22 December 2009

This Prospectus constitutes a prospectus in accordance with the Prospectus (Directive 2003/71/EC) Regulations 2005. The Prospectus has been approved by the Irish Financial Services Regulatory Authority as a competent authority under the Prospectus Directive 2003/71/EC.

The Irish Financial Services Regulatory Authority only approves this Prospectus as meeting the requirements imposed under Irish and EU law pursuant to the Prospectus Directive 2003/71/EC. Such approval relates only to the entire issued share capital of the Company which is the subject of the C Share Issues and the Ordinary Share Issue which are to be admitted to trading on the regulated market of the Irish Stock Exchange or other regulated markets for the purposes of Directive 2004/39/EC or which are to be offered to the public in any member state of the European Economic Area.

The Company and its Directors, whose names appear on page 5 of this Prospectus, accept responsibility for the information contained in this 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 Prospectus is in accordance with the facts and does not omit anything likely to affect the import of such information.

Prospective investors should review the "Risk Factors" set out on pages 11 to 19 of this Prospectus for a description of certain factors that should be considered by prospective investors.

Signet Global Fixed Income Strategies Limited

(a closed-ended investment company incorporated in Guernsey with registration number 45717)

Issue of up to 300 million Ordinary Shares pursuant to the Ordinary Share Issue

C Share Issue of up to 100 million C Shares at an issue price of £1 per C Share

Investment Manager
Signet Capital Management Limited

Investment Adviser
Signet Research & Advisory S.A.

As at the date of this prospectus the Directors have no intention of issuing either Ordinary Shares or C Shares, however, should market conditions improve during the currency of the Prospectus, they do not preclude the possibility that Shares may be issued.

The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended, or under the relevant securities laws of any state of the United States, Canada, Australia, or Japan. The Company has not been, and will not be, registered under the US Investment Company Act of 1940, as amended. Accordingly, unless an exemption under such Acts or laws is applicable, the Shares may not be offered, sold or delivered, directly or indirectly, in or into the United States, Canada, Australia or Japan.

Application has been made to the Irish Stock Exchange for the 100 million C Shares that are the subject of the C Share Issue and the 300 million Ordinary Shares that are the subject of the Ordinary Share Issue to be admitted to the Official List and trading on its regulated market. If any Shares are to be issued pursuant to the C Share Issue or the Ordinary Share Issue, application will be made at the appropriate time for such Shares to be admitted to trading on the International Bulletin Board of the London Stock Exchange.

CONTENTS

DIRECTORS, MANAGERS and ADVISERS

Registered Office	Dorey Court, Admiral Park St Peter Port, Guernsey GY1 3BG Channel Islands Tel: +44 (0)1481 727111
Directors	Talmai Morgan (Chairman) Martyn Henley-Roussel Adrian Pickering all of Dorey Court, Admiral Park St Peter Port, Guernsey GY1 3BG Channel Islands
Custodian	Kleinwort Benson (Guernsey) Limited, Dorey Court, Admiral Park St Peter Port, Guernsey GY1 3BG Channel Islands Tel: +44 (0)1481 727111
Investment Manager & Placement Agent	Signet Capital Management Limited Buchanan House, 3 St James's Square London SW1Y 4JU Tel: +44 (0)20 7968 4040 Email: info@signetmanagement.com
Investment Adviser	Signet Research and Advisory S.A. Rue du Grand-Chêne 8 CH-1003 Lausanne Switzerland
UK Solicitors to the Company	Macfarlanes LLP 20 Cursitor Street London EC4A 1LT
Advocates to the Company (as to Guernsey law)	Carey Olsen Carey House, Les Banques, St Peter Port Guernsey GY1 4BZ Channel Islands
Sponsor	Goodbody Stockbrokers Ballsbridge Park Ballsbridge Dublin 4, Ireland
Broker and Financial Adviser	Numis Securities Limited The London Stock Exchange Building 10 Paternoster Square London EC4M 7LT
Auditors	KPMG Channel Islands Limited Chartered Accountants 20 New Street, St Peter Port Guernsey GY1 4AN Channel Islands
Administrator & Secretary	Kleinwort Benson (Channel Islands) Fund Services Limited Dorey Court, Admiral Park St Peter Port Guernsey GY1 3BG Channel Islands

Receiving Agent and Registrar	Anson Registrars Limited PO Box 426 Anson Place Mill Court La Charroterie St Peter Port Guernsey GY1 3WX Tel: +44(0)1841 722260
Irish Paying Agent	Goodbody Stockbrokers Ballsbridge Park Ballsbridge Dublin 4, Ireland
UK Paying Agent and Transfer Agent	Anson Administration (UK) Limited Enterprise House Ocean Village Southampton Hampshire England SO14 3XB
Bankers (in Guernsey)	Kleinwort Benson (Guernsey) Limited, Dorey Court, Admiral Park St Peter Port, Guernsey GY1 3BG Channel Islands Tel: +44 (0)1481 727111
	Barclays Private Clients International Limited PO Box 41 Le Marchant House Le Truchot, St Peter Port Guernsey GY1 3BE
Bankers (in the United Kingdom)	Anglo Irish Bank Corporation plc 10 Old Jewry London EC2N 8DN

PART 1: SUMMARY

This is a summary of important information set out in the Prospectus and should be regarded only as a summary and introduction to the Prospectus. It is not a complete description of all of the important information to be considered in connection with an investment in the Shares and should be read in conjunction with, and is subject to the full provisions set out in the Prospectus. In addition, where a claim relating to the information contained in this Prospectus is brought before a court, the claimant investor might have to bear the costs of translating a Prospectus as required by the jurisdiction in which the legal proceedings are initiated. Civil liability attaches to the Directors in connection with information contained in this summary, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of this Prospectus.

The attention of potential investors is drawn in particular to Part 2 entitled "Risk Factors" set out on pages 11 to 19 of this Prospectus.

As at the date of this prospectus the Directors have no intention of issuing either Ordinary Shares or C Shares, however, should market conditions improve during the currency of the Prospectus, they do not preclude the possibility that Shares may be issued.

The Company

Signet Global Fixed Income Strategies Limited is a Guernsey-registered closed-ended investment company which was launched in November 2006.

As at 14 October 2009 (the latest practicable date prior to the publication of this document) the Company had 100,658,768 GBP Shares in issue (including 146,690 shares in treasury) with a market capitalisation of approximately £73 million. As at the same date, the unaudited aggregate net assets of the Company (in sterling terms) were approximately £93 million.

The Company's investment objective is the preservation of investor capital while generating positive returns equivalent to or in excess of the equity premium over cash deposits and relatively low volatility and limited correlation to market movements affecting traditional asset classes.

The Company is targeting an absolute return of 8 per cent. – 12 per cent. per annum over a rolling 3-year period with an annual standard deviation of under 4.5 per cent.

It is the intention of the Board that the Company will pay an annual dividend of not less than one half of total returns, capped at 5 per cent. of the NAV at the commencement of the Accounting Period in which the dividend is declared, or such higher figure as the Board may agree from time to time for rounding purposes, available as cash or scrip. The Company will also aim to establish a dividend reserve which will, so far as is practical, be used to operate "dividend smoothing". Further details on this can be found in Part 3 of this Prospectus.

The Company's investment policy is to invest directly and indirectly, including through the Signet Funds, in opportunities predominately, but not exclusively, in global credit markets (although it is not the current intention of the Directors of the Company to make any direct investments). The Company's investment strategy is to invest both in the Signet Funds and directly and indirectly pursuant to a range of fundamental credit investment strategies, which might include, inter alia, capital structure arbitrage, convertible bond arbitrage and credit trading, and investing in distressed securities, collateralised loans, high-yield bonds and senior secured bank debt.

The Company's current investment policy and investment strategy were unanimously adopted by shareholders at an extraordinary general meeting of the Company held on 22 May 2009. At the same extraordinary general meeting, resolutions granting the Company authority to (i) conduct one or more tender offers up to an aggregate value of £15 million by means of a reverse auction, (ii) buy back, for cash, up to 14.99 per cent. of the Company's issued share capital on market, and (iii) buy back, in specie, up to 10 per cent. of the issued share capital of the Company on market, were also carried unanimously.

In December, 2007 Signet Global Fixed Income Fund, Signet Global Fixed Income Fund, Series 2 (which has now been merged into the Signet Global Fixed Income Fund) and Signet Global Fixed Income Strategies Limited were each awarded an "A" rating by Standard & Poors. In October, 2007 the Signet Global Fixed Income Fund and Signet Global Fixed Income Fund, Series 2 were awarded a "AAA" rating by *Schmidt Research*, and the Signet Emerging Opportunities Fund and Signet Global Fixed Income Strategies Limited were each awarded a "AA" rating.

In 2007, each of the Signet Global Fixed Income Fund, Signet Global Fixed Income Fund, Series 2, and Signet

Emerging Opportunities Fund were awarded the maximum *Four Diamond* rating by *Asset Risk Consultants*.

In November, 2006 Signet Capital Management Limited was voted "European Hedge Fund Firm of the Year" by the *Funds Europe – 2006* panel of judges. In September 2006, Signet's Global Fixed Income Fund won the *MARHedge* Europe award for the best single strategy fund of hedge funds (for funds over €200 million in AUM). The MARHedge award criteria comprised two-year performance; combination and balance of returns and volatility/risk; context of the performance; downside risk assessment; processes; risk and investment assessment and control processes; and short due diligence interviews *(MARHedge).*

Signet Capital Management Limited has been appointed as the Investment Manager to the Company. The Investment Manager was, on 30 November 2006, voted European Hedge Fund Firm of the Year at the Funds Europe Awards 2006. Funds Europe commented that "Signet's consistent investment performance, which is based on a highly disciplined investment and risk management process, impressed the judges this year". The Investment Manager has appointed Signet Research & Advisory S.A. to act as the Investment Adviser to help achieve the Company's investment objective.

Signet Capital Management Limited also acts as investment manager to SMMI and has, in turn, appointed Signet Research and Advisory S.A. to act as investment adviser.

Whilst there can be no guarantee that the investment objective referred to above will be achieved, the Signet Funds have delivered the investment returns set out below since their respective dates of inception.

Signet Funds performance statistics

Historic Performance (data as at 30 September 2009 published on 27 October 2009)

	Inception Date	*Last 12 months (%)*	*Cumulative return since Date of Inception (%)*	*Annualised return since Date of Inception (%)*
GFI Fund (GBP)	July 1999	(3.90)	154.90	9.56
EO Fund (GBP)	July 2005	(3.41)	28.16	6.01
Global Credit Fund (GBP)	December 2008	-	11.59	14.07
MSCI World TR	-	0.53	20.31	1.82
JPM Global Gov Bond (USD)	-	14.00	99.53	6.97
HFRI FOF Index	-	(3.76)	55.82	4.42

(Sources: MSCI, JP Morgan Chase, Hedge Fund Research Inc., Signet Research & Advisory S.A.)

Risk/Return Statistics (USD)

	GFI Fund	**EO Fund**	**GC Fund**
Annualised compounded return	8.77%	5.28%	13.89%
Annualised standard deviation	5.10%	6.87%	7.22%
Monthly standard deviation	1.47%	1.98%	2.08%
Monthly historical value at risk (5-Percentile)	2.42%	3.26%	3.43%
Annual historical value at risk (5-Percentile)	8.39%	11.31%	11.88%
Ratios			
Sharpe Score	1.29	0.36	1.91
Sortino Ratio	1.49	0.70	5.35
Consistency of returns			
Number of positive months	99	35	8
Number of negative months	24	16	2
% of positive months	80.49%	68.63%	80.00%
% of negative months	19.51%	31.37%	20.00%
Average monthly gain	1.23%	1.41%	2.08%
Average monthly loss	(1.39)%	(-1.59)%	(2.28)%

	GFI Fund	EO Fund	GC Fund
Best month	3.91%	4.15%	3.62%
Worst month	(7.78)%	(8.72)%	(3.03)%
Worst cumulative decline	18.80%	18.97%	3.03%

(Source: Signet Research & Advisory S.A.)

The above data was published on 27 October 2009 and relates to the period from each of the Signet Fund's respective inceptions to 30 September 2009. Statistics relating to MSCI, JPMC and Hedge Fund Research Inc. relate to the period from 31 July 1999 to 30 September 2009. The returns and statistics detailed above are net of all fees in respect of the Signet Funds. There can be no guarantee that the Company's target returns will be achieved. The statistics shown in the tables and graphics above are for illustrative purposes only and do not represent forecasts of future returns or volatility. The information on each of the Signet Funds has been accurately reproduced and as far as the Company is aware and is able to ascertain from information published by the above sources, no facts have been omitted which would render the information inaccurate or misleading.

The Operation of the Company

The Company does not intend to borrow other than for the purposes of currency hedging and other working capital needs. Such borrowing will, in any event, be limited to 20 per cent. of NAV at any point in time. The funds in which the Signet Funds invest have gearing at the underlying fund level.

The Company has included in its Articles of Incorporation a discount management provision requiring the Directors to seek an annual continuation vote if the Shares trade consistently at a discount of greater than 5 per cent. to the Net Assets of the Company. The Company has also been granted the authority to make market purchases of up to 14.99 per cent. of the issued Shares, and to buy back Shares in return for fund assets and liabilities, capped at 10 per cent. of the Company's issued share capital in any calendar year.

Performance of the Company

The Company was listed on the Irish Stock Exchange on 30 November 2006 with an NAV per share of 98.25 pence. In March 2007, the Company raised a further £19.3 million and USD 0.5m through an issue of C Shares and a cumulative total of £69.1 million between September 2007 and June 2008 pursuant to the Expired Premium Management Programmes. From inception to 30 October 2009, the Sterling Class Shares have traded at an average discount of approximately 6.3 per cent. to the announced NAV per share.

Further information on the Company, including the audited statutory accounts for the year to 31 December 2008 is included in Part 5 of this Prospectus.

The Investment Manager and Investment Adviser

The Company has appointed Signet Capital Management Limited to act as its discretionary investment manager. The Company has contracted with the Investment Manager in order for it to undertake certain of its investment management obligations, including making investment decisions, based on advice provided by and with certain functions delegated to the Investment Adviser.

The Investment Manager was incorporated in England on 22 January 2003 under registration number 4644944 in order to provide investment management services and is authorised and regulated by the FSA with regulatory number 222755. As at 30 September 2009, the Investment Manager had approximately USD1.8 billion of assets under discretionary management.

The directors of the Investment Manager are Richard Berman, Seymour Banks, Philip Boylan and Heath Davies. Detailed biographies are included in Part 3 of this Prospectus.

The Investment Manager has responsibility for the investment of the Company's assets, subject to the policies and control of the Board of Directors of the Company and within the limits prescribed by the Articles of Incorporation of the Company and this Prospectus. The Investment Manager has been given full authority to act on behalf of the Company, including the authority to purchase and sell securities and other investments on behalf of the Company and to carry out other actions as appropriate to give effect thereto.

The Investment Manager is entitled to an annual management fee of 1.5 per cent. of the Company's NAV. In addition, and subject to the satisfaction of the High Water Mark Provision and Performance Hurdle Provision (requiring an increase in NAV of at least 3 per cent. in the relevant Accounting Period), the Investment Manager will also be entitled to a 10 per cent. performance fee. Further details of the fees and expenses of the Company are set out in Part 3 of this Prospectus.

Pursuant to the Investment Advisory Agreement the Investment Manager has, with the consent of the Company, appointed Signet Research & Advisory S.A. to serve as the Investment Adviser in respect of the assets of the Company. The Investment Adviser is responsible for providing quantitative and qualitative research to the Investment Manager concerning the investment of the assets of the Company in accordance with the investment objective, policy and strategy described in this Prospectus and for making investment recommendations to the Investment Manager. The Investment Adviser’s fees are paid by the Investment Manager out of its fees, as are research and administration fees payable to other Signet Group Companies.

The Investment Adviser was incorporated in Switzerland on 4 September 2000. The directors of the Investment Adviser are Robert Marquardt and Serge Umansky. Detailed biographies are included in Part 3 of this Prospectus.

Further issues of Shares

- The Company’s Articles of Incorporation provide the Directors with powers to issue further Shares (of one or more currency classes and whether as C Shares or Ordinary Shares) on a non pre-emptive basis and without seeking further Shareholder approval. The Shares that are the subject of this Prospectus are shares of no par value denominated in sterling.

- Pursuant to the Ordinary Share Issue, the Directors may consider issuing new Shares on a monthly basis. Any new Shares will be issued at a premium to the last published NAV. Further details are provided in Part 3 of this Prospectus.

- To the extent that the Company issues Shares pursuant to the C Share Issue, the Directors intend to issue Sterling C Shares. C Shares being offered pursuant to a C Share Issue will be payable in full in cash. The offer price for the Sterling Class C Shares will be £1. Pursuant to each C Share Issue, if any, the Company will issue a supplement detailing the timetable with respect to such C Share Issue, and any other relevant information. Further details are set out in the Section in Part 3 of this Prospectus entitled “Issue Arrangements”.

Additional Information

The attention of prospective investors is drawn to Part 6 (“Additional Information”) of this Prospectus which provides further details of the Company.

PART 2: RISK FACTORS

Prospective investors in Shares should carefully consider the risks described below and other information contained in this Prospectus before acquiring Shares. The risks and uncertainties described below are not intended to be exhaustive and additional risks and uncertainties not presently known to the Directors, or which the Directors currently deem immaterial, may also have a material adverse effect on the Company's business, financial position and results and could therefore have a negative effect on the trading price or the NAV of the Shares.

An investment in the Shares involves complex financial risks and is suitable only for investors who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result from it. Investors should consider carefully whether an investment in the Company is suitable for them in the light of all the information in this Prospectus and the financial resources available to them.

PART A: RISK FACTORS RELATING TO THE COMPANY

Investor Returns

Past performance is not a reliable indicator of future performance. There can be no guarantee that the Company's investment objective will be achieved. The Company's ability to achieve its target annualised returns may be adversely affected in the event of significant or sustained changes in market returns, volatility or other factors.

Prospective investors should regard an investment in the Company as long term in nature and they may not recover the full amount initially invested or any at all. The market price of Shares can fluctuate and there is no guarantee that the market price of Shares will reflect fully their underlying NAV. The market prices, NAVs and performance of Shares may vary from each other.

Dependence upon the performance of the Signet Funds

To the extent that the Company maintains a concentration of assets in the Signet Funds, the Company's performance and returns to Shareholders will depend on the performance of the Signet Funds. There can be no assurance that any of the Signet Funds will achieve their respective investment objectives, nor should past performance of the Signet Funds be taken as an indication of future performance.

As with any investment in third party managed funds, any investment the Company makes in such funds may fall in value with the maximum loss on such investment being the value of the initial investment and, where relevant, any gains or subsequent investments made.

Importance of the Investment Manager and the Investment Adviser

In addition to managing and advising on the Company's investments, the Investment Manager and the Investment Adviser have significant influence in advising on the investment of the assets of each of the Signet Funds through the selection of hedge funds and underlying fund managers. To the extent that the Company holds its assets in the Signet Funds, its success depends to a great extent on the Investment Manager's and the Investment Adviser's ability to select successful underlying hedge fund managers and the manner in which the assets of each are allocated among the hedge fund strategies and managers selected. The ability of each of the Signet Funds to achieve their respective investment objectives is significantly dependent upon the expertise, in particular, of the Investment Adviser's key directors, Robert Marquardt and Serge Umansky, as well as the underlying fund managers.

Key personnel

The ability of the Company to achieve its investment objective is significantly dependent upon the expertise of the Investment Manager and, where relevant, underlying portfolio managers and their ability to attract and retain suitable staff.

Due Diligence in the investment selection process

The Investment Adviser will conduct what it considers to be appropriate due diligence to advise on the selection of investments in which to invest the Company's funds. However, due diligence is not foolproof and may not uncover problems associated with a particular investment. The Investment Adviser may rely upon representations made by managers, accountants, prime brokers, bankers, lawyers and/or other investment professionals. If any such representations are misleading, incomplete, or false, this may result in the selection of investments which might otherwise have been eliminated from consideration had fully accurate and complete information been made available to the Investment Adviser.

