

## **SUPPLEMENT 2: JK JAPAN FUND**

**20 April 2020**

**This Supplement contains information relating specifically to JK Japan Fund (the "Fund"), a sub-fund of JK Funds p.l.c. (the "Company"), an open-ended umbrella fund with segregated liability between sub-funds authorised by the Central Bank on 30 August 2013 as a UCITS pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2011 (as amended). This Supplement forms part of and should be read in conjunction with the Prospectus of the Company dated 12 February 2020. The other sub-fund of the Company is JK Global Opportunities Fund.**

**Shares in the Fund are not deposits and are not guaranteed. Investment in the Fund involves certain investment risks, including the fluctuation of principal. The value of investments may fall as well as rise and investors may get back less than they originally invested. Investors' attention is particularly drawn to the section of the Prospectus entitled "Risk Factors".**

**The Fund may engage in transactions in Financial Derivative Instruments ("FDIs") for share class hedging. The Directors of the Company expect that the Net Asset Value of the Fund will have medium to high volatility. Investors should read the section entitled 'Risk Factors' before investing in the Fund.**

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

## Key Terms

<b>Name of Fund:</b>	JK Japan Fund
<b>Investment Objective:</b>	The investment objective of the Fund is to achieve long term capital appreciation.
<b>Investment Policy:</b>	<p>The Fund will seek to achieve its Investment Objective by investing primarily in Japanese equities, which are listed or traded on a Recognised Exchange including, but without limitation, common and preferred stock. The Fund may also hold cash and deposits within the Depositary's sub-custodian network pending investment.</p> <p>The Fund may at any particular time be invested up to 100 per cent of the entire portfolio in Japanese equities. It is expected that the Fund will typically be invested in under 50 Japanese equities.</p> <p>As provided for in the RMP, the Fund may invest in convertible bonds relating to Japanese companies. The Investment Manager will use forward FX contracts to hedge the currency exposure of non-base currency share classes back to the base currency. A forward FX contracts is a contract to purchase or sell a specific currency at a future date at a price set at the time of the contract.</p> <p>The currency hedging detailed above is the only form of share class hedging undertaken by the Fund. Further details of the allocation to the relevant Class of the gains/losses on and the costs of the relevant financial instruments relating to class specific hedging are included in the Prospectus under the heading "Currency Hedging at Share Class Level".</p> <p>The Fund is also permitted to concentrate investments in any one industry or market sector subject to the UCITS Requirements, as applicable.</p> <p>The Fund is actively managed. The Investment Manager will measure the performance of the Fund against the TOPIX, also known as the Tokyo Stock Price Index. The TOPIX is a capitalization-weighted index of all companies listed on the First Section of the Tokyo Stock Exchange. The index is supplemented by the sub-indices of the 33 industry sectors.</p> <p>The TOPIX is used for comparison purposes only and the Fund will not replicate the composition of the TOPIX. The assets of the Fund may differ greatly from the constituents of the TOPIX.</p>
<b>Investment Strategy</b>	<p>The Fund will seek to achieve its investment objective by investing in a portfolio of Japanese equities that the Investment Manager believes to be undervalued given their long term growth and business prospects. The Investment Manager uses a variety of measures to determine whether or not a company is undervalued, but the central philosophy is to invest in strong business franchises, that have good long term growth potential,</p>

and where the Investment Manager feels that this growth potential is being undervalued by the market.

The Investment Manager will look to invest in a diversified portfolio of listed Japanese equities, holding (typically but not constrained to) between 25 and 35 stocks in normal stock market environments. The Investment Manager will employ a combination of fundamental and quantitative analysis to identify candidates for investment, with technical analysis employed to aid timing decisions. The Investment Manager carries out a fundamental analysis by making a forecast of a business' long term growth potential of earnings and dividends, and from this derives a net present value for the business. Quantitative techniques are used to analyse how the market has chosen to value a business over the business cycle historically, further aiding the Investment Manager's understanding of whether the present value ascribed to the business by the market is appropriate or not. A range of technical indicators are employed to aid the timing decision when buying and selling stocks. Such indicators will include, but are not limited to, moving averages, relative strength indices, and trend analysis.

The focus will be on creating a portfolio of top quality businesses, that have strong medium term growth potential, strong balance sheets and high quality management teams that the Investment Manager knows well and has invested in over many years. Business quality is assessed by measures such as the historical dividend growth, cash flow generation and cash conversion, and balance sheet strength. Management quality is assessed by, but not limited to, its strategic decision making, financial policy, and shareholder engagement.

