

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

Third Supplemental Prospectus dated 12 November 2020

This third 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 and the second supplemental prospectus dated 15 April 2020 (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 five new share classes in GMO Quality Investment Fund (the “Fund”).

2. Creation of New Share Classes

2.1 The section of the Prospectus entitled “Definitions” is amended by the insertion of the following in alphabetical order in that section:

“Class H”	means, as the context requires, Class H SGD of a Fund;
“Class Z”	means, as the context requires, Class Z SGD and/or Class Z USD of a Fund;
“Class ZH”	means, as the context requires, Class ZH SGD of a Fund;
“Singapore Dollar” or “SGD”	means the Singapore Dollar, the lawful currency of Singapore;”

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

Currently eight classes of Shares may be issued in respect of GMO Quality Investment Fund which include the following: USD Class, Class Z USD, GBP Class, EUR Class, SGD Class, Class H SGD, Class Z SGD and 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).

- 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 row of the table in relation to the Fund and its replacement with the following:

Fund	Management Fee	Reimbursement Threshold
GMO Quality Investment Fund		
<i>Classes USD, GBP, EUR, SGD, and H SGD</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

- 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 row of the table in relation to the Fund and its replacement with the following:

GMO Quality Investment Fund	EUR	9 a.m. (Irish time) on 20 February 2019 – 5 p.m. (Irish time) on 12 May 2021
	SGD, H SGD, Z SGD, ZH SGD, Z USD	9 a.m. (Irish time) on 13 November 2020 – 5 p.m. (Irish time) on 12 May 2021

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

GMO Quality Investment Fund	EUR	€20
	SGD	SGD 20
	H SGD	SGD 20
	Z SGD	SGD 20
	ZH SGD	SGD 20
	Z USD	\$20