Calculation of profit and loss

The determination of net profit and net loss for any Accounting Period includes unrealised gains and losses. As a result of subsequent market movements, actual gains and losses may differ materially from the unrealised gains and losses reflected in the Company's financial statements at the end of any Accounting Period. Moreover, the Investment Manager and Administrator may rely on the valuation of underlying hedge funds, which from time to time may offer limited ability to verify those valuations. On occasion, investments held by underlying funds will not be traded on an exchange and will have a limited market for resale. In valuing such instruments, the underlying administrators and the underlying hedge fund managers may have discretion to establish "fair value" based upon representative bids received from dealers, recent sales of similar securities and pricing models. Underlying administrators and hedge fund managers must exercise judgment in establishing values, however, even if done in good faith, such values may turn out to have been inaccurate. The fees due to the Investment Manager, as well as the fees charged by underlying hedge fund managers in which the Company has invested, will be based on the valuation of securities assigned by underlying administrators and underlying hedge fund managers.

Calculation of NAV

In calculating the Company's NAV, the Administrator relies on estimates of the value of any funds in which the Company invests. These will be supplied by the managers or administrators of those funds. Such estimates will be unaudited or may be subject to limited verification or other due diligence and may not comply with IFRS or other valuation principles. In addition, the administrators may not provide estimates of the value of funds in which the Company invests on a regular or timely basis with the result that the estimated values of such investments may be obtained with the assistance of the Investment Manager and/or the Investment Adviser.

In the event that a valuation estimate subsequently proves to be incorrect, no adjustment to any previously published NAV is expected to be made nor would any compensation be payable in respect of such error.

Divergence between NAV and trading price of shares

Despite the existence of the discount management provisions there can be no guarantee that the trading price of the Shares will reflect the underlying NAV of the Shares, as has been demonstrated by the discount of the trading price of the Shares to underlying NAV since the autumn of 2008.

Currency risk

Whilst the Company may (subject to the availability of appropriate foreign exchange and credit lines) engage in currency hedging in an attempt to reduce the impact on the Company of currency fluctuations and the volatility of returns that may result from such currency exposure, there can be no assurance that such hedging transactions will be effective or beneficial. In certain circumstances such currency hedging may reduce returns or result in losses on the Company's investment portfolio. Investors should also be aware that extreme movements in relevant exchange rates may cause the Company to be in breach of the terms of any credit facilities to which the Company may have access, as it may be unable to meet margin calls on a timely basis, given the liquidity provisions of underlying funds in which it may have invested. Such breach may lead to an exercise by the lender of its security rights over the assets of the Company, which might have an adverse impact on the value of the Company's assets or share price. The Company may seek to obtain foreign exchange lines from institutions which are rated A1 (or above) by Standard & Poor's or an equivalent rating agency. Whilst the Company may take steps to ensure that such foreign exchange lines are in place, there is no guarantee that such foreign exchange lines will remain in place and in such event the Company may be further exposed to the risk of currency fluctuations and the volatility of returns and potential losses which may result from such currency exposure.

Underlying fund manager fees and other charges

The Company may invest in funds, including, without limitation, the Signet Funds, which invest in other funds which may be subject to issue and redemption charges and to management, administration and incentive or performance fees, in addition to those payable to and by the funds in which the Company has invested. Management fees charged by underlying fund managers are typically in the region of 2 per cent. per annum, and performance fees are typically in the region of 20 per cent. of growth in assets, sometimes subject to a hurdle rate. Performance figures to be issued by the Company and stated performance targets will be net of these fees payable. The Company may invest in funds of funds managed by the Investment Manager and/or advised or managed by the Investment Adviser. All investment management and performance fees on fund of funds vehicles which are managed by the Investment Manager and/or advised or managed by the Investment Adviser will be rebated to the full amount of charges levied by the Investment Manager and/or Investment Adviser at the underlying level to ensure that there is no excessive charging on Indirect Holdings. The Company will, however, bear a *pro rata* portion of such funds' administrative and similar operating expenses. This rebate will be halted with immediate effect if (a) the Company ceases to be managed by the Investment Manager or an affiliate of the Investment Manager, or (b) the fund of funds vehicle in question ceases to be managed by the Investment Manager and/or advised by the Investment Adviser.

The layering of fees and expenses will reduce the Company's returns and such expenses are relatively fixed regardless of the profitability of the Company's investments. Some of the investment strategies indirectly employed by the Company may require frequent trades to take place. Therefore, turnover and brokerage commissions may be greater than for other investment entities invested in non-hedge fund assets. The aggregate cost of operating the underlying funds, including the fees paid to the Investment Manager and the fees taken by underlying fund managers may constitute a higher percentage of total assets than for other investment entities invested in non-hedge fund assets.

Potential conflicts of interest

The Investment Manager and the Investment Adviser and their respective affiliates serve as investment manager and investment adviser to other clients, including the Signet Funds. As a result, the Investment Manager and/or the Investment Adviser (and any of their affiliates) may have conflicts of interest in allocating investments among the Company and other clients, including ones in which the Investment Manager and/or the Investment Adviser (and its affiliates) may have a greater financial interest.

The Investment Manager and the Investment Adviser must have regard for the interests of all their clients and have in place procedures to mitigate any potential conflicts of interest. Any suitable new investment opportunities will be allocated between the Company and any other clients on a fair and equitable basis. Such allocations will be made in a manner which does not unfairly prejudice the interests of the Company or its investors as a whole.

Where appropriate the Directors, Investment Manager, Investment Adviser, Custodian and/or Administrator and their respective affiliates may give advice or take action with respect to such other clients that differs from the advice given with respect to the Company.

The Directors, Investment Manager, Investment Adviser, Custodian and/or Administrator and their respective affiliates may be involved in other financial, investment or professional activities which may on occasion give rise to conflicts of interest with the Company. In particular the Investment Manager and/or the Investment Adviser and their respective affiliates may provide investment management, investment advice or other services in relation to a number of funds which may have similar investment policies to that of the Company or funds in which the Company may invest.

Each of these parties will have regard to their obligations under their agreements with the Company or otherwise to act in a manner that they consider fair, reasonable and equitable having regard to their obligations to other clients, when potential conflicts of interest arise.

Liquidity

The investments made by the Company in underlying funds, including, without limitation, the Signet Funds, may not be readily realisable and their marketability may be restricted, in particular because markets in those investments may be made only by the relevant manager, who may allow redemptions only at specific times and dates, and it may be difficult for the Company to sell or realise its investments in whole or in part. In addition, liquidity may be subject to commitments made by the Investment Adviser as to the frequency of redemptions to secure capacity with such managers. Furthermore, the Company's initial investments may be subject to liquidity restrictions for an initial period which may adversely affect the Company's ability to realise those investments.

Lack of control

The Investment Manager and the Investment Adviser may delegate trading decisions to underlying hedge fund managers selected by them. In so doing, the Company is dependent upon the integrity, skill and judgment of those managers. Although the Investment Adviser endeavours to conduct reasonable due diligence before investing with a manager, there can be no assurance that any level of diligence will be sufficient to protect against fraud. However, by actively monitoring underlying hedge fund managers, the Investment Adviser may be able to promptly detect any problems that may arise.

Performance fees

The annual performance fees payable to the Investment Manager may result in substantially higher payments to the Investment Manager than alternative arrangements in other types of investment vehicles. The existence of performance fees may create an incentive for the Investment Manager and/or the Investment Adviser to make riskier or more speculative investments than it would otherwise make in the absence of such fees. In addition, since the performance fees are calculated on a basis that includes unrealised appreciation of the Company's assets, they may be greater than if such fees were based solely on realised gains.

Other clients of underlying fund managers

Underlying fund managers have exclusive responsibility for making trading decisions on behalf of the funds in which the Company may invest. Such managers may also manage other accounts (including other partnerships and accounts in which the managers may have an interest) which, together with the Company could increase the level of competition for the same trades, including the priorities of order entry. This could make it difficult or impossible to take or liquidate a position in a particular instrument at a price indicated by an underlying hedge fund manager's strategy.

The managers and their principals may employ different trading methods, policies and strategies for different partnerships or accounts. Therefore, the results of the underlying funds in which the Company may invest may differ from those of the other funds traded by the same managers. As the funds under management by a particular manager increase, the manager may have increasing difficulty implementing an investment strategy which may have been successful in the past, or difficulty finding sufficient attractive investment opportunities.

Period to period variations in performance

The Investment Adviser will endeavour to recommend investments based upon a detailed evaluation of the investment's past performance. However, there can be no assurance that an investment's future results will be as successful as its past performance. Moreover, even where an investment has achieved excellent results over an extended period, because of cyclical movements and volatility, period to period results may differ materially. Accordingly, an investment in the Company is suitable only for those investors who intend to make a long-term investment in the Company.

Investment strategies of underlying hedge fund managers

The success of the investment strategies followed by the managers of any underlying funds recommended by the Investment Adviser depends upon their success at correctly interpreting market data. Any factor which would make it more difficult to execute timely purchases and sales by the manager of an underlying fund, such as a significant lessening of liquidity in a particular market, may also be detrimental to profitability. As the strategies currently employed by managers may be modified and altered from time to time, it is possible that the strategies used by managers in the future may be different from those presently in use. No assurance can be given that the strategies used or to be used will be successful under all or any market conditions.

Activities of underlying hedge fund managers

Although the Investment Adviser may recommend that the Company invests its assets in underlying funds whose managers exercise high levels of integrity, the Investment Adviser will have no control over the day-to-day operations of any underlying manager. As a result, there can be no assurance that underlying managers will conform their conduct to these standards.

Cross-liability risk between Ordinary Shares and C Shares

The Company is a single legal entity and all liabilities, irrespective of whatever class of shares they are attributable to, shall, unless otherwise agreed upon with the relevant creditors, be binding on the Company as a whole and, accordingly, liabilities of one class of shares may impact on one or more other class of shares. The chances of this occurring are increased by the fact that the Company's principal investments will comprise one portfolio in which all classes of shares will participate and for which transactions will be entered into with third parties without limiting liability to specific classes of shares. The Directors will state with respect to each C Share Issue whether there are any existing or contingent cross-liability risks as between the then proposed C Shares and the Ordinary Shares.

Status of the Company and its Shares

For regulatory, tax or other purposes, the Company and the Shares may not be treated in a similar way in different jurisdictions. For instance, in certain jurisdictions and for certain purposes, the Shares may be treated as more akin to holding units in a collective investment scheme. Furthermore, in certain jurisdictions, the treatment of the Company and/or the Shares may be uncertain or subject to change or it may differ depending on the availability of certain information or disclosure by the Company of that information. The Company may be constrained from or may find it unduly onerous to disclose any or all of such information or to prepare or disclose such information in a form or manner which satisfies the regulatory, tax or other authorities in certain jurisdictions. Failure to disclose or make available information in the prescribed manner or format, or at all, may adversely impact investors in those jurisdictions.

UK "offshore funds" legislation

Changes have been proposd to the UK's "offshore funds" legislation. Changes to this legislation are made in Finance Act 2009 and a new definition of "offshore fund" will take effect from 1 December 2009. It is not thought that the Company will become an "offshore fund" on the basis of this new legislation, however, it is possible that this interpretation may be incorrect or that the proposed legislation could be construed or implemented in a manner that is different from that currently envisaged. Potential investors are referred to paragraph 4 of Part 6 of this Prospectus for details of the taxation of the Company and of Shareholders. **If any potential investor is in doubt as to the taxation consequences of the acquisition, holding or disposal of Shares, he or she should consult a professional adviser.**

Dollar and Euro Class Shares

Holdings of Dollar Class Shares and Euro Class Shares were, earlier this year, converted into Sterling Class Shares. Subsequently, the dollar and euro share classes were delisted from the Official List of the Irish Stock Exchange and trading on the main market of the Irish Stock Exchange and the International Bulletin Board of the London Stock Exchange was cancelled. Further issues of Shares of any class will only be issued in response to material demand.

Continuation vote

The Company has included in its Articles of Incorporation a discount management provision requiring the Directors to seek an annual continuation vote if the Shares trade consistently at a discount of greater than 5 per cent. to the Net Assets of the Company. It is likely that the Shares will trade at more than a 5 per cent. discount to Net Assets for the year to 31 December 2009 and, therefore, a continuation vote will be required. In such circumstances, there is a risk that Shareolders will not vote for the Company to continue as an investment company. If an ordinary resolution is not passed approving the continuation of the Company as an investment company, the Directors are required to formulate proposals to be put to Shareholders for the winding-up or other reorganisation or reconstruction of the Company.

Emerging markets

A portion of the Company's assets may be invested, directly or indirectly, in equity and debt securities in emerging markets. Investment in such markets involves risk factors and special considerations, which may not be typically associated with investing in more developed markets. Political or economic change and instability may be more likely to occur and have greater effect on the economics and markets of emerging countries. Adverse government policies, taxation, restrictions on foreign investment, currency convertibility and repatriation, currency fluctuations and other expropriation, nationalisation or other confiscation could result in a loss to the Company. By comparison with more developed securities markets, most emerging countries' securities markets are comparatively small, less liquid and more volatile. In addition settlement, clearing and registration procedures may be under-developed enhancing the risks of error, fraud or default. Furthermore, the legal infrastructure and accounting, auditing and reporting standards in emerging markets may not provide the same degree of investor information or protection as would generally apply to major markets.

PART B: RISK FACTORS RELATING TO THE HEDGE FUND INDUSTRY

Market risk

The performance of any investment strategy depends to an extent on the correct assessment from time to time of the future course of price movements of securities and other investments by the Investment Manager and/or the Investment Adviser. There can be no assurance that the Investment Manager and/or the Investment Adviser will be able to assess accurately such movements.

Many directional trading strategies generate returns from market movements, whether up or down. However, on occasions, markets can exhibit little movement over extended periods which, if coupled with low liquidity and reduced trading volumes, may result in periods of low or negative returns from such strategies. Accordingly, investors should view an investment in the Company as long term in nature.

Hedging

The Investment Manager may engage in a variety of hedging transactions. Hedges can be more difficult to implement than many other types of transactions and the possibilities for error may be greater than for other transactions. There is a risk that price movements on the instrument used to create the hedge may not correspond to price movements in the security against which the Investment Manager is using the instruments to hedge because of fundamental differences between the two instruments and the factors that affect price movements.

Gearing (or leverage)

Managers of hedge funds in which the Company may invest, including, without limitation, the Signet Funds, may be permitted to borrow without limitation and may use various lines of credit, repurchase agreements and other forms of leverage. While leverage presents opportunities for increasing the total returns to a manager, it also has the effect of potentially increasing losses. If income and appreciation on investments made with borrowed funds are less than the required interest payments on the borrowings, the value of the underlying fund's net assets will decrease. Accordingly, any event which adversely affects the value of an investment by a fund would be magnified to the extent the fund is leveraged. The cumulative effect of the use of leverage by a manager in a market that moves adversely to such fund's investments could result in a substantial loss to the fund, which would be greater than if the fund was not leveraged. To the extent that a creditor has a claim on the assets of such a fund, such claim would be senior to the rights of the Company as an investor in the fund. As a result, if a hedge fund's losses were to exceed the amount of capital invested, the Company could lose its entire investment, but no more.

Investment strategies of the Investment Manager

The success of the investment strategies followed by the Investment Manager depends upon the Investment Manager's success at correctly interpreting market data. Any factor that would make it more difficult to execute timely purchases and sales by the Investment Manager, such as a significant lessening of liquidity in a particular market, may also be detrimental to profitability. As the strategies employed by the Investment Manager may be modified and altered from time to time, it is possible that the strategies used by the Investment Manager in the future may be different from those presently in use. No assurance can be given that the strategies used or to be used will be successful under all or any market conditions.

Securities issued by micro-, small- and medium-capitalisation companies

A proportion of the assets of the Company may be invested in the securities of companies with micro- or small-to-medium-sized market capitalisations. Such securities, particularly with respect to smaller-capitalisation stocks, may involve higher risks when compared with large capitalisation companies. For example, because the prices of securities issued by small-capitalisation and/or medium-capitalisation stocks may be more volatile than those issued by large-capitalisation stocks and the risk of bankruptcy or insolvency of smaller companies (with the attendant losses to investors) may be higher than for larger, "blue-chip" companies. In addition, due to limited trading in securities issued by some smaller-capitalisation stocks, an investment in those securities may be less liquid.

High-volatility markets

Price movements of forward contracts, futures contracts and other derivative contracts in which the Company's assets may be invested are influenced by among other things, interest rates, changing supply and demand relationships, trade, fiscal, monetary and exchange control programs and policies of governments, and national and international political and economic events and policies. In addition, governments from time to time intervene, directly and by regulation, in certain markets, particularly those in currencies and interest rate related futures and options. Such intervention often is intended directly to influence prices and may, together with other factors, cause all of such markets to move rapidly in the same direction because of, among other things, interest rate fluctuations.

Securities and other obligations of financially distressed companies

The Company may purchase securities and other obligations of companies that are experiencing significant financial or business distress, including companies involved in bankruptcy, or other reorganisation and liquidation proceedings. These issuers may be in weak financial condition, experiencing poor operating results, having substantial capital needs or a negative net worth, or facing special competitive or product obsolescence problems.

Investments of this type may involve substantial financial and business risks that can result in substantial or at times even total losses.

Acquired investments may include senior or subordinated debt securities, bank loans, promissory notes and other evidences of indebtedness, as well as payables to trade creditors. Although such purchases may result in significant returns for the Company, they involve a substantial degree of risk and may not show any return for a considerable period of time. Many of these securities and investments may ordinarily remain unpaid while the company is in bankruptcy and may not ultimately be paid unless and until the company reorganises and/or emerges from bankruptcy proceedings. As a result, such securities may have to be held for an extended period of time. The level of analytical sophistication, both financial and legal, necessary for successful investment in companies experiencing significant business and financial distress is high. There is no assurance that the Investment Manager will correctly evaluate the nature and magnitude of the various factors that could affect the prospects for a successful reorganisation or similar action.

In any reorganisation or liquidation proceeding relating to a company in which the Company invests, the Company may lose its entire investment or may be required to accept cash or securities with a value of less than the original investment made by the Company. Under such circumstances, the returns generated from the Company's investments may not compensate Shareholders adequately for the risks assumed.

Among the risks inherent in investments in such entities is that it may be difficult to obtain information as to the true condition of such issuers. Such investments also may be adversely affected by laws relating to, among other things, fraudulent transfers and other voidable transfers or payments, lender liability and the bankruptcy court's power to disallow, reduce, subordinate or disenfranchise particular claims. The market prices of such securities are also subject to abrupt and erratic market movements and above-average price volatility, and the spread between the bid and offer prices of such securities may be greater than those prevailing in other securities markets. It may take a number of years for the market price of such securities to reflect their intrinsic value. Securities issued by distressed companies may have a limited trading market, resulting in limited liquidity. As a result, the Investment Manager/underlying hedge fund managers may have difficulties in valuing or liquidating positions.

The administrative costs in connection with a bankruptcy proceeding are frequently high and will be paid out of the debtor's estate prior to any return to creditors (other than out of assets or proceeds thereof, which are subject to valid and enforceable liens and other security interests) and equity holders. In addition, certain claims that have priority by law over the claims of certain creditors (for example, claims for taxes) may be quite high as a proportion of the remaining assets of the Company.

High-yield securities

The Investment Manager may invest in high yield bonds and preferred securities which are rated in the non-investment grade categories by credit rating agencies (or in comparable non-rated securities categories). Securities in the non-investment grade categories are subject to greater risk of loss of principal and interest than higher rated securities and may be considered to be predominantly speculative with respect to the issuer's capacity to pay interest and repay principal. They may also be considered to be subject to greater risk than securities with higher ratings in the case of deterioration of general economic conditions. Because investors generally perceive that there are greater risks associated with non-investment grade securities, the yields and prices of such securities may fluctuate more than those for higher-rated securities. The market for non-investment grade securities may be smaller and less active than that for higher-rated securities, which may adversely affect the prices at which these securities can be sold.