### **Profile of Typical Investor in the Fund**

Investors in the Fund are likely to be a combination of institutional investors and high net worth individuals who understand and appreciate the risks associated with investing in Shares of the Fund. The Fund may also be distributed to retail investors via fund distribution platforms. The Fund is suitable for investors seeking long term capital appreciation and high market volatility and risk in the management of their assets, in particular given the Fund will be invested in one market, namely Japan. Investment in the Fund should be determined by the attitude to risk, wish for income or capital growth, intended investment time horizon and volatility and in the context of the investor's overall portfolio. Investors should seek professional advice before making investment decisions.

### **Distribution Policy**

It is not envisaged that any income or gains will be distributed by the Fund by way of dividend. This does not preclude the Directors from declaring a dividend at any time in the future if they consider it appropriate to do so. In such case, full details will be notified to Shareholders in advance.

### **Global Exposure and Leverage**

The Fund will use the commitment approach methodology to accurately measure, monitor and manage the "leverage" effect produced by the use of derivatives. The Fund employs a Risk

Management Process which enables it to accurately measure, monitor and manage the various risks associated with FDIs.

The commitment approach is calculated by converting the derivative position into the equivalent position in the underlying asset, based on the market value of the underlying asset or the market value of the contract and allowing for any netting and hedging arrangements, as described in the Risk Management Process of the Company.

Using the commitment approach, the Fund will not be leveraged in excess of 100% of its net assets as a result of the use of derivatives. The Fund's global exposure must not exceed its total Net Asset Value.

**Valuation Point** 11.59 p.m. (Dublin time) on the Business Day immediately preceding the relevant Dealing Day.

**Dealing Day** Daily, Monday to Friday. In the event that a Dealing Day is not a Business Day, as described below, the next Business Day shall become the Dealing Day.

**Business Day** Any day on which banks are open for business in Dublin and London and Japan and/or such other place or places and such other day or days as the Directors may determine and notify to Shareholders.

**Dealing Request Deadline** 12.00 p.m. (Dublin time) two Business Days preceding the relevant Dealing Day or such other time as the Directors may determine and notify to Shareholders in advance provided always that the Dealing Request Deadline is no later than the Valuation Point.

In the event of subscriptions, in addition to a duly completed application form being received by the Dealing Request Deadline, cleared funds in the relevant class currency in respect of the subscription monies must also be received by the Administrator by the Dealing Request Deadline or such other time as the Directors may from time to time, in their sole discretion, permit. Investors should note that the Directors may exercise their discretion to accept subscriptions received after the Dealing Request Deadline.

Applications for Shares will not be dealt with and Shares will not be issued until receipt of notification that an applicant's funds have been cleared in the full amount of the subscription.

Subscriptions may only be made in monetary amounts not in units.

**Price Publication** The Net Asset Value per Share will be published within one Business Days of each Valuation Point and updated following each calculation of Net Asset Value. Such prices will be up to date as of the time of publication. The latest Net Asset Value per Share will be published on Bloomberg and will be available from the office of the Administrator. In the event the Company opts to list Shares on the Irish Stock Exchange, the Net Asset Value for any

listed Shares will be notified immediately upon calculation to the Irish Stock Exchange and will be published on [www.ise.ie](http://www.ise.ie).

**Share Classes and types of Shares**

Only Accumulation Shares are currently offered

**Institutional Shares (I)**

Sterling Institutional Shares  
US Dollar Institutional Shares  
Yen Institutional Shares  
Euro Institutional Shares

**Ordinary Shares (O)**

Sterling Ordinary Shares  
US Dollar Ordinary Shares  
Yen Ordinary Shares  
Euro Ordinary Shares

**Base currency**

Japanese Yen

**Initial Offer Period**

The initial offer period for all Classes of Shares opened at 9.00am (Irish time) on 2 January 2020. The initial offer period for the YEN Institutional Class, the GBP Institutional Class and the USD Institutional Class have now closed. The initial offer period for all other Classes of Shares will continue until 5.00pm (Irish time) on 19 October 2020 or such other dates as any one Director may determine in accordance with the requirements of the Central Bank.

**Initial Offer Price**

The initial offer price per Share during the initial offer period will be as follows:

USD Institutional Shares (I)	100
GBP Institutional Shares (I)	100
YEN Institutional Shares (I)	10,000
EUR Institutional Shares (I)	100
USD Institutional Shares (O)	100
GBP Institutional Shares (O)	100
YEN Institutional Shares (O)	10,000
EUR Institutional Shares (O)	100

**Subsequent Offer of Shares**

Following the close of the initial offer period of the relevant Class of Shares, Shares will be available for subscription at the Subscription Price on each Dealing Day on a forward pricing basis. The Subscription Price is equal to the Net Asset Value per Share as at the relevant Valuation Point. The Directors may also charge an initial fee (as set out under below) which will be payable to the Investment Manager.

