meetings.
7. Business Ethics policy.
8. Tenure of the CEO.
9. Average Tenure of the Board.
10. Length of a board members term before renewal.

Engagement & Proxy Voting

The Investment Manager recognises its responsibility to make considered use of voting rights. The objective is to act in line with its fiduciary responsibilities in what it deems to be the best interests of investors in the Fund. Constructive and active company engagement and exercising voting rights to promote stronger corporate governance are important principles within the investment framework.

The Investment Manager targets communication directly with the company management of both existing Fund holdings and prospective investment candidates. Interaction with management can be very useful for gaining a better understanding of the company, its industry position, management’s strategy and importantly how management perceives and addresses risks, including ESG considerations.

6. Profile of a Typical Investor

The Fund is suitable for investors willing to accept a high level of volatility and who are seeking capital growth through an investment in global equities.

² *The Corporate Governance of Listed Companies, A Manual for Investors, CFA Institute*

7. Offer

Initial Offer

Per Section 8 below, Shares in the Fund will be offered from 9 a.m. (Irish time) on the 28th November, 2023 to 5 p.m. (Irish time) on the 27th May, 2024 (the “**Initial Offer Period**”) at the Initial Offer Price and subject to acceptance of applications for Shares by the ICAV and will be issued for the first time as at the Dealing Day on or after expiry of the Initial Offer Period. The Initial Offer Period may be shortened or extended by the Directors. The Central Bank will be notified in advance of any such extension if subscriptions for Shares have been received and otherwise on an annual basis.

Subsequent Offer

After closing of the Initial Offer Period Shares in the Fund will be issued at the Subscription Price. Please see the section entitled “**Application for Shares**” for more information regarding the cost of shares.

8. Information on Share Classes

Shares shall be issued to Shareholders as Shares of a Class in this Fund. The Directors may, whether on the establishment of this Fund or from time to time, create more than one Class of Shares in this Fund. The Directors may in their absolute discretion differentiate between Classes of Shares, without limitation, as to currency of denomination of a particular Class, distribution policy, hedging strategies if any applied to the designated currency of a particular Class, fees and expenses, voting rights subscription or redemption procedures or the Initial Subscription or Subsequent Subscription applicable. A separate pool of assets will not be maintained for each Share Class.

Share Class	Currency	Distributions	Currency Management	Investment Management Fee - Up to	Minimum Initial Subscription	Minimum Subsequent Subscription	Initial Offer Period
Class B EUR Accumulation	EUR	No	Unhedged	0.5%	1,500,000	25,000	Closed
Class C EUR Accumulation	EUR	No	Unhedged	0.750%	25,000	5,000	See 7. Offer above
Class D EUR Accumulation	EUR	No	Unhedged	1.000%	10,000	5,000	See 7. Offer above
Class E EUR Accumulation	EUR	No	Unhedged	1.250%	5,000	5,000	See 7. Offer above
Class I GBP Accumulation	GBP	No	Unhedged	0.750%	25,000	5,000	See 7. Offer above
Class F GBP Accumulation	GBP	No	Unhedged	0.5%	1,500,000	25,000	See 7. Offer above
Class G GBP Accumulation	GBP	No	Unhedged	1.000%	10,000	5,000	See 7. Offer above
Class H GBP Accumulation	GBP	No	Unhedged	1.250%	5,000	5,000	See 7. Offer above
Class J USD Accumulation	US\$	No	Unhedged	0.550%	1,500,000	25,000	See 7. Offer above
Class K USD Accumulation	US\$	No	Unhedged	0.750%	25,000	5,000	See 7. Offer above
Class L CHF Accumulation	CHF	No	Unhedged	0.550%	1,500,000	25,000	See 7. Offer above
Class M CHF	CHF	No	Unhedged	0.750%	25,000	5,000	See 7.