Risk of credit downgrade

Even if a bond is not in default, a downgrade by a rating agency could have a significant negative impact on the value and liquidity of the bond. If a bond is down-rated from an investment grade to non-investment grade rating, certain institutions may be unable to hold the bond, resulting in considerable downward pressure on the value of the bond.

Unmarketable instruments

The Company is subject to the additional risks associated with investing in unmarketable instruments. Many of the instruments acquired by the Company/funds in which the Company invests may be relatively illiquid or unmarketable. There are several risks inherent in such investments. Such investments may be difficult to value and are subject to investment specific price fluctuations as well as market conditions. Moreover, the Investment Manager may have only a limited ability to vary or dispose of their investment portfolio in response to changing economic, financial and investment conditions. No assurance can be given as to when or whether adverse events might occur which could cause significant loss in value of the Company's portfolio.

Regulatory supervision

The funds and other investment vehicles, into which the Company may invest, including managed accounts, may not be subject to any form of authorisation or regulatory supervision. They may not be required to have an independent custodian or any custodian at all. Therefore, investment in such vehicles carries a higher potential risk.

Interest rate risk

To the extent that the Company invests in fixed coupon bonds, it will be subject to interest rate risk. An increase in interest rates will generally result in a reduction in the value of the bonds and thus, if unhedged, the Company may sustain a significant loss.

Dependence on occurrence of events

The Company may invest in companies involved in (or the target of) acquisition attempts or tender offers or companies involved in work-outs, liquidations, spin-offs, reorganisations, bankruptcies and similar transactions. There exists the risk that the transaction in which such business enterprise is involved either will be unsuccessful, take considerable time, or will result in a distribution of cash or a new security the value of which will be less than the purchase price of the security or other financial instrument in respect of which such distribution is received. Similarly, if an anticipated event does not in fact occur, the Investment Manager may be required to sell its investment at a loss. Because there may be uncertainty concerning the outcome of transactions involving financially troubled companies in which the Investment Manager may invest, there is a potential risk of loss by the Company of its entire investment in such companies.

Special investment and trading risks

Special risks may be associated with any investment in the debt, securities, rescue financings and post-reorganisation securities of financially troubled companies. Such securities may offer higher yields than higher rated securities, but generally involve greater volatility of price and risk of principal and income, including the possibility of default by, or bankruptcy of, the issuers of the securities.

Counterparty risk

Investments made by the Company may not be regulated by the rules of any stock exchange or investment exchange or other regulatory body or authority. The counterparties to such investments may have no obligation to make markets in such investments and can apply essentially discretionary margin and credit requirements. Furthermore, the Company may be subject to the risk of bankruptcy of, or the inability or refusal to perform with respect to such investments by, the counterparties with which the Company deals.

Credit default swaps

The Company may enter into credit default swaps. Credit default swaps may expose the Company to counterparty risk and the risk of uncapped losses.

Derivative instruments

The Investment Manager may allocate part of the Company's assets to strategies and funds which invest in derivative instruments. The use of derivative instruments involves certain special risks, including dependence on the Investment Manager's ability to predict movements in the price of securities being hedged and movements in interest rates; imperfect correlation between the hedging instrument and the securities or market sectors being hedged; the fact that the skills needed to use these instruments are different from those needed to select the Company's other investments; and the possible impediments to effective hedge fund management or the ability to meet repurchase requests or other short-term obligations attributable to the proportion of the Company's assets segregated to cover its obligations.

Short selling

The Company, and any underlying funds in which it invests, may engage in a significant amount of short selling. Short selling, which involves selling securities not currently owned (i.e. selling borrowed securities), necessarily involves certain additional risks. These transactions expose the Company to the risk of uncapped losses until a position can be closed out. There is the risk that the securities borrowed by the Company in connection with a short sale must be returned to the securities lender on short notice. If a request for return of borrowed securities occurs at a time when other short sellers of the security are receiving similar requests, a "short squeeze" can occur, and the Company may be compelled to replace borrowed securities previously sold short with purchases on the open market at the most disadvantageous time, possibly at prices significantly in excess of the proceeds received in originally selling the securities short.

Suspension of trading

Securities and commodity exchanges typically have the right to suspend or limit trading in any instrument traded on that exchange. A suspension could render it impossible for the Company to liquidate positions and might thereby expose the Company to losses.

Prime brokerage risk

To the extent that the Company has transferred its investments to a prime broker as collateral or margin, the Company will rank as one of the prime broker's unsecured creditors and in the event of the insolvency of the prime broker, the Company may not be able to recover such assets. The fund will be subject to the risk of the inability of the prime broker to perform with respect to transactions, whether due to insolvency, bankruptcy or other causes.

Increasing maturity of hedge funds markets

The growth in the number of hedge funds and assets managed by them, together with the increase in other market participants (such as the proprietary desks of investment banks) may reduce the opportunities available for the Investment Manager/underlying hedge fund managers to generate returns and/or reduce the quantum of these returns. Historic opportunities for some or all hedge fund strategies may be eroded over time whilst structural and/or cyclical factors may reduce opportunities for the Investment Manager/underlying hedge fund managers temporarily or permanently.

Other risks

Investments made by the Investment Manager for which there is not a recognisable market may make it difficult to deal in any such investments or to obtain reliable information about their value or the extent of the risks to which such investments are exposed.

PART 3: INFORMATION ON THE COMPANY AND THE SIGNET FUNDS

Introduction

Signet Global Fixed Income Strategies Limited is an Irish-listed, Guernsey-registered closed-ended investment company that was launched in November 2006 raising net proceeds of £35.1 million. In March 2007 the Company raised a further £19.3 million and USD 0.5 million through an issue of C Shares and a cumulative total of £69.1 million between September 2007 and June 2008 pursuant to the Expired Premium Management Programmes described in the Previous C Share Prospectuses.

On 1 October 2009, the Company announced the results of a tender offer pursuant to which the Company purchased 19,713,134 Shares at a discount of 13 per cent. to NAV per Share. Based on an NAV per Share of £0.874614 as at 31 August 2009, the tender price was £0.760914.

As at 14 October 2009 (the latest practicable date prior to the publication of this Prospectus) the Company had 100,658,768 GBP Shares in issue (including 146,690 shares in treasury) with a market capitalisation of approximately £73 million. As at the same date, the aggregate net assets of the Company (in sterling terms) were approximately £93 million.

The Company's investor base consists of a broad range of predominantly UK based and European institutional investors including private wealth management groups, insurance companies and discretionary asset managers.

The Company's investment objective is the preservation of investor capital while generating positive returns equivalent to or in excess of the equity premium over cash, and relatively low volatility and limited long-term correlation to market movements affecting traditional asset classes.

The Company is targeting an absolute return of 8 per cent. – 12 per cent. per annum over a rolling 3-year period with an annual standard deviation of under 4.5 per cent. This target is not, and should not be regarded, as a profit forecast.

It is the intention of the Board that the Company will pay an annual dividend of not less than one half of total returns, capped at 5 per cent. of the NAV at the commencement of the Accounting Period in which the dividend is declared, or such higher figure as the Board may agree from time to time for rounding purposes, available as cash or scrip. The Company will also aim to establish a dividend reserve which will, so far as is practical, be used to operate a "dividend smoothing" process.

The Company's investment policy is to invest directly and indirectly, including through the Signet Funds, in opportunities predominately, but not exclusively, in global credit markets (although it is not the current intention of the Directors of the Company to make any direct investments).

The Company has appointed Signet Capital Management Limited as its investment manager and Signet Research & Advisory S.A. has been appointed by Signet Capital Management Limited as investment adviser.

The Signet Funds are all "sub-funds" of SMMI, which itself was incorporated as an open-ended multi-class investment fund in 1993 in the British Virgin Islands, having the status of an International Business Company and whose registered office is at 9 Columbus Centre, Pelican Drive, P.O Box 805, Road Town Tortola, British Virgin Islands. SMMI was automatically converted to a BVI Business Company in 2007 governed by the Business Company Act 2004.

During 2008, SMMI registered with Register of Corporate Affairs of the BVI as a segregated portfolio company with multiple segregated portfolios each of which constitutes a separate segregated portfolio, and is valued separately with its own defined investment objectives and investment strategies. SMMI has an authorised share capital of 181,000,000 shares with a par value of USD 0.01 per share comprised of 1,000,000 general shares (the "General Shares") and 180,000,000 segregated portfolio shares (the "Segregated Portfolio Shares"). The Segregated Portfolio Shares are participating shares with limited voting rights and each segregated portfolio may be divided into as many classes as the Directors may determine. Each class of Segregated Portfolio Share is designated or identified by reference to the designation or identification of the Segregated Portfolio in respect of which the Segregated Portfolio Shares of that class are issued. SMMI may from time to time, amend its memorandum of incorporation to authorise the creation of additional segregated portfolios. The proceeds of issue of Segregated Portfolio Shares comprise segregated portfolio assets of the segregated portfolio in respect of which such Segregated Portfolio Shares are issued. The proceeds of issue of General Shares comprise general assets. The General Shares exercise effective management control over the Company and are held by Signet Global Investors Limited. Segregated Portfolio Shares are admitted to trading on the main market of the Irish Stock

Exchange and are denominated in US dollars, euros, pounds sterling, Swedish krona, Swiss francs, yen and Polish zlotys and ounces of gold, expressed as US dollars.

SMMI has also appointed Signet Capital Management Limited as its investment manager and, with the consent of SMMI, Signet Research & Advisory S.A. has been appointed by Signet Capital Management Limited as its investment adviser.

The Company and SMMI have entered into the Control Agreement which states that the following provisions will continue to apply and will not be changed without the prior consent of the Directors of the Company, and only in exceptional circumstances:

- SMMI will remain established in the British Virgin Islands and will continue to operate in conformity with the relevant laws and regulations and in compliance with the Control Agreement;
- SMMI will comply with the investment limitations of the Irish Stock Exchange as set out in its listing particulars;
- distributions with respect to the shares of the SMMI will only be made by the master fund in accordance with the requirements of the Irish Stock Exchange;
- the Board of Directors of the Company will be notified of any conflict of interest of which SMMI is aware, and suitable procedures will be implemented to avoid detriment to the fund or its shareholders;
- the service providers to SMMI will continue to comply with the regulations of the Irish Stock Exchange;
- SMMI will notify the Board of Directors of the Company if any of its consents or authorities are revoked; and
- the Board of Directors of the Company will be notified of any qualifications in the auditor's report on the financial statements of SMMI.

In December, 2007 Signet Global Fixed Income Fund, Signet Global Fixed Income Fund, Series 2 and Signet Global Fixed Income Strategies Limited were each awarded an "A" rating by Standard & Poors.

In October, 2007 the Signet Global Fixed Income Fund and Signet Global Fixed Income Fund, Series 2 were each awarded a "AAA" rating by *Schmidt Research*, and Signet Emerging Opportunities Fund and Signet Global Fixed Income Strategies Limited were each awarded a "AA" rating.

In 2007, each of Signet Global Fixed Income Fund, Signet Global Fixed Income Fund, Series 2, and Signet Emerging Opportunities Fund were awarded the maximum *Four Diamond* rating by *Asset Risk Consultants*.

In November, 2006 Signet Capital Management Limited was voted "European Hedge Fund Firm of the Year" by the *Funds Europe – 2006* panel of judges. More recently, in March 2007, SCML was short listed as Alternative Investment Manager of the Year by *UK Pensions Awards 2007* and in November, 2007 Signet Capital Management Limited was runner-up in the "European Hedge Fund Firm of the Year" *Funds Europe – 2007* Awards.

In September 2006, Signet's Global Fixed Income Fund won the *MARHedge* Europe award for the best single strategy fund of hedge funds (for funds over €200 million in AUM).

The *MARHedge* Europe award was assessed by a panel of judges drawn from across the industry and the award criteria comprised:

- 2 year performance;
- combination and balance of returns and volatility/risk;
- context of the performance;
- downside risk assessment;
- processes: strong risk and investment assessment and control processes; and
- short due diligence interviews.

Earlier in 2006, Signet Global Fixed Income Fund was short listed as one of the best five fixed income funds (*InvestHedge*), and Signet Capital Management Limited was short listed as the "Alternative Investment Manager of the Year" (*Professional Pensions Awards*).

Hedge fund investment

Hedge funds have a number of characteristics which differentiate them from traditional long-only investment funds including targeting absolute rather than relative performance (in contrast to long-only investing where performance is typically measured against a market benchmark). As a consequence, when traditional asset benchmarks are flat or in decline, hedge funds may generate positive returns. Hedge funds may in addition offer a degree of protection against capital loss. Hedge funds generally employ analytical and risk-management techniques to exploit market opportunities which may involve using strategies and instruments unavailable to conventional investment managers, including the ability to use leverage and derivatives and to sell stock short.

Hedge funds may also exhibit a low level of long-term correlation with traditional asset classes such as equities and bonds. Such low correlation of hedge funds to traditional asset classes can yield considerable portfolio diversification benefits to investors.

As a result of these characteristics, over recent years hedge funds as an asset class have yielded higher absolute returns than equity, sovereign debt and high yield debt markets, whilst demonstrating lower volatility.

Debt-related strategies

The Company will continue to invest a proportion of its assets in the Signet Funds. In addition, the Company will focus on a range of fundamental credit investment strategies. Such strategies might include direct and indirect investments in the following:

Capital structure arbitrage: this involves the purchase of senior securities of an issuer and the short-sale of junior securities of the same issuer or vice versa.

Convertible bond arbitrage: this involves investing in long portfolios of convertible bonds while hedging the positions by selling short the underlying stock.

Credit trading: this strategy involves trading investment grade and high yield debt, investing with a shorter term time horizon and seeking to capture returns from special events relating to particular securities and companies as well as temporary technical (supply and demand) imbalances created in the market.

Distressed securities: this seeks to maximise total returns through investments in distressed securities including, without limitation, private debt offerings, direct placements, public and private placements of senior and subordinated debt securities, bridge loans, mezzanine securities, convertible securities, vendor financing preferred stock, warrants and equity. It seeks attractive absolute and relative returns that are not correlated to the general equity and fixed income markets, while preserving capital. Both long and short positions are taken.

Distressed for control: this involves investing in debt obligations (whether financial debt or other claims such as trade creditors) in anticipation of a company going through a restructuring process which will lead to a debt-for-equity swap, allowing the Company (either acting alone or in concert with other investors) to gain a controlling position in the newly structured equity of the company.

Heavily collateralised loans and securities: this seeks to invest in mortgage-backed securities and asset-backed securities of various asset classes within the fixed income universe with a focus on shorter term, heavily collateralised opportunities that provide superior returns with low volatility.

High yield bonds: in this strategy investments are generally concentrated in companies that are believed to have above average prospects for credit improvement, including issuers that have become, or are believed likely to become, merger or acquisition candidates or as to which some other external event may have a significant impact.

Senior secured bank debt: this involves investing in senior bank debt, senior notes and subordinated notes. Bank debt is a privately traded instrument that is often illiquid. However, it is frequently secured by collateral and is generally the most senior level of the capital structure of a company. In addition, owners of bank debt are typically entitled to confidential information concerning the company, which is often helpful in evaluating credit quality.

The strategies in which the Signet Funds' underlying fund managers invest are predominantly (although not exclusively) debt-oriented. Whilst the type of investments made by the underlying fund managers is widely varied, a significant proportion of the type of investments which they make falls into one of the following categories: (i) asset-backed investments, whereby the fund invests in a debt instrument which is secured on the assets of the issuer of such instrument, and such assets are thought to be worth significantly more than the value of the debt instrument. Strategies which may involve asset-backed investments include collateralised loans and securities, senior secured bank debt and distressed securities; (ii) relative value investments, whereby the fund buys one instrument and sells another related instrument, reflecting the underlying manager's belief that one instrument is under-priced relative to the other. Strategies which may involve relative value investing include capital structure arbitrage and convertible bond arbitrage; and (iii) event-driven investments, whereby the fund invests in opportunities created by significant transactional events, such as bankruptcy, reorganisations and recapitalisations.

Portfolio construction

A combination of qualitative and quantitative assessment factors are utilised by the Investment Adviser in overall portfolio construction. In so doing, the Investment Adviser will seek to provide the Company, with a number of advantages including but not limited to the following:

- investments with disciplined investment processes and proven track-records;
- investments which have the ability to make absolute returns in a wide range of markets and under varied conditions;
- investments which are structured to provide low correlation to "traditional" equity and fixed income investments;
- investments that utilise transparent investment strategies; and
- dynamic portfolio re-balancing in conjunction with an active top-down asset allocation process.

It is intended that the Company will provide an efficient means through which investors can obtain exposure to a broad, alternative investment programme with a targeted low level of volatility.

Portfolio identification and evaluation

The Investment Adviser considers numerous factors in evaluating and selecting investments. The evaluation process includes some or all of, but is not limited to, the following qualitative and quantitative categories:

Background and structure

- reputation and integrity;
- personnel and operational infrastructure;
- breakdown of assets under management (in the case of an investment in another fund);
- quality and independence of service providers (such as prime brokers, administrators, and auditors);
- registration and regulatory issues; and
- business structure and organisation.

Investment strategy

- investment philosophy;
- investment methodology and instruments;
- the decision making process;
- portfolio management procedures; and
- leverage, exposure and concentration.

Risk management

- analysis of strategy risk;
- debt, equity and derivative positions, and combinations thereof;
- risk management systems;
- transparency; and

- portfolio valuation.

Historical performance

- analysis of previous track record, if available;
- audited monthly performance since inception;
- Sharpe ratio, Sortino ratio, standard deviation, alpha, beta, and similar criteria;
- consistency analysis; and
- correlation to relevant indices.

"Rising stars"

The Investment Adviser will also consider investing in funds run by managers who may be considered to be "rising stars". In this context, a "rising star" may include, but is not limited to, one or more of the following:

- an individual or team with a past track record in managing assets (whether the proprietary assets of a bank, hedge fund investments or mutual fund assets) that is considered to be of a high quality and where such individual or team has recently established a new fund;
- an established hedge fund management group that has created a new fund or a stand-alone fund from what was previously a sub-strategy of a pre-existing fund; and/or
- a portfolio manager with a superior on or off-shore track record who has set up a mirror fund with the same strategy, possibly at the Investment Adviser's request.

The Investment Manager and Investment Adviser

The Company has appointed Signet Capital Management Limited to act as its investment manager. The Investment Manager was incorporated in the United Kingdom on 22 January 2003 under registration number 4644944 in order to provide investment management services and is authorised and regulated by the FSA with regulatory number 222755. As at 30 September 2009 the Investment Manager had approximately USD 1.8 billion of assets under discretionary management.

The directors of the Investment Manager are Richard Berman, Seymour Banks, Philip Boylan and Heath Davies.

Richard Berman, 53, co-established Signet Capital Management Limited in January 2003. Ric has been involved with the hedge fund sector since 1989. He is responsible for the management of Signet's UK business, structured products and group compliance. His experience includes the management of hedge funds and hedge fund management companies, as well as the establishment of hedge funds in a range of jurisdictions. Ric has an MA in Economics from the University of Cambridge, is a Fellow of the Securities & Investment Institute and a Fellow of the Association of Corporate Treasurers.

Seymour Banks, 43, co-established Signet Capital Management Limited in January 2003. Seymour is jointly responsible for portfolio management in the UK, a member of Signet's European manager due diligence team, and oversees client servicing in the UK and Europe. Before joining Signet, he worked at Barclays Global Investors ("BGI") where he helped develop BGI's European hedge fund business, launching their global macro and market neutral products before running the BGI fund of hedge funds (1999 – 2002). Prior to that, he was a portfolio manager in BGI's Advanced Active European equities team (1998 – 1999). Seymour qualified as a Chartered Accountant (ACA) with Coopers & Lybrand, now PwC (1989 – 1996). He is a Chartered Alternative Investment Analyst and an Associate of the UK Society of Investment Professionals; he graduated with an MA in Economics and International Relations from St. Andrews University.

