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13 December 2021

Dear Investor,

Important notice for investors in Artemis SmartGARP Institutional Global Equity Fund (the “Fund”)

We are writing to inform you of proposed changes to the Fund’s name, investment objective and policy and benchmark.

What is changing?

The following changes to the Fund are proposed:

1. Amendments to the Fund’s investment objective and policy, as detailed in the Appendix to this circular.

The new investment objective will be twofold: firstly, to generate capital growth in excess of that of the MSCI ACWI Climate Paris-Aligned Index, after fees, on an annualised basis over rolling five-year periods, from a diversified portfolio of shares in companies that meet the Manager’s criteria for transitioning to a low-carbon economy. Secondly, the portfolio will have a weighted average implied temperature rise that is lower than 2 degrees Celsius. The portfolio’s weighted average implied temperature rise will be measured, monitored and regularly reported (at least quarterly) on the Artemis website.

Further detail on the Fund’s investment strategy is included in the proposed wording. As part of the changes to the investment policy the following will be excluded at the outset of the investment process:

- companies which derive more than 1% revenue from mining or sale of thermal coal;
- companies involved in making or making components of controversial weapons (including cluster munition, land mines, biological and chemical weapons);
- companies that the Manager determines to be in breach of the United Nations Global Compact principles on human rights, labour rights, the environment and anti-corruption;
- companies which derive more than 10% revenue from tobacco.

The Fund will continue to be exposed to carbon intensive companies from other industries or sectors. This is because the climate transition will require significant structural changes in these

sectors and selectively allocating capital to companies engaged in making the requisite changes is believed to facilitate climate transition more than disinvesting indiscriminately.

Whilst the Fund's investment universe will be reduced as a result of the exclusions, the Fund will continue to be managed using the SmartGARP investment approach and follow a diversified global equity mandate. It is not expected that the risk profile of the Fund will materially change as a result of the proposed changes.

2. Change to the Fund's benchmark, from MSCI All Country World Index to MSCI ACWI Climate Paris-Aligned Index (the "New Index").

The New Index will act as a target benchmark that the Fund aims to outperform, after fees, on an annualised basis over rolling five-year periods. It is a broad global equity market index designed to help investors who seek to mitigate climate transition and physical risks, capture novel investment opportunities and allocate capital in a way that supports the decarbonisation of the economy while being compatible with the Paris Agreement. The New Index aims to represent the performance of an investment strategy that reweights or excludes securities based on the risks and opportunities associated with the climate transition, and follows a decarbonisation trajectory in order to align with the goals of the Paris Agreement, while seeking to minimise exclusions from the MSCI All Country World index. Management of the Fund is not restricted by the New Index.

3. Change to the Fund's name, to "Artemis SmartGARP Paris-Aligned Global Equity Fund".

Why is Artemis making these changes?

Over the last few years, the impact of environmental considerations on stock prices has become increasingly pronounced. Consequently, the Fund's investment team introduced an explicit ESG factor into SmartGARP and they continue to refine this input to their investment process. At the same time, the team have had increasing feedback from existing clients looking for a solution that goes beyond just having environmental considerations as one of many factors influencing investment decisions.

Against this backdrop, the Fund's investment team have been developing a sophisticated new approach using third-party data to measure a company's alignment with the goals of the Paris-agreement. A company's "implied temperature rise" is measured; this measure has a strong methodological basis, has broad coverage of companies globally, is forward-looking and takes into consideration companies' Scope 3 emissions (i.e. including all indirect greenhouse gas emissions that occur in a company's value chain).

Having analysed the data and spoken with third-party researchers, the Fund's investment team have determined that they now have data of sufficiently high quality to manage a fund with an explicit Paris-alignment constraint.

Costs and expenses

All costs and expenses associated with convening and holding the Investor Meeting and additional portfolio realignment costs incurred will be borne by Artemis.

When will the changes take place?

If the proposed changes are approved by unitholder vote at an Investor Meeting they will become effective on 28 February 2022 (the "Effective Date"). If the proposed changes are not approved by unitholder vote they will not become effective and the Fund will continue to be managed in line with its existing investment objective and policy, name and benchmark.