Accumulation							Offer above
Class N CNH	CNH	No	Unhedged	0.40%	1,000,000	25,000	See 7. Offer above
Class O CNH	CNH	No	Unhedged	0.75%	1,000,000	25,000	See 7. Offer above
Class P HK\$	HK\$	No	Unhedged	0.40%	10,000,000	1,000,000	See 7. Offer above
Class Q HK\$	HK\$	No	Unhedged	0.75%	10,000,000	1,000,000	See 7. Offer above
Class R CNY	CNY	No	Unhedged	0.40%	1,000,000	25,000	See 7. Offer above
Class S CNY	CNY	No	Unhedged	0.75%	1,000,000	25,000	See 7. Offer above

The Initial Offer Price per share will be 10.00 in the currency of denomination of the relevant Share Class.

Classes may differ amongst other things on the basis of the Investment Manager's Fee applicable to these Classes. Further information in relation to fees is set out below at Section 14 entitled "**Fees and Expenses**".

9. Initial Subscription and Subsequent Subscription

Each investor must satisfy the Initial Subscription and Subsequent Subscription requirements applicable to the relevant Class as outlined above.

The Directors reserve the right to differentiate between Shareholders and to waive or reduce the Initial Subscription and Subsequent Subscription for certain investors.

10. Application for Shares

Applications for Shares may be made through the Administrator or via a Clearing System through the process described in the Prospectus.

11. Redemption of Shares

Requests for redemption of Shares may be made through the Administrator or via a Clearing System through the process described in the Prospectus.

12. Conversion of Shares

Subject to the Initial Subscription requirements of the relevant Classes, Shareholders may request conversion of some or all of their Shares in one Fund of the ICAV or Class to Shares in another Fund of the ICAV or Class or another Class in the Fund in accordance with the procedures specified in the Prospectus under the heading "**Conversion of Shares**".

13. Suspension of Dealing

Shares may not be issued, redeemed or converted during any period when the calculation of the Net Asset Value of the Fund is suspended in the manner described in the Prospectus under the heading "**Suspension of Valuation of Assets**". Applicants for Shares and Shareholders

requesting redemption and/or conversion of Shares will be notified of such suspension and, unless withdrawn, applications for Shares will be considered and requests for redemption and/or conversion will be processed as at the next Dealing Day following the ending of such suspension.

14. Fees and Expenses

Establishment Expenses

The Fund shall bear the fees and expenses attributable to the establishment and organisation of the ICAV as detailed in the section of the Prospectus entitled “**Establishment Expenses**”. Such establishment expenses may be amortised over the first five Accounting Periods of the ICAV or such other period as the Directors may determine and in such manner as the Directors in their absolute discretion deem fair.

Manager’s Fee

The Manager shall be entitled to an annual management fee of up to 0.025% of the Net Asset Value (the “**Management Fee**”) of the Fund. The Management Fee is based on a sliding scale applied to the aggregate assets across all Funds, subject to an annual minimum fee of €50,000 based on a single Fund and an annual minimum fee of €7,500 for each additional Fund.

The Management Fee shall be subject to the imposition of VAT, if required. The Management Fee will be calculated and accrued daily and is payable quarterly in arrears.

The Manager shall be entitled to be reimbursed by the ICAV out of the assets of the Fund for reasonable out of pocket expenses properly incurred and any VAT on all fees and expenses payable to or by it.

Investment Manager’s Fee

Pursuant to the Investment Management Agreement, the Investment Manager is entitled to charge an investment management fee equal to a per annum percentage of the Net Asset Value of each Class. The Investment Management fee per annum for each Class is shown above in the section entitled “**Information on Share Classes**”. Any Investment Management fees levied will also be subject to the imposition of Value Added Tax (“**VAT**”) if required.

The fee will be calculated and accrued at each Valuation Point and payable monthly in arrears.

The Investment Manager may from time to time and at its sole discretion decide to rebate to intermediaries and/or Shareholders part or all of its Investment Management fee. Any such rebates may be applied in paying up additional Shares to be issued to the Shareholder, or may be paid in cash.

