

GMO FUNDS PLC

(an umbrella investment company with variable capital and with segregated liability between sub-funds constituted in Ireland with limited liability with registered number 351477 and is constituted outside Singapore)

FIRST SUPPLEMENTARY PROSPECTUS DATED 14 OCTOBER 2024

A copy of this First Supplementary Prospectus has been lodged with the Monetary Authority of Singapore (the “**MAS**”) who takes no responsibility for its contents.

This First Supplementary Prospectus is lodged with the MAS pursuant to Section 298 of the Securities and Futures Act 2001 of Singapore and is supplemental to the prospectus relating to GMO Funds plc (the “**Fund**”) registered by the MAS on 16 May 2024 which is replaced by the replacement prospectus lodged with the MAS on 10 June 2024 (the “**Singapore Prospectus**”).

Terms used in this First Supplementary Prospectus will have the meaning and construction ascribed to them in the Singapore Prospectus. This First Supplementary Prospectus should be read and construed in conjunction and as one document with the Singapore Prospectus.

This First Supplementary Prospectus sets out the amendments made to the Singapore Prospectus to reflect the new offer of Class F EUR, Class F USD, Class F EUR Distributing, Class F GBP Distributing, Class F USD Distributing, Class FH EUR, Class G USD, Class G EUR, Class GH SGD, Class GH AUD, Class JH AUD, Class JH SGD, Class RH AUD, and Class RH SGD for GMO Quality Investment Fund with effect from 14 October 2024.

In this connection, the Singapore Prospectus is amended as follows with effect from the date of this First Supplementary Prospectus:

1. Cover page

The last paragraph of the cover page is deleted in its entirety and replaced with the following:

“This Singapore Prospectus incorporates and is not valid without the attached Irish prospectus of the Company dated 28 May 2024, the first supplemental prospectus dated 22 August 2024 and the second supplemental prospectus dated 8 August 2024 (together, the “**Irish Prospectus**”). Unless the context otherwise requires, terms defined in the Irish Prospectus shall have the same meaning when used in this Singapore Prospectus except where specifically provided for by this Singapore Prospectus.”

2. Paragraph 5.3 of the Singapore Prospectus

The first sub-paragraph is deleted in its entirety and replaced with the following:

“The Fund may issue distributing (“**Distributing**”) and non-distributing classes of Shares. The distribution policy in respect of the Fund or a Class of the Fund is set out in Appendix 1.”

3. Paragraph 2 of Appendix 1 of the Singapore Prospectus

The details relating to the share classes of GMO Quality Investment Fund appearing under the heading “**Classes of Shares**” are deleted in their entirety and replaced with the following:

“The Company is currently offering Shares in the following Classes in the Fund:

Classes of Shares	Currency of Class	Distribution or dividend policy*	Inception Date
USD	USD	Nil. All income and capital gains of the Fund will be reinvested.	10 November 2010
GBP	Great Britain Pound (“ GBP ”)		8 April 2020
EUR	Euro (“ EUR ”)		10 July 2023
SGD	Singapore Dollar (“ SGD ”)		29 November 2021
H SGD	SGD		Not Yet Incepted**
AUD	Australia Dollar (“ AUD ”)		17 September 2024
HKD	Hong Kong Dollar (“ HKD ”)		Not Yet Incepted**
F EUR	EUR		Not Yet Incepted**
F USD	USD		Not Yet Incepted**
FH EUR	EUR		Not Yet Incepted**
G USD	USD		Not Yet Incepted**
G EUR	EUR		Not Yet Incepted**
GH SGD	SGD		Not Yet Incepted**
GH AUD	AUD		Not Yet Incepted**
J USD	USD		8 September 2022
J GBP	GBP		11 October 2023
J EUR	EUR		6 June 2023
J SGD	SGD		8 September 2022
J AUD	AUD		16 May 2023
J HKD	HKD		Not Yet Incepted**
JH AUD	AUD	Not Yet Incepted**	
JH SGD	SGD	Not Yet Incepted**	
R SGD	SGD	25 November 2022	
R USD	USD	25 November 2022	
RH AUD	AUD	Not Yet Incepted**	

Classes of Shares	Currency of Class	Distribution or dividend policy*	Inception Date
RH SGD	SGD		Not Yet Incepted**
D USD	USD		29 February 2024
E USD	USD		31 March 2023
Z USD	USD		Not Yet Incepted**
Z SGD	SGD		23 February 2021
ZH SGD	SGD		23 February 2021
C USD Distributing	USD		Distributions (if any) will generally be made at the absolute discretion of the Investment Manager and is not guaranteed.^
F EUR Distributing	EUR	Not Yet Incepted**	
F GBP Distributing	GBP	Not Yet Incepted**	
F USD Distributing	USD	Not Yet Incepted**	

* The Directors may, upon advance notice to Shareholders, decide to change the dividend policy of, and declare a dividend in respect of, any Class of Shares in the Fund. Where such dividend is declared, it may be paid out of dividend and net interest income earned plus net realised and net unrealised capital gains after the deduction of expenses in that accounting period attributable to the relevant Class. **Shareholders should note that a payment of dividend out of capital represents a return of the amount invested and a reduction of the portion of net assets allocated to the Fund or a Class.**

** These Classes have not been incepted as at the date of this Singapore Prospectus. Please refer to paragraph 7 below for further details. Classes not yet incepted may be launched at such later date at such initial offer period (if any) and initial offer price (if any) as the Directors may determine in their discretion. The Directors may at their discretion decide not to proceed with the launch of any Class not yet incepted and in such event, the contributions of the applicants to the relevant Class will be refunded without interest.

^The making of any distribution shall not be taken to imply that further distributions will be made and the Investment Manager may at any time determine that no distributions will be made in the event that the income and capital gains are insufficient. The Investment Manager reserves the right to vary the frequency and/or amount of distributions. Distributions from the Fund may be made out of the income, capital gains or capital of the Fund.”

4. Paragraph 6 of Appendix 1 of the Singapore Prospectus

The details relating to the fees and charges payable in relation to GMO Quality Investment Fund appearing under the heading “**Fees and Charges**” are deleted in their entirety and replaced with the following:

“

Fees payable in relation to the Fund	
Fees payable by investors	
Subscription charge*	Nil
Repurchase fee*	Nil
Switching charge*	Up to 2% of the Net Asset Value of the Shares to be exchanged.
Fees payable by the Fund	
Investment Manager’s Fee	Classes USD, C USD Distributing, F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, GBP, EUR, SGD, AUD, HKD and H SGD
(a) Retained by Investment Manager	• Currently 0.48% per annum; Up to 0.48% per annum
(b) Paid by Investment Manager to distributors (trailer fee)	(a) 100% of Investment Manager’s Fee# (b) 0% of Investment Manager’s Fee#
	<u>Class D USD</u>
	• Currently 0.39% per annum; Up to 0.44% per annum
	(a) 100% of Investment Manager’s Fee# (b) 0% of Investment Manager’s Fee#
	<u>Class E USD</u>
	• Currently 0.49% per annum; Up to 0.53% per annum
	(a) 100% of Investment Manager’s Fee# ¹ (b) 0% of Investment Manager’s Fee#
	<u>Classes G USD, G EUR, GH SGD, and GH AUD</u>

¹ Please note that 0.05% of the Investment Manager Fee paid in respect of Class E USD is apportioned for distribution platform fees

	<ul style="list-style-type: none"> • Currently 0.78% per annum; Maximum 1.00% per annum (a) 50% of Investment Manager's Fee[#] (b) 50% of Investment Manager's Fee[#] <p><u>Classes J USD, J GBP, J EUR, J SGD, J AUD, J HKD, JH AUD and JH SGD</u></p> <ul style="list-style-type: none"> • Currently 1.00% per annum; Maximum 1.00% per annum (a) 50% of Investment Manager's Fee[#] (b) 50% of Investment Manager's Fee[#] <p><u>Classes R USD, R SGD, RH AUD and RH SGD</u></p> <ul style="list-style-type: none"> • Currently 1.10% per annum; Maximum 1.10% per annum (a) 50% of Investment Manager's Fee[#] (b) 50% of Investment Manager's Fee[#] <p><u>Classes Z USD, Z SGD and ZH SGD</u></p> <ul style="list-style-type: none"> • Currently 0.00% per annum; Maximum 0.00% per annum
Management Fee	Up to 0.01% per annum**
Annual Administrator and Depositary Fee	0.05%
Other substantial fee or charge (i.e. 0.1% or more of the Fund's asset value)	N/A

[#] Your distributor is required to disclose to you the amount of trailer fee it receives from the Investment Manager.

* A subscription charge, a repurchase fee and/or a switching charge may be imposed by the approved distributors or you may have to pay additional fees and charges (including any additional taxes or commissions, where applicable) to the approved distributors, depending on the specific nature of services provided to you by the approved distributors. You should check with the approved distributors to confirm the applicable fees and charges incurred in Singapore on the issuance of Shares.

** Subject to an annual minimum fee of €75,000 per annum. The Management Fee shall accrue on each Dealing Day and is payable monthly in arrears. The Management Fee may be waived or reduced by the Manager.

Please refer to the “FEES AND EXPENSES” section of the Irish Prospectus for further information.”

5. Paragraph 7 of Appendix 1 of the Singapore Prospectus

The details relating to the subscription price and offer period in relation to GMO Quality Investment Fund appearing under the heading “**Subscription price and offer period**” are deleted in their entirety and replaced with the following:

7.1 The initial subscription price for the Shares of new Classes of the Fund are as follows:

Fund	Class	Initial subscription price
GMO Quality Investment Fund	HKD	HKD 200
	H SGD	SGD 20
	F EUR	€20
	F USD	US\$20
	F EUR Distributing	€20
	F GBP Distributing	£20
	F USD Distributing	US\$20
	FH EUR	€20
	G EUR	€20
	G USD	US\$20
	GH AUD	A\$20
	GH SGD	SGD 20
	J HKD	HKD 200
	JH AUD	A\$20
	JH SGD	SGD 20
	RH AUD	A\$20
	RH SGD	SGD 20
Z USD	USD 20	

7.2 The initial offer period for the Shares of new Classes of the Fund are as follows:

- (i) The initial offer period for the H SGD and Z USD Shares started at 9am (Irish time) on 13 November 2020 and shall end at 5pm (Irish time) on 5 April 2025, or such date or such period as determined by the Directors.
- (ii) The initial offer period for the HKD and J HKD Shares started at 9am (Irish time) on 28 April 2022 and shall end at 5pm (Irish time) on 5 April 2025, or such date or such period as determined by the Directors.
- (iii) The initial offer period for the F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, JH AUD, JH SGD, RH AUD and

RH SGD Shares started at 9am (Irish time) on 22 August 2024 and shall end at 5pm (Irish time) on 5 April 2025, or such date or such period as determined by the Directors.

