

UK COUNTRY SUPPLEMENT FOR INVESTORS FROM THE UNITED KINGDOM

This UK Country Supplement (“**UK Supplement**”) is for investors from the United Kingdom and is authorised for distribution only when accompanied by the prospectus dated May 2023 (the “**Prospectus**”) for Rathbone Luxembourg Funds SICAV (the “**Company**”) and/or the key investor information document (the “**KIID**”).

The UK Supplement should be read together with the Prospectus of which it forms part. The UK Supplement is issued with respect to the offering of the shares of the Company (the “**Shares**”) and the terms defined in the Prospectus also apply to the UK Supplement.

Unless otherwise provided for in this UK Supplement, all capitalised terms shall have the same meaning herein as in the Prospectus.

The registered office of the Company is 16, boulevard d’Avranches, L-1160 Luxembourg, Grand Duchy of Luxembourg. The Management Company is FundRock Management Company S.A..

Nothing in this document should be construed as legal, investment or tax advice. UK investors should seek their own professional advice before making any investment decisions.

The Company is a recognised collective investment scheme for the purposes of section 264 of the Financial Services and Markets Act 2000 (the “**FSMA**”) of the United Kingdom. Therefore, Shares may be marketed to the general public in the United Kingdom.

UK FACILITIES AGENT

FE fundinfo (UK) Limited has been appointed to act as Facilities Agent for the Company in the United Kingdom and it has agreed to provide facilities at their offices; 2nd Floor, Golden House, 30 Great Pulteney Street, London, W1F 9NN, United Kingdom.

The facilities are maintained in the United Kingdom where any UK resident Shareholder of the Company may inspect the following documents free of charge during usual business hours on a weekday (Saturday, Sunday and public holidays excepted at the above mentioned offices of the Facilities Agent):

- articles of incorporation of the Company;
- any instrument amending the articles of incorporation of the Company;
- Prospectus;
- KIIDs; and
- latest annual and half-yearly reports.

UK investors may also request information about the Company’s Share prices. Copies of the Prospectus, KIIDs and latest annual and half-yearly reports (in English) can be obtained free of charge upon request from the Facilities Agent. The Facilities Agent may charge for

the delivery of copies of the articles of incorporation and the latest annual and half-yearly reports. These documents are also available on the Company's website: www.rathbonefunds.com

Any shareholder wishing to make a complaint regarding the Company or its operations, may do so directly to the Company or to the Facilities Agent for transmission to the Company.

RISK FACTORS

There are certain risk factors associated with the operation and investments of the Company that are described below and more fully in the Prospectus and the KIIDs.

Investment in the Company may not be suitable for all investors. Investors should seek advice from their investment advisor for information concerning the Company and the suitability of making an investment in the Company in the context of their individual circumstances. Particular attention should be drawn to the sections headed "Investment Restrictions" in the Prospectus.

SUBSCRIPTION AND REDEMPTION PROCEDURES

Subscriptions can be made provided that an irrevocable subscription request is sent to the Registrar and Transfer Agent or the Company. For further information related to any charges and levies, please see the section under the heading "**Issuance of Shares**" in the Prospectus.

Initial investments in the Company may be of a minimum amount, the level of which depends on the Sub-Fund in which the investment is made. The minimum initial investment in relation to each Sub-Fund (or, if more than one Class has been issued in a Sub-Fund, for each Class) is set out in Appendix A of the Prospectus.

A shareholder in the Company may redeem his or her Shares in the Company by sending an irrevocable redemption request to the Registrar and Transfer Agent or the Company, or they may arrange for redemption of their shares through the Facilities Agent who shall forward the redemption proceeds (if any) to the relevant Shareholders. For further information on redemption requests, please see the section under the heading "**Redemption of Shares**" in the Prospectus/Supplement.

FOREIGN ACCOUNT TAX COMPLIANCE ACT (FATCA)

The government of the Grand Duchy of Luxembourg has entered into an intergovernmental agreement ("**IGA**") with the USA to facilitate the transposition of FATCA. The Company will be obliged to comply with the provisions of FATCA and importantly the laws and regulations of Luxembourg which implements the IGA. For more information on FATCA, please refer to the Prospectus of the Company.