The Investment Manager shall be entitled to be reimbursed by the ICAV for reasonable out of pocket expenses incurred by it and any VAT on all fees and expenses payable to or by it.

Administrator's Fees

The Administrator shall be entitled to receive an annual fee out of the net assets of the Fund charged at commercial rates as may be agreed from time to time up to a maximum fee of 0.15% of the Net Asset Value of the Fund accrued and calculated on each Dealing Day and payable monthly in arrears. The Administrator is entitled to be repaid all of its reasonable agreed upon expenses, transaction and other charges (which will be at normal commercial rates) and other out-of-pocket expenses out of the assets of the Fund (plus VAT thereon, if any).

Depositary Fees

The Depositary shall be entitled to receive an annual fee out of the net assets of the Fund charged at commercial rates as may be agreed from time to time up to a maximum fee of 0.08% of the Net Asset Value of the Fund accrued and calculated on each Dealing Day and payable monthly in arrears (plus VAT thereon, if any).

Anti-Dilution Levy

An Anti-Dilution Levy may be charged at the discretion of the Directors as outlined in the Prospectus in the section entitled "**Anti-Dilution Levy**".

Operating Expenses Cap

The Manager's, Administrator's, Depositary's, legal, audit, Directors' remuneration and all other general expenses, excluding brokerage and banking commissions and charges, and taxes and governmental expenses ("Operating Expenses") of the Fund, as set out under "FEES, CHARGES AND EXPENSES" in the Prospectus, are subject to a voluntary expense cap of a maximum of 0.25% per annum of the average daily NAV of the Fund ("Operating Expenses Cap"). Should the cumulative Operating Expenses accrued over the first reporting period from inception of the Fund to 31 December 2016 and then at each annual reporting period thereafter exceed 0.25% of the average daily NAV of the Fund over the same reporting period, then the amount of cumulative Operating Expenses in excess of the Operating Expenses Cap will be paid as a rebate by the Investment Manager to the Fund within 1 month of the end of each reporting period. Should the cumulative Operating Expenses exceed the 0.25% per annum of the average daily NAV of the Fund limit on any Valuation Day of the Fund, then the amount of cumulative Operating Expenses in excess of the Operating Expenses Cap will be accrued within the NAV as a rebate payable by the Investment Manager to the Fund. For the avoidance of doubt, in instances where the Operating Expenses are below the expense cap, the actual Operating Expenses incurred will only be charged.

15. Distributions

Accumulating Share Classes

In the case of accumulating Classes, all net income and net realised and unrealised gains (i.e. realised and unrealised capital gains net of all realised and unrealised losses) less accrued expenses of the Fund attributable to the relevant Class will be accumulated and reflected in the

Net Asset Value per Share.

16. Risk Factors

The attention of investors is drawn to the “**Risk Factors**” section in the Section of the Prospectus entitled “**The ICAV**”.

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: Goodbody Global Smaller Companies Fund

Legal entity identifier 635400LW90X8IOVBIB81

Environmental and/or social characteristics

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 lay down a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

Does this financial product have a sustainable investment objective?

Yes

No

It will make a minimum of **sustainable investments with an environmental objective: ___%**

in economic activities that qualify as environmentally sustainable under the EU Taxonomy

in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy

It will make a minimum of **sustainable investments with a social objective: ___%**

It **promotes Environmental/Social (E/S) characteristics** and while it does not have as its objective a sustainable investment, it will have a minimum proportion of ___% of sustainable investments

with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy

with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy

with a social objective

It promotes E/S characteristics, but **will not make any sustainable investments**



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

- The environmental and social characteristics promoted by the financial product when investing in investee companies are:
 - Reduction in Greenhouse Emissions.
 - Sustainable Energy Consumption.
 - Sustainable Water Usage.



- Gender Diversity - within the company workforce.
- Staff Satisfaction – Employee Turnover.
- Health and Safety.
- Human Rights.