Philip Boylan, 48, is the Signet group's Chief Financial Officer and became a Director of Signet Capital Management Limited in January, 2008. He was previously Head of BDO Simpson Xavier's Fund Administration Services Department (1997 – 2007). Philip previously worked with Maitland & Co in the Isle of Man and Luxembourg (1990 - 1996), where he managed a number of client investment companies and investment funds. He is a Fellow of the Association of Chartered Certified Accountants.

Heath Davies, 40, became a director of Signet Capital Management Limited in June 2009. Before joining Signet

Capital Management Limited, Heath was head of hedge fund research at Redi & Partners (2003–2007), prior to which he was a risk management consultant (1996-2003), in which capacity he undertook projects for Credit Suisse, Citibank and the Royal Bank of Scotland. Heath holds a degree in Economics and Management from the University of Natal, Durban, South Africa and is a Chartered Accountant. Heath is co-portfolio manager of the Global Equity Fund and focuses on manager due diligence as part of the European investment team.

The Investment Manager has responsibility for the investment of the Company's assets, subject to the policies and control of the Board of Directors of the Company and within the limits prescribed by the Articles of Incorporation of the Company and this Prospectus. The Investment Manager has been given full authority to act on behalf of the Company, including the authority to initiate orders for the purchase and sale of securities on behalf of the Company and to carry out other actions as appropriate to give effect thereto. Certain functions have been delegated to the Investment Adviser.

Pursuant to the Investment Advisory Agreement, the Investment Manager has with the consent of the Company appointed Signet Research & Advisory S.A. to serve as the Investment Manager's Investment Adviser in respect of the assets of the Company.

The Investment Adviser was incorporated in Switzerland on 4 September 2000.

The Investment Adviser is responsible for providing quantitative and qualitative research to the Investment Manager concerning the investment of the assets of the Company in accordance with the investment objectives, policy and strategy described in this Prospectus and for making investment recommendations to the Investment Manager. The Investment Adviser's fees are paid by the Investment Manager out of its management and performance fees.

The directors of the Investment Adviser are Robert Marquardt and Serge Umansky.

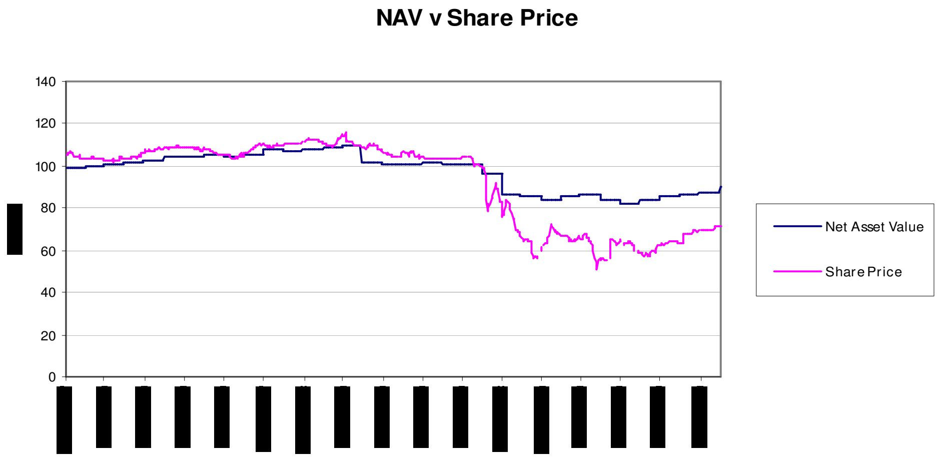
Robert Marquardt, 54, founded the Signet group in 1993 and has over two decades of experience with alternative investments. His responsibilities include portfolio management and manager due diligence. He is a member of Signet's Investment Committee. Robert was previously an independent investment manager based in Luxembourg (1990-93). This followed a career with Chase Manhattan Bank (1979-90) in London, Bahrain, and finally Luxembourg, where he was the manager of Private Banking and a director of Chase Manhattan Bank Luxembourg. Robert is a graduate of the University of Connecticut where he read Languages and Business; he also studied Arabic at the American University in Cairo and French at the University of Rouen.

Dr. Serge Umansky, 55, has overall responsibility within the Signet group for portfolio construction, risk management and quantitative analysis. He is a member of Signet's Investment Committee. Before joining Signet in 1999 he was Professor of Applied Mathematics and Computer Sciences and a Head of the Numerical Analysis Laboratory at the Soviet Academy of Sciences in Kiev (1985-1989); an IT consultant to derivative traders in Chicago (1990-1992); Senior Consultant for Computerized Portfolio Management Systems (1992-1995); and Head of Research and Director of New Capital Markets, Inc., an emerging-markets investment manager based in Washington, D.C. (1995-1998). He obtained his postgraduate qualifications at the Soviet Academy of Sciences in Kiev: Dr.Sc. (1984); Ph.D. (1977) in Numerical Analysis; and MSc. in Engineering (1976).

The Investment Adviser provides day-to-day investment advice to the Investment Manager on the composition of the Company's investment portfolio and will advise on the selection of the Company's underlying hedge fund managers.

Performance of the Company

The Company was listed on the Irish Stock Exchange on 30 November 2006 with an NAV per share of 98.25 pence. As at 30 September 2009, (the latest practicable date prior to the publication of this document) the Company's NAV per share was 89.95. The graph set out below details the closing mid price of the Sterling Class Shares since inception together with the announced NAV per Sterling Class Share.



Performance of the Signet Funds

Performance of Signet Global Fixed Income Fund

As at 30 September 2009, Signet Global Fixed Income Fund was invested in a total of over 47 funds managed by at least 37 fund managers.

Signet Global Fixed Income Fund was established in July 1999 and has a track record of over ten years. The investment returns are given in the table below which compares the performance of Signet Global Fixed Income Fund across a number of criteria.

Signet Global Fixed Income Fund - Performance Statistics

Historic Performance (data as at 30 September 2009 published on 27 October 2009)

	Last 12 months (%)	*Cumulative return since July 1999 (%)*	*Annualised return since July 1999 (%)*
GFI Fund (GBP)	(3.90)	154.90	9.56
MSCI World TR	0.53	20.31	1.82
JPM Global Gov Bond (USD)	14.00	99.53	6.97
HFRI FOF Index	(3.76)	55.82	4.42

Risk/Return Statistics (USD)

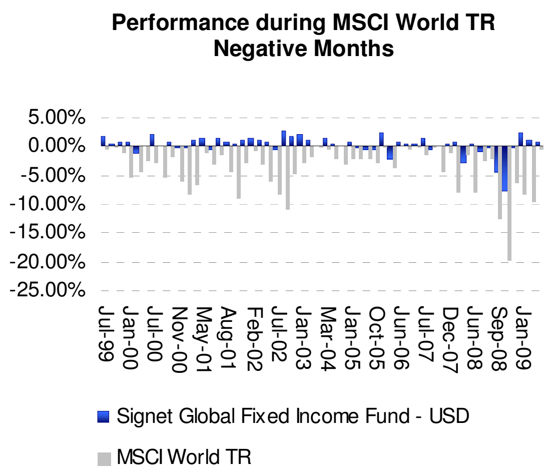
Annualised compounded return	8.77%
Annualised standard deviation	5.10%
Monthly standard deviation	1.47%
Monthly value at risk (5-Percentile)	2.42%
Annual value at risk (5-Percentile)	8.39%
	Ratios
Sharpe Score	1.29
Sortino Ratio	1.49
	Consistency of Returns
Number of positive months	99
Number of negative months	24
% of positive months	80.49%
% of negative months	19.51%
Average monthly gain	1.23%
Average monthly loss	(1.39%)
Best month	3.91%
Worst month	(7.78%)
Worst cumulative decline	18.80%

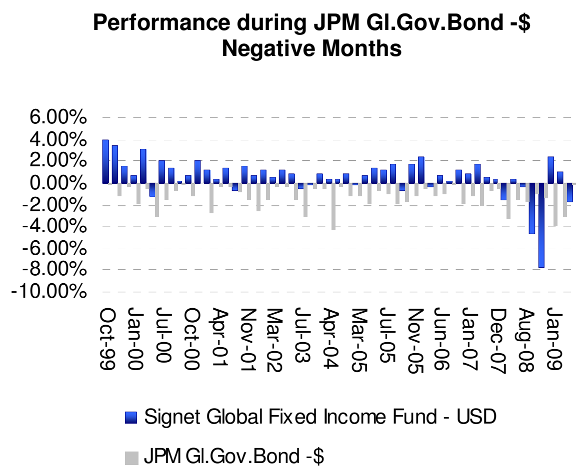
(Source: Signet Research & Advisory S.A.)

Correlation Statistics

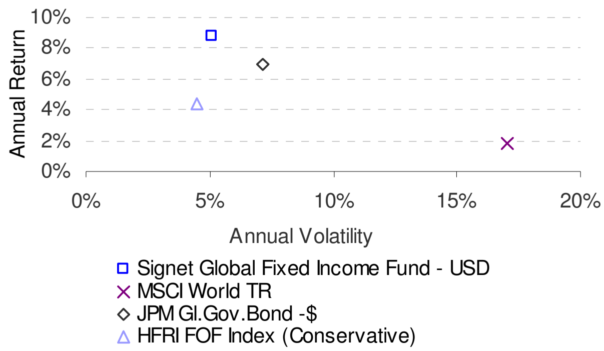
Correlation to MSCI World TR	
Correlation Coefficient	0.39
Alpha	0.68%
Beta	0.116

Correlation to JPM Gl.Gov.Bond -$	
Correlation Coefficient	0.09
Alpha	0.67%
Beta	0.068





Risk/Return Analysis



The above data was published on 27 October 2009 and relates to 31 July 1999 to 30 September 2009. The returns and statistics detailed above are net of all fees in respect of Signet Global Fixed Income Fund There can be no guarantee that the Company's target returns will be achieved. The statistics shown in the tables and graphics above are for illustrative purposes only and do not represent forecasts of future returns or volatility. The information on the Signet Global Fixed Income Fund has been accurately reproduced and as far as the Company is aware and is able to ascertain from information published by the above sources, no facts have been omitted which would render the information inaccurate or misleading. This data is also available from http://www.signetmanagement.com/fund.php?f=sgfis-fof.

Performance of Signet Emerging Opportunities Fund

The Signet Emerging Opportunities Fund was established in July 2005 and has a principal focus on fixed income strategies with emerging and converging markets. The fund had approximately USD 70 million under management as at 30 September 2009 (the latest monthly reporting date of Signet Emerging Opportunities Fund prior to the publication of this Prospectus).

As at 30 September 2009 Signet Emerging Opportunities Fund was invested in a total of over 32 funds managed by at least 29 underlying hedge fund managers.

Signet Emerging Opportunities Fund - Performance Statistics

Historic Performance (data as at 30 September 2009 published on 27 October 2009)

	***Last 12 months** (%)*	***Cumulative return since July 2005 (%)***	***Annualised return since July 2005 (%)***
EO Fund (GBP)	(3.41)	28.16	6.01
MSCI World TR	0.53	14.23	3.18
JPM EMBI+	18.31	35.09	7.33
HFRI FOF Index	(3.76)	7.03	7.33

	Risk/Return Statistics (USD)
Annualised compounded return	5.28%
Annualised standard deviation	6.87%
Monthly standard deviation	1.98%
Monthly value at risk (5-Percentile)	3.26%
Annual value at risk (5-Percentile)	11.31%
	Ratios
Sharpe Score	0.36

Risk/Return Statistics (USD)

Sortino Ratio	0.70
	Consistency of Returns
Number of positive months	35
Number of negative months	16
% of positive months	68.63%
% of negative months	31.37%
Average monthly gain	1.41%
Average monthly loss	(1.59%)
Best month	4.15%
Worst month	(8.72%)
Worst cumulative decline	18.97%

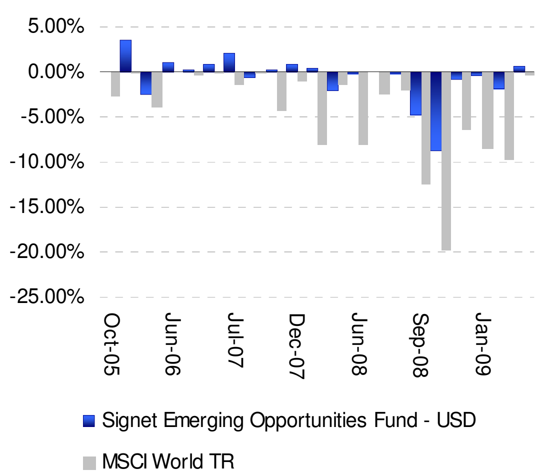
(Source: Signet Research & Advisory S.A.)

Correlation Statistics

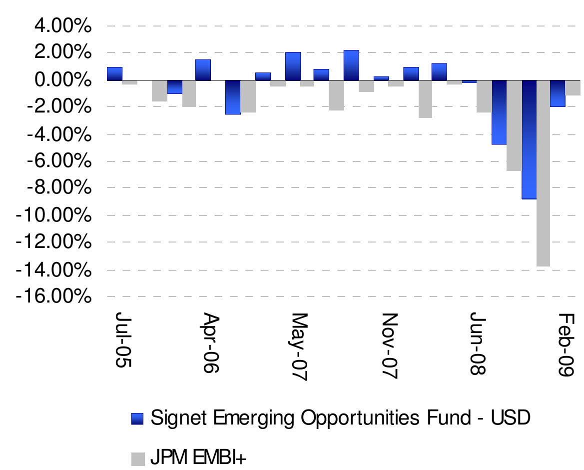
Correlation to MSCI World TR	
Correlation Coefficient	0.72
Alpha	0.34%
Beta	0.253

Correlation to JPM EMBI+	
Correlation Coefficient	0.69
Alpha	0.17%
Beta	0.440

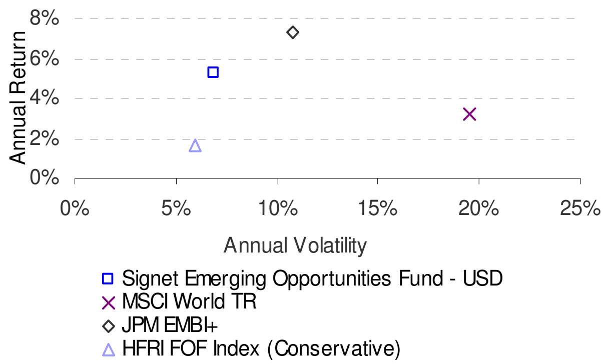
Performance during MSCI World TR Negative Months



Performance during JPM EMBI+ Negative Months



Risk/Return Analysis



The above data was published on 27 October 2009 and relates to 31 July 2005 to 30 September 2009. The returns and statistics detailed above are net of all fees in respect of Signet Emerging Opportunities Fund. The statistics shown in the tables and graphics above are for illustrative purposes only and do not represent forecasts of future returns or volatility. The information on the Signet Emerging Opportunities Fund has been accurately reproduced and as far as the Company is aware and is able to ascertain from information published by the above sources, no facts have been omitted which would render the information inaccurate or misleading. This data is also available from http://www.signetmanagement.com/fund.php?f=sgfis-fof.

Performance of Signet Global Credit Fund

The Signet Global Credit Fund was established in December 2008 to focus predominantly in credit related fixed-income investment strategies. The fund had in excess of USD 190 million under management as at 30 September 2009 (the latest monthly reporting date of Signet Global Credit Fund prior to the publication of this Prospectus.).

As at 30 September 2009, the Signet Global Credit Fund was invested in a total of over 32 funds managed by at least 28 underlying hedge fund managers.

With effect from 30 June 2009, the Signet Credit Fund was divided into two parts, (i) the continuing Signet Global Credit Fund, which was spun off from the existing Signet Credit Fund, and (ii) a remaining, liquidating portion of the Signet Credit Fund. The Company now invests in the Signet Global Credit Fund.

Signet Global Credit Fund - Performance Statistics

Historic Performance (data as at 30 September 2009 published on 27 October 2009)

	***Last 12 months** (%)*	***Cumulative return since December 2008 (%)***	***Annualised return since December 2008 (%)***
Global Credit Fund (GBP)	N/A	11.59	14.07
MSCI World TR	N/A	34.05	42.14
JPM Global Gov Bond (USD)	N/A	11.22	13.61
HFRI FOF Index	N/A	5.48	6.62

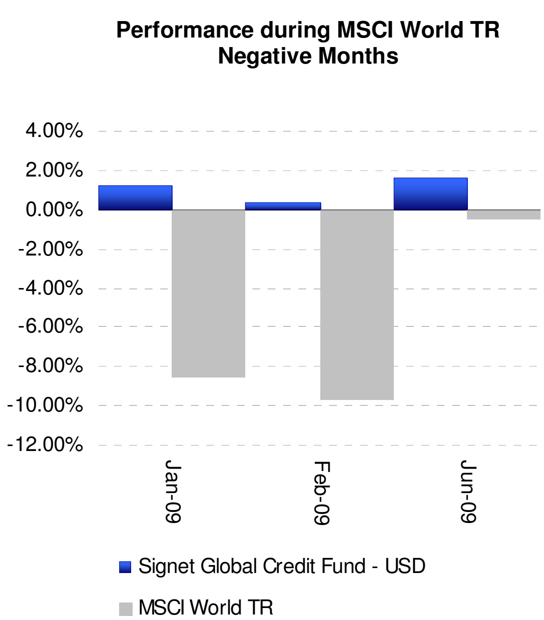
	Risk/Return Statistics (USD)
Annualised compounded return	13.89%
Annualised standard deviation	7.22%
Monthly standard deviation	2.08%
Monthly value at risk (5-Percentile)	3.43%
Annual value at risk (5-Percentile)	11.88%
	Ratios
Sharpe Score	1.91
Sortino Ratio	5.35
	Consistency of Returns
Number of positive months	8
Number of negative months	2
% of positive months	80.00%
% of negative months	20.00%
Average monthly gain	2.08%
Average monthly loss	(2.28%)
Best month	3.62%
Worst month	(3.03)%
Worst cumulative decline	3.03%

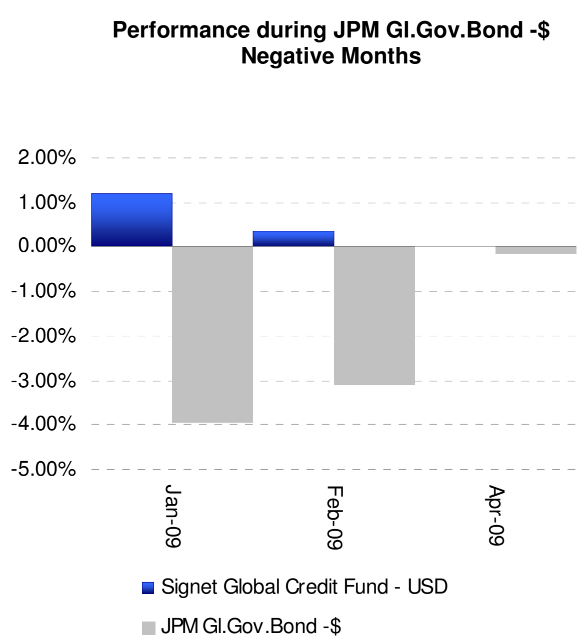
(Source: Signet Research & Advisory S.A.)