(iv) The initial offer period for the G USD, G EUR, GH SGD, GH AUD Shares started at 9am (Irish time) on 8 October 2024 and shall end at 5pm (Irish time) on 5 April 2025, or such date or such period as determined by the Directors.

7.3 For existing Classes and (in the case of a new Class) following the expiry of the initial offer period, Shares in a Class of the Fund will be issued on a forward pricing basis and the price at which the Shares will be issued will be based on the relevant Net Asset Value per Share in accordance with paragraph 9.4 of this Singapore Prospectus. You should note that in calculating the Net Asset Value per Share for a Class on any Dealing Day, the Investment Manager may at its discretion adjust the Net Asset Value per Share by applying a dilution adjustment. Please refer to paragraph 9.6 of this Singapore Prospectus for further details on dilution adjustments and paragraph 12.1 of this Singapore Prospectus on where you may obtain prices of the relevant Classes of Shares of the Fund.”

6. Paragraph 8 of Appendix 1 of the Singapore Prospectus

The details relating to the minimum initial investment and minimum subsequent investment in relation to GMO Quality Investment Fund appearing under the heading **“Minimum Initial Investment and Minimum Subsequent Investment”** are deleted in their entirety and replaced with the following:

“

Fund	Class	Minimum initial investment	Minimum subsequent investment
GMO Quality Investment Fund	USD	US\$1,000,000	N/A
	GBP	GBP equivalent of US\$1,000,000	N/A
	EUR	EUR equivalent of US\$1,000,000	N/A
	SGD	SGD equivalent of US\$1,000,000	N/A
	AUD	AUD equivalent of US\$1,000,000	N/A
	HKD	HKD equivalent of US\$1,000,000	N/A
	H SGD	SGD equivalent of US\$1,000,000	N/A

Fund	Class	Minimum initial investment	Minimum subsequent investment
	F EUR	EUR equivalent of US\$1,000,000	N/A
	F USD	US\$1,000,000	N/A
	FH EUR	EUR equivalent of US\$1,000,000	N/A
	G USD	US\$300,000,000	N/A
	G EUR	EUR equivalent of US\$300,000,000	N/A
	GH SGD	SGD equivalent of US\$300,000,000	N/A
	GH AUD	AUD equivalent of US\$300,000,000	N/A
	J USD	US\$5,000,000	N/A
	J GBP	GBP equivalent of US\$5,000,000	N/A
	J EUR	EUR equivalent of US\$5,000,000	N/A
	J SGD	SGD equivalent of US\$5,000,000	N/A
	J AUD	AUD equivalent of US\$5,000,000	N/A
	J HKD	HKD equivalent of US\$5,000,000	N/A
	JH AUD	AUD equivalent of US\$1,000,000	N/A
	JH SGD	SGD equivalent of US\$1,000,000	N/A
	R SGD	SGD equivalent of US\$1,000,000	N/A
	R USD	US\$1,000,000	N/A
	RH AUD	AUD equivalent of US\$1,000,000	N/A
	RH SGD	SGD equivalent of US\$1,000,000	N/A

Fund	Class	Minimum initial investment	Minimum subsequent investment
	D USD	US\$125,000,000	N/A
	E USD	US\$1,000,000	N/A
	Z USD	US\$5,000,000	N/A
	Z SGD	SGD equivalent of US\$5,000,000	N/A
	ZH SGD	SGD equivalent of US\$5,000,000	N/A
	C USD Distributing	US\$1,000,000	N/A
	F EUR Distributing	EUR equivalent of US\$1,000,000	N/A
	F GBP Distributing	GBP equivalent of US\$1,000,000	N/A
	F USD Distributing	US\$1,000,000	N/A

”

7. Paragraph 9 of Appendix 1 of the Singapore Prospectus

The details relating to the minimum repurchase and minimum holding in relation to GMO Quality Investment Fund appearing under the heading “**Minimum repurchase and Minimum holding**” are deleted in their entirety and replaced with the following:

“

Fund	Class	Minimum repurchase	Minimum holding
GMO Quality Investment Fund	USD	N/A	USD equivalent of £200,000
	GBP	N/A	£200,000
	EUR	N/A	EUR equivalent of £200,000
	SGD	N/A	SGD equivalent of £200,000
	AUD	N/A	AUD equivalent of £200,000
	HKD	N/A	HKD equivalent

Fund	Class	Minimum repurchase	Minimum holding
			of £200,000
	H SGD	N/A	SGD equivalent of £200,000
	F EUR	N/A	EUR equivalent of £200,000
	F USD	N/A	USD equivalent of £200,000
	FH EUR	N/A	EUR equivalent of £200,000
	G USD	N/A	USD equivalent of £200,000
	G EUR	N/A	EUR equivalent of £200,000
	GH SGD	N/A	SGD equivalent of £200,000
	GH AUD	N/A	AUD equivalent of £200,000
	J USD	N/A	USD equivalent of £200,000
	J GBP	N/A	£200,000
	J EUR	N/A	EUR equivalent of £200,000
	J SGD	N/A	SGD equivalent of £200,000
	J AUD	N/A	AUD equivalent of £200,000
	J HKD	N/A	HKD equivalent of £200,000
	JH AUD	N/A	AUD equivalent of £200,000
	JH SGD	N/A	SGD equivalent of £200,000
	R SGD	N/A	SGD equivalent of £200,000
	R USD	N/A	USD equivalent of £200,000
	RH AUD	N/A	AUD equivalent

Fund	Class	Minimum repurchase	Minimum holding
			of £200,000
	RH SGD	N/A	SGD equivalent of £200,000
	D USD	N/A	USD equivalent of £200,000
	E USD	N/A	USD equivalent of £200,000
	Z USD	N/A	USD equivalent of £200,000
	Z SGD	N/A	SGD equivalent of £200,000
	ZH SGD	N/A	SGD equivalent of £200,000
	C USD Distributing	N/A	USD equivalent of £200,000
	F EUR Distributing	N/A	EUR equivalent of £200,000
	F GBP Distributing	N/A	£200,000
	F USD Distributing	N/A	USD equivalent of £200,000

”

8. Paragraph 10.1 of Appendix 1 of the Singapore Prospectus

The details relating to the performance in relation to GMO Quality Investment Fund and its benchmark appearing under the heading “**Performance of the Fund and benchmark**” are deleted in their entirety and replaced with the following:

“**10.1** The performance of the Fund as at 31 March 2024 is shown in the table below and is calculated on an average annual compounded basis.

Class/Benchmark	Currency	1 year	Average annual compounded return (%)			
			3 years	5 years	10 years	Since Inception
USD Class <i>Inception date: 10 November 2010</i>	USD	31.85%	12.49%	15.51%	13.66%	13.84%
MSCI World Index***	USD	25.07%	8.59%	12.06%	9.39%	9.88%

GBP Class <i>Inception date: 8 April 2020</i>	GBP	29.06%	15.85%	N/A	N/A	18.74%
MSCI World Index***	GBP	22.42%	11.83%	N/A	N/A	16.66%
EUR Class * <i>Inception date: 10 July 2023</i>	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
SGD Class <i>Inception date: 29 November 2021</i>	SGD	33.87%	N/A	N/A	N/A	9.53%
MSCI World Index***	SGD	26.96%	N/A	N/A	N/A	4.71%
AUD Class ** <i>Inception date: 17 September 2024</i>	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
HKD Class **	HKD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	HKD	N/A	N/A	N/A	N/A	N/A
H SGD Class **	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
F EUR Class **	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
F USD Class **	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
FH EUR Class **	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
G USD Class **	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
G EUR Class **	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
GH SGD Class **	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
GH AUD Class **	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
J USD Class <i>Inception date: 7 July 2022</i>	USD	31.21%	N/A	N/A	N/A	22.38%
MSCI World Index***	USD	25.07%	N/A	N/A	N/A	19.28%

J GBP Class * <i>Inception date: 11 October 2023</i>	GBP	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	GBP	N/A	N/A	N/A	N/A	N/A
J EUR Class * <i>Inception date: 6 June 2023</i>	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
J SGD Class <i>Inception date: 8 September 2022</i>	SGD	33.19%	N/A	N/A	N/A	21.46%
MSCI World Index***	SGD	26.96%	N/A	N/A	N/A	17.27%
J AUD Class * <i>Inception date: 16 May 2023</i>	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
J HKD Class **	HKD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	HKD	N/A	N/A	N/A	N/A	N/A
JH AUD Class **	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
JH SGD Class **	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
R SGD Class <i>Inception date: 25 November 2022</i>	SGD	33.09%	N/A	N/A	N/A	25.47%
MSCI World Index***	SGD	25.07%	N/A	N/A	N/A	18.53%
R USD Class <i>Inception date: 25 November 2022</i>	USD	31.03%	N/A	N/A	N/A	27.22%
MSCI World Index***	USD	23.22%	N/A	N/A	N/A	20.62%
RH AUD Class **	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
RH SGD Class **	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
D USD Class * <i>Inception date: 29 February 2024</i>	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
E USD Class	USD	31.80%	N/A	N/A	N/A	31.80%

<i>Inception date: 31 March 2023</i>						
MSCI World Index***	USD	25.07%	N/A	N/A	N/A	25.07%
E EUR Class <i>Inception date: 28 March 2023</i>	EUR	32.58%	N/A	N/A	N/A	36.33%
MSCI World Index***	EUR	25.82%	N/A	N/A	N/A	29.59%
Z USD Class **	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
Z SGD Class <i>Inception date: 23 February 2021</i>	SGD	34.51%	13.21%	N/A	N/A	14.51%
MSCI World Index***	SGD	26.96%	8.75%	N/A	N/A	9.46%
ZH SGD Class <i>Inception date: 23 February 2021</i>	SGD	30.43%	12.08%	N/A	N/A	12.76%
MSCI World Index***	SGD	25.07%	8.59%	N/A	N/A	8.67%
C USD Distributing Class * <i>Inception date: 26 April 2023</i>	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
F EUR Distributing Class **	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
F GBP Distributing Class **	GBP	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	GBP	N/A	N/A	N/A	N/A	N/A
F USD Distributing Class **	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A

*As at 31 March 2024, the EUR, J GBP, J EUR, J AUD, D USD and C USD Distributing Classes have been incepted for less than one year. Accordingly, a track record of at least one year is not available for these Classes.