- In addition, the financial product excludes companies/issuers that are involved in business activities associated with negative environmental and/ or social impact as set out in the exclusions policy. Specifically, the financial product avoids investments in companies that are deemed as having a direct and material exposure (>10% of annual group revenue) to the development, manufacture, and sale of products/services in the following business areas: (1) Palm Oil Production (2) Oil Sands (3) Coal Extraction (4) Tobacco (5) Gambling and (6) Nuclear weapons/ cluster munitions/ antipersonnel land mines. For any further information on the exclusions policy please contact the Investment Manager.
- The financial product targets investments in companies/issuers which the Investment Manager considers to be investable based on the company/issuer’s environmental and/or social credentials when compared to relevant peers and/or the broader investment universe. The Investment Manager considers such indicators as detailed below under ‘What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product’. The Investment Manager makes this determination by way of quantitative analysis and fundamental research of individual companies that is further described throughout the SFDR Annex and in the section of the Supplement entitled “Investment Policy”, specifically the sub-sections “ESG Framework”, “Governance” and “Engagement and Proxy Voting”.

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

In implementing its ESG framework, the Investment Manager has regard to the following sustainability indicators which are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product:

Data and reporting available to the Investment Manager in respect of Emissions – Greenhouse Gases are defined as those gases which contribute to the trapping of heat in the Earth's atmosphere, and they include Carbon Dioxide (CO₂), Methane, and Nitrous Oxide.

Data and reporting available to the Investment Manager in respect of Energy Consumption - This will include energy directly consumed through combustion in owned or controlled boilers, furnaces, vehicles, or through chemical production in owned or controlled process equipment. It also includes energy consumed as electricity.

Data and reporting available to the Investment Manager in respect of Water Usage - Total amount of water used to support a company's operational processes. The factor represents the sum of all water withdrawn for process water and cooling water and all water retained by company facilities through recycling.

Data and reporting available to the Investment Manager in respect of Gender Diversity - within the company workforce. The mix of male and female employees at the company expressed as a percentage.

Data and reporting available to the Investment Manager in respect of Staff Satisfaction – Employee

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

Turnover. The number of employees that left the company within the past year expressed as a percentage of the average total number of employees. High employee turnover may indicate that employees are unsatisfied with their work at the company or their compensation, or that conditions at the company are unsafe or unhealthy.

Health and Safety Policy/ Disclosure - Indicates whether the company has recognized its health and safety risks and responsibilities and is making any effort to improve the management of employee health and/or employee safety.

Human Rights Policy Disclosure - Indicates whether the company has implemented initiatives to ensure the protection of the rights of all people it works with.

To implement the exclusion policy, exclusion lists of companies are created based on data and reporting available to the Investment Manager. The exclusion lists are updated on an annual basis and are distributed periodically across the firm. In the event the Investment Manager identifies a company in the financial product that does not comply with these policy requirements, the Investment Manager will contact the company directly for confirmation of their involvement in an excluded activity. Following confirmation of involvement in this activity, divestment of any such holdings will be made within such period as determined by the Investment Manager having due regard to the interests of the financial product and the shareholders.

● ***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?***

Not applicable – the financial product does not make sustainable investments.

● ***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?***

Not applicable – the financial product does not make sustainable investments.

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

Not applicable – the financial product does not make sustainable investments.

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

Not applicable – the financial product does not make sustainable investments.

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?



- Yes, the financial product considers principal adverse impacts on sustainability factors. The Investment Manager considers the principal adverse impacts of its investment decisions on sustainability factors through the utilisation of the exclusion criteria and active ownership/engagement activities of the financial product as further described above. The Investment Manager will report annually, within the ICAV's financial statements, how the financial product considers principal adverse impacts on sustainability factors.

No

What investment strategy does this financial product follow?