Correlation Statistics

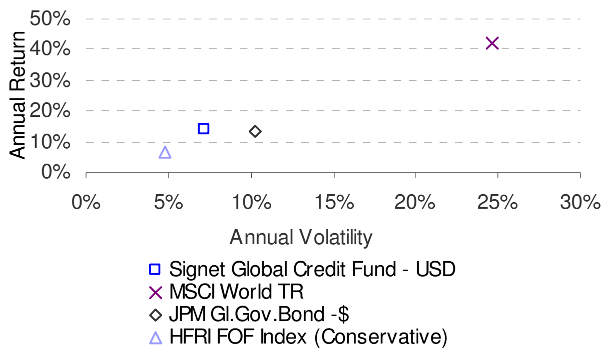
Correlation to MSCI World TR	
Correlation Coefficient	0.09
Alpha	1.02%
Beta	0.027

Correlation to JPM Gl.Gov.Bond -$	
Correlation Coefficient	(0.24)
Alpha	1.30%
Beta	(0.169)





Risk/Return Analysis



The above data was published on 27 October 2009 and relates to December 2008 to 30 September 2009. The returns and statistics detailed above are net of all fees in respect of Signet Global Credit Fund. There can be no guarantee that the Company's target returns will be achieved. The statistics shown in the tables and graphics above are for illustrative purposes only and do not represent forecasts of future returns or volatility. The information on the Signet Global Credit Fund has been accurately reproduced and as far as the Company is aware and is able to ascertain from information published by the above sources, no facts have been omitted which would render the information inaccurate or misleading. This data is also available from http://www.signetmanagement.com/fund.php?f=sgfis-fof.

Background to and reasons for any use of the Ordinary Share Issue

Positive asset performance, together with ongoing secondary market demand, has in the past resulted in the Shares of the Company trading at a premium to the announced underlying Net Asset Value. Where the Directors believe that there is further existing and new investor demand for investment in the Company that cannot be satisfied in the secondary market, they will consider raising further monies by way of the Ordinary Share Issue. The circumstances in which the Directors will issue Ordinary Shares are set out under the heading *Ordinary Share Issues* on page 40 of this Prospectus

Benefits of any potential C Share Issue and the Ordinary Share Issue

The Directors believe that the C Share Issue and the use of the Ordinary Share Issue will confer the following benefits on Shareholders and the Company:

- provide a larger asset base through which the fixed costs of the Company may be spread, thereby providing a modest reduction to the Company's total expense ratio;

- allow those investors who would not otherwise have been able to invest in the Company to the extent they wish, to make an investment; and

- provide the Company with a wider shareholder base, facilitating secondary market liquidity and reducing volatility in the price of Shares.

Given that the Dollar Class Shares and Euro Class Shares have recently been delisted and trading cancelled on the main market of the Irish Stock Exchange and on the International Bulletin Board of the London Stock Exchange it is unlikely that Dollar Class Shares, Dollar Class C Shares, Euro Class Shares or Euro Class C Shares will be issued in the foreseeable future.

Investment outlook and review

Macro-economic outlook and review

- The Investment Manager believes that the mid-term investment environment has changed for the better in the last few months and that the massive support efforts of the central banks are bearing fruit. We have seen liquidity return to the credit markets and there is real breadth and appetite for risk.

- The Investment Manager recognises that there is a paradox here as downgrades and bankruptcies continue, and unemployment, mortgage delinquencies and losses continue to rise. The unrealised losses at banks have to be funded, but markets are now at least looking beyond the implication of debt deflation. Banks are still protecting their balance sheets and bank credit is not flowing freely. But we can also expect bank lending to become less restricted over time and improvements to take place at the margin.

- In this environment, the Investment Manager considers that careful balance sheet and debenture analysis and prudent valuation can be expected to yield returns on both long and short investments. The Investment Manager is confident about the long-term value proposition in credit markets given the attractive pricing in many fixed income credit classes but, given the health of the financial system, remains cautious overall.

- In macro strategies, the Investment Manager believes that the effects of government bond oversupply and increasing sovereign risk should provide significant trading opportunities.

- Looking to the long-term, the Investment Manager believes that the growth of emerging economies is a secular dynamic and expects that this process will continue and, over time, will result in greater economic stability, credit expansion, a reduced risk of price deflation and an increased structural demand for commodities.

Underlying Portfolios

- Underlying fund managers generally remain conservative, and are expected to continue to remain unleveraged and hedged until concerns regarding the systemic health of the global financial system start to abate. Many managers have cash positions.

- The Company's underlying fixed income portfolios remain broadly neutral in their exposure to credit. Underlying fund managers are currently focusing more on relative value trades and have taken long positions in interest-capture and restructure-capture investments.

- In the first half of the year, macro-short credit exposures benefited from a widening in European corporate and sovereign credit spreads. Steepening trades in the US yield curve also resulted in profits for some underlying managers who trade treasuries on a tactical basis.

- Within credit markets, the Company's underlying managers have taken long positions in securities subject to government purchases as part of programmes seeking to restore liquidity to credit markets. With US government initiatives focusing, inter alia, on the securitisation market, the Investment Manager considers that certain asset backed securities may benefit.

- Underlying managers are becoming more active as balance sheet restructuring starts to take hold in the developed world. Such longer term strategies are hedged through equities and credit default swaps.

- The Company's underlying short positions in credit are focused in consumer-related industries, commercial mortgages and sectors transitioning from private to government ownership. Underlying fund managers hedged long credit positions through short positions and by taking long credit protection (through credit default swaps).

Investment policy of the Company

The Company's investment policy is to invest directly and indirectly, including through the Signet Funds in opportunities predominantly, but not exclusively, in global credit markets (although it is not the current intention of the Directors of the Company to make any direct investments).

It is the intention of the Company that any funds raised as a result of the issue of Shares will be substantially invested within one month of listing and thereafter at all times, although the Directors and the Investment Manager may use their discretion to hold cash or cash equivalent investments from time to time, including for the purposes of paying margin calls on hedging, paying dividends and meeting other expenses of the Company. Pending full investment, the Net Proceeds will be invested in bank deposits and/or short-term money market instruments (including gilts) and/or cash with institutions which are rated A1 (or above) by Standard & Poor's or an equivalent rating by another reputable agency (or wholly owned subsidiaries of such institutions).

The Company has the ability to borrow up to 20 per cent. of the value of its Net Assets for short-term or temporary liquidity purposes as may be necessary to facilitate investment and withdrawals from underlying funds, to implement the Company's currency hedging strategy or to meet ongoing expenses. It is not intended for the Company to have any long-term gearing.

Investment strategy

The Company will continue to invest a proportion of its assets in the Signet Funds. In addition, the Company will focus on a range of fundamental credit investment strategies. Such strategies might include direct and indirect investments in the following:

Capital structure arbitrage: this involves the purchase of senior securities of an issuer and the short-sale of junior securities of the same issuer or vice versa.

Convertible bond arbitrage: this involves investing in long portfolios of convertible bonds while hedging the positions by selling short the underlying stock.

Credit trading: this strategy involves trading investment grade and high yield debt, investing with a shorter term time horizon and seeking to capture returns from special events relating to particular securities and companies as well as temporary technical (supply and demand) imbalances created in the market.

Distressed securities: this seeks to maximise total returns through investments in distressed securities including, without limitation, private debt offerings, direct placements, public and private placements of senior and subordinated debt securities, bridge loans, mezzanine securities, convertible securities, vendor financing preferred stock, warrants and equity. It seeks attractive absolute and relative returns that are not correlated to the general equity and fixed income markets, while preserving capital. Both long and short positions are taken.

Distressed for control: this involves investing in debt obligations (whether financial debt or other claims such as trade creditors) in anticipation of a company going through a restructuring process which will lead to a debt-for-equity swap, allowing the Company (either acting alone or in concert with other investors) to gain a controlling position in the newly structured equity of the company.

Heavily collateralised loans and securities: this seeks to invest in mortgage-backed securities and asset-backed securities of various asset classes within the fixed income universe with a focus on shorter term, heavily collateralised opportunities that provide superior returns with low volatility.

High yield bonds: in this strategy investments are generally concentrated in companies that are believed to have above average prospects for credit improvement, including issuers that have become, or are believed likely to become, merger or acquisition candidates or as to which some other external event may have a significant impact.

Senior secured bank debt: this involves investing in senior bank debt, senior notes and subordinated notes. Bank debt is a privately traded instrument that is often illiquid. However, it is frequently secured by collateral and is generally the most senior level of the capital structure of a company. In addition, owners of bank debt are typically entitled to confidential information concerning the company, which is often helpful in evaluating credit quality.

The majority of the Signet Funds' investments in underlying hedge funds, by value, are at all times in hedge, inter alia, funds which invest in primarily debt-oriented strategies. Debt-oriented strategies generally seek to profit through, inter alia, earning interest, through capital appreciation and, in some cases, a fall in capital values of debt securities that have been sold short.

The Signet Funds also invest in other strategies which may include from time to time high-yield, mezzanine debt and subordinated loans, real estate mortgages, agricultural mortgages, mortgage-backed and asset-backed securities, trade claims, emerging market debt and convertible debt and the equity of companies emerging from restructuring. A portion of each of the Signet Funds' capital may also be allocated to other investment strategies, in each case where the managers are deemed capable of generating risk-adjusted returns which are compatible with that fund's investment objective. Global macro and multi-strategy funds will also be included.

The Signet Funds do not invest in UK listed investment companies (including UK listed investment trusts).

Investment policy of the Signet Funds

Signet Global Fixed Income Fund

The Signet Global Fixed Income Fund's primary objectives are to preserve investor capital while generating annual positive returns equivalent to or in excess of the equity premium over cash with relatively low volatility and limited correlation to market movements affecting traditional asset classes.

These objectives will be met primarily through the allocation of assets to specialised fixed income-related underlying funds managed by portfolio managers who specialise in fixed-income investment strategies. Underlying instruments may include investment-grade government and corporate bonds, high-yield bonds, and convertible bonds; emerging-market debt; and non investment-grade and distressed securities.

The Signet Global Fixed Income Fund will make such investments on the basis of the Investment Manager's assessment of the ability and expertise of these portfolio managers, taking advice from the Investment Adviser.

The underlying funds may also deal in long or short derivatives such as exchange-traded and OTC futures, options, and swaps, including credit default swaps. The goal is to capture directional moves and relative value in the fixed-income and/or related markets – including currencies, gold and other commodities, and equities (equity indices, utility and financial stocks, and real estate investment trusts).

The Investment Manager seeks to identify underlying funds that have demonstrated excellent results and that have tended to be able to profit during bull or bear markets as well as trading-range markets. Since global fixed-income markets may from time to time be characterised by periods of volatility and by diminished liquidity, the Investment Manager may periodically invest outside of global fixed-income strategies where this is deemed to be appropriate to preserve investor capital or enhance investor returns. The Signet Global Fixed Income Fund is also available with a dividend paying share class. The dividend paying share class shall pay a dividend not less than annually equivalent to at least half of the realised and unrealised annual gains. Such dividend will be paid in accordance with the rules of the Irish Stock Exchange.

Signet Emerging Opportunities Fund

The Signet Emerging Opportunities Fund's primary objectives are to preserve investor capital while generating annual positive returns equivalent to or in excess of the equity premium over cash with relatively low volatility and limited correlation to market movements affecting traditional asset classes.

These objectives will be met primarily through the allocation of assets to underlying funds managed by portfolio managers who specialise in a range of alternative investment strategies but with emphasis on those related to emerging markets and opportunistic investment strategies. The Signet Emerging Opportunities Fund will make such investments on the basis of the Investment Manager's assessment of the ability and expertise of these portfolio managers, taking advice from the Investment Adviser.

The Signet Emerging Opportunities Fund seeks to achieve its investment objectives by investing in Underlying Funds that offer shareholders a diversified portfolio of investment strategies.

Signet Global Credit Fund

The primary objective of the Signet Global Credit Fund is to preserve investor capital while generating positive annual returns equivalent to or in excess of the equity premium over cash with relatively low volatility and limited correlation to market movements affecting traditional asset classes.

These objectives will be met primarily through the allocation of assets to underlying funds managed by portfolio managers who specialise in credit related predominantly fixed-income investment strategies. These include investment-grade government and corporate bonds; high-yield bonds; emerging-market debt; and distressed securities. The fund's underlying investments are based on a combination of forward-looking, top-down selection of economic and market drivers and detailed bottom-up manager selection in order to general return and mitigate risk.

Dividend policy

It is the intention of the Board that the Company will pay an annual dividend of at least one half of total returns, capped at 5 per cent. of the NAV at the commencement of the previous Accounting Period, available as cash or scrip. Dividends will be paid out of accumulated net income plus the net of accumulated realised and unrealised capital gains and accumulated realised and unrealised capital losses. Any dividends paid will be paid consistent with the rules of the Irish Stock Exchange. The Board declared a dividend of 5 pence per ordinary share in respect of the period ending 31 December 2007. Although there was no growth in 2008 from which dividends could be paid, it remains the Board's intention to make dividend payments, subject to positive performance

The Company will also aim to establish a reserve which should, so far as is practical, operate a dividend smoothing process. Under this process, the Company will aim to pay a consistent level of dividend over a number of years, without breaching the restrictions set out above.

Directors of the Company

The Directors, all of whom are non-executive, are as follows:

Talmai Morgan (Chairman)

Talmai Morgan, aged 56, qualified as a Barrister in 1976. He holds a MA in Economics and Law from Cambridge University. He moved to Guernsey in 1988 where he worked for Barings and then for the Bank of Bermuda as Managing Director of Bermuda Trust (Guernsey) Limited. From January 1999 to June 2004, he was Director of Fiduciary Services and Enforcement at the Guernsey Financial Services Commission (Guernsey's financial regulatory agency) where he was responsible for the design and subsequent implementation of Guernsey's law relating to the regulation of fiduciaries, administration businesses and company directors. He was also particularly involved in Working Groups of the Financial Action Task Force and the Offshore Group of Banking Supervisors. From July 2004 to May 2005, he was Chief Executive of Guernsey Finance which is the official body for the promotion of the Guernsey finance industry. Mr. Morgan now holds a number of listed investment company directorships, including BH Macro Limited, BH Global Limited, Queen's Walk Investment Limited, Goldman Sachs Dynamic Opportunities Limited, Prodesse Investment Limited, Close European Accelerated Fund Limited (Chairman), and NB Private Equity Partners Limited (Chairman).

Martyn Henley –Roussel

Martyn Henley-Roussel, aged 49, was Head of Portfolio Management at Kleinwort Benson Guernsey from 1994 to 2000. He became a director of Kleinwort Benson Asset Management Limited in 2000, which position he occupied until 2002. From 2002 to 2006 he worked as an investment manager at Fortis, where he was responsible for managing a portfolio of Belgian clients worth £35m and was an adviser as well as being a member for the family trust, valued at USD400 million. He holds a number of external directorships, including Ceres Agriculture Fund Limited, which is listed on the London Stock Exchange.

Adrian Pickering

Adrian Pickering, aged 49. He is a director of Aquitaine Group Limited and he was a director of several of the Kleinwort Benson entities in the Channel Islands, including the Guernsey regulated bank, Kleinwort Benson (Channel Islands) Limited. In 2000, he was appointed as Head of the Bank's Channel Islands Fiduciary and Fund Administration business and held this role until 2005. Mr. Pickering has a wide range of experience of fund administration and trustee custodianship of Channel Island vehicles. Mr. Pickering is an Associate of the Institute of Financial Services, a member of the Society of Trust and Estate Practitioners and a Fellow of the Securities & Investment Institute of the United Kingdom.

Fees and expenses

Under the terms of the Investment Management Agreement, the Investment Manager is entitled to receive, in respect of each Accounting Period, a management fee from the Company of 1.5 per cent. per annum of Net Assets paid on a monthly basis. The Company also pays the management fees and performance fees in respect of investments made by it in underlying single manager hedge funds but all management fees and performance fees on fund of funds vehicles in which the Company invests and which are managed or advised by the Investment Manager and/or the Investment Adviser are rebated up to the amount charged by the Company with respect to such assets to ensure there is no double charging on Indirect Holdings. In addition, subject to satisfaction of the High Water Mark Provision and the Performance Hurdle Provision, the Investment Manager is entitled to a performance fee equivalent to 10 per cent. of the amount by which the value of the Net Assets attributable to the Shares at the end of each Accounting Period exceeds the value of the Net Assets attributable to the Shares at the end of the previous Accounting Period. The performance fee is therefore calculated as 10 per cent. of any percentage increase in Net Assets over and above the 3 per cent. Performance Hurdle Provision. By way of an example, if:

- the Sterling Class Shares have Net Assets of £100 million in Accounting Period 1; and
- the Sterling Class Shares have Net Assets of £110 million in Accounting Period 2,

then:

- the percentage increase in the Net Assets of the Class is 10 per cent.;
- the increase in the Net Assets of the Class over the 3 per cent. Performance Hurdle Provision is therefore 7 per cent.; and
- the Investment Manager will be entitled to a performance fee of £700,000 (being the amount which is 10 per cent. of the 7 per cent. increase of £7 million).

Under the High Water Mark Provision, the Net Assets attributable to the Shares at the end of each Accounting Period must be greater than the value of the Net Assets attributable to the Shares at the end of any previous Accounting Period. Under the Performance Hurdle Provision the Net Assets must have increased by at least 3 per cent. during the previous Accounting Period.

Given the performance of the Company over the last year, it is unlikely that the Investment Manager will be entitled to a performance fee for the Accounting Period ending 31 December 2009.

The Investment Manager is responsible for meeting the investment advisory fees of the Investment Adviser under the terms of the Investment Advisory Agreement.

In addition to the management fees, the Company is responsible for the fees and expenses of, *inter alia,* its Custodian, Administrator, Transfer Agent, Registrar and Directors. Furthermore, the Company also meets its ongoing direct expenses including the costs of ongoing accountancy, audit, listing and legal fees.

Qualifying Payments

Qualifying Investors are entitled to annual payments of up to 0.40 per cent. per annum on the NAV attributable to the number of C Shares subscribed by them in each C Share Issue which shall be calculated and payable quarterly out of the Investment Manager's fee. Such qualifying payments will only be payable to Qualifying Investors in respect of C Shares acquired by them pursuant to such C Share Issue. No qualifying payments will be paid to non-Qualifying Investors or with respect to C Shares subsequently disposed of by such Qualifying Investors.

Qualifying payments will be payable to Qualifying Investors in accordance with the following scale (and for the avoidance of doubt, investors who subscribe for an equivalent value of C Shares in a different currency (calculated at the exchange rate prevailing at Admission as determined by the Administrator) will also qualify for payments at the same rate):

A subscription of £1,000,001 – £3,000,000:	0.25% per annum;
A subscription of £3,000,001 – £5,000,000:	0.30% per annum;
A subscription of £5,000,001 – £10,000,000:	0.35% per annum;
A subscription of £10,000,001 or more:	0.40% per annum.

All such payments will be made by (and are the responsibility of) the Investment Manager, out of its management fee and not by the Company.

Discount management

As a listed closed-ended Company, there is a likelihood of the Shares trading at a discount to their NAV for the foreseeable future. However, in structuring the Company, the Directors have given detailed consideration to the discount risk and how this can be managed.

Discount floor provision

The Company's Articles of Incorporation incorporate a discount floor provision. This provision provides that if, in the twelve months preceding the end of each Accounting Period, the Shares have traded, on average, at a discount in excess of 5.0 per cent. of the average NAV per Share on the twelve NAV Calculation Dates in that period, the Directors are required, at the next annual general meeting following the relevant Accounting Period, to propose an ordinary resolution for the Company to continue as an investment company. If this resolution is not passed, the Directors are required to formulate proposals to be put to Shareholders for the winding-up or other reorganisation or reconstruction of the Company.

Purchases of Shares by the Company

The Company has been granted authority to make market purchases of up to 14.99 per cent. of each class of its own issued Shares. The Company's authority to make purchases of its own issued Shares will expire at the annual general meeting of the Company in 2010 unless such authority is varied, revoked or renewed prior to such date by a resolution of the Company. The decision to purchase and the timing of any purchases will be decided by the Board in its sole discretion.

Purchases will only be made, pursuant to this authority, through the market for cash at prices below the prevailing NAV of a Share of the relevant class where the Directors believe such purchases will result in an increase in the NAV of the remaining Shares of that class and to assist in narrowing any discount to NAV at which such Shares may trade.