** As at 31 March 2024, the AUD, HKD, H SGD, J HKD, Z USD, F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, G USD, G EUR, GH SGD, GH AUD, JH AUD, JH SGD, RH AUD and RH SGD Classes have not yet been incepted. Accordingly, a track record of at least one year is not available for these Classes.

The returns of the Classes are calculated on an offer-to-bid (taking into account any applicable subscription charge and repurchase fee). Where dividends have been

declared or made, returns are calculated on the assumption that all dividends are reinvested, taking into account all charges payable upon such reinvestment.

*** The performance of the MSCI World Index is shown for comparison purposes only. Please refer to paragraph 10.2 of Appendix 1 of this Singapore Prospectus for further information. Any reference to the index should not be interpreted to be a benchmark against which the Fund's performance is or will be measured. The returns of the index are calculated on an offer-to-bid in the currency of the relevant Class.

You should note that the past performance of the Fund or a Class is not necessarily indicative of the future performance of the Fund or that Class.”

9. Paragraph 10.3 of Appendix 1 of the Singapore Prospectus

The details relating to the expense ratios in relation to GMO Quality Investment Fund and its benchmark appearing under the heading “**Expense Ratios**” are deleted in their entirety and replaced with the following:

“The expense ratios of the Fund over the financial year ended 30 September 2023 are shown in the table below.

Fund	Class	Expense Ratio for the financial year ended 30 September 2023
GMO Quality Investment Fund	USD	0.55%
	GBP	0.55%
	EUR	0.55%*
	SGD	0.55%
	AUD	N.A.
	HKD	N.A.
	H SGD	N.A.
	F EUR	N.A.
	F USD	N.A.
	FH EUR	N.A.
	G USD	N.A.
	G EUR	N.A.
	GH SGD	N.A.
	GH AUD	N.A.
	J USD	1.07%
	J GBP	N.A.
J EUR	1.07%*	

Fund	Class	Expense Ratio for the financial year ended 30 September 2023
	J SGD	1.07%
	J AUD	1.07%*
	J HKD	N.A.
	JH AUD	N.A.
	JH SGD	N.A.
	R SGD	1.17%*
	R USD	1.17%*
	RH AUD	N.A.
	RH SGD	N.A.
	D USD	N.A.
	E USD	0.56%*
	Z USD	N.A.
	Z SGD	0.07%
	ZH SGD	0.07%
	C USD Distributing	0.51%*
	F EUR Distributing	N.A.
	F GBP Distributing	N.A.
	F USD Distributing	N.A.

The expense ratios of the AUD, HKD, H SGD, J GBP, J HKD, D USD, Z USD, F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, G USD, G EUR, GH SGD, GH AUD, JH AUD, JH SGD, RH AUD and RH SGD Classes for the financial year ended 30 September 2023 are not available as at the date of this Singapore Prospectus as the AUD, HKD, H SGD, J GBP, J HKD, D USD, Z USD, F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, G USD, G EUR, GH SGD, GH AUD, JH AUD, JH SGD, RH AUD and RH SGD Classes were each not yet incepted as at 30 September 2023.

*As these Classes have yet to be incepted for at least 1 year, the figures disclosed herein are based on annualised figures.

The following expenses (where applicable) are excluded from the calculation of the expense ratios:-

- (a) brokerage and other transaction costs;
- (b) interest expenses;
- (c) performance fee;

- (d) foreign exchange gains and losses;
- (e) front or back-end loads and other costs arising on the purchase or sale of a foreign exchange unit trust or mutual fund;
- (f) tax deducted at source or arising on income received; and
- (g) dividends and other distributions paid to holders.”

Signed:



David Bohan
Director
(signed by Arron Day for and on behalf of David Bohan)

Signed:



Eimear Cowhey
Director
(signed by Arron Day for and on behalf of Eimear Cowhey)

Signed:



Arron Day
Director

Signed:



John Fitzpatrick
Director
(signed by Arron Day for and on behalf of John Fitzpatrick)

GMO FUNDS PLC

(an umbrella investment company with variable capital and with segregated liability between sub-funds constituted in Ireland with limited liability with registered number 351477 and is constituted outside Singapore)

SECOND SUPPLEMENTARY PROSPECTUS DATED 25 NOVEMBER 2024

A copy of this Second Supplementary Prospectus has been lodged with the Monetary Authority of Singapore (the “MAS”) who takes no responsibility for its contents.

This Second Supplementary Prospectus is lodged with the MAS pursuant to Section 298 of the Securities and Futures Act 2001 of Singapore and is supplemental to the prospectus relating to GMO Funds plc (the “Fund”) registered by the MAS on 16 May 2024 which is replaced by the replacement prospectus lodged with the MAS on 10 June 2024 and supplemented by the First Supplementary Prospectus lodged with the MAS on 14 October 2024 (the “Singapore Prospectus”).

Terms used in this Second Supplementary Prospectus will have the meaning and construction ascribed to them in the Singapore Prospectus. This Second Supplementary Prospectus should be read and construed in conjunction and as one document with the Singapore Prospectus.

This Second Supplementary Prospectus sets out the amendments made to the Singapore Prospectus to reflect the new offer of Class JH EUR, Class JH CHF, Class O USD, Class OH EUR, Class OH GBP, Class OH SGD, Class OH AUD, Class OH HKD, and Class OH CHF for GMO Quality Investment Fund with effect from 25 November 2024.

In this connection, the Singapore Prospectus is amended as follows with effect from the date of this Second Supplementary Prospectus:

1. Cover page

The last paragraph of the cover page is deleted in its entirety and replaced with the following:

“This Singapore Prospectus incorporates and is not valid without the attached Irish prospectus of the Company dated 28 May 2024, the first supplemental prospectus dated 22 August 2024, the second supplemental prospectus dated 8 October 2024 and third supplemental prospectus dated 7 November 2024 (together, the “Irish Prospectus”). Unless the context otherwise requires, terms defined in the Irish Prospectus shall have the same meaning when used in this Singapore Prospectus except where specifically provided for by this Singapore Prospectus.”

2. Paragraph 2 of Appendix 1 of the Singapore Prospectus

The details relating to the share classes of GMO Quality Investment Fund appearing under the heading “**Classes of Shares**” are deleted in their entirety and replaced with the following:

“The Company is currently offering Shares in the following Classes in the Fund:

Classes of Shares	Currency of Class	Distribution or dividend policy*	Inception Date
USD	USD	Nil. All income and capital gains of the Fund will be reinvested.	10 November 2010

Classes of Shares	Currency of Class	Distribution or dividend policy*	Inception Date
GBP	Great Britain Pound (“ GBP ”)		8 April 2020
EUR	Euro (“ EUR ”)		10 July 2023
SGD	Singapore Dollar (“ SGD ”)		29 November 2021
H SGD	SGD		Not Yet Incepted**
AUD	Australia Dollar (“ AUD ”)		17 September 2024
HKD	Hong Kong Dollar (“ HKD ”)		Not Yet Incepted**
F EUR	EUR		Not Yet Incepted**
F USD	USD		Not Yet Incepted**
FH EUR	EUR		Not Yet Incepted**
G USD	USD		Not Yet Incepted**
G EUR	EUR		Not Yet Incepted**
GH SGD	SGD		Not Yet Incepted**
GH AUD	AUD		Not Yet Incepted**
J USD	USD		22 July 2022
J GBP	GBP		11 October 2023
J EUR	EUR		6 June 2023
J SGD	SGD		8 September 2022
J AUD	AUD		16 May 2023
J HKD	HKD		Not Yet Incepted**
JH AUD	AUD		Not Yet Incepted**
JH CHF	CHF		Not Yet Incepted**
JH EUR	EUR		Not Yet Incepted**
JH SGD	SGD		Not Yet Incepted**
O USD	USD		Not Yet Incepted**
OH AUD	AUD		Not Yet Incepted**
OH CHF	CHF		Not Yet Incepted**
OH EUR	EUR		Not Yet Incepted**

Classes of Shares	Currency of Class	Distribution or dividend policy*	Inception Date
OH GBP	GBP		Not Yet Incepted**
OH HKD	HKD		Not Yet Incepted**
OH SGD	SGD		Not Yet Incepted**
R SGD	SGD		25 November 2022
R USD	USD		25 November 2022
RH AUD	AUD		Not Yet Incepted**
RH SGD	SGD		Not Yet Incepted**
D USD	USD		29 February 2024
E USD	USD		31 March 2023
Z USD	USD		Not Yet Incepted**
Z SGD	SGD		23 February 2021
ZH SGD	SGD		23 February 2021
C USD Distributing	USD		Distributions (if any) will generally be made at the absolute discretion of the Investment Manager and is not guaranteed.^
F EUR Distributing	EUR	Not Yet Incepted**	
F GBP Distributing	GBP	Not Yet Incepted**	
F USD Distributing	USD	Not Yet Incepted**	

* The Directors may, upon advance notice to Shareholders, decide to change the dividend policy of, and declare a dividend in respect of, any Class of Shares in the Fund. Where such dividend is declared, it may be paid out of dividend and net interest income earned plus net realised and net unrealised capital gains after the deduction of expenses in that accounting period attributable to the relevant Class. **Shareholders should note that a payment of dividend out of capital represents a return of the amount invested and a reduction of the portion of net assets allocated to the Fund or a Class.**

** These Classes have not been incepted as at the date of this Singapore Prospectus. Please refer to paragraph 7 below for further details. Classes not yet incepted may be launched at such later date at such initial offer period (if any) and initial offer price (if any) as the Directors may determine in their discretion. The Directors may at their discretion decide not to proceed with the launch of any Class not yet incepted and in such event, the contributions of the applicants to the relevant Class will be refunded without interest.

^The making of any distribution shall not be taken to imply that further distributions will be made and the Investment Manager may at any time determine that no distributions will be made in the event that the income and capital gains are insufficient. The Investment Manager reserves the right to vary the frequency and/or amount of distributions. Distributions from the Fund may be made out of the income, capital gains or capital of the Fund.”

