

ONESHARE PLC
("THE COMPANY")

This Addendum dated 9 March 2021 should be read in conjunction with, and forms part of, the Prospectus for the Company dated 21 May 2020 (the "Prospectus").

All capitalised terms herein contained shall have the same meaning in this Addendum as in the Prospectus, unless otherwise indicated.

The Directors of the Company whose names appear on page 5 of the Prospectus accept responsibility for the information contained in this document. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

The Prospectus is amended as detailed below effective as and from the date of this Addendum.

AMENDMENTS TO THE PROSPECTUS

1. "The Company" section of the Prospectus is amended by inserting the following new sub-section titled "Sustainability Related Disclosures" subsequent to the "Investment Objective and Policies" sub-section and before the "Investment Restrictions" sub-section:-

"Sustainability Related Disclosures

Environmental, social and governance (ESG) factors are important criteria for First Abu Dhabi Bank, which is focused on adopting and promoting ESG ethos. ESG issues are increasingly seen by shareholders as an important aspect of sustainable investing. The Investment Manager acknowledges the importance of ESG practice. The Investment Manager's past experience has shown that a company with a high ESG score has performed better in the long run for all the stakeholders.

The Investment Manager does not use ESG scores as part of its portfolio management and stock selection but does take into account management quality and social governance. However the Investment Manager is engaging with S&P and other third party vendors to explore ESG coverage for the MENA market.

Principal Adverse Impacts

The Investment Manager has carefully evaluated the provisions relating to principal adverse impacts of investment decisions on sustainability factors as set out in Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector (the "**SFDR**"), and in the ESA Final Report on draft Regulatory Technical Standards on ESG Disclosures dated 2 February 2021 ("Finalised Draft RTS"), relating to principal adverse impacts of investment decisions on sustainability factors (the "**PAI regime**").

The Investment Manager and the Company are supportive of the policy aims of the PAI regime, to

improve transparency to clients, investors and the market, as to how financial market participants integrate consideration of the adverse impacts of their investment decisions on sustainability factors.

However, taking account of the Company's size (and each of its Funds), the nature and scale of its activities and the challenges detailed below, the Investment Manager and the Company consider that it would be disproportionate to comply with the specific PAI regime in the SFDR.

Current challenges include:-

- There is a lack of readily available specific data to comply with many of the technical reporting requirements of the PAI regime, as the Company and the Investment Manager believe that issuers and market data providers are not yet ready to make available all necessary data for the PAI regime
- The MENA region is currently behind developed markets in the ESG space;
- Currently few vendors provide ESG scores for MENA companies;
- The issue and frequency of reports for Mena companies are unreliable;
- In the MENA space, there are approximately 1,300 companies, while the S&P provides ESG scores for approximately 11% of those;
- The limited ESG coverage for Mena companies curtails the ability to assign ESG weightings;
- The assets under management of the Funds are small and the costs resulting in ESG implementation would be significant and expensive.

The Company will keep its decision not to comply with the PAI regime under regular review, and will formally re-evaluate its decision on an annual basis.

Non-Integration of Sustainability Risks

For the reasons detailed above, the Investment Manager does not currently assess the risk that the value of underlying investments of each Fund could be materially negatively impacted by an environmental, social or governance event or condition. Consequently sustainability risks are not currently integrated into the investment decision making process of the Investment Manager.”

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