

GMO FUNDS PLC
an umbrella fund with segregated liability between sub-funds
(the “Company”)

Eighth Supplemental Prospectus dated 20 July 2022

This eighth supplemental prospectus (“Supplemental Prospectus”) forms part of the prospectus of the Company dated 19 February 2019, as amended by the first supplemental prospectus dated 20 March 2020, the second supplemental prospectus dated 15 April 2020, the third supplemental prospectus dated 12 November 2020, the fourth supplemental prospectus dated 9 March 2021, the fifth supplemental prospectus dated 14 December 2021, the sixth supplemental prospectus dated 1 January 2022 and the seventh supplemental prospectus dated 27 April 2022 (together, the “Prospectus”). Unless otherwise provided for in this Supplemental Prospectus, all capitalised terms shall have the same meaning herein as in the Prospectus. This Supplemental Prospectus should be read in the context of, and together with, the Prospectus.

The directors of the Company (the “Directors”) accept responsibility for the information contained in the Prospectus and this Supplemental Prospectus. 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.

1. Introduction

The purpose of this Supplemental Prospectus is to create four new share classes in GMO Quality Investment Fund, four new share classes in GMO Emerging Markets Equity Fund and four new share classes in GMO Global Equity Allocation Investment Fund (each a “Fund” and together the “Funds”).

2. Creation of New Share Classes

2.1 The section of the Prospectus entitled “Definitions” is amended by the deletion of the existing definition of “Class E” and its replacement with the following:

“Class E” means, as the context requires, Class E EUR, Class E GBP, Class E NOK and/or Class E USD of a Fund;

2.2 On page 13 of the Prospectus, the section entitled “Introduction” is amended by the deletion of the third paragraph and its replacement as follows:

A Fund may issue one or more classes of Shares. A separate pool of assets for each class within a Fund will not be maintained. Initially only one class of Shares will be issued in respect of each of the Funds other than GMO Global Equity Allocation Investment Fund, GMO Global Real Return (UCITS) Fund, GMO Quality Investment Fund and GMO Emerging Markets Equity Fund. Currently fourteen classes of Shares may be issued in respect of GMO Global Equity Allocation Investment Fund which include the following: Class A USD, Class B USD, Class E USD, Class A EUR, Class B EUR, Class E EUR, Class A GBP, Class B GBP, Class E GBP, Class A AUD, Class B AUD, Class A CHF, Class B CHF, and Class E NOK. Currently nineteen classes of Shares may be issued in respect of GMO Global Real Return (UCITS) Fund which include the following: Class A USD, Class B USD, Class E USD, Class A EUR, Class B EUR, Class E EUR, Class A GBP, Class B GBP, Class E GBP, Class A AUD, Class B AUD, Class A CHF, Class B CHF, Class A NOK, Class B NOK, Class A JPY, Class B JPY, Class A SEK and Class B SEK. Currently twenty classes of Shares may be issued in respect of GMO Quality Investment Fund which include the following: USD

Class, Class E USD, Class J USD, Class Z USD, GBP Class, Class E GBP, Class J GBP, EUR Class, Class E EUR, Class J EUR, SGD Class, Class H SGD, Class J SGD, Class Z SGD, Class ZH SGD (Class H SGD and Class ZH SGD will seek to hedge the currency exposure between the U.S. Dollar and the Singapore Dollar), AUD Class, Class J AUD, HKD Class, Class J HKD, and Class E NOK. Currently five classes of Shares may be issued in respect of GMO Emerging Markets Equity Fund which include the following: USD Class, Class E USD, Class E GBP, Class E EUR, and Class E NOK. Further classes of Shares may be issued in respect of any Fund on advance notification to the Central Bank. With the prior approval of the Central Bank, the Company from time to time may create an additional Fund or Funds, the investment policies and objectives for which shall be outlined in a Supplemental Prospectus or a revised Prospectus, together with details of the initial offer period, the initial subscription price for each Share and such other relevant information in relation to the additional Fund or Funds as the Directors may deem appropriate, or the Central Bank may require, to be included. Each Supplemental Prospectus shall form part of, and should be read in conjunction with, this Prospectus.