Such purchases will only be made in accordance with the Law and the Companies (Purchase of Own Shares) Ordinance 1998. It is the Directors' intention that this authority will be renewed annually.

Tender offers by the Company

The Company took authority, in accordance with the Law, to make one or more purchases of Shares up to an aggregate value of £15 million pursuant to one or more tender offers, the authority to make purchases pursuant to such tender offers expiring at the annual general meeting of the Company in 2010. On 1 October 2009, the Company announced the results of a tender offer pursuant to which the Company repurchased 19,713,134 Shares at a discount of 13 per cent. to NAV per Share. Based on an NAV per Share of £0.874614 as at 31 August 2009, the tender price was £0.760914.

In Specie buyback authority

In addition, the Company may make market purchases of Shares in specie. The maximum aggregate number of Shares that may be purchased pursuant to such authority is 10 per cent. of the Company's Shares in issue.

The maximum price that may be paid per Share (in assets other than cash) must not be more than 105 per cent. of the average of the closing mid-market price per Share (as derived from the Daily Official List of the London Stock Exchange) for the five Business Days immediately preceding the date of purchase. The minimum price that may be paid per Share is 0.01 pence (to be satisfied in assets other than cash).

Unless renewed, the in specie buyback authority will expire at the annual general meeting of the Company in 2010.

NAV

The NAV of the Company as at each NAV Calculation Date is announced immediately upon calculation through the Irish Stock Exchange and the London Stock Exchange (via a RIS) approximately 30 calendar days following the month-end, or as soon as possible thereafter. For the purposes of calculating the NAV of the Company, any indirect investments through underlying funds which are not quoted on a recognised investment exchange or other trading facility are valued at the values provided by their administrators or otherwise at fair market value. These values may be unaudited or may themselves be estimates. In addition, these administrators may not provide values at all or in a timely manner and, to the extent that values are not available, the NAV will be prepared on the basis of estimates provided by the Investment Adviser or the Investment Manager and agreed by the Administrator. A monthly report providing a performance review of the Company will be made available by the Investment Manager and/or Investment Adviser to Shareholders by email upon request.

Suspension of NAV

The Directors may suspend the calculation of the NAV and the NAV per Share during any period when: (a) any stock exchange on which a substantial portion of the Company's direct or indirect investments are quoted is closed other than for ordinary holidays and weekends, or during periods in which dealings in such stock exchange are restricted or suspended; (b) in the sole and absolute opinion of the Directors, disposal of a substantial portion of investments by the Company would not be reasonable or practical; (c) there is a breakdown in the means of communication normally employed in determining the price or value of any of the Company's direct or indirect investments or current prices in any securities market, or when for any other reason the prices or values of any direct or indirect investments owned by the Company cannot be reasonably or promptly ascertained; (d) the transfer of funds involved in the realisation or acquisition of any investments by the Company cannot be effected at normal rates of exchange; (e) there exists in the opinion of the Directors a state of affairs where disposal of the Company's assets, or the determination of the NAV of the Shares, would not be reasonably practicable or would be seriously prejudicial to the Shareholders; or (f) the redemption of Shares would cause a breach or default under any covenant in any agreement entered into by the Company for borrowing or cash management purposes.

All reasonable steps will be taken to bring any period of suspension to an end as quickly as possible. Notice of any suspension will be given to the Irish Stock Exchange without delay. An announcement of suspension will be released through the Irish Stock Exchange and thereby communicated to Shareholders.

Currency risk management

To the extent that the Company invests in US dollar denominated assets it will have an exposure to changes in the exchange rate between the US dollar and any other currency in which Shares may subsequently be issued which, unhedged, has the potential to have a significant effect on returns. Subject to the availability of appropriate foreign exchange and credit lines, the Company may engage in currency hedging in an attempt to reduce the impact on the Company of currency fluctuations and the volatility of returns that may result from such currency exposure. This may involve hedging US dollar denominated assets to sterling, through the use of rolling forward foreign exchange transactions, or such other hedging method as the Directors may from time to time deem to be in the best interests of the Shareholders. If in the future the Company issues Shares in other non-dollar denominated currency classes it may also engage in currency hedging in respect of those other currencies. The hedging of dollar currency exposure back to other currencies will have a neutral, negative or positive effect (depending on the prevailing market conditions at the time of the hedging) on the Company's NAV per Sterling Class Share. Due to market movements and differences in the timing of purchases and sales of assets and hedges, positions may become under-hedged or over-hedged, possibly distorting relative investment performance.

The expense or benefit of the Company's currency hedging policy for a particular class of Share will be allocated exclusively to the relevant class of Share and reflected in their respective NAVs. As a result, the NAVs of Shares of different classes may differ over time as the differing gains and losses realised on the forward foreign exchange transactions are applied to the relevant class of Share.

The Company has no intention of using any currency hedging facilities it may enter into for the purposes of currency speculation for its own account.

Capital structure, share rights and Ordinary Share Issue

Under the Articles of Incorporation, the Company has the power to issue an unlimited number of shares of no par value on a non pre-emptive basis which may be issued as Sterling Class Shares, Dollar Class Shares, Euro Class Shares, C Shares or otherwise and which may be denominated in other currencies besides sterling, euros or dollars. It is intended that Shares issued in any currency will be convertible into any other currency on a quarterly basis, provided that 30 days prior written notice has been given by the Shareholder to the Administrator.

The Directors will from time to time consider issuing further Ordinary Shares or C Shares. Such Shares will only be issued at prices not less than Net Asset Value of the relevant class issued (or, if no Shares of the relevant class are then in issue, at the currency equivalent of the lowest Net Asset Value of the classes of Shares then in issue) and should therefore not be disadvantageous to existing Shareholders.

C Shares

C Shares are commonly used by investment companies where they are raising relatively large amounts of new equity. They are a temporary form of share capital whose purpose is to prevent the dilution of the net asset value of existing shares where there may be delay between receipt of the issue proceeds and their investment. Cash raised from any issue of C Shares will be invested in accordance with the Company's investment objective. Once that process is substantially complete, the C Shares will convert into the relevant class of Shares on a net asset to net asset basis.

The Directors have applied for the Admission of 100,000,000 Sterling Class C Shares to the Official List and to trading on the regulated market of the Irish Stock Exchange.

The Directors will consider a C Share Issue where they believe that a direct issue of new Shares of the relevant class could have a potentially dilutive effect to holders of existing Shares of that class or where the Investment Adviser does not consider if feasible to substantially invest the proceeds of such an issue within a reasonably short period. Such C Shares may be issued in one or more tranches.

Shares	*SEDOL*	*ISIN*
Sterling Class C Shares	B1S8C51	GG00B1S8C517

Ordinary Share Issues

The Directors will consider issuing the authorised but unissued Ordinary Shares (and determine in which class they should be issued) where they believe it is of benefit to the Company, provided that the Directors will not issue any Ordinary Shares under the Ordinary Share Issue after one year from the date of this Prospectus. If the Directors consider it desirable to continue with the Ordinary Share Issue after one year from the date of this Prospectus, a further prospectus in respect of the Company will be issued.

Prospective investors may indicate to the Investment Manager (by telephone, facsimile, email or in writing) at any time up to or after the fifteenth day of each calendar month (or by such other method as the Directors shall determine from time to time), the number of new Ordinary Shares they would like to subscribe for in that calendar month (a "Provisional Commitment"). At any time on or after the fifteenth day of any calendar month, the Directors may set a price at which prospective investors may subscribe for Ordinary Shares in that calendar month (the "Ordinary Share Issue Price"). The Ordinary Share Issue Price shall not be less than the estimated Net Asset Value of the Ordinary Shares for the month prior to the month in which the new Ordinary Shares are allotted and issued. The Directors may decide not to issue any Shares in any month, notwithstanding receipt of Provisional Commitments.

If the Directors decide to allot and issue new Ordinary Shares pursuant to the Ordinary Share Issue in any calendar month, they may direct the Registrar or Investment Manager to send a form of application to any prospective investors who have made a Provisional Commitment, inviting such potential investors to offer to subscribe for Ordinary Shares at the Ordinary Share Issue Price by return of the completed form of application. The Directors, in their sole and absolute discretion shall determine to whom (if anyone) and in what numbers new Shares shall be allotted and issued by the end of such calendar month and such new Shares shall be allotted and issued by the last Business Day of such calendar month. The Directors may allot and issue the unallotted and unissued Ordinary Shares up to 300,000,000 Ordinary Shares in the period ending 28 February 2010.

300,000,000 Shares have been admitted to the Official List and to trading on the regulated market of the Irish Stock Exchange pursuant to the Ordinary Share Issue.

Shares	*SEDOL*	*ISIN*
Sterling Class	B1GJQ98	GG00B1GJQ984

All Shareholders of the Company will have the same voting rights, irrespective of their shareholding. The C Shares shall not carry any right to attend or vote at any general meeting of the Company except prior to Conversion where the consent of holders of C Shares shall be required to approve any alteration to the Articles or the passing of any resolution to wind up the Company.

Income

The Shares carry the right to receive the profits of the Company available for distribution and resolved to be distributed by way of interim or final dividend. Any dividends paid to Shareholders will be apportioned amongst the classes of Shares then in issue (if more than one) in proportion to the NAV attributable to that class on the NAV Calculation Date immediately preceding the declaration of that dividend, and within a particular class, *pro rata* to the number of Shares held.

Capital

On a winding-up, the surplus assets remaining after payment of all creditors shall be divided amongst the classes of Shares then in issue (if more than one) *pari passu* among the holders of shares of that class in proportion to the number of shares of that class held at the commencement of the winding-up, subject in any such case to the rights of any shares which may be issued with special rights or privileges.

Details of the Shares including their method of issue, capital, dividends, voting rights and, where appropriate, method of conversion are set out in paragraph 5 of Part 6 of this Prospectus.

Report and accounts

The Company's annual report and accounts will be made up to 31 December in each year and it is expected that copies will be sent to Shareholders by the following May. Shareholders will also receive an unaudited interim report covering the six months to 30 June each year and it is expected that copies will be sent to Shareholders by the end of the following September. The Company's accounts will be drawn up in sterling and in compliance with IFRS.

Administration and secretarial arrangements

Kleinwort Benson (Channel Islands) Fund Services Limited provides net asset valuation, administration and secretarial services to the Company, as set out in the Administration Agreement. For these services the Administrator receives a fee at the rate of 0.07 per cent. per annum of the Net Assets of the Company, up to £50,000,000, 0.05 per cent. between £50,000,001 and £75,000,000, and 0.035 per cent. thereafter payable monthly in arrears and subject to a minimum fee of £50,000 per annum, together with the reimbursement of all legal and out of pocket expenses. The Administrator also receives a corporate secretarial fee of £25,000 subject to a time cost override. For financial accounting the Administrator charges a fee of £3,000 for the interim accounts and £5,000 for final accounts. The Administration Agreement provides for the annual fee to be reviewed periodically.

Custodian

The Company has appointed Kleinwort Benson (Guernsey) Limited as Custodian. The agreed fee is paid quarterly in arrears at the rate of 0.05 per cent. of the NAV of the Company per annum on the first £50 million and at the rate of 0.04 per cent. thereafter, subject to a minimum fee of £25,000 per annum, together with the reimbursement of all legal and out of pocket expenses and the reimbursement of any sub-custodians' fees. Transaction fees of £100 per trade are also payable. The Custodian Agreement is terminable by either party on three months' notice. The Custodian does not have any decision making discretion relating to the investment of the assets of the Company. The Investment Manager and Investment Adviser must satisfy themselves that the funds into which the Company invests have adequate custodial arrangements.

The Custodian was incorporated under registration number 00670 with limited liability in Guernsey on 11 June 1963, and has its registered office at Dorey Court, Admiral Park, St Peter Port, Guernsey, GY1 3BG, Channel Islands. The Custodian is acting in its role as custodian of all of the assets of the Company through its Guernsey branch, the address of which is Dorey Court, Admiral Park, St Peter Port, Guernsey, GY1 3BG, Channel Islands.

The Custodian is regulated and authorised in Guernsey by the Guernsey Financial Services Commission to carry on controlled investment business, including custody activities. As at 30 November 2009, the Custodian held assets under custody of approximately £12.5 billion. Under the terms of the Custodian Agreement the Custodian, with the consent of the Company, may act through and hold the Company's investments with sub-custodians, provided that it will exercise reasonable skill, care and diligence in the selection of a suitable sub-custodian and will be responsible to the Company for the duration of the sub-custody agreement for satisfying itself as the ongoing suitability of such sub-custodian to provide custodian services to the Company, will maintain an appropriate level of supervision over such sub-custodian and will make appropriate enquiries periodically to confirm that the obligations of such sub-custodian continue to be competently discharged. The fees of any sub-custodians, which will be at normal commercial rates, are borne by the Company. The Custodian will not be liable for the loss of any assets held by any sub-custodian.

The investments of the Company are held on a segregated basis and will be unavailable to creditors of the Custodian in the event of its insolvency.

Life of the Company

Although the Company will not have a fixed life, the Directors consider it desirable to give Shareholders the periodic opportunity to review the future of the Company. At the annual general meeting of the Company to consider the Company's accounts for the financial year ended 31 December 2017 and at every tenth annual general meeting thereafter, an ordinary resolution will be proposed that the Company should continue as presently constituted. If that resolution is not passed, the Directors are required to formulate proposals to be put to Shareholders to wind-up, reorganise or reconstruct the Company.

Taxation

Potential investors are referred to paragraph 4 of Part 6 of this Prospectus for details of the taxation of the Company and of Shareholders. **If any potential investor is in doubt as to the taxation consequences of the acquisition, holding or disposal of Shares, he or she should consult a professional adviser.**

ISSUE ARRANGEMENTS

The Company may issue Sterling Class C Shares pursuant to the C Share Issue(s). Given that the Dollar Class Shares and the Euro Class Shares have recently been delisted and trading cancelled on the main market of the Irish Stock Exchange and the International Bulletin Board of the London Stock Exchange it is unlikely that any further Dollar Class C Shares or Euro Class C Shares will be issued in the foreseeable future.

C Shares being offered pursuant to the C Share Issue(s) will be payable in full in cash and the offer price for the Sterling Class C Shares will be £1.

Under the C Share Issue(s), C Shares may be made available to institutional and certain other investors in the United Kingdom and to a limited extent elsewhere. However, C Shares will not be offered or sold within the United States, Australia, Canada, or Japan or to, or for the account or benefit of, any national, resident or citizen of the United States, Australia, Canada, or Japan.

The Company will, issue a supplement detailing the timetable pursuant to which any C Share Issue(s) will be made (if at all) and any other relevant information including cost and expenses.

Anti money laundering

Pursuant to anti-money laundering laws and regulations with which the Company must comply in the UK and/or Guernsey, the Company and its agents, the Investment Manager, the Registrar or the Receiving Agent may require evidence in connection with any application for Shares, including further identification of the applicant(s), before any Shares are issued.

PART 4: TERMS OF THE C SHARES AND THE CONVERSION RATIO

An issue of C Shares is designed to overcome the potential disadvantages for both existing and new investors which could arise out of a conventional fixed price issue of further Ordinary Shares for cash. In particular:

- the assets representing the Net Proceeds attributable to each class of C Shares will be valued as distinct pools of assets until the Calculation Time. By accounting for the Net Proceeds separately, holders of Existing Shares will not be exposed to a portfolio containing a substantial amount of uninvested cash before the Calculation Time;

- the Net Asset Value of the Existing Shares will not be diluted by the expenses associated with the C Share Issue which will be borne by the subscribers for C Shares and not by existing Shareholders; and

- the basis upon which the C Shares will convert into Ordinary Shares is such that the number of Ordinary Shares to which holders of C Shares will become entitled will reflect the relative investment performance and value of the pool of new capital attributable to each class of C Share raised pursuant to the C Share Issue up to the Calculation Time as compared to the assets attributable to the relevant class of Existing Shares at that time. As a result, neither the Net Asset Value attributable to each class of the Existing Ordinary Shares nor the Net Asset Value attributable to each class of C Shares will be adversely affected by Conversion.

On the date on which 85 per cent, (or such lower percentage as the Directors and the Investment Manager may determine) of the aggregate Net Proceeds of the C Share Issue have been invested or committed to be invested (on the basis of the Net Asset Value attributable to each class of Shares on the NAV Calculation Date on or immediately preceding that date) the Conversion Ratio for C Shares into Ordinary Shares will be calculated. Once the Conversion Ratio has been calculated (which may take up to 30 business days) the C Shares will convert into Ordinary Shares on the basis referred to above.

Pending full investment, the Net Proceeds will be invested in short-term money market instruments (including gilts) and cash with institutions (or wholly owned subsidiaries of institutions) which are rated A1 (or above) by Standard & Poor's or an equivalent rating agency.

Fractions of Ordinary Shares, arising on Conversion will not be allocated to holders of C Shares but will be aggregated and sold for the benefit of the Company. Further details concerning Conversion together with worked illustrations are set out below under the heading "Conversion of C Shares".

Although the Articles of the Company state that the C Shareholders are entitled to receive such dividends as the Directors may resolve to pay holders of C Shares, it is not currently the intention of the Directors to declare any dividends on the C Shares. The C Shares will not carry voting rights, but the consent of C Shareholders as a class will be required in connection with the matters specified in paragraph 5(a)(vii) of Part 6 of this Prospectus. C Shareholders will be entitled to participate in a winding–up of the Company or on a return of capital as specified in paragraph 5(a)(iv) of Part 6 of this Prospectus.

The Ordinary Shares arising on Conversion will rank pari passu with the Ordinary Shares then in issue.

Conversion of C Shares

Methodology

At the Calculation Time, the net assets attributable to Existing Shares, the net assets attributable to C Shares and, hence, the Conversion Ratio, will be calculated. Holders of C Shares will receive such a number of Ordinary Shares as results from applying the Conversion Ratio to their holdings at the Conversion Time. Fractions of Ordinary Shares arising on Conversion will be aggregated and sold for the benefit of the Company.

Full details of the method of Conversion are set out in paragraph 5(a)(ix) of Part 6 of this document and an example of how the Conversion mechanism will operate is set out below.

Example of Conversion mechanism

The following example is provided for the purpose of illustrating the basis on which the number of Ordinary Shares received by a C Shareholder will be calculated. The example is not, and is not intended to be, a forecast of the number of Shares which will arise on Conversion.

The example illustrates the number of Ordinary Shares which would arise in respect of the Conversion of 1,000 C Shares held at Conversion Time, using assumed Net Asset Values attributable to the C Shares and Existing Shares at the Calculation Time.

	Example
Number of C Shares subscribed	*1,000,000*
Amount subscribed	*£1,000,000*
Net Asset Value per C Share at Calculation Date	*£1.002*
Net Asset Value per Ordinary Share at Calculation Date	*£1.010*
Conversion Ratio	*0.9921*
New Ordinary Shares issued	*992,100*

The detailed calculation methodology for each of the above items is set out in paragraph 5 of Part 6 of this document.

PART 5: FINANCIAL INFORMATION

INDEPENDENT AUDITOR'S REPORT TO THE DIRECTORS OF SIGNET GLOBAL FIXED INCOME STRATEGIES LIMITED

We have audited the financial statements of Signet Global Fixed Income Strategies Limited for the year ended 31 December 2008 which comprise the Income Statement, the Balance Sheet, the Statement of Changes in Shareholders' Equity, the Cash Flow Statement and the related notes. These financial statements have been prepared on the basis of the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 64 of The Companies (Guernsey) Law, 1994. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company, and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective Responsibilities of the Directors and the Auditors

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable Guernsey law and International Financial Reporting Standards as set out in the Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with The Companies (Guernsey) Law, 1994. We also report to you if, in our opinion, the Company has not kept proper accounting records, or if we have not received all the information and explanations we require for our audit.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

We read the other information accompanying the financial statements and consider whether it is consistent with those statements. We consider the implication for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

Basis of Audit Opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the Directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements:

- give a true and fair view, in accordance with International Financial Reporting Standards, of the state of the company's affairs as at 31 December 2008 and of its loss for the year then ended; and
- have been properly prepared in accordance with The Companies (Guernsey) Law, 1994.