Summary of the key dates (UK time, unless stated otherwise)

13 December 2021	The date on which this Investor Letter was posted to unitholders
12pm on 24 January 2022	The date at which a person must hold units in order to be eligible to vote (i.e. to qualify as an 'Investor')
10.00am on 28 January 2022	The date by which we must receive your Voting Form
10.00am on 31 January 2022	Investor Meeting
5.00pm on 31 January 2022	Results of Investor Meeting made available on www.artemisfunds.com
28 February 2022	Effective Date

Your options

You have a right to vote on the proposed changes as long as you are an Investor and still hold units on 24 January 2022. You can also exercise any of the options set out below. We are not able to make recommendations as to which option you should choose. However, we believe that the proposed changes will be in your best interests if approved. You may wish to consider your options in consultation with a professional adviser.

If you do not wish to participate in the Investor Meeting or remain an investor after the Effective Date (if the proposed changes are approved), you are entitled to switch your units for units/shares in another Artemis UK-domiciled fund, free of any transfer charges, in the same way as you may do at the moment. Alternatively, you can sell your units. No redemption charge will be applied. In accordance with the terms of the Prospectus, Artemis has the discretion to make a dilution adjustment to the price of your units on redemption. If you decide to sell, a sale will be treated as a 'disposal' for UK tax purposes and you may be liable to capital gains tax on any gains arising from the redemption of your units. If you want to exercise either option prior to the Effective Date, please contact our Retail Operations Client Services team on 0800 092 2051 (outside the UK +44 1268 445 401).

Further information

If you are uncertain about the contents of this letter, we recommend that you consult a professional adviser. If you have any questions about the information in this letter or would like further information, please contact our Retail Operations Client Services team by telephone on 0800 092 2051 (outside the UK +44 1268 445 401) between 8.00am and 6.00pm (Monday to Friday), or by e-mail at investorsupport@artemisfunds.com.

Yours faithfully,



Greg Jones
Director
For and on behalf of Artemis Fund Managers Limited

Appendix

Proposed changes to the Fund's investment objective and policy

Current wording

Objective and investment policy

The investment objective is capital growth from a diversified portfolio investing in shares in companies in any economic sector in any part of the world. The Fund aims to provide investors with a return in excess of that of the MSCI ACWI (All Country World Index) Index. The Manager manages the portfolio in order to achieve the stated objective and will not be restricted in respect of choice of investment either by company size or industry, or in terms of the geographical split of the portfolio which is largely determined by the availability of attractive investment opportunities rather than the outlook for each market. Income within the Fund is accumulated and reinvested.

The Fund may also invest the property in transferable securities, money market instruments, derivatives and forward transactions (for the purposes of efficient portfolio management), deposits and units in collective investment schemes.

Proposed wording

Fund objective		<p>To generate capital growth in excess of that of the MSCI ACWI Climate Paris-Aligned Index, after fees, on an annualised basis over rolling five-year periods, from a diversified portfolio of shares in companies that meet the Manager's criteria for transitioning to a low-carbon economy. The portfolio will have a weighted average implied temperature rise that is lower than 2 degrees Celsius.</p> <p>Further information about how the Manager determines the implied temperature rise is contained in a methodology statement available on the Artemis website at www.artemisfunds.com/methodology-statement.</p>
Investment policy	What the fund invests in	<ul style="list-style-type: none"> 80% to 100% in company shares. Up to 20% in bonds, cash and near cash, other transferable securities, other funds (up to 10%) managed by Artemis and third party funds, money market instruments, and derivatives.
	Use of derivatives	<p>The fund may use derivatives for efficient portfolio management purposes to:</p> <ul style="list-style-type: none"> reduce risk manage the fund efficiently.
	Where the fund invests	<ul style="list-style-type: none"> Globally (including in emerging markets).
	Industries the fund invests in	<ul style="list-style-type: none"> Any, except for those excluded at the sub-industry level below.
	Other limitations specific to this fund	<ul style="list-style-type: none"> Shares in the following types of companies (held either directly or indirectly via derivatives) are automatically excluded: <ul style="list-style-type: none"> Coal: companies which derive more than 1% revenue from mining or sale of thermal coal; Weapons: companies involved in making or making components of controversial weapons (including cluster munitions, landmines, biological and chemical weapons); Companies that the Manager determines to be in breach of the United Nations Global Compact principles on human rights, labour rights, the environment and anti-corruption; Tobacco: companies which derive more than 10% revenue from tobacco. The Manager receives data on companies' fossil fuel exposure from a third party.
Investment strategy		<ul style="list-style-type: none"> The fund will be actively managed and is not constrained by the Benchmark.