3. Paragraph 6 of Appendix 1 of the Singapore Prospectus

The details relating to the fees and charges payable in relation to GMO Quality Investment Fund appearing under the heading “**Fees and Charges**” are deleted in their entirety and replaced with the following:

“

Fees payable in relation to the Fund	
Fees payable by investors	
Subscription charge*	Nil
Repurchase fee*	Nil
Switching charge*	Up to 2% of the Net Asset Value of the Shares to be exchanged.
Fees payable by the Fund	
Investment Manager’s Fee (a) Retained by Investment Manager (b) Paid by Investment Manager to distributors (trailer fee)	<p><u>Classes USD, C USD Distributing, GBP, EUR, SGD, AUD, HKD and H SGD</u></p> <ul style="list-style-type: none"> • Currently 0.48% per annum; Up to 0.48% per annum <p>(a) 100% of Investment Manager’s Fee# (b) 0% of Investment Manager’s Fee#</p> <p><u>Classes F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing and FH EUR</u></p> <ul style="list-style-type: none"> • Currently 0.39% per annum; Up to 0.48% per annum <p>(c) 100% of Investment Manager’s Fee# (d) 0% of Investment Manager’s Fee#</p> <p><u>Classes O USD, OH EUR, OH GBP, OH SGD, OH AUD, OH HKD and OH CHF</u></p> <ul style="list-style-type: none"> • Currently 0.43% per annum; Up to 0.48% per annum

	<p>(e) 100% of Investment Manager's Fee[#] (f) 0% of Investment Manager's Fee[#]</p> <p><u>Class D USD</u></p> <ul style="list-style-type: none"> • Currently 0.39% per annum; Up to 0.44% per annum <p>(a) 100% of Investment Manager's Fee[#] (b) 0% of Investment Manager's Fee[#]</p> <p><u>Class E USD</u></p> <ul style="list-style-type: none"> • Currently 0.49% per annum; Up to 0.53% per annum <p>(a) 100% of Investment Manager's Fee^{#1} (b) 0% of Investment Manager's Fee[#]</p> <p><u>Classes G USD, G EUR, GH SGD and GH AUD</u></p> <ul style="list-style-type: none"> • Currently 0.78% per annum; Maximum 1.00% per annum <p>(a) 50% of Investment Manager's Fee[#] (b) 50% of Investment Manager's Fee[#]</p> <p><u>Classes J USD, J GBP, J EUR, J SGD, J AUD, J HKD, JH AUD, JH EUR, JH CHF and JH SGD</u></p> <ul style="list-style-type: none"> • Currently 1.00% per annum; Maximum 1.00% per annum <p>(a) 50% of Investment Manager's Fee[#] (b) 50% of Investment Manager's Fee[#]</p> <p><u>Classes R USD, R SGD, RH AUD and RH SGD</u></p> <ul style="list-style-type: none"> • Currently 1.10% per annum; Maximum 1.10% per annum <p>(a) 50% of Investment Manager's Fee[#] (b) 50% of Investment Manager's Fee[#]</p> <p><u>Classes Z USD, Z SGD and ZH SGD</u></p> <ul style="list-style-type: none"> • Currently 0.00% per annum; Maximum 0.00% per annum
Management Fee	Up to 0.01% per annum**

¹ Please note that 0.05% of the Investment Manager Fee paid in respect of Class E USD is apportioned for distribution platform fees

Annual Administrator and Depository Fee	0.05%
Other substantial fee or charge (i.e. 0.1% or more of the Fund's asset value)	N/A

The percentage of Investment Manager Fee payable to distributors as trailer fees may vary from time to time without prior notice. Please check with your distributor on the amount of trailer fee payable to them in respect of the relevant Class. Your distributor is required to disclose to you the amount of trailer fee it receives from the Investment Manager.

* A subscription charge, a repurchase fee and/or a switching charge may be imposed by the approved distributors or you may have to pay additional fees and charges (including any additional taxes or commissions, where applicable) to the approved distributors, depending on the specific nature of services provided to you by the approved distributors. You should check with the approved distributors to confirm the applicable fees and charges incurred in Singapore on the issuance of Shares.

** Subject to an annual minimum fee of €75,000 per annum. The Management Fee shall accrue on each Dealing Day and is payable monthly in arrears. The Management Fee may be waived or reduced by the Manager.

Please refer to the “FEES AND EXPENSES” section of the Irish Prospectus for further information.”

4. Paragraph 7 of Appendix 1 of the Singapore Prospectus

The details relating to the subscription price and offer period in relation to GMO Quality Investment Fund appearing under the heading “**Subscription price and offer period**” are deleted in their entirety and replaced with the following:

“7.1 The initial subscription price for the Shares of new Classes of the Fund are as follows

Fund	Class	Initial subscription price
GMO Quality Investment Fund	HKD	HKD 200
	H SGD	SGD 20
	F EUR	€20
	F USD	US\$20
	F EUR Distributing	€20
	F GBP Distributing	£20
	F USD Distributing	US\$20
	FH EUR	€20
	G EUR	€20
	G USD	US\$20

Fund	Class	Initial subscription price
	GH AUD	A\$20
	GH SGD	SGD 20
	J HKD	HKD 200
	JH AUD	A\$20
	JH CHF	CHF 20
	JH EUR	€20
	JH SGD	SGD 20
	O USD	USD 20
	OH AUD	A\$20
	OH CHF	CHF 20
	OH EUR	€20
	OH GBP	£20
	OH HKD	HKD 200
	OH SGD	SGD 20
	RH AUD	A\$20
	RH SGD	SGD 20
	Z USD	USD 20

7.2 The initial offer period for the Shares of new Classes of the Fund are as follows:

- (i) The initial offer period for the H SGD and Z USD Shares started at 9am (Irish time) on 13 November 2020 and shall end at 5pm (Irish time) on 6 May 2025, or such date or such period as determined by the Directors.
- (ii) The initial offer period for the HKD and J HKD Shares started at 9am (Irish time) on 28 April 2022 and shall end at 5pm (Irish time) on 6 May 2025, or such date or such period as determined by the Directors.
- (iii) The initial offer period for the F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, JH AUD, JH SGD, RH AUD and RH SGD Shares started at 9am (Irish time) on 22 August 2024 and shall end at 5pm (Irish time) on 6 May 2025, or such date or such period as determined by the Directors.
- (iv) The initial offer period for the G USD, G EUR, GH SGD, GH AUD Shares started at 9am (Irish time) on 8 October 2024 and shall end at 5pm (Irish time) on 6 May 2025, or such date or such period as determined by the Directors.

- (v) The initial offer period for the JH EUR, JH CHF, O USD, OH EUR, OH GBP, OH SGD, OH AUD, OH HKD, and OH CHF Shares started at 9am (Irish time) on 7 November 2024 and shall end at 5pm (Irish time) on 6 May 2025, or such date or such period as determined by the Directors.

7.3 For existing Classes and (in the case of a new Class) following the expiry of the initial offer period, Shares in a Class of the Fund will be issued on a forward pricing basis and the price at which the Shares will be issued will be based on the relevant Net Asset Value per Share in accordance with paragraph 9.4 of this Singapore Prospectus. You should note that in calculating the Net Asset Value per Share for a Class on any Dealing Day, the Investment Manager may at its discretion adjust the Net Asset Value per Share by applying a dilution adjustment. Please refer to paragraph 9.6 of this Singapore Prospectus for further details on dilution adjustments and paragraph 12.1 of this Singapore Prospectus on where you may obtain prices of the relevant Classes of Shares of the Fund.”

5. Paragraph 8 of Appendix 1 of the Singapore Prospectus

The details relating to the minimum initial investment and minimum subsequent investment in relation to GMO Quality Investment Fund appearing under the heading “**Minimum Initial Investment and Minimum Subsequent Investment**” are deleted in their entirety and replaced with the following:

“

Fund	Class	Minimum initial investment	Minimum subsequent investment
GMO Quality Investment Fund	USD	US\$1,000,000	N/A
	GBP	GBP equivalent of US\$1,000,000	N/A
	EUR	EUR equivalent of US\$1,000,000	N/A
	SGD	SGD equivalent of US\$1,000,000	N/A
	AUD	AUD equivalent of US\$1,000,000	N/A
	HKD	HKD equivalent of US\$1,000,000	N/A
	H SGD	SGD equivalent of US\$1,000,000	N/A
	F EUR	EUR equivalent of US\$300,000,000	N/A

Fund	Class	Minimum initial investment	Minimum subsequent investment
	F USD	US\$300,000,000	N/A
	FH EUR	EUR equivalent of US\$300,000,000	N/A
	G USD	US\$300,000,000	N/A
	G EUR	EUR equivalent of US\$300,000,000	N/A
	GH SGD	SGD equivalent of US\$300,000,000	N/A
	GH AUD	AUD equivalent of US\$300,000,000	N/A
	J USD	US\$5,000,000	N/A
	J GBP	GBP equivalent of US\$5,000,000	N/A
	J EUR	EUR equivalent of US\$5,000,000	N/A
	J SGD	SGD equivalent of US\$5,000,000	N/A
	J AUD	AUD equivalent of US\$5,000,000	N/A
	J HKD	HKD equivalent of US\$5,000,000	N/A
	JH AUD	AUD equivalent of US\$1,000,000	N/A
	JH CHF	CHF equivalent of US\$1,000,000	N/A
	JH EUR	EUR equivalent of US\$1,000,000	N/A
	JH SGD	SGD equivalent of US\$1,000,000	N/A
	O USD	USD equivalent of US\$300,000,000	N/A
	OH AUD	AUD equivalent of US\$300,000,000	N/A
	OH CHF	CHF equivalent of US\$300,000,000	N/A

Fund	Class	Minimum initial investment	Minimum subsequent investment
	OH EUR	EUR equivalent of US\$300,000,000	N/A
	OH GBP	GBP equivalent of US\$300,000,000	N/A
	OH HKD	HKD equivalent of US\$300,000,000	N/A
	OH SGD	SGD equivalent of US\$300,000,000	N/A
	R SGD	SGD equivalent of US\$1,000,000	N/A
	R USD	US\$1,000,000	N/A
	RH AUD	AUD equivalent of US\$1,000,000	N/A
	RH SGD	SGD equivalent of US\$1,000,000	N/A
	D USD	US\$125,000,000	N/A
	E USD	US\$1,000,000	N/A
	Z USD	US\$5,000,000	N/A
	Z SGD	SGD equivalent of US\$5,000,000	N/A
	ZH SGD	SGD equivalent of US\$5,000,000	N/A
	C USD Distributing	US\$1,000,000	N/A
	F EUR Distributing	EUR equivalent of US\$300,000,000	N/A
	F GBP Distributing	GBP equivalent of US\$300,000,000	N/A
	F USD Distributing	US\$300,000,000	N/A