### Share Classes

<b>Institutional</b>	<b>USD Institutional Shares (I)</b>	<b>GBP Institutional Shares (I)</b>	<b>YEN Institutional Shares (I)</b>	<b>EUR Institutional Shares (I)</b>
Minimum Subscription	USD 1,250,000	GBP 1,000,000	YEN 130,000,000	EUR 1,150,000
Minimum Additional Subscription	USD 125,000	GBP 100,000	YEN 13,000,000	EUR 115,000
Minimum Holding	USD 1,250,000	GBP 1,000,000	YEN 130,000,000	EUR 1,150,000
<b>Ordinary</b>	<b>USD Ordinary Shares (O)</b>	<b>GBP Ordinary Shares (O)</b>	<b>YEN Ordinary Shares (O)</b>	<b>EUR Ordinary Shares (O)</b>
Minimum Subscription	USD 125,000	GBP 100,000	YEN 13,000,000	EUR 115,000
Minimum Additional Subscription	USD 12,500	GBP 10,000	YEN 1,300,000	EUR 11,500
Minimum Holding	USD 125,000	GBP 100,000	YEN 13,000,000	EUR 115,000

(Investors should refer to the section of the Prospectus headed “Important Information” which may refer to an alternative minimum subscription requirement for investors from a particular country)

Once the Minimum Subscription has been subscribed for, Shareholders are required to maintain the relevant Minimum Holding in the Fund, which shall be the same amount as the Minimum Subscription (ignoring any fluctuation in the Net Asset Value of Shares as a result of market movement).

The Directors may reduce or waive the Minimum Holding, the Minimum Subscription and the Minimum Additional Subscription at their sole discretion and this may be approved by any one Director of the Fund, provided that all Shareholders will be treated fairly and Shareholders in the same Class shall be treated equally.

### **Dilution Levy**

The Directors, having consulted with the Investment Manager, may, in their absolute discretion, apply to the Net Asset Value per Share a dilution levy of up to 3 per cent to cover dealing charges, costs, commission and taxes incurred by the Fund when there are net subscriptions or net redemptions when dealing in its underlying investments and to preserve the value of the underlying assets of the Fund. A dilution levy may be charged in the circumstances described in more detail under the “Dilution Levy” paragraph in the “Fees and Expenses” section in the main body of the Prospectus.

## **Fees and Expenses**

### **Establishment Expenses**

The establishment and organisational expenses of this Fund are estimated not to exceed EUR30,000 (including applicable VAT and disbursements) and will be borne by the Fund and amortised over a three year period. The establishment expenses will include but are not limited to fees relating to tax and legal advice and the set-up costs charged by the Administrator.

### **Initial Fee**

The Directors are permitted to impose an initial fee on the sale of Shares to an investor of up to 5 per cent of the amount subscribed and have discretion to waive this fee in whole or in part provided that all Shareholders will be treated fairly and Shareholders in the same Class shall be treated equally.

The Initial Fee, where charged, will be payable to the Investment Manager.

**The difference at any one time between the subscription price and redemption price of Shares means that the investment should be viewed as medium to long term.**

### **Exchange Fee**

An exchange fee of up to 5 per cent of the redemption proceeds of the Class of Shares which is being exchanged may be payable. The redemption proceeds of the Class of Shares which is being exchanged will be reduced by the amount of the exchange fee (if any) and the net amount applied in subscribing for the Shares of the other Class. The Directors may waive payment of the exchange fee in whole or in part at their discretion provided that all Shareholders will be treated fairly and Shareholders in the same Class shall be treated equally. The exchange fee will be retained by the Fund.

### **Redemption Fee**

It is not the Directors' current intention that any redemption fee be imposed.

### **Investment Management Fee**

The Investment Manager receives from the Company an annual investment management fee which is payable monthly in arrears and is accrued and calculated daily as at each Valuation Point. The amount of such investment management fee is 0.35 per cent of the Net Asset Value of the Institutional Classes of Shares and 0.5 per cent of the Net Asset Value of the Ordinary Share Classes (before deduction of that week's investment management fees).

The Investment Manager may from time to time, and at its sole discretion, and out of its own resources decide to return to intermediaries, distributors, Shareholders, the Fund and/or other persons part or all of the investment management fee. Any such payments may be applied in paying up additional Shares to be issued to the Shareholder, or may be paid in cash.

There is no performance fee imposed on any share class.

### **Administration Fee**

The Administrator will be entitled to a fee in respect of fund and portfolio accounting and investor servicing at a minimum fee of €2,500 per month (€30,000 per annum) per sub fund for the first year, this will be waived for the initial 6 months. Thereafter, all services will be provided at a minimum of €50,000 per annum per sub fund or the below annual fee as set out in the table, whichever is greater:

<b>Aggregate Fund Value</b>	<b>Fee</b>
Up to EUR 100 million	0.10% of the Net Asset Value
EUR 100 million – EUR 200 million	0.08% of the Net Asset Value
EUR 200 million – EUR 300 million	0.06% of the Net Asset Value
Greater than EUR 300 million	0.04% of the Net Asset Value

In addition, the Company shall reimburse the Administrator out of the assets of the relevant sub funds for all properly vouched disbursements reasonably incurred by it in the performance of its duties under the Administration Agreement. All such sums shall be payable monthly in arrears.