	<ul style="list-style-type: none"> • A number of companies are removed from the investment universe at the outset of the investment process using the criteria set out in the investment policy above. • The fund uses a proprietary stock screening tool called 'SmartGARP' to help identify attractive investment opportunities. 'SmartGARP' screens companies globally for a variety of characteristics including their valuations, growth prospects, economic exposures and Environmental, Social and Governance (ESG) characteristics. The Manager selects investments with a view to building a diversified portfolio of companies that in aggregate is positively exposed towards each component of 'SmartGARP' including the dedicated ESG component of which companies' implied temperature rise is a subcomponent. The quantitative nature of the strategy dictates a rigorous sell discipline which prompts the Manager to sell holdings that no longer satisfy the financial or environmental criteria which led to the initial investment. A consequence of this is that the make-up of the portfolio can and frequently does change materially in response to changing data inputs. • Beyond taking into consideration how companies score on the 'SmartGARP' ESG factor generally, the Manager pays particular attention to companies' current and expected carbon footprint. Companies with meaningful greenhouse gas emission reduction targets and/or rising future green revenues are considered for selection in the portfolio. The Manager believes that allocating capital to these companies will reduce their cost of capital, thus helping them contribute to a low-carbon economy. • The Manager will report, on at least a quarterly basis, on the fund's aggregate implied temperature rise in accordance with the current methodology statement. • The quantitative screening process excludes companies with particular levels of revenue exposure to thermal coal. However, carbon intensive companies from other industries or sectors will remain within the possible investment universe. This is because the climate transition will require significant structural changes in these sectors. The Manager believes that selectively allocating capital to companies engaged in making the requisite changes will facilitate climate transition more effectively than simply disinvesting. To avoid the over-representation of sectors with a marginal impact on climate change, the fund will therefore have some exposure to companies in such highly exposed sectors. Accordingly, while the portfolio of the fund as a whole will maintain an implied temperature rise of below 2 degrees Celsius on a weighted average basis, the implied temperature rise of individual holdings may exceed this figure. • Further information about the Paris-alignment criteria applied, highly exposed sectors and classification of green revenues is available on the Artemis website.
<p>Fund benchmarks</p>	<ul style="list-style-type: none"> • MSCI ACWI Climate Paris-Aligned NR GBP A broad global equity market index designed to help investors who seek to mitigate climate transition and physical risks, capture novel investment opportunities and allocate capital in a way that supports the decarbonisation of the economy while being compatible with the Paris Agreement. The index aims to represent the performance of an investment strategy that reweights or excludes securities based on the risks and opportunities associated with the climate transition, and follows a decarbonisation trajectory in order to align with the goals of the Paris Agreement, while seeking to minimize exclusions from the MSCI All Country World index. It acts as a 'target benchmark' that the fund aims to outperform. Management of the fund is not restricted by this benchmark.

Attachment 1

Notice of meeting of investors of Artemis SmartGARP Institutional Global Equity Fund

This document notifies you that Artemis Fund Managers Limited (the “Manager”) will hold an extraordinary general meeting of the unitholders of Artemis SmartGARP Institutional Global Equity Fund.

The meeting will be held virtually through the BlueJeans video conferencing platform (the ‘Online Platform’) or such other place as confirmed by the Manager on 31 January 2022 at 10.00am (UK time). For further information about joining the meeting, the software needed and the pre-authentication process, please contact legal@artemisfunds.com. A guide on how to use the Online Platform is available at www.artemisfunds.com/fund-changes.

Extraordinary resolution:

THAT, the proposed changes to Artemis SmartGARP Institutional Global Equity Fund, as set out in the investor letter dated 13 December 2021, are hereby approved.