TAXATION

The following information is solely intended to offer general guidance to persons holding Shares as an investment and on the United Kingdom taxation of the Company and its investors.

This summary is not intended to be a comprehensive description of the tax treatment of the Company or of any investment in it and should not be taken to constitute legal or tax advice. Prospective investors should consult their own professional advisers on the implications (including, without limitation, the tax implications) of making an investment in, and holding or disposing of, Shares and the receipt of distributions (whether or not on redemption) with respect to such Shares.

THE COMPANY

The affairs of the Company are intended to be conducted in such a manner that it will not become resident in the UK for UK taxation purposes. Therefore, provided the Company does not carry on a trade in the UK through a permanent establishment located there, the Company will not be subject to UK corporation tax on income or chargeable gains arising to it. However, it cannot be guaranteed that the conditions necessary to prevent any such permanent establishment coming into being will at all times be satisfied.

The Company may be subject to UK income tax on income (and in certain limited circumstances, capital gains) derived from the UK. Income and gains received by the Company that has a United Kingdom source may be required to be paid subject to withholding of tax required to be deducted from a relevant payment under UK law (subject to relief from such withholding tax under a relevant double tax treaty between the UK and the jurisdiction in which the Company is resident for tax purposes).

SHAREHOLDERS

Certain UK resident investors in a reporting fund are subject to tax on the share of the reporting fund's income attributable to their holding in the fund, whether distributed or not.

Subject to their personal tax positions, UK resident Shareholders holding Shares at the end of each 'reporting period' (as defined for UK tax purposes) will potentially be subject to UK income tax or corporation tax on their share of a Sub-Fund's 'reported income' (and any dividends paid to them to the extent that the reported amount exceeds dividends received by them). The terms 'reported income', 'reporting period' and their implications are discussed in more detail below. Both reported income and dividends will be treated as dividends received from a foreign corporation, subject to any re-characterisation as interest, as described below.

Individual Shareholders resident for tax purposes in the UK under certain circumstances may benefit from a non-refundable tax credit in respect of reported income or dividends received from corporate offshore funds invested largely in equities (i.e. where the offshore fund is not considered a bond fund for UK tax purposes).

Dividends reported or paid by offshore corporate funds to companies resident in the UK are likely to fall within one of a number of exemptions from UK corporation tax (each corporate investor will need to consider its own position). In addition, dividends reported or paid to non-UK companies carrying on a trade in the UK through a permanent establishment in the UK are also likely to be exempt from UK corporation tax on dividends to the extent that the shares held by that company are used by, or held for, that permanent establishment.

The Management Company intends to operate each relevant Sub-Fund so that it does not invest more than 60% of its assets in interest-bearing (and economically similar) assets at any time. If any Portfolio at any time has more than 60% by market value of its investments

in debt securities, money placed at interest (other than cash awaiting investment), building society shares or in holdings in unit trusts or other offshore funds with, broadly, more than 60% of their investments similarly invested, each investor within the charge to UK corporation tax as respects its interest in a relevant Sub-Fund will be taxed on any increase (or relieved for any loss) in the value of its interest at the end of each accounting period and at the date of disposal of their interest as income as calculated on a fair value accounting basis.

The following Portfolio and Share Classes have received certification by the HM Revenue & Customs (“**HMRC**”) as reporting funds with effect from their respective effective dates as stipulated in the table below, and the Directors intend to manage their affairs so that they continue to be certified as reporting funds.

For the latest information and to check their effective date please see: <https://www.gov.uk/government/publications/offshore-funds-list-of-reporting-funds>.

