

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 February 2025 (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 4, rue Peternelchen, L-2370 Howald, 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 in the UK for the purposes of section 271A of the Financial Services and Markets Act 2000 ("**FSMA**") of the United Kingdom, though the Company is not a UK authorised fund. Therefore, Shares may be marketed to the general public in the United Kingdom. This means the Company is a collective investment scheme authorised under the law of an approved country (Luxembourg), whose manager has applied to the Financial Conduct Authority ("**FCA**") for recognition of the Company as a recognised scheme and the FCA has made an order granting the application for the Company and its Sub-Funds. It is registered with the FCA with reference number 785763. The FCA's registered office is at 12 Endeavour Square, London E20 1JN. Details of the Overseas Funds Regime, which allows EEA-based funds to be marketed in the UK pursuant to the FCA's Handbook including the Collective Investment Schemes Sourcebook, are available on the FCA's website.

Although the Company is regulated by the FCA in the manner described above, potential investors in the UK are advised that the rules made by the FCA under FSMA do not generally apply to the Company in relation to its investment business. In particular, the rules made under FSMA for the protection of private customers (for

example, those conferring rights to cancel or withdraw from certain investment agreements) do not apply, and the UK Financial Services Compensation Scheme will not be available, in connection with an investment in the Company. Additionally, the protections available under the UK Financial Ombudsman Service will not generally be available in connection with an investment in the Company. 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, but may not have a right to access any independent redress mechanisms in Luxembourg.

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; Unit 1.1, First Floor, Midas House, 62 Goldsworth Road, Woking, GU21 6LQ, England.

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 KIDs; 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 KIDs, 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.rathbonesam.com.

FURTHER INFORMATION REGARDING THE MANAGEMENT COMPANY

A list of UK recognised funds managed by the Management Company is available at <https://www.fundrock.com/>.

FURTHER INFORMATION REGARDING THE INVESTMENT MANAGER

Rathbones Asset Management Limited (the "**Investment Manager**") was appointed to serve as the investment manager of the Sub-Funds under the terms of an agreement effective from 19 March 2019 among the Company, Management Company and Investment Manager, as amended from time to time (the "**Investment Management Agreement**"). Subject to appropriate limits imposed by the Management Company and the Company, all relevant laws and regulations, the

Prospectus and the Articles of Incorporation, the Investment Manager has discretion for the day-to-day management of the assets of the Sub-Funds. Under the Investment Management Agreement, the Company provides certain indemnities to the Investment Manager. The Investment Manager's appointment may be terminated on 90 days' written notice being given from one party to the other or immediately in certain circumstances. The Investment Manager has the power to delegate the whole or any part of its duties under the Investment Management Agreement, subject to the prior consent of the Company and the prior non-objection of the Management Company. The Investment Manager shall remain liable for any function which it has so delegated.

In addition to its role as Investment Manager of the Sub-Funds, the Investment Manager acts as fund manager to a number of UK domiciled authorised investment funds.

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 and KIDs.

Investment in the Company may not be suitable for all investors. Investors should seek advice from their investment adviser 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**," and "**Additional Investment Restrictions**" for each Sub-Fund, 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 "**Section X. SHARES**" 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.

INCOME DISTRIBUTION

A Sub-Funds' investments may generate income which is available for accumulation or distribution at the end of each accounting period end.

For each accounting period end, there is an XD Date when the amount of income for allocation or distribution is determined. For income Shares, payment will be made within 10 days of the XD Date.

<i>Report & Accounts</i>	<i>Period End</i>	<i>XD Date</i>	<i>Distribution Date</i>
Annual	30-Sep	01 Oct	XD + 10 days
n/a	30-Dec	01 Jan	XD + 10 days
Interim	31-Mar	01 Apr	XD + 10 days
n/a	30 Jun	01 Jul	XD + 10 days

MISCELLANEOUS INFORMATION

- The Company does not have a maximum capital size.
- Shareholders are not liable for the debts of the Company.
- None of the Shares are listed on an investment exchange.
- Reference to “total return” within the Sub-Fund names or objectives refers to a combination of income and capital growth.
- Each of the Directors of the Company is entitled to remuneration for his services at the rate determined by the Company at a general meeting from time to time. In addition, each Director may be paid reasonable travelling, hotel and other incidental expenses of attending and returning from meetings of the Board or general meetings of the Company or otherwise properly incurred in connection with the business of the Fund. Directors' fees and entitlements will be waived by those members of the Board who are employees of the Investment Manager or any of its affiliates.
- The most recent prices of Shares are available on markets.ft.com and on the Investment Manager's website rathbonesam.com.
- The Sub-Funds are single priced on a forward basis. Forward pricing means that an instruction to buy or sell Shares in a Sub-Fund is held alongside many others and the price you get is determined later at the next Valuation Point.

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 Sub-Fund 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 Sub-Funds and Share Classes are registered with the FCA and available for UK investors.