KPMG Channel Islands Limited
Chartered Accountants
Guernsey
Channel Islands

Date: 17 March 2009

INCOME STATEMENT
For the year ended 31 December 2008

	Notes	1.1.08 - 31.12.08	23.10.06 - 31.12.07
		£	£
Income			
Interest income	2	78,973	146,142
Net gains on financial assets and liabilities at fair value through profit and loss		9,298,205	5,568,460
Net (losses)/gains on forward currency contracts		(31,822,374)	16,473
Net foreign exchange gains/(losses)		354,528	(169,151)
		(22,090,668)	5,561,924
Expenses			
Performance fee	3	-	(192,180)
Investment management fee	3	(390,010)	(571,381)
Bank interest expense	2	(30,069)	(9,157)
Other expenses	3	(539,239)	(400,677)
		(959,318)	(1,173,395)
(Loss)/profit for the year/period		**(23,049,986)**	**4,388,529**
Basic and Diluted Earnings per Ordinary share	5		
- Sterling Class		(21.41)p	8.86p
- Euro Class		(30.64)c	8.52c
- Dollar Class		(24.80)c	2.58c

Basic earnings per share is calculated by dividing net income available to Ordinary Shareholders by the weighted average number of ordinary shares outstanding during the period and is affected by conversion from one currency class to another.

All items in the above statement derive from continuing operations.
All income is attributable to the Ordinary Shareholders of the Company.
The accompanying notes form an integral part of these Financial Statements.

BALANCE SHEET
At 31 December 2008

	Notes	2008 £	2007 £
ASSETS			
Investments at fair value through profit or loss	6	107,006,967	74,315,918
Cash and cash equivalents	8	167,418	9,243,827
Other receivables	7	37,027	64,592
Advance applications	7	-	6,903,661
Total assets		**107,211,412**	**90,527,998**
Equity attributable to holders of Ordinary Shares			
Share capital	10	-	-
Share premium	11	88,589,160	43,030,622
Distributable reserve	11	34,787,870	35,092,140
Retained earnings		(23,004,698)	4,388,529
Total equity		**100,372,332**	**82,511,291**
Current liabilities			
Unrealised loss on forward currency contracts	6	-	797,549
Accrued expenses	7	133,502	417,123
Bank loan	9	6,705,578	-
Advance payment on sale of investment	7	-	6,802,035
		6,839,080	**8,016,707**
Total equity and liabilities		**107,211,412**	**90,527,998**
Net Asset Value per Ordinary Share:-			
Sterling Class	12	83.43p	107.48p
Euro Class	12	71.40c	107.88c
Dollar Class	12	78.77c	109.53c

The Financial Statements were approved by the Board of Directors and authorised for issue on 16 March 2009 and are signed on its behalf by:

T.P. Morgan

Director

M Henley-Roussel

Director

The accompanying notes form an integral part of these Financial Statements.

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
For the year ended 31 December 2008

	Notes	Share capital £	Share premium £	Distributable Reserve £	Retained earnings £	Total £
At 23 October 2006		-	-	-	-	-
Profit for the period		-	-	-	4,388,529	4,388,529
Issue of share capital	10 & 11	-	35,717,190	-	-	35,717,190
Offering costs	11	-	(625,050)	-	-	(625,050)
Transfer to distributable reserve	11	-	(35,092,140)	35,092,140	-	-
Issue of C shares		-	19,578,591	-	-	19,578,591
Offering costs of C share issue		-	(244,733)	-	-	(244,733)
Issue of shares under PMP		-	23,696,764	-	-	23,696,764
Class Conversions		-	-	-	-	-
At 31 December 2007		**-**	**43,030,622**	**35,092,140**	**4,388,529**	**82,511,291**
Loss for the year		-	-	-	(23,049,986)	(23,049,986)
Dividend paid		-	-	(304,270)	(4,343,241)	(4,647,511)
Issue of shares under PMP		-	45,558,538	-	-	45,558,538
At 31 December 2008		**-**	**88,589,160**	**34,787,870**	**(23,004,698)**	**100,372,332**

The accompanying notes form an integral part of these Financial Statements.

CASH FLOW STATEMENT
For the year ended 31 December 2008

	Note	01.01.08 - 31.12.08	23.10.06 - 31.12.07
		£	**£**
Cash flows from operating activities			
(Loss)/profit for the year/period		(23,049,986)	4,388,529
Purchase of investments		(213,303,576)	(83,859,553)
Sale of investments		190,012,358	15,010,469
Decrease/(increase) in other receivables		27,565	(64,592)
(Decrease)/increase in payables		(283,621)	417,123
		(46,597,260)	(64,108,024)
Fair value adjustments for:			
Gains on investments		(9,298,205)	(5,568,460)
(Gains)/Losses on forward currency contracts		(797,549)	797,549
Net cash outflow used in operating activities		(56,693,014)	(68,878,935)
Cash flows from financing activities			
Issue of shares		45,558,538	78,992,545
Bank loan		6,705,578	-
Issue costs paid		-	(869,783)
Interim dividends paid		(4,647,511)	-
Net cash flow from financing activities		47,616,605	78,122,762
Net (decrease)/increase in cash and cash equivalents		(9,076,409)	9,243,827
Cash and cash equivalents at beginning of year/period		9,243,827	-
Cash and cash equivalents at end of year/period	8	**167,418**	**9,243,827**

The accompanying notes form an integral part of these Financial Statements.

NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 December 2008

1. GENERAL INFORMATION

Signet Global Fixed Income Strategies Limited is a company incorporated in Guernsey on 23 October 2006 under The Companies (Guernsey) Law, 1994. The nature of the Company's operations and its principal activities are set out in the Directors' Report. The Company's share capital consists solely of Ordinary Shares. The Ordinary Shares are listed on the Irish Stock Exchange and traded on the London Stock Exchange plc (quoted on SETSmm) through CREST.

The Company originally invested in a dynamically managed portfolio of hedge funds with predominantly debt-oriented investment and trading strategies. The Company targeted an absolute return of 8 per cent. to 12 per cent. per annum, over a rolling 3 year period, and annual standard deviation of under 4.5 per cent.At an Extraordinary General Meeting held on 18 March 2008, shareholders agreed to amend the Company's investment strategy to the extent that the Company will now act as a feeder fund by investing substantially all of its assets in the Signet Global Fixed Income Fund and SMMI Funds, each of which are "sub-funds" of SMMI (an umbrella fund incorporated in the British Virgin Islands with shares listed on the Irish Stock Exchange).

The following new standards have been issued but are not effective for the period ended 31 December 2008 and have not been early adopted:

- Amendments to IAS 1: Presentation of financial statements – A revised presentation (effective for annual periods beginning on or after 1 January 2009). The Directors anticipate that the adoption of this standard in future periods will have no material financial impact other than revised presentation of the financial statements of the Company.
- In November 2006, the IASB issued IFRS 8 – 'Operating Segments' which becomes effective for the annual periods beginning on or after 1 January 2009 with earlier adoption encouraged. This standard requires disclosures on the financial performance of the operating segment of the entity. As the company has only one operating segment this will have no effect on the financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting
The Financial Statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), which comprise standards and interpretations approved by the International Accounting Standards Board ("IASB"), and International Accounting Standards and Standing Interpretations approved by the International Accounting Standards Committee ("IASC") that remain in effect, together with applicable legal and regulatory requirements of Guernsey Law and the Listing Rules of the Irish Stock Exchange.

The principal accounting policies adopted are described below.

Accounting convention
The Financial Statements have been prepared under the historical cost or amortised cost basis, except for the revaluation of certain financial instruments. The principal accounting policies adopted are set out below. The preparation of financial statements in conformity with International Financial Reporting Standards requires the Company to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

The financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the Company operates and the currency in which the majority of capital is raised. The functional currency of the Company is also considered to be pounds sterling.

Investments
Investments are recognised and derecognised on the trade date where a purchase or sale is under a contract whose terms require delivery within the timeframe established by the market concerned, and are initially measured at fair value.

Investments are classified as fair value through profit or loss. As the Company's business is investing in financial assets with a view to profiting from their total return in the form of interest, dividends or increases in fair value, listed equities and fixed income securities are designated as fair value through profit or loss on initial recognition.

The Company manages and evaluates the performance of these investments on a fair value basis in accordance with its investment strategy, and information about the Company is provided internally on this basis to the Company's key management personnel.

Financial assets designated as at fair value through profit or loss are measured at subsequent reporting dates at fair value, which is either the bid price or the last traded price, depending on the convention of the exchange on which the investment is quoted.

In respect of unquoted instruments, or where the market for a financial instrument is not active, fair value is established by using valuation techniques, which may include using recent arm's length transactions between knowledgeable, willing parties, if available, reference to the current fair value of another instrument that is substantially the same, discounted cash flow analysis and option pricing models. Where there is a valuation technique commonly used by market participants to price the instrument and that technique has been demonstrated to provide reliable estimates of prices obtained in actual market transactions, that technique is utilised. Where no reliable fair value can be estimated for such unquoted equity instruments, they are carried at cost, subject to any provision for impairment.

Foreign exchange
Foreign currency assets and liabilities are translated into sterling at the rate of exchange ruling at the balance sheet date 31 December 2008.

£1: $ 1.46290
£1: € 1.04698

Transactions in foreign currencies are translated at the rate of exchange ruling on the transaction date. Differences thus arising are dealt with in the Income Statement.

Forward currency contracts
A forward currency contract obligates the Company to receive or deliver a fixed quantity of foreign currency at a specified price on an agreed future date. These contracts are accounted for when any contract becomes binding and are valued in the Balance Sheet at the period end present value of the quoted forward price. Realised and unrealised gains and losses are included in the Income Statement. Derivatives are classified as fair value through profit or loss under held for trading.

Income
Dividend income from investments is recognised when the shareholders' rights to receive payment has been established, normally the ex-dividend date.

Where the Company has elected to receive its dividends in the form of additional shares rather than cash, the amount of the cash dividend foregone is recognised as income. Any excess in the value of shares received over the amount of cash dividend foregone is recognised as a gain in the Income Statement.

Interest income is accrued on a time basis, by reference to the principal outstanding and at the original effective interest rate applicable, which is the rate that exactly discounts estimated cash receipts through the expected life of the financial asset to the asset's original cost.

Expenses
All expenses are accounted for on an accruals basis and are presented as revenue items except for expenses that are incidental to the disposal of an investment which are deducted from the disposal proceeds.

Financial instruments
Financial assets and financial liabilities are recognised on the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument. The Company shall offset financial assets and financial liabilities if the Company has a legally enforceable right to set off the recognised amounts and interests and intends to settle on a net basis.

Other receivables
Other receivables do not carry any interest and are short-term in nature and are accordingly stated at their carrying value as reduced by appropriate allowances for estimated irrecoverable amounts.

Cash and cash equivalents
Cash includes amounts held in interest bearing overnight accounts. Cash and cash equivalents comprise bank balances and cash held by the Company including short-term bank deposits with an original maturity of three months or less. The carrying value of these assets approximates their fair value.

Financial liabilities and equity
Financial liabilities and equity are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Financial liabilities and equity are recorded at the proceeds received, net of issue costs.

Other accruals and payables
Other accruals and payables are not interest-bearing and are stated at their nominal value.

Derivative financial instruments
The Company's activities expose it primarily to the financial risks of changes in foreign exchange rates. The Company may use forward currency contracts to hedge these exposures. The Company does not use derivative financial instruments for speculative purposes. All derivative instruments are classified as fair value through the profit or loss under held for trading.

The use of financial derivatives is governed by the Company's policies approved by the board of directors, which provide written principles on the use of financial derivatives. The Company does not use hedge accounting and all gains or losses on forward currency contracts are taken to the Income Statement.

Set-up costs
The preliminary expenses of the Company directly attributable to the equity transaction and costs associated with the establishment of the Company that would otherwise have been avoided are taken to the Share Premium Account.

Provisions
A provision is recognised in the balance sheet when the Company has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation, and the obligation can be reliably measured. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

3. EXPENSES

	01.01.08 - 31.12.08	**23.10.06 - 31.12.07**
Other expenses:	**£**	**£**
Directors' remuneration	80,020	77,643
Accounting, secretarial and administration fees	157,904	120,672
Legal and professional fees	69,994	-
Auditors' remuneration for audit services	38,546	14,848
Custodian fee	56,656	35,902
Registrar's fee	32,091	23,788
Broker's fee	42,619	56,251
Directors & officers insurance	12,517	15,060
Printing	7,500	8,087
Sundry expenses	41,392	48,426
	539,239	400,677

The Company has no employees. The Directors are the only key management personnel of the Company. Their remuneration disclosed above is all in respect of short-term employee benefits.

Included in legal and professional fees is the amount of £7,765 paid to KPMG Channel Islands Limited for non-audit services in respect of the independent review of unaudited condensed financial statements in the interim report for the 6 months ended 30 June 2008.

Investment management fee and Performance fee
The Company is responsible for the fees of the Investment Manager in accordance with the Investment

Management Agreement between the Company and Investment Manager dated 21 November, 2006.

For the services performed under the Investment Management Agreement, the Company pays the Investment Manager an investment management fee at a monthly rate of one twelfth of 1.50 per cent. of the Net Assets of the Company attributable to each class of Shares in issue on the immediately preceding Net Asset Value calculation date.

In addition to the investment management fee, subject to satisfaction of the High Water Mark Provision, the Investment Manager will be entitled to a performance fee equivalent to 10 per cent. of the amount by which the value of the year end Net Assets attributable to that class of Shares exceed the greatest value of the Net Assets attributable to that class of Shares at the end of the previous Accounting Period, after increasing the value of the Net Assets at the end of the previous Accounting Period by 3 per cent.

For the purpose of calculating the first performance fee (which will be payable in respect of the period from admission to 31 December 2007) the net proceeds of the issue of that class of Shares shall be substituted for the Net Assets attributable to that class of Shares as at 31 December 2007.

Investment management fee rebate

All investment management and performance fees on fund of funds vehicles which are managed by the Investment Manager and/or advised or managed by the Investment Adviser will be rebated to the full amount of charges levied by the Investment Manager and/or Investment Adviser at the underlying level to ensure that there is no double charging on indirect holdings. During the period, £1,248,523 was rebated by the Investment Manager.

Administration fees

With effect from 22 November 2006, Kleinwort Benson (Channel Islands) Fund Services Limited was appointed as Administrator and Secretary to the Company. The Company is responsible for the continuing fees of the Administrator and Secretary in accordance with the Administration Agreement made between the Company and the Administrator dated 22 November 2006.

In respect of the services provided under the Administration Agreement, the Company pays the Administrator a fee payable monthly in arrears at the rate of 0.1 per cent. per annum of the Net Assets of the Company subject to a minimum fee of £50,000 per annum. The Administrator will also receive a corporate secretarial fee of £25,000 per annum. For financial accounting the Administrator will charge £5,000 for the interim accounts and £10,000 for the annual accounts. The Administration Agreement provides for the annual fee to be reviewed on the first anniversary of Admission and then every three years thereafter. The Administration Agreement is terminable by either party on three months notice.

Custodian fees

With effect from 21 November, 2006, Kleinwort Benson (Guernsey) Limited was appointed as Custodian to the Company. The Company is responsible for the continuing fees of the Custodian in accordance with the Custodian Agreement made between the Company and the Custodian dated 21 November 2006.

In respect of services provided under the Custodian Agreement, the Company pays the Custodian a quarterly fee at the rate of 0.06 per cent. per annum of the Net Assets of the Company up to £50 million and 0.045 per cent. per annum of the Net Assets of the Company thereafter subject to a minimum fee of £25,000 per annum. The Custodian Agreement is terminable by either party on three months' notice. The Custodian does not have any decision making discretion relating to the investment of the assets of the fund.

4. TAX STATUS

The Company is exempt from Guernsey income tax under the Income Tax (Exempt Bodies) (Guernsey) Ordinance 1989 and is charged an annual exemption fee of £600.

5. EARNINGS PER SHARE

Basic earnings per share is calculated by dividing net income available to Ordinary Shareholders by the weighted average number of ordinary shares outstanding during the period and is affected by conversion from one currency class to another.

For the year ended 31 December 2008:

	Total earnings attributable to each share class	Weighted average number of Ordinary shares in issue	Basic earnings per share
Sterling Class	(£23,003,104)	107,441,253	(21.41p)
Euro Class	(€259,763)	847,849	(30.64c)
Dollar Class	($90,064)	363,178	(24.80c)

For the period 23 October 2006 to 31 December 2007:

	Total earnings attributable to each share class	Weighted average number of Ordinary shares in issue	Basic earnings per share
Sterling Class	£4,297,865	48,523,319	8.86p
Euro Class	€80,044	939,932	8.52c
Dollar Class	$31,059	1,205,377	2.58c

The weighted average number of shares is based on the number of shares in issue since the IPO as the Company did not commence operations until after the IPO.

6. INVESTMENTS

Categories of Investments

	31.12.08		31.12.07	
	Fair Value £	**% of net assets attributable to Ordinary shareholders**	**Fair Value £**	**% of net assets attributable to Ordinary shareholders**
Financial assets at fair value through profit or loss				
Designated as at fair value through profit or loss				
- Open-ended Investment Funds	107,006,967	106.61%	74,315,918	90.08%
	107,006,967	**106.61%**	**74,315,918**	**90.08%**
Financial liabilities at fair value through profit or loss				
Held for trading				
- Forward currency contracts	-	0.00%	797,549	0.97%
	-	**0.00%**	**797,549**	**0.97%**

	2008 £	2007 £
Investments at fair value through profit or loss		
Opening fair value at 1 January	74,315,918	-
Purchases at cost	220,207,237	71,384,354
Sales - proceeds	(196,814,393)	(2,636,896)
- realised gains on sales	16,210,830	113,474
Movement in unrealised (losses)/gains on investments	(6,912,625)	5,454,986
Closing fair value at 31 December	107,006,967	74,315,918
Closing cost at 31 December	108,464,606	68,860,932

Unrealised (losses)/gains on investments	(1,457,639)	5,454,986
	107,006,967	74,315,918

Further analysis of investments is included in the Investment Manager's Report.

Net (losses)/gains on financial assets and liabilities at fair value through profit or loss

	01.01.08 - 31.12.08 £	23.10.06 - 31.12.07 £
Net realised (losses) gains on financial assets at fair value through profit or loss		
- Held for trading forward currency contracts	(32,619,923)	814,022
- Designated as at fair value through profit or loss	16,210,830	113,474
	(16,409,093)	927,496
Change in (depreciation)/appreciation of financial assets at fair value through profit or loss		
- Designated as at fair value through profit or loss	(6,912,625)	5,454,986
	(6,912,625)	5,454,986
Change in depreciation of financial liabilities at fair value through profit or loss		
- Held for trading – forward currency contracts	797,549	(797,549)
	797,549	(797,549)
Net change in (depreciation)/appreciation of financial assets and liabilities at fair value through profit or loss	(6,115,076)	4,657,437

Forward currency contracts

At 31 December 2008 there were no (2007: three) open forward currency contracts.

7. CURRENT ASSETS AND LIABILITIES

The Directors consider that the carrying amount of other receivables approximates their fair value. Where monies have been forwarded in advance of the purchase trade date, these have been accounted for as a debtor on the balance sheet as advance applications. Where monies have been received in advance of the sales trade date, these have been accounted for as a creditor on the balance sheet as advance payment on sale of investments.

The Directors consider the carrying amount of accrued expenses approximates to their fair value.