The financial product is an actively managed, concentrated, global equity fund that invests in a diversified portfolio of 30-40 small/mid-sized growth companies. The fund aims to outperform the MSCI World Small/Mid cap index over the medium to long term. The Investment Manager utilises a disciplined stock picking approach, as detailed below, driven by both quantitative analysis and fundamental research of individual companies. It is a multistage process designed to be transparent and consistent over time. The initial stage of the process involves use of a quantitative screen to identify investment candidates that have historically delivered high returns on investment relative to similar companies in their industry and earnings growth over the medium to long term. The screen then ranks the subset of companies by financial metrics that can be grouped into three broad categories (1) returns on investment (2) earnings growth and (3) valuations compared to other companies, each of which is assessed based on historic financial information on individual companies and forecasts compiled by the Investment Manager. The focus of the screening process is to generate investment ideas that can be prioritised for further research. The second stage of the process involves the fundamental analysis of those potential investment candidates. This involves analysing the company and its business strategy, the company's financial statements (assets, liabilities and earnings) together with reviewing its competitive position within its end market place. Fundamental analysis is performed on historical and present data, but with the goal of making financial forecasts. Fundamental analysis places an emphasis upon turnover expectations, cost expectations and other items such as borrowing costs and taxation, which can impact a company's profitability. The next stage of the process involves investment selection based on the Investment Manager's assessment of the company's value versus the current share price of the company. The final stage of the process is portfolio construction. The Fund is constructed from the stock level, bottom up. However, the Investment Manager will regularly review industry sector and geographic exposures to ensure the Fund is sufficiently diversified.

The approach to ESG integration involves a multistage framework, as described below:

- 1) Use of a quantitative screening tool as part of initial investment due diligence. The screen summarises a selection of ESG data identified as relevant by the Investment Manager and allows for relative comparison of the investment candidate to both the broader investment universe and sector relevant peers. Importantly the screen will also identify if ESG disclosure information is missing, requiring additional follow up by the investment team.
- 2) Identification and consideration of the material ESG issues that are relevant to the specific sub sector of the company/ issuer. Using established industry frameworks for materiality (e.g., SASB Standards which identify the subset of environmental, social and governance issues most relevant to financial performance in various industries) allows the investment team to be very focused on what is most important for consideration in relation to ESG.
- 3) Engagement – when required the Investment Manager will engage directly with companies/issuers to discuss important ESG considerations including (1) the appropriateness and breadth of disclosure and (2) management's strategy in relation to ESG factors and (3) material ESG issues that impact the risk of the business and/or future growth opportunities. For further information on the Investment Manager's engagement process please refer to the section headed "Engagement and Proxy Voting" within the

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.

Supplement.

4) Ongoing monitoring – relevant ESG data is incorporated and tracked within the Investment Manager’s risk monitoring and reporting. This ensures that any notable changes in the ESG characteristics of the investments in the Fund is flagged, discussed, and prioritised for review likely resulting in further engagement with the relevant company/issuer in question. ESG data that is used within the screening part of the investment process is primarily sourced from Bloomberg. The data is used to build an assessment of each company’s ESG credentials relative to (1) the broader global equity market and (2) the specific sector in which the company operates. A mix of environmental, social and governance factors are considered (as set out above). Each company is ranked on its ESG metrics via decile. This ESG analysis compliments the traditional financial, competitive strategy and valuation work conducted by the Investment Manager and allows for informed decision making around the key risk and return characteristics of investment opportunities. Companies that feature unfavourably on the screen (i.e., high decile rankings relative to the broader market and/or sector) may be prioritised for company engagement activities if the other elements of the Investment Manager’s analysis indicate it is warranted. This engagement allows the Investment Manager to discuss specific ESG issues directly with companies and ensure possible risks are being managed appropriately. The screen output at the Fund level is monitored and reviewed regularly and serves as a ‘proof statement’ for the Investment Manager’s objective of investing in companies that have attractive relative ESG characteristics.

5) Dedicated ESG meetings of the investment team to discuss regulatory developments, broader industry trends in relation to ESG, top-down thematic topics and specific Fund or security level ESG issues that are likely to impact risk.

