

**MGI FUNDS PLC
(THE "COMPANY")**

**FIRST ADDENDUM DATED 19 OCTOBER 2026
TO PROSPECTUS DATED 16 APRIL 2026**

This First Addendum forms part of, and is to be read in conjunction with, the prospectus dated 16 April 2026 in relation to the Company (the "Prospectus") together with each of the latest Supplements in respect of the Sub-Funds of the Company and all capitalised terms used herein shall have the meanings set out in the Prospectus or Supplements. Distribution of this Addendum is not authorised unless accompanied by a copy of the Prospectus.

The Prospectus is amended as of the date of this First Addendum as follows:

1. All references to "Mercer Global Investments Management Limited" or "MGIM" in the Prospectus shall be deleted and replaced with "Marsh Investments Fund Management Limited", as applicable.
2. All references to "Mercer Global Investments Europe Limited" in the Prospectus shall be deleted and replaced with "Marsh Investments International Limited."
3. All references to "Marsh McLennan Companies, Inc." in the Prospectus shall be deleted and replaced with "Marsh".
4. The sub-section of the Prospectus entitled "**The Manager**" within the section entitled "**Management and Administration**" shall be amended to delete the first paragraph and replace it with the following new paragraph:

*"The Manager of the Company is Marsh Investments Fund Management Limited, which was incorporated in Ireland as a private limited company on 8 March 2006 under registration number 416689. The authorised share capital of the Manager is €100,000,000 divided into 100,000,000 ordinary shares of €1.00 each. The issued share capital of the Manager is €1 all of which is held by Marsh (Mercer) Ireland Holdings Limited and is fully paid. Marsh Investments Fund Management Limited is an indirect wholly owned subsidiary of Marsh and a member of the Mercer Global Investments group. The Manager is engaged in the business of providing management and administrative services to collective investment schemes. The Manager is also manager of Mercer UCITS Common Contractual Fund, Mercer PIF Fund plc, Mercer QIF Fund plc and Mercer QIF CCF (the "**Mercer Funds**"). Located in Boston, New York, Chicago, Dublin, London, Toronto, Montreal, Melbourne and Sydney, Marsh professionals apply their experience and expert knowledge of investment managers to offer a series of multi-manager products to investors worldwide."*

5. The sub-section of the Prospectus entitled "**The Investment Manager and Distributor**" within the section entitled "**Management and Administration**" shall be amended to delete the first paragraph and replace it with the following new paragraph:

The Investment Manager and Distributor of the Company is Marsh Investments International Limited, which was incorporated in Ireland as a private limited company on 8 March 2006 under registration number 416688 and is authorised by the Central Bank as a MiFID investment firm to provide investment management and related services. The authorised share capital of the Investment Manager is €100,000,000 divided into 100,000,000 ordinary shares of €1.00 each.

The issued share capital of the Investment Manager is €1.00 all of which is held by Marsh (Mercer) Ireland Holdings Limited and is fully paid. Marsh Investments International Limited is a wholly owned subsidiary of Marsh and a member of Mercer's Investments business.

The Investment Manager is engaged in the business of providing discretionary investment management services to collective investment schemes, also provides investment services, such as discretionary and/or advisory investment management solutions to institutional clients of Marsh".

6. The sub-section of the Prospectus entitled "**Conflicts of Interest**" within the section entitled "**Management and Administration**" shall be amended to delete the first paragraph and replace it with the following new paragraph:

"The Manager and the Investment Manager and Distributor are wholly-owned subsidiaries of Marsh (the "Group"). The Company and the Manager have identified the potential for conflicts of interest to arise between the Manager's responsibility to the Group's interests and the Manager's duty to act in the best interest of the Shareholders of the Sub-Funds. The Company and the Manager have a conflicts of interest policy which details the measures in place to ensure conflicts of interest are identified and managed appropriately. The Manager and its Group affiliates are subject to a detailed conflicts of interest statement that explains how Marsh manages conflicts of interest it may face, which is available at <https://investment-solutions.mercer.com/global/all/en/investment-solutions-home/corporatepolicies.html>."

7. All references to "Mercer manager research" and "Mercer's global manager research capabilities" in the Prospectus shall be updated to replace "Mercer" with "Marsh".
8. The address of the Investment Manager and Distributor in the section of the Prospectus entitled "**Directory**" shall be deleted and replaced with: "The Frame, 74 Baggot Street Lower, Dublin 2, Dublin, D02 XD99, Ireland."
9. The sub-section of the Prospectus entitled "**German Investment Tax Act**" within **Appendix III - Investment Restrictions** to the Prospectus shall be deleted in its entirety and replaced with the following:

"German Investment Tax Act

In order for a Sub-Fund to qualify as an "equity fund" or as a "mixed fund" according to the German Investment Tax Act 2018 (as may be amended) ("GITA"), the Sub-Fund intends that at least 51% (for "equity fund") or 25% (for "mixed fund") of its Net Asset Value will be continuously invested in equities, as defined in the GITA.

For purposes of the determination of the equity participation quota of such Sub-Funds, the net asset value of interests in other investment funds within the meaning of the GITA (e.g. Underlying Funds which meet the prerequisites for an "investment fund" pursuant to the GITA) is taken into account either on the basis of the actual equity participation quotas published by these other investment funds on each valuation day (provided that the other investment funds perform a valuation at least once per week) or on the basis of the equity participation quota specified in the

investment conditions of these other investment funds (provided that the other investment funds qualify as “equity funds” or as “mixed funds” within the meaning of GITA)."

The Prospectus shall otherwise remain unamended and in full force and effect.