- 2.3 On page 98 of the Prospectus, the section entitled “Fees and Expenses – Investment Manager’s Fee” is amended by the deletion of the rows of the table in relation to the Funds and their replacement with the following:

Fund	Management Fee	Reimbursement Threshold
GMO Global Equity Allocation Investment Fund		
<i>Classes A USD, A EUR, A GBP, A AUD, A CHF</i>	Up to 0.60 per cent. of NAV per annum	0.08 per cent. of NAV per annum
<i>Classes B USD, B EUR, B GBP, B AUD, B CHF</i>	Up to 0.25 per cent. of NAV per annum*	0.08 per cent. of NAV per annum
<i>Classes E USD, E EUR, E NOK, E GBP**</i>	Up to 0.67 per cent. of NAV per annum	0.08 per cent. of NAV per annum

Fund	Management Fee	Reimbursement Threshold
GMO Quality Investment Fund		
<i>Classes USD, GBP, EUR, SGD, H SGD, AUD, HKD</i>	Up to 0.60 per cent. of NAV per annum	0.10 per cent. of NAV per annum
<i>Class E USD, E EUR, E NOK, E GBP**</i>	Up to 0.60 per cent. of NAV per annum	0.10 per cent. of NAV per annum
<i>Classes Z SGD, ZH SGD, and Z USD</i>	0 per cent. of NAV per annum	0.10 per cent. of NAV per annum
<i>Classes J USD, J GBP, J EUR, J SGD, J AUD and J HKD**</i>	Up to 1.00 per cent. of NAV per annum	0.10 per cent. of NAV per annum

Fund	Management Fee	Reimbursement Threshold
GMO Emerging Markets Equity Fund		
<i>Class USD</i>	Up to 1.00 per cent. of NAV per annum	0.15 per cent. of NAV per annum
<i>Classes E USD, E EUR, E NOK, E GBP**</i>	Up to 1.00 per cent. of NAV per annum	0.15 per cent. of NAV per annum

- 2.4 On page 103 of the Prospectus, the section entitled “Administration of the Company – Application for Shares” is amended by the deletion of the rows of the table in relation to the Funds, as applicable, and their replacement with the following:

GMO Global Equity Allocation Investment Fund	B USD, B GBP, A AUD, B AUD, A CHF, B CHF	9 a.m. (Irish time) on 20 October 2014 – 5 p.m. (Irish time) on 18 January 2023
	E USD, E EUR, E NOK, E GBP	9 a.m. (Irish time) on 21 July 2022 – 5 p.m. (Irish time) on 18 January 2023
GMO Quality Investment Fund	EUR	9 a.m. (Irish time) on 20 February 2019 – 5 p.m. (Irish time) on 18 January 2023
	H SGD, Z USD	9 a.m. (Irish time) on 13 November 2020 – 5 p.m. (Irish time) on 18 January 2023
	J GBP, J EUR, J SGD, J AUD, J HKD, AUD, HKD	9 a.m. (Irish time) on 28 April 2022 – 5 p.m. (Irish time) on 18 January 2023
	E USD, E EUR, E NOK, E GBP	9 a.m. (Irish time) on 21 July 2022 – 5 p.m. (Irish time) on 18 January 2023
GMO Emerging Markets Equity Fund	E USD, E EUR, E NOK, E GBP	9 a.m. (Irish time) on 21 July 2022 – 5 p.m. (Irish time) on 18 January 2023

- 2.5 On page 105 of the Prospectus, the section entitled “Administration of the Company – Subscription Price” is amended by the deletion of the rows of the table on this page in relation to the Fund and their replacement with the following:

GMO Quality Investment Fund	EUR	€20
	AUD	A\$20
	HKD	HKD200
	H SGD	SGD 20
	J GBP	£20
	J EUR	€20
	J SGD	SGD 20
	J AUD	A\$20
	J HKD	HKD200
	Z USD	\$20
	E USD	\$20
	E EUR	€20
	E NOK	NOK200
E GBP	£20	
GMO Emerging Markets Equity Fund	E USD	\$20
	E EUR	€20
	E NOK	NOK200
	E GBP	£20

GMO Global Equity Allocation Investment Fund	B USD	US\$20
	B EUR	€20
	B GBP	£20
	A AUD	A\$20
	B AUD	A\$20
	A CHF	CHF20
	B CHF	CHF20
	E USD	\$20
	E EUR	€20
	E NOK	NOK200
	E GBP	£20