Sub-Fund Name	Share Class	Effective Date
Multi Asset Strategic Growth Accumulation	L EUR	04/05/2016
	L GBP	04/05/2016
	L0 GBP	04/05/2016
	L1 GBP	04/05/2016
	L2 GBP	04/05/2016
	L3 EUR	04/05/2016
	L3 GBP	04/05/2016
	P0 ACC EUR	16/09/2016
	P1 ACC EUR	16/09/2016
	P1 ACC GBP	16/09/2016
	P2 ACC EUR	16/09/2016
	P2 ACC GBP	16/09/2016
	P3 ACC GBP	16/09/2016
Multi Asset Strategic Growth Income	L GBP	04/05/2016
	L EUR	04/05/2016
	L USD	04/05/2016
Multi Asset Enhanced Growth Accumulation	L EUR Cap	04/05/2016
	L GBP Cap	04/05/2016
	L0 GBP Cap	04/05/2016
	L1 GBP Cap	04/05/2016
	L2 GBP Cap	04/05/2016
	L3 GBP Cap	04/05/2016
	P0 ACC EUR	04/05/2016
Multi Asset Total Return Income	L GBP Dis	04/05/2016
	L EUR Dis	04/05/2016
	L USD Dis	04/05/2016
Multi Asset Total Return Portfolio Accumulation	L GBP Cap	16/09/2016
	L EUR Cap	16/09/2016
	L0 GBP Cap	16/09/2016
	L1 GBP Cap	16/09/2016
	L2 GBP Cap	16/09/2016
	L3 GBP Cap	16/09/2016
	L3 EUR Cap	16/09/2016

Multi Asset Total Return Accumulation	P0 ACC EUR	16/09/2016
	P1 ACC EUR	16/09/2016
	P1 ACC GBP	16/09/2016
	P2 ACC EUR	16/09/2016
	P2 ACC GBP	16/09/2016
	P3 ACC GBP	16/09/2016
Ethical Bond Fund Accumulation	L GBP Dis	04/05/2016
	L EUR Dis	04/05/2016
	L USD Dis	04/05/2016
Income Fund Accumulation	L ACC GBP	17/10/2016
	L ACC EUR	17/10/2016
	L ACC USD	17/10/2016
Income Fund Income	L INC GBP	17/10/2016
	L INC EUR	17/10/2016
	L INC USD	17/10/2016

Once reporting fund status is obtained from HMRC for the relevant Sub-Funds, it will remain in place permanently provided that the annual reporting requirements are satisfied.

The above Portfolios are subject to certain annual reporting requirements.

Such annual duties will include calculating and reporting 100% of the income returns of the offshore fund for each reporting period (as defined for UK tax purposes) on a per-Share basis to all relevant Shareholders (as defined for these purposes). The reported income will be deemed to arise to UK Shareholders on the date the report is issued by the Directors provided that the Fund reports within 6 months of the year end.

Information regarding the Sub-Funds that may generate reportable income will be made available on the website of the Company: www.rathbonefunds.com. Investors should therefore check this website to confirm the reportable income per unit of the Sub-Funds each year, in order to include their reportable income (which will be reportable income per unit multiplied by the number of units held at the relevant year-end) on their tax return. Investors will not receive notification by post of the reportable income per unit unless they request the information in this format in writing. Requests should be made in writing to the address below within 2 months of the end of the relevant accounting period for which the notification by post is required:

FE fundinfo (UK) Limited
2nd Floor, Golden House,
30 Great Pulteney Street,
London,
W1F 9NN,
United Kingdom

UK resident individuals who are not domiciled in the UK may be liable to UK income and capital gains tax only on amounts remitted to the UK depending on their personal circumstances and whether they have paid the remittance basis charge for the relevant year.

ANTI-AVOIDANCE PROVISIONS

The UK tax rules contain a number of anti-avoidance codes that can apply to UK investors in offshore funds in particular circumstances. It is not anticipated that they will normally apply to investors. Any UK taxpaying investor who (together with connected persons) holds over 10% of the Company should take specific advice.

OTHER PROVISIONS

Any individual shareholder domiciled or deemed to be domiciled in the UK for UK tax purposes may be liable to UK inheritance tax on their Shares in the event of death or on making certain categories of lifetime transfer.

Since the Company is not incorporated in the UK and the register of Shareholders will be kept outside the UK, no liability to UK stamp duty reserve tax should arise by reason of the transfer, subscription for, or redemption of Shares. Liability to UK stamp duty will not arise provided that any instrument in writing, transferring Shares in the Company, or shares acquired by the Company, is executed and retained at all times outside the UK. However, the Company may be liable to transfer taxes in the UK on acquisitions and disposals of investments. In the UK, stamp duty reserve tax or stamp duty at a rate of 0.5% will be payable by the Company on the acquisition of shares in companies that are either incorporated in the UK or that maintain a share register there.

For more information regarding tax please see the section heading “**Tax Treatment of The Company and its Shareholders**” in the Prospectus.