Sustainability Risks, as defined by the Sustainable Finance Disclosure Regulation (SFDR) refer to ‘an environmental, social, or governance event or condition, that if it occurs, could cause an actual or potential material negative impact on the value of the investments. Sustainability Risks are integrated into the Goodbody Asset Management investment decision making process which in our assessment is likely to be beneficial to the risk adjusted returns profile of the financial products we manage. We view a company’s/issuers ability to manage environmental, social and governance (ESG) factors as a proxy for prudent risk management. It is our view that failure to address ESG issues properly could expose a company to potentially significant legal, regulatory, product, and reputational risks which could have a material impact on our investment in that company. By evaluating and understanding the ESG characteristics of underlying financial product holdings both in absolute terms and relative to appropriate sector peers, and monitoring trends in these characteristics over time, the Team integrates sustainability risks into the investment decision making process.

● ***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?***

In order to attain the environmental or social characteristics promoted by this financial product an exclusions policy is utilised. This ensures that the financial product excludes/ avoids investments in companies/issuers that are deemed as having a direct and material exposure (>10% of annual group revenue) to the development, manufacture, and sale of products/services that are viewed as detrimental to the environment and/or society. An exclusions list sets out the business areas excluded and includes: (1) Palm Oil Production (2) Oil Sands (3) Coal Extraction (4) Tobacco (5) Gambling and (6) Nuclear weapons/ cluster munitions/ antipersonnel land mines.

In addition the financial product seeks to influence investee companies’ and/or issuers’ impact on sustainability matters through engagement and via proxy voting on material sustainability topics.

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

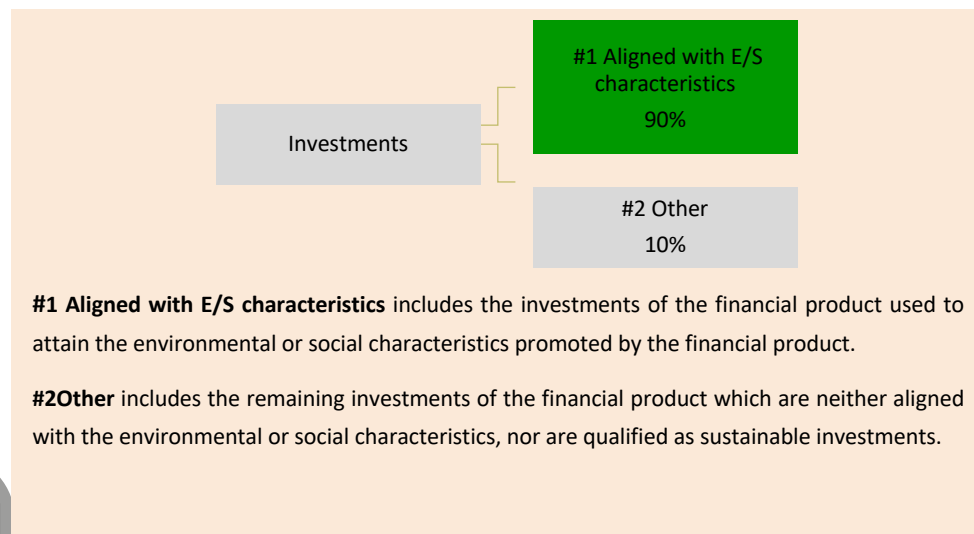
The financial product does not commit to a minimum rate of reduction of the investments considered prior to the application of the investment strategy.

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

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

Corporate governance is defined as ‘the system of internal controls and procedures by which individual companies are managed. It provides a framework that defines the rights, roles, and responsibilities of various groups—including management, the board, controlling shareowners, and minority or noncontrolling shareowners—within an organization’. (Source: The Corporate Governance of Listed Companies, A Manual for Investors, CFA Institute).

The Investment Manager’s approach to the evaluation of governance in companies involves a combination of both qualitative and quantitative review. The information and data used is gathered from numerous sources including regular company reports and filings (e.g., annual reports, 10-K, Proxy filings), third party data providers (e.g., Bloomberg, MSCI) and sell side investment research.