Artemis Fund Managers Limited

as Manager of Artemis SmartGARP Institutional Global Equity Fund

Issued on 13 December 2021

Notes:

1. A unitholder who is entitled to attend and vote at the Investor Meeting can appoint someone to attend the meeting as their representative and vote instead of them (a proxy). The proxy does not need to be unitholder.
2. A form of proxy (labelled ‘**Voting Form**’) is attached and unitholders are requested to complete and return it by email to legal@artemisfunds.com so that it arrives not less than 48 hours before the time appointed for the holding of the meeting. Forms of proxy will only be valid if properly and fully completed in accordance with the instructions on the form and accompanying notes.
3. In the case of joint unitholders, the vote of the senior who tenders a vote whether via the Online Platform or by proxy will be accepted to the exclusion of the votes of the other joint unitholders and for this purpose seniority will be determined by the order in which the names stand in the register of unitholders.
4. The minimum number of participants (quorum) for a meeting of unitholders is any two unitholders attending via the Online Platform, or represented by proxy.
5. The Trustee has appointed Nick Barker, Trustee Manager, J.P. Morgan Europe Limited, or, failing him, a duly authorised representative of Artemis, to be chairperson for the Investor Meeting. In the event of (i) a tied vote at the Investor Meeting; or (ii) the Investor Meeting being duly convened with a quorum present but at which no investors vote, the chairperson will be entitled

to a casting vote. It is expected that any such casting vote would be exercised in favour of the resolution.

6. A unitholder entitled to more than one vote does not have to use any or all of their votes or cast all of their votes in the same way.
7. The majority required for the passing of the extraordinary resolution is 75 percent or more (weighted by investment value) of the total of votes cast (whether for or against the resolution).
8. At the meeting, the vote will be taken by poll. On a poll, each unit's voting rights is determined by that unit's price in relation to the total price of all units.

Attachment 2

Voting Form

① Please read the notes on the following page

This voting form (or form of proxy) is for use at the meeting of unitholders of Artemis SmartGARP Institutional Global Equity Fund to be held virtually through the BlueJeans video conferencing platform on 31 January 2022 at 10.00am (UK time).

Before filling in this form read the Investor Letter dated 13 December 2021 and the notes on the next page.

Name(s) (See Note 6)

Address(es) (See Note 6)

Client Account Number

Your proxy

Tick the appropriate box to choose your representative (proxy) for the meeting and at any adjournments of it (see Note 1):

**The meeting
Chairperson (default)**

**The person named
below**

Representative's name and address

Vote

Tick the appropriate box to indicate how your representative (proxy) should vote in respect of the resolution.

In respect of the resolution set out in the meeting notice, I direct my representative (proxy) to vote as follows (see Notes 2 and 3).

For the resolution

Against the resolution

Please complete and return this voting form to us by email to legal@artemisfunds no later than 10.00am (UK time) on 28 January 2022. Please read the Notes carefully.

Signature(s) (see Notes 4, 5 and 6)

Date

Notes:

To participate in the Investor Meeting, this Voting Form must be properly completed and received no later than 10.00am (UK time) on 28 January 2022. If you do not return this form (or do not complete it properly), your representative (proxy) will not be able to vote on your behalf, and your vote may not count.

Please return a digitally signed or scanned copy of the completed Voting Form by email to legal@artemisfunds.com.

1. Please indicate whether you wish to appoint the meeting chairperson or another person as your representative (proxy) for the Investor Meeting. The person you choose does not need to be a unitholder but must attend the Investor Meeting via the Online Platform to represent you. If you do not make a selection, by default the chairperson will be appointed as your proxy.
2. Please indicate how you wish to vote in relation to the resolution. If this form is signed and returned without instructions for voting, the representative (proxy) is able to vote or abstain from voting as they see fit.
3. Voting on the resolution will be by a 'poll' and your rights to vote relate to the value your units bear in proportion to all of the units in issue. You do not have to use all of your voting right or vote them all in the same way. If you want to vote 100% of your units in a certain way, please tick the applicable for or against box. If you want to split your votes, please write the number of units you wish to vote in the applicable for or against box.
4. If this Voting Form is signed under an authority, we can only validate it if you provide the authority.
5. A body corporate (such as a company) must execute this Voting Form under seal or have it signed by an officer (who is authorised in writing to sign it).
6. In the case of joint unitholders, please ensure that all signatures and all names and addresses are included in the Voting Form.

Use of this Voting Form does not prevent a unitholder from attending the Investor Meeting and voting. However, in all other cases, a Voting Form may be revoked only with the consent of Artemis.