”

6. Paragraph 9 of Appendix 1 of the Singapore Prospectus

The details relating to the minimum repurchase and minimum holding in relation to GMO Quality Investment Fund appearing under the heading “**Minimum repurchase and Minimum holding**” are deleted in their entirety and replaced with the following:

“

Fund	Class	Minimum repurchase	Minimum holding
GMO Quality Investment Fund	USD	N/A	USD equivalent of £200,000
	GBP	N/A	£200,000
	EUR	N/A	EUR equivalent of £200,000
	SGD	N/A	SGD equivalent of £200,000
	AUD	N/A	AUD equivalent of £200,000
	HKD	N/A	HKD equivalent of £200,000
	H SGD	N/A	SGD equivalent of £200,000
	F EUR	N/A	EUR equivalent of £200,000
	F USD	N/A	USD equivalent of £200,000
	FH EUR	N/A	EUR equivalent of £200,000
	G USD	N/A	USD equivalent of £200,000
	G EUR	N/A	EUR equivalent of £200,000
	GH SGD	N/A	SGD equivalent of £200,000
	GH AUD	N/A	AUD equivalent of £200,000
	J USD	N/A	USD equivalent of £200,000
	J GBP	N/A	£200,000
J EUR	N/A	EUR equivalent	

Fund	Class	Minimum repurchase	Minimum holding
			of £200,000
	J SGD	N/A	SGD equivalent of £200,000
	J AUD	N/A	AUD equivalent of £200,000
	J HKD	N/A	HKD equivalent of £200,000
	JH AUD	N/A	AUD equivalent of £200,000
	JH CHF	N/A	CHF equivalent of £200,000
	JH EUR	N/A	EUR equivalent of £200,000
	JH SGD	N/A	SGD equivalent of £200,000
	O USD	N/A	USD equivalent of £200,000
	OH AUD	N/A	AUD equivalent of £200,000
	OH CHF	N/A	CHF equivalent of £200,000
	OH EUR	N/A	EUR equivalent of £200,000
	OH GBP	N/A	£200,000
	OH HKD	N/A	HKD equivalent of £200,000
	OH SGD	N/A	SGD equivalent of £200,000
	R SGD	N/A	SGD equivalent of £200,000
	R USD	N/A	USD equivalent of £200,000
	RH AUD	N/A	AUD equivalent of £200,000
	RH SGD	N/A	SGD equivalent of £200,000
	D USD	N/A	USD equivalent

Fund	Class	Minimum repurchase	Minimum holding
			of £200,000
	E USD	N/A	USD equivalent of £200,000
	Z USD	N/A	USD equivalent of £200,000
	Z SGD	N/A	SGD equivalent of £200,000
	ZH SGD	N/A	SGD equivalent of £200,000
	C USD Distributing	N/A	USD equivalent of £200,000
	F EUR Distributing	N/A	EUR equivalent of £200,000
	F GBP Distributing	N/A	£200,000
	F USD Distributing	N/A	USD equivalent of £200,000

”

7. Paragraph 10.1 of Appendix 1 of the Singapore Prospectus

The details relating to the performance in relation to GMO Quality Investment Fund and its benchmark appearing under the heading “**Performance of the Fund and benchmark**” are deleted in their entirety and replaced with the following:

“**10.1** The performance of the Fund as at 31 March 2024 is shown in the table below and is calculated on an average annual compounded basis.

Class/Benchmark	Currency	Average annual compounded return (%)				
		1 year	3 years	5 years	10 years	Since Inception
USD Class <i>Inception date: 10 November 2010</i>	USD	31.85%	12.49%	15.51%	13.66%	13.84%
MSCI World Index***	USD	25.07%	8.59%	12.06%	9.39%	9.88%
GBP Class <i>Inception date: 8 April 2020</i>	GBP	29.06%	15.85%	N/A	N/A	18.74%
MSCI World Index***	GBP	22.42%	11.83%	N/A	N/A	16.66%
EUR Class * <i>Inception date: 10</i>	EUR	N/A	N/A	N/A	N/A	N/A

<i>July 2023</i>						
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
SGD Class <i>Inception date: 29 November 2021</i>	SGD	33.87%	N/A	N/A	N/A	9.53%
MSCI World Index***	SGD	26.96%	N/A	N/A	N/A	4.71%
AUD Class ** <i>Inception date: 17 September 2024</i>	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
HKD Class **	HKD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	HKD	N/A	N/A	N/A	N/A	N/A
H SGD Class **	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
F EUR Class **	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
F USD Class **	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
FH EUR Class **	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
G USD Class **	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
G EUR Class **	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
GH SGD Class **	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
GH AUD Class **	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
J USD Class <i>Inception date: 7 July 2022</i>	USD	31.21%	N/A	N/A	N/A	22.38%
MSCI World Index***	USD	25.07%	N/A	N/A	N/A	19.28%
J GBP Class * <i>Inception date: 11 October 2023</i>	GBP	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	GBP	N/A	N/A	N/A	N/A	N/A
J EUR Class * <i>Inception date: 6 June</i>	EUR	N/A	N/A	N/A	N/A	N/A

2023						
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
J SGD Class <i>Inception date: 8 September 2022</i>	SGD	33.19%	N/A	N/A	N/A	21.46%
MSCI World Index***	SGD	26.96%	N/A	N/A	N/A	17.27%
J AUD Class * <i>Inception date: 16 May 2023</i>	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
J HKD Class **	HKD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	HKD	N/A	N/A	N/A	N/A	N/A
JH AUD Class **	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
JH CHF Class **	CHF	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	CHF	N/A	N/A	N/A	N/A	N/A
JH EUR Class **	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
JH SGD Class **	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
O USD Class **	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
OH AUD Class **	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
OH CHF Class **	CHF	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	CHF	N/A	N/A	N/A	N/A	N/A
OH EUR Class **	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
OH GBP Class **	GBP	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	GBP	N/A	N/A	N/A	N/A	N/A
OH HKD Class **	HKD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	HKD	N/A	N/A	N/A	N/A	N/A
OH SGD Class **	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
R SGD Class <i>Inception date: 25 November 2022</i>	SGD	33.09%	N/A	N/A	N/A	25.47%

MSCI World Index***	SGD	25.07%	N/A	N/A	N/A	18.53%
R USD Class <i>Inception date: 25 November 2022</i>	USD	31.03%	N/A	N/A	N/A	27.22%
MSCI World Index***	USD	23.22%	N/A	N/A	N/A	20.62%
RH AUD Class **	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
RH SGD Class **	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
D USD Class * <i>Inception date: 29 February 2024</i>	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
E USD Class <i>Inception date: 31 March 2023</i>	USD	31.80%	N/A	N/A	N/A	31.80%
MSCI World Index***	USD	25.07%	N/A	N/A	N/A	25.07%
Z USD Class **	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
Z SGD Class <i>Inception date: 23 February 2021</i>	SGD	34.51%	13.21%	N/A	N/A	14.51%
MSCI World Index***	SGD	26.96%	8.75%	N/A	N/A	9.46%
ZH SGD Class <i>Inception date: 23 February 2021</i>	SGD	30.43%	12.08%	N/A	N/A	12.76%
MSCI World Index***	SGD	25.07%	8.59%	N/A	N/A	8.67%
C USD Distributing Class * <i>Inception date: 26 April 2023</i>	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
F EUR Distributing Class **	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
F GBP Distributing Class **	GBP	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	GBP	N/A	N/A	N/A	N/A	N/A
F USD Distributing Class **	USD	N/A	N/A	N/A	N/A	N/A

MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
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*As at 31 March 2024, the EUR, J GBP, J EUR, J AUD, D USD and C USD Distributing Classes have been incepted for less than one year. Accordingly, a track record of at least one year is not available for these Classes.

** As at 31 March 2024, the AUD, HKD, H SGD, J HKD, Z USD, F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, G USD, G EUR, GH SGD, GH AUD, JH AUD, JH SGD, RH AUD, RH SGD, JH EUR, JH CHF, O USD, OH EUR, OH GBP, OH SGD, OH AUD, OH HKD and OH CHF Classes have not yet been incepted. Accordingly, a track record of at least one year is not available for these Classes.

The returns of the Classes are calculated on an offer-to-bid (taking into account any applicable subscription charge and repurchase fee). Where dividends have been declared or made, returns are calculated on the assumption that all dividends are reinvested, taking into account all charges payable upon such reinvestment.

*** The performance of the MSCI World Index is shown for comparison purposes only. Please refer to paragraph 10.2 of Appendix 1 of this Singapore Prospectus for further information. Any reference to the index should not be interpreted to be a benchmark against which the Fund's performance is or will be measured. The returns of the index are calculated on an offer-to-bid in the currency of the relevant Class.

You should note that the past performance of the Fund or a Class is not necessarily indicative of the future performance of the Fund or that Class."

8. Paragraph 10.3 of Appendix 1 of the Singapore Prospectus

The details relating to the expense ratios in relation to GMO Quality Investment Fund and its benchmark appearing under the heading "**Expense Ratios**" are deleted in their entirety and replaced with the following:

"The expense ratios of the Fund over the financial year ended 30 September 2023 are shown in the table below.

Fund	Class	Expense Ratio for the financial year ended 30 September 2023
GMO Quality Investment Fund	USD	0.55%
	GBP	0.55%
	EUR	0.55%*
	SGD	0.55%
	AUD	N.A.
	HKD	N.A.
	H SGD	N.A.

Fund	Class	Expense Ratio for the financial year ended 30 September 2023
	F EUR	N.A.
	F USD	N.A.
	FH EUR	N.A.
	G USD	N.A.
	G EUR	N.A.
	GH SGD	N.A.
	GH AUD	N.A.
	J USD	1.07%
	J GBP	N.A.
	J EUR	1.07%*
	J SGD	1.07%
	J AUD	1.07%*
	J HKD	N.A.
	JH AUD	N.A.
	JH EUR	N.A.
	JH CHF	N.A.
	JH SGD	N.A.
	O USD	N.A.
	OH EUR	N.A.
	OH GBP	N.A.
	OH SGD	N.A.
	OH AUD	N.A.
	OH HKD	N.A.
	OH CHF	N.A.
	R SGD	1.17%*
	R USD	1.17%*
	RH AUD	N.A.
	RH SGD	N.A.
D USD	N.A.	
E USD	0.56%*	

Fund	Class	Expense Ratio for the financial year ended 30 September 2023
	Z USD	N.A.
	Z SGD	0.07%
	ZH SGD	0.07%
	C USD Distributing	0.51%*
	F EUR Distributing	N.A.
	F GBP Distributing	N.A.
	F USD Distributing	N.A.