The Administrator will prepare draft financial statements for the Fund for a fee of €5,000 per annum.

### **Depositary Fee**

The Depositary will be entitled to receive out of the assets of the Fund a maximum fee of 0.03% of the Net Asset Value of the Fund per annum subject to minimum monthly fee out of the Net Asset Value of the Fund, calculated as at each Valuation Point and payable monthly in arrears.

The Depositary will be entitled to receive the following minimum monthly fees:

#### Trustee fees

**Year 1:** US\$2,000

**Year 2:** US\$2,500

**Year 3:** US\$3,250

The Depositary shall also be entitled to be reimbursed out of the assets of the Fund for all reasonable properly vouched out-of-pocket expenses incurred for the benefit of the Fund. The Fund shall bear the cost of all relevant sub-custodian transaction fees and charges incurred by the Depositary, or any sub-custodian (which will be charged at normal commercial rates).

The Depositary will be entitled to be paid a once off on boarding fee of US \$4,000 (plus VAT if any) which may be amortised as part of the establishment costs.

The Depositary will be entitled to additional fees to be agreed between the parties in circumstances including, but not limited to: required additional work; amendments to the Prospectus or the Articles; change of other service providers to the Fund; changes to the infrastructure of other service providers to the Fund which necessitate changes to the infrastructure of the Depositary; change to the structure of the Fund which necessitate changes to documents or the operations of the Depositary or termination of the Fund up to a maximum of €10,000 per annum (plus VAT if any).

Details on other fees and expenses to be incurred by the Company are detailed in the main body Prospectus under the heading entitled “Fees and Expenses”.

### **Risk Factors**

Investors’ attention is drawn to the section entitled “Risk Factors” in the Prospectus. In particular, your attention is drawn to the following risks:

#### *Equity Market Risk*

Investment in equity securities or equity-linked securities is subject to general market risks, whose value may fluctuate due to various factors, such as changes in investment sentiment, political and economic conditions and issuer-specific factors. When economic growth slows, or interest or inflation rates increase, equity securities and equity-linked securities tend to decline in value.



Even if general economic conditions do not change, the value of investments could decline if the particular industries, companies or sectors in which the Fund invests do not perform well.

#### *Concentration Risk*

The Fund is predominantly invested in a single country (Japan). Such country concentration may result in the Fund being more susceptible to adverse economic, political, policy, foreign exchange, liquidity, tax, legal or regulatory event affecting Japan. Accordingly, the value of the Fund is heavily dependent on the performance of the Japanese economy and its performance may be more volatile than that of a fund having a more diverse portfolio of investments.

#### *Political and/or Regulatory Risks*

The value of the Fund's assets may be affected by uncertainties such as political developments, changes in government policies, changes in taxation, restrictions on foreign investment and currency repatriation, currency fluctuations and other developments in the laws and regulations of Japan.

#### *Convertible Bonds*

Convertible bonds are a hybrid between debt and equity, which embed an option permitting holders to convert into shares in the company issuing the bond at a specified future date. As such, investments in convertible bonds may be exposed to equity movement and greater volatility than traditional bond investments. Investments in convertible bonds are subject to the same interest rate risk, credit risk, liquidity risk and prepayment risk associated with comparable traditional bond investments. In addition, the global bond markets have from time to time experienced extreme price and volume fluctuations. Any such broad market fluctuations may adversely affect the trading price of convertible bonds.

#### *Hedged Class Risk*

The adoption of a currency hedging strategy for a Class may substantially limit the holders of such Class from benefiting if the designated currency of such Class depreciates against the currencies in which the assets of the Fund are denominated or its base currency.

### **Reporting Fund Status**

The following table sets out the Classes of Shares in respect of which, subject to discussion with the United Kingdom HM Revenue & Customs, reporting fund status is expected to apply. The dates set out in the table reflect the dates from which reporting fund status was obtained in relation to the relevant Classes of Share prior to the Company's continuation in Ireland.

<b>Class</b>	<b>Reporting Fund status with effect from Launch</b>
Sterling Institutional Shares	Reporting
Yen Institutional Shares	Reporting
Euro Institutional Shares	Reporting
US Dollar Institutional Shares	Reporting

Sterling Ordinary Shares	Reporting
Yen Ordinary Shares	Reporting
Euro Ordinary Shares	Reporting
US Dollar Ordinary Shares	Reporting