What is the asset allocation planned for this financial product?

The financial product is an actively managed, concentrated, global equity fund that invests in a diversified portfolio of 30-40 small/mid sized growth companies. Typically, a minimum proportion of 90% of Fund assets will be used to attain the environmental or social characteristics promoted by the financial product with the balance (up to 10%) held in cash deposits. The financial product targets investments in companies/issuers that generally display attractive environmental and/or social characteristics when compared to relevant peers and/or the broader investment universe. In addition the financial product excludes companies/issuers that are involved in certain business activities associated with negative environmental and/ or social impact as set out in the exclusions policy. The financial product does not make sustainable investments.

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

The financial product does not use derivatives for the attainment of its environmental or social characteristics.

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

0% – the financial product has no minimum share of investments aligned with the EU Taxonomy.

Asset allocation
describes the share of investments in specific assets.

are sustainable investments with an environmental objective that **do not take into account the criteria** for

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

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 companies.

● **Does the financial product invest in fossil gas and/or nuclear energy related activities that comply with the EU Taxonomy³?**

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.

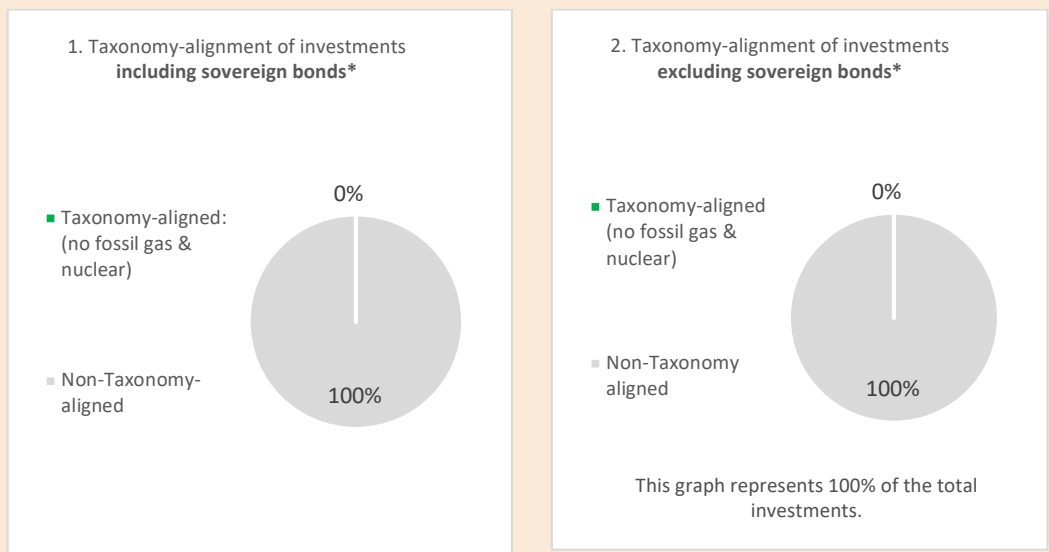
Transitional activities are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the best performance.

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

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

0% - the financial product has no minimum share of investments in transitional and enabling activities.



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

Not applicable – the financial product does not make sustainable investments.



³ 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.

What is the minimum share of socially sustainable investments ?

Not applicable – the financial product does not make sustainable investments.



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

Euro Cash deposits, used to manage the volatility profile of the financial product, – there are no minimum environmental or social safeguards.



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 – there is no 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.

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

Not applicable - there is no 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.

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

Not applicable - there is no 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.

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

Not applicable - there is no 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.

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

Not applicable - there is no 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.

Where can I find more product specific information online?

More product-specific information can be found on the website: <https://www.goodbody.ie/for-corporates-and-institutions/asset-management/smaller-companies/legal-regulatory-and-sfdr-disclosures-goodbody-global-smaller-companies>



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