The expense ratios of the AUD, HKD, H SGD, J GBP, J HKD, D USD, Z USD, F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, G USD, G EUR, GH SGD, GH AUD, JH AUD, JH SGD, RH AUD, RH SGD, JH EUR, JH CHF, O USD, OH EUR, OH GBP, OH SGD, OH AUD, OH HKD and OH CHF Classes for the financial year ended 30 September 2023 are not available as at the date of this Singapore Prospectus as the AUD, HKD, H SGD, J GBP, J HKD, D USD, Z USD, F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, G USD, G EUR, GH SGD, GH AUD, JH AUD, JH SGD, RH AUD, RH SGD, JH EUR, JH CHF, O USD, OH EUR, OH GBP, OH SGD, OH AUD, OH HKD and OH CHF Classes were each not yet incepted as at 30 September 2023.

*As these Classes have yet to be incepted for at least 1 year, the figures disclosed herein are based on annualised figures.

The following expenses (where applicable) are excluded from the calculation of the expense ratios:-


- (a) brokerage and other transaction costs;
- (b) interest expenses;
- (c) performance fee;
- (d) foreign exchange gains and losses;
- (e) front or back-end loads and other costs arising on the purchase or sale of a foreign exchange unit trust or mutual fund;
- (f) tax deducted at source or arising on income received; and
- (g) dividends and other distributions paid to holders.”

Signed:



David Bohan
Director
(signed by Arron Day for and on behalf of David Bohan)

Signed:



Eimear Cowhey
Director
(signed by Arron Day for and on behalf of Eimear Cowhey)

Signed:



Arron Day
Director

Signed:



John Fitzpatrick
Director
(signed by Arron Day for and on behalf of John Fitzpatrick)

GMO FUNDS PLC

(an umbrella investment company with variable capital and with segregated liability between sub-funds constituted in Ireland with limited liability with registered number 351477 and is constituted outside Singapore)

THIRD SUPPLEMENTARY PROSPECTUS DATED 11 FEBRUARY 2025

A copy of this Third Supplementary Prospectus has been lodged with the Monetary Authority of Singapore (the “**MAS**”) who takes no responsibility for its contents.

This Third Supplementary Prospectus is lodged with the MAS pursuant to Section 298 of the Securities and Futures Act 2001 of Singapore and is supplemental to the prospectus relating to GMO Funds plc (the “**Fund**”) registered by the MAS on 16 May 2024 which is replaced by the replacement prospectus lodged with the MAS on 10 June 2024 and supplemented by the First Supplementary Prospectus lodged with the MAS on 14 October 2024 and Second Supplementary Prospectus lodged with the MAS on 25 November 2024 (the “**Singapore Prospectus**”).

Terms used in this Third Supplementary Prospectus will have the meaning and construction ascribed to them in the Singapore Prospectus. This Third Supplementary Prospectus should be read and construed in conjunction and as one document with the Singapore Prospectus.

This Third Supplementary Prospectus sets out the amendments made to the Singapore Prospectus to reflect the new offer of Class JU USD for GMO Quality Investment Fund with effect from 10 February 2025.

In this connection, the Singapore Prospectus is amended as follows with effect from the date of this Third Supplementary Prospectus:

1. Cover page

The last paragraph of the cover page is deleted in its entirety and replaced with the following:

“This Singapore Prospectus incorporates and is not valid without the attached Irish prospectus of the Company dated 28 May 2024, the first supplemental prospectus dated 22 August 2024, the second supplemental prospectus dated 8 October 2024, third supplemental prospectus dated 7 November 2024 and the fourth supplemental prospectus dated 10 February 2025 (together, the “**Irish Prospectus**”). Unless the context otherwise requires, terms defined in the Irish Prospectus shall have the same meaning when used in this Singapore Prospectus except where specifically provided for by this Singapore Prospectus.”

2. Paragraph 2 of Appendix 1 of the Singapore Prospectus

The details relating to the share classes of GMO Quality Investment Fund appearing under the heading “**Classes of Shares**” are deleted in their entirety and replaced with the following:

“The Company is currently offering Shares in the following Classes in the Fund:

Classes of Shares	Currency of Class	Distribution or dividend policy*	Inception Date
USD	USD	Nil. All income and capital gains of the Fund will be reinvested.	10 November 2010
GBP	Great Britain Pound (“ GBP ”)		8 April 2020
EUR	Euro (“ EUR ”)		10 July 2023
SGD	Singapore Dollar (“ SGD ”)		29 November 2021
H SGD	SGD		Not Yet Incepted**
AUD	Australia Dollar (“ AUD ”)		17 September 2024
HKD	Hong Kong Dollar (“ HKD ”)		Not Yet Incepted**
F EUR	EUR		21 November 2024
F USD	USD		21 November 2024
FH EUR	EUR		21 November 2024
G USD	USD		21 November 2024
G EUR	EUR		21 November 2024
GH SGD	SGD		21 November 2024
GH AUD	AUD		21 November 2024
J USD	USD		22 July 2022
J GBP	GBP		11 October 2023
J EUR	EUR		6 June 2023
J SGD	SGD		8 September 2022
J AUD	AUD		16 May 2023
J HKD	HKD		Not Yet Incepted**
JH AUD	AUD	17 December 2024	
JH CHF	CHF	17 December 2024	
JH EUR	EUR	17 December 2024	
JH SGD	SGD	17 December 2024	
JU USD	USD	Not Yet Incepted**	

Classes of Shares	Currency of Class	Distribution or dividend policy*	Inception Date
O USD	USD		17 December 2024
OH AUD	AUD		17 December 2024
OH CHF	CHF		17 December 2024
OH EUR	EUR		17 December 2024
OH GBP	GBP		17 December 2024
OH HKD	HKD		17 December 2024
OH SGD	SGD		17 December 2024
R SGD	SGD		25 November 2022
R USD	USD		25 November 2022
RH AUD	AUD		Not Yet Incepted**
RH SGD	SGD		Not Yet Incepted**
D USD	USD		29 February 2024
E USD	USD		31 March 2023
Z USD	USD		Not Yet Incepted**
Z SGD	SGD		23 February 2021
ZH SGD	SGD		23 February 2021
C USD Distributing	USD	Distributions (if any) will generally be made at the absolute discretion of the Investment Manager and is not guaranteed.^	26 April 2023
F EUR Distributing	EUR		21 November 2024
F GBP Distributing	GBP		21 November 2024
F USD Distributing	USD		21 November 2024

* The Directors may, upon advance notice to Shareholders, decide to change the dividend policy of, and declare a dividend in respect of, any Class of Shares in the Fund. Where such dividend is declared, it may be paid out of dividend and net interest income earned plus net realised and net unrealised capital gains after the deduction of expenses in that accounting period attributable to the relevant Class. **Shareholders should note that a payment of dividend out of capital represents a return of the amount invested and a reduction of the portion of net assets allocated to the Fund or a Class.**

** These Classes have not been incepted as at the date of this Singapore Prospectus. Please refer to paragraph 7 below for further details. Classes not yet incepted may be launched at such later date at such initial offer period (if any) and initial offer price (if any) as the Directors may determine in their discretion. The Directors may at their discretion decide not to proceed with the launch of any Class not yet incepted and in such event, the contributions of the applicants to the relevant Class will be refunded without interest.

^The making of any distribution shall not be taken to imply that further distributions will be made and the Investment Manager may at any time determine that no distributions will be made in the event that the income and capital gains are insufficient. The Investment Manager reserves the right to vary the frequency and/or amount of distributions. Distributions from the Fund may be made out of the income, capital gains or capital of the Fund.”

3. Paragraph 6 of Appendix 1 of the Singapore Prospectus

The details relating to the fees and charges payable in relation to GMO Quality Investment Fund appearing under the heading “**Fees and Charges**” are deleted in their entirety and replaced with the following:

“

Fees payable in relation to the Fund	
Fees payable by investors	
Subscription charge*	Nil
Repurchase fee*	Nil
Switching charge*	Up to 2% of the Net Asset Value of the Shares to be exchanged.
Fees payable by the Fund	
Investment Manager’s Fee (a) Retained by Investment Manager (b) Paid by Investment Manager to distributors (trailer fee)	<p><u>Classes USD, C USD Distributing, GBP, EUR, SGD, AUD, HKD and H SGD</u></p> <ul style="list-style-type: none"> • Currently 0.48% per annum; Up to 0.48% per annum <p>(a) 100% of Investment Manager’s Fee# (b) 0% of Investment Manager’s Fee#</p> <p><u>Classes F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, O USD, OH EUR, OH GBP, OH SGD, OH AUD, OH HKD and OH CHF</u></p> <ul style="list-style-type: none"> • Currently 0.39% per annum; Up to 0.48% per

	<p>annum</p> <p>(c) 100% of Investment Manager's Fee[#]</p> <p>(d) 0% of Investment Manager's Fee[#]</p> <p><u>Class D USD</u></p> <ul style="list-style-type: none"> • Currently 0.39% per annum; Up to 0.44% per annum <p>(a) 100% of Investment Manager's Fee[#]</p> <p>(b) 0% of Investment Manager's Fee[#]</p> <p><u>Class E USD</u></p> <ul style="list-style-type: none"> • Currently 0.49% per annum; Up to 0.53% per annum <p>(a) 100% of Investment Manager's Fee^{#1}</p> <p>(b) 0% of Investment Manager's Fee[#]</p> <p><u>Classes G USD, G EUR, GH SGD, GH AUD, JH AUD, JH EUR, JH CHF, JH SGD and JU USD</u></p> <ul style="list-style-type: none"> • Currently 0.78% per annum; Maximum 1.00% per annum <p>(a) 50% of Investment Manager's Fee[#]</p> <p>(b) 50% of Investment Manager's Fee[#]</p> <p><u>Classes J USD, J GBP, J EUR, J SGD, J AUD and J HKD</u></p> <ul style="list-style-type: none"> • Currently 1.00% per annum; Maximum 1.00% per annum <p>(a) 50% of Investment Manager's Fee[#]</p> <p>(b) 50% of Investment Manager's Fee[#]</p> <p><u>Classes R USD, R SGD, RH AUD and RH SGD</u></p> <ul style="list-style-type: none"> • Currently 1.10% per annum; Maximum 1.10% per annum <p>(a) 50% of Investment Manager's Fee[#]</p> <p>(b) 50% of Investment Manager's Fee[#]</p> <p><u>Classes Z USD, Z SGD and ZH SGD</u></p> <ul style="list-style-type: none"> • Currently 0.00% per annum; Maximum 0.00% per annum
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¹ Please note that 0.05% of the Investment Manager Fee paid in respect of Class E USD is apportioned for distribution platform fees

Management Fee	Up to 0.01% per annum**
Annual Administrator and Depositary Fee	0.05%
Other substantial fee or charge (i.e. 0.1% or more of the Fund's asset value)	N/A

The percentage of Investment Manager Fee payable to distributors as trailer fees may vary from time to time without prior notice. Please check with your distributor on the amount of trailer fee payable to them in respect of the relevant Class. Your distributor is required to disclose to you the amount of trailer fee it receives from the Investment Manager.

