

UK SUPPLEMENT

Relating to the issue of shares of

**ORCHARD FUND (the “Fund”), a fund of ORCHARD FUNDS PUBLIC LIMITED COMPANY
(the “Company”)**

The date of the UK Supplement is 20 March 2019

This UK Supplement should be read in conjunction with and forms part of the prospectus of the Company dated 15 March 2019 and supplement dated 31 January 2019 in respect of the Fund as amended or supplemented from time to time (together the “Prospectus”). References to the Prospectus are to be taken as references to that document as supplemented or amended hereby. In addition, words and expressions defined in the Prospectus, unless otherwise defined below, shall bear the same meaning when used herein.

The Company is a recognised collective investment scheme within the meaning of Section 264 of the UK Financial Services and Markets Act 2000 (the “**FSMA**”) and Shares in the Company may be promoted to the UK public by persons authorised to carry on investment business in the UK. This Prospectus constitutes a financial promotion under Section 21 of the FSMA, and has been approved by MitonOptimal UK Limited. MitonOptimal UK Limited is authorised and regulated by the Financial Conduct Authority (the “**FCA**”) to carry on regulated activities in the UK and is subject to the rules of the FCA.

Any advice or recommendation which may be given or offered by this Prospectus does not relate to products and services of MitonOptimal UK Limited, but to those of the Company.

The Company does not carry on investment business in the UK, so as to require the conduct of its business to be regulated under the FSMA. Shareholders will therefore not benefit from the protections provided by the UK regulatory system.

Important

Potential investors in the UK should note that the rules made under the FSMA for the protection of private customers may not apply, and the Financial Services Compensation Scheme established under Section 213 of the FSMA may not be available, in relation to an investment in the Shares.

A UK investor who enters into an investment agreement with the Company to acquire Shares in response to the Prospectus will not have the right to cancel the agreement under the cancellation rules made by the FCA. The agreement will be binding upon acceptance of the order by the Company.

The attention of potential UK investors is drawn to the summary of the anticipated tax treatment in the UK set out in the sub-section entitled “United Kingdom” to the section headed “Taxation” in the Prospectus.

Dealing Arrangements and Information

MitonOptimal UK Limited (the “**Facilities Agent**”) has been appointed, pursuant to an agreement with the Company dated 15 March 2019, to act as the facilities agent for the Company in the UK and it has agreed to provide certain facilities at its office at Royal Mead, Railway Place, Bath, Avon, BA1 1SR, United Kingdom in respect of the Company. The Facilities Agent shall receive such fee as may be determined from time to time between the Company and the Facilities Agent.

The attention of investors is drawn to the subscription and redemption procedures contained in the Prospectus in particular with regard to the deadlines for the Fund. Requests for the

redemption of Shares (a “**Redemption Request**”) should be sent to the Administrator in Ireland, details of which are contained in the Prospectus under the section headed “REDEMPTIONS” or alternatively, requests for repurchase can be made to the Facilities Agent at the above-mentioned offices, attn: Richard Harwood.

Shares are issued and redeemed (less any applicable Redemption Charge and duties and charges (if any)) at the Net Asset Value per Share as at the relevant Valuation Point as set out in the relevant supplement. Information on the most recently published Net Asset Value per Share is available at Royal Mead, Railway Place, Bath, Avon, BA1 1SR and from the Facilities Agent by telephone on + 44 (0) 1225 632 250 and in writing at the above-mentioned offices.

The following documents of the Company, in the English language, can be inspected free of charge and copies of them obtained (free of charge, in the case of the document at (b) and (c), and otherwise at no more than a reasonable charge) from the offices of the Facilities Agent:

- (a) the memorandum and articles of association of the Company and any amendments thereto;
- (b) the Prospectus most recently issued by the Company together with any supplements;
- (c) the simplified prospectus most recently issued by the Company; and
- (d) the most recently published annual and half yearly reports relating to the Company.

Complaints about the operation of the Company may be submitted to the Company directly or through the Facilities Agent to the following address:

MitonOptimal UK Limited
Royal Mead
Railway Place
Bath, Avon,
BA1 1SR
United Kingdom