These 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	ISIN	Effective
Rathbone SICAV	Class L Acc EUR Hedged	LU1396458041	04/05/2016
Multi-Asset	Class L Acc GBP	LU1396458397	04/05/2016
Enhanced Growth Portfolio	Class L Acc USD Hedged	LU1950969375	01/10/2019
	Class L Acc CHF Hedged	LU2028909542	Not yet launched
Rathbone SICAV	Class L Acc CHF Hedged	LU2028909971	01/10/2019
Multi-Asset	Class L Acc EUR Hedged	LU1396458801	04/05/2016
Strategic Growth Portfolio	Class L Acc GBP	LU1396459015	04/05/2016

Sub-Fund Name	Share Class	ISIN	Effective
Rathbone SICAV	Class L Acc CHF Hedged	LU2028910045	01/10/2019
Multi-Asset Total	Class L Acc EUR Hedged	LU1396459957	04/05/2016
Return Portfolio	Class L Acc GBP	LU1396460294	04/05/2016

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 Sub-Funds 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.rathbonesam.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
Unit 1.1, First Floor,
Midas House,
62 Goldsworth Road,
Woking,
GU21 6LQ,
England

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.

An exchange in Shares of one Fund into another Fund is treated as a redemption and sale, and will be a realisation for the purposes of capital gains taxation. In no circumstances will a Shareholder who exchanges Shares in one Sub-Fund for Shares in any other Sub-Fund be given a right by law to withdraw from or cancel the transaction.

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

APPENDIX 1

Specific Information on the Sub-Funds

Eligible markets

All funds may deal through securities markets established in the UK, member states of the European Union and the European Economic Area on which transferable securities

admitted to official listing in the member state are dealt in or traded.

The Sub-Funds may deal in the eligible markets listed below, as applicable to their respective investment objectives and investment restrictions.

The Alternative Investment Market AIM
Australian Securities Exchange ASX
TSX Venture Exchange
Montreal Exchange
Toronto Stock Exchange (TSX)
Hong Kong Stock Exchange
The Nagoya Stock Exchange
Osaka Exchange
The Tokyo Stock Exchange
The Mexican Stock Exchange (Bolsa Mexicana de Valores (BMV)
The New Zealand Stock Exchange (NZX)
Singapore Exchange (SGX)
The Johannesburg Stock Exchange (JSE)
SIX Swiss Exchange
NYSE Arca
The NASDAQ Stock Market
The New York Stock Exchange
The Philadelphia Stock Exchange
The Chicago Board of Trade
NYSE American
The NASDAQ Stock Market
ICE Futures Europe

Historic performance, PRN and other information

Data source: Performance shown is mid to mid, net income re-invested and net of expenses and tax. Data using prices as at 31.12.2024.

Past performance should not be seen as an indication of future performance. The value of investments and the income from them may go down as well as up and you may not get back your original investment.

The Key Investor Information Document (KIID), the Supplementary Information Document (SID) and Application Forms may be obtained from the Investment Manager.

Rathbone SICAV Multi-Asset Enhanced Growth Portfolio (PRN: 1034851)

CIS limit: The Sub-Fund may invest up to 100% in units in other collective investment schemes.

Historical performance (net)

Discrete calendar year performance		2020	2021	2022	2023	2024
Rathbone SICAV Multi-Asset Enhanced Growth Portfolio	L Acc GBP	8.97	14.83	-13.39	10.68	8.07
	L Acc EUR Hedged	8.37	14.02	-14.61	8.86	6.73
	L Acc USD Hedged	10.29	14.98	-12.2	11.27	8.41
	Target: UK Consumer Price Index + 5% TR in GBP	5.40	10.4	16.19	9.14	7.70

There is no past performance available for Class L Acc CHF as it has not yet launched.

Rathbone SICAV Multi-Asset Strategic Growth Portfolio (PRN: 1034849)

CIS limit: The Sub-Fund may invest up to 100% in units in other collective investment schemes.

Historical performance (net)

Discrete calendar year performance		2020	2021	2022	2023	2024
Rathbone SICAV Multi-Asset Strategic Growth Portfolio	L Acc GBP	5.47	12.25	-9.81	8.92	6.21
	L Acc EUR Hedged	4.81	11.57	-11.18	7.21	4.89
	L Acc CHF Hedged	4.47	11.20	-11.57	5.09	2.26
	Target UK Consumer Price Index + 3% p.a. TR in GBP	3.39	8.30	13.97	7.06	5.65

Rathbone SICAV Multi-Asset Total Return Portfolio (PRN: 1034850)

CIS limit: The Sub-Fund may invest up to 100% in units in other collective investment schemes.

Historical performance (net)

Discrete calendar year performance		2020	2021	2022	2023	2024
Rathbone SICAV Multi-Asset Total Return Portfolio	L Acc GBP	4.51	6.74	-4.86	7.06	4.64
	L Acc EUR Hedged	3.69	6.09	-6.31	5.39	3.25
	L Acc CHF Hedged	3.40	5.83	-6.70	3.14	0.56
	Target: Bank Of England Base Rate + 2% TR in GBP	2.23	2.11	3.47	6.73	7.27