* A subscription charge, a repurchase fee and/or a switching charge may be imposed by the approved distributors or you may have to pay additional fees and charges (including any additional taxes or commissions, where applicable) to the approved distributors, depending on the specific nature of services provided to you by the approved distributors. You should check with the approved distributors to confirm the applicable fees and charges incurred in Singapore on the issuance of Shares.

** Subject to an annual minimum fee of €75,000 per annum. The Management Fee shall accrue on each Dealing Day and is payable monthly in arrears. The Management Fee may be waived or reduced by the Manager.

Please refer to the “FEES AND EXPENSES” section of the Irish Prospectus for further information.”

4. Paragraph 7 of Appendix 1 of the Singapore Prospectus

The details relating to the subscription price and offer period in relation to GMO Quality Investment Fund appearing under the heading “**Subscription price and offer period**” are deleted in their entirety and replaced with the following:

“7.1 The initial subscription price for the Shares of new Classes of the Fund are as follows

Fund	Class	Initial subscription price
GMO Quality Investment Fund	HKD	HKD 200
	H SGD	SGD 20
	J HKD	HKD 200
	JU USD	USD 20
	RH AUD	A\$20
	RH SGD	SGD 20
	Z USD	USD 20

7.2 The initial offer period for the Shares of new Classes of the Fund are as follows:

- (i) The initial offer period for the H SGD and Z USD Shares started at 9am (Irish time) on 13 November 2020 and shall end at 5pm (Irish time) on 8 August 2025, or such date or such period as determined by the Directors.
- (ii) The initial offer period for the HKD and J HKD Shares started at 9am (Irish time) on 28 April 2022 and shall end at 5pm (Irish time) on 8 August 2025, or such date or such period as determined by the Directors.
- (iii) The initial offer period for the RH AUD and RH SGD Shares started at 9am (Irish time) on 22 August 2024 and shall end at 5pm (Irish time) on 8 August 2025, or such date or such period as determined by the Directors.
- (iv) The initial offer period for the JU USD Shares started at 9am (Irish time) on 10 February 2025 and shall end at 5pm (Irish time) on 8 August 2025, or such date or such period as determined by the Directors.

7.3 For existing Classes and (in the case of a new Class) following the expiry of the initial offer period, Shares in a Class of the Fund will be issued on a forward pricing basis and the price at which the Shares will be issued will be based on the relevant Net Asset Value per Share in accordance with paragraph 9.4 of this Singapore Prospectus. You should note that in calculating the Net Asset Value per Share for a Class on any Dealing Day, the Investment Manager may at its discretion adjust the Net Asset Value per Share by applying a dilution adjustment. Please refer to paragraph 9.6 of this Singapore Prospectus for further details on dilution adjustments and paragraph 12.1 of this Singapore Prospectus on where you may obtain prices of the relevant Classes of Shares of the Fund.”

5. Paragraph 8 of Appendix 1 of the Singapore Prospectus

The details relating to the minimum initial investment and minimum subsequent investment in relation to GMO Quality Investment Fund appearing under the heading “**Minimum Initial Investment and Minimum Subsequent Investment**” are deleted in their entirety and replaced with the following:

“

Fund	Class	Minimum initial investment	Minimum subsequent investment
GMO Quality Investment Fund	USD	US\$1,000,000	N/A
	GBP	GBP equivalent of US\$1,000,000	N/A
	EUR	EUR equivalent of US\$1,000,000	N/A
	SGD	SGD equivalent of US\$1,000,000	N/A

Fund	Class	Minimum initial investment	Minimum subsequent investment
	AUD	AUD equivalent of US\$1,000,000	N/A
	HKD	HKD equivalent of US\$1,000,000	N/A
	H SGD	SGD equivalent of US\$1,000,000	N/A
	F EUR	EUR equivalent of US\$300,000,000	N/A
	F USD	US\$300,000,000	N/A
	FH EUR	EUR equivalent of US\$300,000,000	N/A
	G USD	US\$300,000,000	N/A
	G EUR	EUR equivalent of US\$300,000,000	N/A
	GH SGD	SGD equivalent of US\$300,000,000	N/A
	GH AUD	AUD equivalent of US\$300,000,000	N/A
	J USD	US\$5,000,000	N/A
	J GBP	GBP equivalent of US\$5,000,000	N/A
	J EUR	EUR equivalent of US\$5,000,000	N/A
	J SGD	SGD equivalent of US\$5,000,000	N/A
	J AUD	AUD equivalent of US\$5,000,000	N/A
	J HKD	HKD equivalent of US\$5,000,000	N/A
	JH AUD	AUD equivalent of US\$1,000,000	N/A
	JH CHF	CHF equivalent of US\$5,000,000	N/A
	JH EUR	EUR equivalent of US\$5,000,000	N/A

Fund	Class	Minimum initial investment	Minimum subsequent investment
	JH SGD	SGD equivalent of US\$5,000,000	N/A
	JU USD	US\$300,000,000	N/A
	O USD	US\$300,000,000	N/A
	OH AUD	AUD equivalent of US\$300,000,000	N/A
	OH CHF	CHF equivalent of US\$300,000,000	N/A
	OH EUR	EUR equivalent of US\$300,000,000	N/A
	OH GBP	GBP equivalent of US\$300,000,000	N/A
	OH HKD	HKD equivalent of US\$300,000,000	N/A
	OH SGD	SGD equivalent of US\$300,000,000	N/A
	R SGD	SGD equivalent of US\$1,000,000	N/A
	R USD	US\$1,000,000	N/A
	RH AUD	AUD equivalent of US\$1,000,000	N/A
	RH SGD	SGD equivalent of US\$1,000,000	N/A
	D USD	US\$125,000,000	N/A
	E USD	US\$1,000,000	N/A
	Z USD	US\$5,000,000	N/A
	Z SGD	SGD equivalent of US\$5,000,000	N/A
	ZH SGD	SGD equivalent of US\$5,000,000	N/A
	C USD Distributing	US\$1,000,000	N/A

Fund	Class	Minimum initial investment	Minimum subsequent investment
	F EUR Distributing	EUR equivalent of US\$300,000,000	N/A
	F GBP Distributing	GBP equivalent of US\$300,000,000	N/A
	F USD Distributing	US\$300,000,000	N/A

”

6. Paragraph 9 of Appendix 1 of the Singapore Prospectus

The details relating to the minimum repurchase and minimum holding in relation to GMO Quality Investment Fund appearing under the heading “**Minimum repurchase and Minimum holding**” are deleted in their entirety and replaced with the following:

“

Fund	Class	Minimum repurchase	Minimum holding
GMO Quality Investment Fund	USD	N/A	USD equivalent of £200,000
	GBP	N/A	£200,000
	EUR	N/A	EUR equivalent of £200,000
	SGD	N/A	SGD equivalent of £200,000
	AUD	N/A	AUD equivalent of £200,000
	HKD	N/A	HKD equivalent of £200,000
	H SGD	N/A	SGD equivalent of £200,000
	F EUR	N/A	EUR equivalent of £200,000
	F USD	N/A	USD equivalent of £200,000
	FH EUR	N/A	EUR equivalent of £200,000
	G USD	N/A	USD equivalent of £200,000

Fund	Class	Minimum repurchase	Minimum holding
	G EUR	N/A	EUR equivalent of £200,000
	GH SGD	N/A	SGD equivalent of £200,000
	GH AUD	N/A	AUD equivalent of £200,000
	J USD	N/A	USD equivalent of £200,000
	J GBP	N/A	£200,000
	J EUR	N/A	EUR equivalent of £200,000
	J SGD	N/A	SGD equivalent of £200,000
	J AUD	N/A	AUD equivalent of £200,000
	J HKD	N/A	HKD equivalent of £200,000
	JH AUD	N/A	AUD equivalent of £200,000
	JH CHF	N/A	CHF equivalent of £200,000
	JH EUR	N/A	EUR equivalent of £200,000
	JH SGD	N/A	SGD equivalent of £200,000
	JU USD	N/A	USD equivalent of £200,000
	O USD	N/A	USD equivalent of £200,000
	OH AUD	N/A	AUD equivalent of £200,000
	OH CHF	N/A	CHF equivalent of £200,000
	OH EUR	N/A	EUR equivalent of £200,000
	OH GBP	N/A	£200,000
	OH HKD	N/A	HKD equivalent

Fund	Class	Minimum repurchase	Minimum holding
			of £200,000
	OH SGD	N/A	SGD equivalent of £200,000
	R SGD	N/A	SGD equivalent of £200,000
	R USD	N/A	USD equivalent of £200,000
	RH AUD	N/A	AUD equivalent of £200,000
	RH SGD	N/A	SGD equivalent of £200,000
	D USD	N/A	USD equivalent of £200,000
	E USD	N/A	USD equivalent of £200,000
	Z USD	N/A	USD equivalent of £200,000
	Z SGD	N/A	SGD equivalent of £200,000
	ZH SGD	N/A	SGD equivalent of £200,000
	C USD Distributing	N/A	USD equivalent of £200,000
	F EUR Distributing	N/A	EUR equivalent of £200,000
	F GBP Distributing	N/A	£200,000
	F USD Distributing	N/A	USD equivalent of £200,000

”

7. Paragraph 10.1 of Appendix 1 of the Singapore Prospectus

The details relating to the performance in relation to GMO Quality Investment Fund and its benchmark appearing under the heading “**Performance of the Fund and benchmark**” are deleted in their entirety and replaced with the following:

“**10.1** The performance of the Fund as at 31 March 2024 is shown in the table below and is calculated on an average annual compounded basis.

			Average annual compounded return (%)			
Class/Benchmark	Currency	1 year	3 years	5 years	10 years	Since Inception
USD Class <i>Inception date: 10 November 2010</i>	USD	31.85%	12.49%	15.51%	13.66%	13.84%
MSCI World Index***	USD	25.07%	8.59%	12.06%	9.39%	9.88%
GBP Class <i>Inception date: 8 April 2020</i>	GBP	29.06%	15.85%	N/A	N/A	18.74%
MSCI World Index***	GBP	22.42%	11.83%	N/A	N/A	16.66%
EUR Class * <i>Inception date: 10 July 2023</i>	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
SGD Class <i>Inception date: 29 November 2021</i>	SGD	33.87%	N/A	N/A	N/A	9.53%
MSCI World Index***	SGD	26.96%	N/A	N/A	N/A	4.71%
AUD Class ** <i>Inception date: 17 September 2024</i>	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
HKD Class **	HKD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	HKD	N/A	N/A	N/A	N/A	N/A
H SGD Class **	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
F EUR Class ** <i>Inception date: 21 November 2024</i>	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
F USD Class ** <i>Inception date: 21 November 2024</i>	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
FH EUR Class ** <i>Inception date: 21 November 2024</i>	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A

G USD Class **	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
G EUR Class ** <i>Inception date: 21 November 2024</i>	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
GH SGD Class ** <i>Inception date: 21 November 2024</i>	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
GH AUD Class ** <i>Inception date: 21 November 2024</i>	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
J USD Class <i>Inception date: 7 July 2022</i>	USD	31.21%	N/A	N/A	N/A	22.38%
MSCI World Index***	USD	25.07%	N/A	N/A	N/A	19.28%
J GBP Class * <i>Inception date: 11 October 2023</i>	GBP	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	GBP	N/A	N/A	N/A	N/A	N/A
J EUR Class * <i>Inception date: 6 June 2023</i>	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
J SGD Class <i>Inception date: 8 September 2022</i>	SGD	33.19%	N/A	N/A	N/A	21.46%
MSCI World Index***	SGD	26.96%	N/A	N/A	N/A	17.27%
J AUD Class * <i>Inception date: 16 May 2023</i>	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
J HKD Class **	HKD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	HKD	N/A	N/A	N/A	N/A	N/A
JH AUD Class ** <i>Inception date: 17 December 2024</i>	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A

JH CHF Class ** <i>Inception date: 17 December 2024</i>	CHF	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	CHF	N/A	N/A	N/A	N/A	N/A
JH EUR Class ** <i>Inception date: 17 December 2024</i>	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
JH SGD Class ** <i>Inception date: 17 December 2024</i>	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
JU USD Class **	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
O USD Class ** <i>Inception date: 17 December 2024</i>	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
OH AUD Class ** <i>Inception date: 17 December 2024</i>	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
OH CHF Class ** <i>Inception date: 17 December 2024</i>	CHF	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	CHF	N/A	N/A	N/A	N/A	N/A
OH EUR Class ** <i>Inception date: 17 December 2024</i>	EUR	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
OH GBP Class ** <i>Inception date: 17 December 2024</i>	GBP	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	GBP	N/A	N/A	N/A	N/A	N/A
OH HKD Class ** <i>Inception date: 17 December 2024</i>	HKD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	HKD	N/A	N/A	N/A	N/A	N/A
OH SGD Class ** <i>Inception date: 17</i>	SGD	N/A	N/A	N/A	N/A	N/A

<i>December 2024</i>						
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
R SGD Class <i>Inception date: 25 November 2022</i>	SGD	33.09%	N/A	N/A	N/A	25.47%
MSCI World Index***	SGD	25.07%	N/A	N/A	N/A	18.53%
R USD Class <i>Inception date: 25 November 2022</i>	USD	31.03%	N/A	N/A	N/A	27.22%
MSCI World Index***	USD	23.22%	N/A	N/A	N/A	20.62%
RH AUD Class **	AUD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	AUD	N/A	N/A	N/A	N/A	N/A
RH SGD Class **	SGD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	SGD	N/A	N/A	N/A	N/A	N/A
D USD Class * <i>Inception date: 29 February 2024</i>	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
E USD Class <i>Inception date: 31 March 2023</i>	USD	31.80%	N/A	N/A	N/A	31.80%
MSCI World Index***	USD	25.07%	N/A	N/A	N/A	25.07%
Z USD Class **	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
Z SGD Class <i>Inception date: 23 February 2021</i>	SGD	34.51%	13.21%	N/A	N/A	14.51%
MSCI World Index***	SGD	26.96%	8.75%	N/A	N/A	9.46%
ZH SGD Class <i>Inception date: 23 February 2021</i>	SGD	30.43%	12.08%	N/A	N/A	12.76%
MSCI World Index***	SGD	25.07%	8.59%	N/A	N/A	8.67%
C USD Distributing Class * <i>Inception date: 26 April 2023</i>	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A
F EUR Distributing Class ** <i>Inception date: 21</i>	EUR	N/A	N/A	N/A	N/A	N/A

<i>November 2024</i>						
MSCI World Index***	EUR	N/A	N/A	N/A	N/A	N/A
F GBP Distributing Class ** <i>Inception date: 21 November 2024</i>	GBP	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	GBP	N/A	N/A	N/A	N/A	N/A
F USD Distributing Class ** <i>Inception date: 21 November 2024</i>	USD	N/A	N/A	N/A	N/A	N/A
MSCI World Index***	USD	N/A	N/A	N/A	N/A	N/A

*As at 31 March 2024, the EUR, J GBP, J EUR, J AUD, D USD and C USD Distributing Classes have been incepted for less than one year. Accordingly, a track record of at least one year is not available for these Classes.

** As at 31 March 2024, the AUD, HKD, H SGD, J HKD, Z USD, F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, G USD, G EUR, GH SGD, GH AUD, JH AUD, JH SGD, RH AUD, RH SGD, JH EUR, JH CHF, JU USD, O USD, OH EUR, OH GBP, OH SGD, OH AUD, OH HKD and OH CHF Classes have not yet been incepted. Accordingly, a track record of at least one year is not available for these Classes.

The returns of the Classes are calculated on an offer-to-bid (taking into account any applicable subscription charge and repurchase fee). Where dividends have been declared or made, returns are calculated on the assumption that all dividends are reinvested, taking into account all charges payable upon such reinvestment.

*** The performance of the MSCI World Index is shown for comparison purposes only. Please refer to paragraph 10.2 of Appendix 1 of this Singapore Prospectus for further information. Any reference to the index should not be interpreted to be a benchmark against which the Fund's performance is or will be measured. The returns of the index are calculated on an offer-to-bid in the currency of the relevant Class.

You should note that the past performance of the Fund or a Class is not necessarily indicative of the future performance of the Fund or that Class."

8. Paragraph 10.3 of Appendix 1 of the Singapore Prospectus

The details relating to the expense ratios in relation to GMO Quality Investment Fund and its benchmark appearing under the heading "**Expense Ratios**" are deleted in their entirety and replaced with the following:

"The expense ratios of the Fund over the financial year ended 30 September 2023 are shown in the table below.

Fund	Class	Expense Ratio for the financial year ended 30 September 2023
GMO Quality Investment Fund	USD	0.55%
	GBP	0.55%
	EUR	0.55%*
	SGD	0.55%
	AUD	N.A.
	HKD	N.A.
	H SGD	N.A.
	F EUR	N.A.
	F USD	N.A.
	FH EUR	N.A.
	G USD	N.A.
	G EUR	N.A.
	GH SGD	N.A.
	GH AUD	N.A.
	J USD	1.07%
	J GBP	N.A.
	J EUR	1.07%*
	J SGD	1.07%
	J AUD	1.07%*
	J HKD	N.A.
	JH AUD	N.A.
	JH EUR	N.A.
	JH CHF	N.A.
	JH SGD	N.A.
	JU USD	N.A.
	O USD	N.A.
	OH EUR	N.A.
	OH GBP	N.A.
OH SGD	N.A.	
OH AUD	N.A.	

Fund	Class	Expense Ratio for the financial year ended 30 September 2023
	OH HKD	N.A.
	OH CHF	N.A.
	R SGD	1.17%*
	R USD	1.17%*
	RH AUD	N.A.
	RH SGD	N.A.
	D USD	N.A.
	E USD	0.56%*
	Z USD	N.A.
	Z SGD	0.07%
	ZH SGD	0.07%
	C USD Distributing	0.51%*
	F EUR Distributing	N.A.
	F GBP Distributing	N.A.
	F USD Distributing	N.A.

The expense ratios of the AUD, HKD, H SGD, J GBP, J HKD, D USD, Z USD, F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, G USD, G EUR, GH SGD, GH AUD, JH AUD, JH SGD, RH AUD, RH SGD, JH EUR, JH CHF, JU USD, O USD, OH EUR, OH GBP, OH SGD, OH AUD, OH HKD and OH CHF Classes for the financial year ended 30 September 2023 are not available as at the date of this Singapore Prospectus as the AUD, HKD, H SGD, J GBP, J HKD, D USD, Z USD, F EUR, F USD, F EUR Distributing, F GBP Distributing, F USD Distributing, FH EUR, G USD, G EUR, GH SGD, GH AUD, JH AUD, JH SGD, JU USD, RH AUD, RH SGD, JH EUR, JH CHF, O USD, OH EUR, OH GBP, OH SGD, OH AUD, OH HKD and OH CHF Classes were each not yet incepted as at 30 September 2023.

*As these Classes have yet to be incepted for at least 1 year, the figures disclosed herein are based on annualised figures.

The following expenses (where applicable) are excluded from the calculation of the expense ratios:-

- (a) brokerage and other transaction costs;
- (b) interest expenses;
- (c) performance fee;

- (d) foreign exchange gains and losses;
- (e) front or back-end loads and other costs arising on the purchase or sale of a foreign exchange unit trust or mutual fund;
- (f) tax deducted at source or arising on income received; and
- (g) dividends and other distributions paid to holders.”

Signed:



David Bohan
Director
(signed by Arron Day for and on behalf of David Bohan)

Signed:



Eimear Cowhey
Director
(signed by Arron Day for and on behalf of Eimear Cowhey)

Signed:



Arron Day
Director

Signed:



John Fitzpatrick
Director
(signed by Arron Day for and on behalf of John Fitzpatrick)