8. CASH AND CASH EQUIVALENTS

	2008 £	2007 £
Cash at bank at 1 January 2008/23 October 2006	9,243,827	-
Net movement in the period	(9,076,409)	9,243,827
Cash at bank 31 December	167,418	9,243,827

Cash and cash equivalents comprise bank balances and cash held by the Company including short-term bank deposits with an original maturity of three months or less. The carrying value of these assets approximates their fair value.

9. BANK LOAN

The Company has a 364 day Revolving Credit Facility Agreement with Barclays Private Clients International Limited dated 24 January 2008 to provide short term liquidity to enable the Company to purchase investments in underlying hedge funds, to buy back its shares and to pay operating expenses and fees. The borrowing under the agreement must not exceed 10% of the Net Asset Value. The interest rate is 1.0% over LIBOR. As security for the loan facility the Company has entered into a Security Interest Agreement with Barclays Private Clients

International Limited.

In 2009 the 364 day Revolving Credit Facility Agreement with Barclays Private Clients International Limited was extended by means of an amendment agreement to 31 May 2009. The original provisions remain the same except for the interest rate which has changed to 2.0% over LIBOR.

10. SHARE CAPITAL

Authorised capital

The Company has the power to issue an unlimited number of shares of no par value which may be issued as ordinary shares or C shares or otherwise and which may be denominated in Sterling, Euros, US Dollars or any other currency.

Issued Capital

As at 31 December 2008

Ordinary shares of no par value	**£ Class 2008**	**€ Class 2008**	**$ Class 2008**
Balance at 1 January 2008	75,999,013	831,000	310,000
Shares issued 31 January 2008 (Premium Management Programme)	7,664,517	-	-
Shares issued 29 February 2008 (Premium Management Programme)	8,366,351	-	-
Share conversions 29 February 2008	12,805	-	(25,000)
Shares issued 29 April 2008 (Premium Management Programme)	19,874,958	25,000	110,000
Shares issued in lieu of dividend	8,184	-	-
Shares issued 2 June 2008 (Premium Management Programme)	2,034,238	-	-
Shares issued 24 June 2008 (Premium Management Programme)	5,380,375	-	-
Balance at 31 December 2008	**119,340,441**	**856,000**	**395,000**

As at 31 December 2007

Ordinary shares of no par value	**£ Class 2007**	**€ Class 2007**	**$ Class 2007**
Shares issued 30 November 2006	33,668,315	924,000	2,775,000
Share conversions 29 December 2006	200,000	105,000	(529,895)
Share conversions 17 January 2007	256,268	-	(505,105)
Share conversions 6 February 2007	297,892	-	(580,000)
'C' Share issue 30 April 2007	18,697,925	-	513,244
Share conversions 27 June 2007	186,707	(38,000)	(320,000)
Share conversions 27 July 2007	476,810	(160,000)	(751,168)
Shares issued 28 September 2007 (Premium Management Programme)	3,267,392	-	-
Shares issued 31 October 2007 (Premium Management Programme)	5,449,350	-	-
Shares issued 30 November 2007 (Premium Management Programme)	6,326,038	-	-
Share conversions 31 November 2007	146,338	-	(292,076)
Shares issued 18 December 2007 (Premium Management Programme)	7,025,978	-	-
Balance at 31 December 2007	75,999,013	831,000	310,000

The Sterling Class, Euro Class and Dollar Class shares rank pari passu with one another.

Issued Capital

Upon incorporation 2 Ordinary Shares of no par value each were issued. Following the launch of the Company on the Irish Stock Exchange on 4 December 2006 the Company had issued a total of 37,367,315 Ordinary Shares of no par Value.

The holders of Shares attributable to the Company will only be entitled to participate in the income, profits and assets attributable to that Company. On a winding up the holders of Ordinary Shares are only entitled to participate in the assets of the Company and have no entitlement to participate in the distribution of any assets attributable to any other associated Companies.
Holders of Shares are entitled to attend and vote at general meetings of the Company.

Buy Back of Ordinary Shares
By way of an ordinary resolution passed by a written resolution dated 2 November 2006 the Company took authority, in accordance with Clause 5 of the Companies (Purchase of Own Shares) Ordinance 1998, to make market purchases of fully paid Ordinary Shares, provided that the maximum number of Ordinary Shares authorised to be purchased shall be not more than 14.99 per cent. of the issued ordinary share capital of the Company issued pursuant to the Issue. The minimum price which may be paid for an Ordinary Share pursuant to such authority is one penny and the maximum price which may be paid for an Ordinary Share is an amount equal to the higher of 105 per cent. of the average of the middle market quotations for an Ordinary Share taken from the Official List for the five business days immediately preceding the date on which the Ordinary Share is purchased or the higher of the price of the last independent trade and the highest current independent bid at the time of purchase. Such authority will expire at the Annual General Meeting of the Company in 2009 unless such authority is varied, revoked or renewed prior to such date by a special resolution of the Company in general meeting.

Further issues of Ordinary Shares
Pursuant to its powers to issue shares, the Company raised an additional £19.5 million in March 2007 by way of a C Share issue.
Premium Management Programme
The Directors, at their discretion, will consider issuing new shares on a monthly basis to satisfy excess demand for shares in order to prevent the shares trading at an excessive premium to the prevailing Net Asset Value (the "Premium Management Programme").

With respect to the Premium Management Programme, prospective investors indicated to the Investment Manager, through sufficient means of communication during each calendar month, the number of new shares they would like to subscribe for in that calendar month (a "Provisional Commitment"). After the fifteenth day of every calendar month, the Directors set a price at which prospective investors may subscribe for shares in that calendar month (the "Premium Management Price"). The Premium Management Price may not be less than the estimated Net Asset Value of the Shares for the month prior to the month in which the new Shares are allotted and issued. The Directors may decide not to issue any shares in any month, notwithstanding receipt of Provisional Commitments.

If the Directors decide to allot and issue new Shares pursuant to the Premium Management Programme in any calendar month, they may send a form of application to any prospective investors who have made a Provisional Commitment, inviting such potential investors to offer to subscribe for Shares at the Premium Management Price by return of the completed form of application. The Directors, in their sole discretion shall determine to whom (if anyone) and in what numbers new Shares shall be allotted and issued by the end of such calendar month and such new Shares shall be allotted and issued by the last Business Day of such calendar month.

Since the introduction of the Premium Management Programme at the beginning of September 2007, £69,255,302 has been raised through the issue of 65,389,197 Shares under the terms laid out in the Fund's prospectus.

11. RESERVES

a) Share Premium Account

As at 31 December 2008	**Total 2008 £**	**£ Class 2008 £**	**€ Class 2008 €**	**$ Class 2008 $**
Balance at 1 January 2008	43,030,622	42,978,622	-	90,411
Premium Management Programme	45,558,538	45,476,013	25,750	114,400
Share class conversions	-	3,854	-	(7,524)

Balance at 31 December 2008	88,589,160	88,458,489	25,750	197,287

During the period, the Company issued 43,320,439 Ordinary shares in the Sterling Class, 25,000 Ordinary shares in the Euro Class and 110,000 Ordinary Shares in the Dollar class under the Premium Management Programme.

As at 31 December 2007	**Total 2007 £**	**£ Class 2007 £**	**€ Class 2007 €**	**$ Class 2007 $**
Premium arising on issue of shares	35,717,190	33,668,315	924,000	2,775,000
Expenses of issue of shares	(625,050)	(589,196)	(16,170)	(48,562)
Transfer to distributable reserve	(35,092,140)	(33,079,119)	(907,830)	(2,726,438)
Premium arising on the issue of C shares	19,578,591	19,306,067	-	533,740
Expenses of C share issue	(244,733)	(241,326)	-	(6,672)
Premium Management Programme	23,696,764	23,696,764	-	-
Share Class conversions	-	217,117	-	(436,657)
Balance at 31 December 2007	43,030,622	42,978,622	-	90,411

b) Distributable Reserve

As at 31 December 2008	**Total 2008 £**	**£ Class 2008 £**	**€ Class 2008 €**	**$ Class 2008 $**
Balance at 1 January 2008	35,092,140	34,408,041	816,458	218,076
Share class conversions	-	8,894	-	(17,364)
Interim dividend paid	(304,270)	(304,270)	-	-
Balance at 31 December 2008	34,787,870	34,112,665	816,458	200,712

As at 31 December 2007	**Total 2007 £**	**£ Class 2007 £**	**€ Class 2007 €**	**$ Class 2007 $**
Transfer from Share Premium Account	35,092,140	33,079,119	907,830	2,726,438
Share class conversions	-	1,328,922	(91,372)	(2,508,362)
Balance at 31 December 2007	35,092,140	34,408,041	816,458	218,076

12. NET ASSET VALUE PER ORDINARY SHARE

The net asset value on a class by class basis is shown in the table below:

As at 31 December 2008

Ordinary Share Class:-	**Net Asset Value 31.12.2008**	**Ordinary Shares in Issue 31.12.2008**	**Net Asset Value per Ordinary Share 31.12.2008**
Sterling Class	99,568,049	119,340,441	83.43p
Euro Class	611,220	856,000	71.40c
Dollar Class	311,155	395,000	78.77c

A dividend of 5 pence per sterling class share, 6.2 cents per euro class share and 9.0 cents per dollar class was paid on 17 April 2008.

As at 31 December 2007

Ordinary Share Class:-	Net Asset Value 31.12.2007	Ordinary Shares in Issue 31.12.2007	Net Asset Value per Ordinary Share 31.12.2007
Sterling Class	81,684,527	75,999,013	107.48p
Euro Class	896,502	831,000	107.88c
Dollar Class	339,546	310,000	109.53c

13. NOTES TO THE CASH FLOW STATEMENT

Purchases and sales of investments are considered to be operating activities of the Company, given its purpose, rather than investing activities. The cash flows arising from these activities are shown in the Cash flow statement.

Cash and cash equivalents (which are presented as a single class on the face of the balance sheet) comprise cash at bank.

14. RELATED PARTY TRANSACTIONS

Signet Capital Management Limited (the "Investment Manager"), Signet Research and Advisory S.A., (the "Investment Adviser") and the Directors are regarded as related parties. The only related party transactions are described below:

The fees and expenses paid to the Investment Manager are explained in note 3. The net investment management fee during the period was £390,010 (2007: £571,381) of which the net balance payable at the end of the period was £nil (2007: £132,391). The performance fee during the period was nil (2007: £192,180).

There were no direct transactions with the Investment Adviser during the period other than previously disclosed in connection with the IPO.

Fees earned by the Directors of the Company during the period were £80,020 (2007: £77,643) of which £21,366 (2007: £16,740) was payable at period end.

15. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS

The Company's investment strategy is to act as a feeder fund investing directly in the Signet Global Fixed Income Fund and SMMI Funds ("Signet Funds"), each of which are "sub-funds" of SMMI (an umbrella fund incorporated in the British Virgin Islands with shares listed on the Irish Stock Exchange).
The primary investment objective of the Signet Funds is to preserve investor capital whilst generating annual positive returns equivalent to or in excess of the equity premium over cash with relatively low volatility and limited correlation to market movements affecting traditional asset classes. The majority of the Signet Funds' investments are in underlying hedge funds with predominantly debt-oriented strategies.

The main risks to which the Company is exposed are market risk (including price risk and interest rate risk and currency risk), credit risk and liquidity risk.

(a) Market risk
The Company's activities expose it primarily to the market risks of changes in foreign currency exchange rates, interest rates and market prices.

Price risk
Price risk, is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from currency risk or interest rate risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting similar financial instruments traded in the market.

The company is exposed to market price risk arising from its investment in Signet Funds. The Investment Manager of the Signet Funds manages the market price risk on a daily basis through careful selection of investments in accordance with each Fund's investment objective and policies.

The classification of the investment assets and liabilities held by the company is detailed in Note 6.

Price Sensitivity

At 31 December 2008, if market prices had been 5% higher with all other variables held constant, the increase in net assets attributable to holders of ordinary shares for the year would have been £5,350,348 (2007: £3,715,796).

Conversely, had the market prices been 5% lower with all other variables held constant, the decrease in net assets attributable to holders of ordinary shares for the year would have been equal, but opposite, to the figures stated above.

Interest rate risk
Interest rate risk, is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company's interest-bearing financial assets and liabilities expose it to risks associated with the effects of fluctuations in the prevailing levels of market interest rates on its financial position and cash flows.

The Company's interest rate risk is managed on a daily basis by the Investment Manager in accordance with the policies and procedures in place. The Company's overall interest rate risks are monitored on a quarterly basis by the board of directors.

The following table details the Company's exposure to interest rate risk as at 31 December 2008.

	Interest-bearing assets		**Non interest-bearing assets**		**Total**	
	2008	**2007**	**2008**	**2007**	**2008**	**2007**
	£	**£**	**£**	**£**	**£**	**£**
Cash and cash equivalents	167,418	9,243,827	-	-	167,418	9,243,827
Investments at fair value through profit or loss	-	-	107,006,967	74,315,918	107,006,967	74,315,918
Total assets	**167,418**	**9,243,827**	**107,006,967**	**74,315,918**	**107,174,385**	**83,559,745**

	Interest-bearing liabilities		**Non interest-bearing liabilities**		**Total**	
	2008	**2007**	**2008**	**2007**	**2008**	**2007**
	£	**£**	**£**	**£**	**£**	**£**
Bank loan	6,705,578	-	-	-	6,705,078	-
Total liabilities	**6,705,078**	-	-	-	6,705,078	-

The above analysis excludes short term receivables and payables as all material amounts are non-interest bearing.

Interest rate sensitivity
At 31 December 2008, should interest rates have increased by 100 basis points with all other variables held constant, the decrease in net assets attributable to holders of ordinary shares for the year would amount to approximately £65,382 (2007: Increase of £24,413). A decrease of 100 basis points would have had an equal, but opposite, effect.

Currency risk
Currency risk, is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

At 31 December 2008 the Company investments in underlying assets were predominantly Sterling denominated. However during the year the underlying assets were predominantly US dollar denominated. The Company therefore had exposure to fluctuations in the exchange rate between the US dollar and the currencies in which shares are issued. In an attempt to reduce the impact on the Company of currency fluctuations and the volatility of returns, which may result from such exposure, the Company, in line with approved policy, entered into monthly forward currency contracts on a rolling basis with the gains and losses on currency hedges accruing to the different classes of share. However in the second half of 2008 the volatility of Sterling against the US Dollar resulted in the Company using its credit facility to its full extent to finance the substantial foreign currency hedging costs. The Company therefore changed its policy of investing in predominantly US Dollar Investments and switched to Sterling denominated shares and ceased entering into forward currency contracts.

At 31 December 2008 the Company had the following exposure:

	2008	2007
	%	%
Euro	0.03	(0.01)
Pound Sterling	106.52	(1.16)
United States Dollar	(6.55)	101.17

The following table sets out the Fund's total exposure to foreign currency risk and net exposure to foreign currencies of the monetary assets and liabilities:

	Monetary Assets	Monetary Liabilities	Forward FX Contracts	Net Exposure
31 December 2008				
Euro	25,902	-	-	25,902
Pound Sterling	107,032,400	(111,633)	-	106,920,767
United States Dollar	153,110	(6,683,709)	-	(6,530,599)

	Monetary Assets	Monetary Liabilities	Forward FX Contracts	Net Exposure
31 December 2007				
Euro	627	-	637,746	638,373
Pound Sterling	251,097	(417,123)	79,791,877	79,625,851
United States Dollar	90,276,274	(6,802,035)	(80,368,793)	3,105,446

The Directors consider that the currency risk at 31 December 2008 was not material to the Company. The currency risk ceased on 23 January 2009 when the USD bank loan was converted to Sterling.

(b) Credit risk
Credit risk, is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The focus of the Company's investment strategy is predominately aimed at debt-oriented investments. As part of the risk management process, the Investment Adviser assesses the risk associated with investments by performing financial analysis on the issuing companies as part of its normal scrutiny of prospective investments.

In addition, credit risk on liquid funds and derivative financial instruments is limited because the counterparties are banks with high credit ratings assigned by international credit rating agencies.

During the period under review the Company used Barclays Bank PLC as the counterparty for its hedging activities. Barclays Bank PLC has a Standard & Poors credit rating of AA-/A-1.

(c) Liquidity risk
Liquidity risk, is the risk that an entity will encounter difficulty in meeting obligations associated with its financial liabilities.

Some of the Company's investments may comprise securities which are traded in recognised financial markets. The Company may also invest in securities which may lack an established secondary trading market or are otherwise considered illiquid. Liquidity of a security relates to the ability to easily dispose of the security and the price obtained and does not generally relate to the credit risk or likelihood of receipt of cash at maturity.

The Company's liquidity risk is managed on a daily basis by the Investment Manager in accordance with policies and procedures which includes the use of the 364 day Revolving Credit Facility Agreement (see Note 9). The Company's overall liquidity risks are monitored on a quarterly basis by the board of directors.

During the last quarter of 2008, a number of underlying funds in which the Company was indirectly invested suspended redemptions or side-pocketed in order to protect their portfolios from forced selling into falling one-way markets. In consequence, the Signet Funds in which the Company is directly invested had in turn to introduce restrictions.

At 31 December the Company invested in three underlying Signet Funds (80% in Signet Global Fixed Income

Fund, 15% in Signet Global Fixed Income Fund Series 2 and 5% in Signet Emerging Opportunities Fund). Upon any redemption from these three funds the Company will receive a proportion of the proceeds in cash and the balance in a new Signet Fund (the Signet Credit Fund) which is currently subject to an initial lock-up to November 2009.

The table below analyses how quickly the Company's assets can be liquidated to meet the obligation of maturing liabilities.

31 December 2008	**Less than 1 month**	**1-12 months**
Assets		
Investments	-	107,006,967
Cash and cash equivalents	167,418	-
Receivables	60,163	-
	227,581	**107,006,967**
Liabilities		
Bank loan	6,705,578	-
Accrued expenses	133,502	-
	6,839,080	**-**

31 December 2007	**Less than 1 month**	**1-3 months**
Assets		
Investments	-	74,315,918
Cash and cash equivalents	9,243,827	-
Advance application on purchase of investments	6,903,661	-
Receivables	64,592	-
	16,212,080	**74,315,918**
Liabilities		
Unrealised loss on forward foreign currency contracts		797,549
Accrued expenses	417,123	-
Advance payment on sale of investments	6,802,035	-
	7,219,158	**797,549**

The Barclays loan facility (see note 9) expired on 23 January 2009 and an extended facility has been agreed. The extended facility will expire on 31 May 2009 and the loan will be repaid from the redemption proceeds of investments which will be received on or before that date.

16. EVENTS AFTER THE BALANCE SHEET DATE

On 5 January 2009 the Company announced the purchase into Treasury of 16,690 shares of the Sterling Class at 62 pence per share. On 6 February 2009 the Company announced the purchase into Treasury of 130,000 shares of the Sterling Class at 68 pence per share.

On 26 January 2009 the Directors concluded that it was no longer economically viable and therefore not in the shareholders' best interests to maintain a separate Euro share class and therefore approved the conversion of the whole of the remaining Euro class shares into Sterling class shares based on the final Net Asset Value at 30 January 2009 and be effective before 28 February 2009.

Also on 26 January 2009 the Directors recommended shareholders in the US Dollar share class that they convert their shares to the Sterling share class.

CAPITALISATION AND INDEBTEDNESS STATEMENT
As at 31 August 2009

The following table shows the gross consolidated indebtedness of the Company as at 31 August 2009, and its capitalisation as at 31 August 2009.

There has been no material change to the capitalisation and indebtedness of the Company since the date of this statement.

	£
Total current debt	
-guaranteed	-
-secured	-
-unguaranteed/unsecured	-
Total non-current debt (excluding current portion of long-term debt)	
-guaranteed	-
-secured	-
-unguaranteed/unsecured	-
Shareholders' equity	
-share capital	-
-share premium	88,589,160
-own shares held in Treasury	(98,748)
-distributable reserve	34,787,870
-retained earnings	(18,005,180)
Total	**105,273,102**

	£
	-
Cash (see note 1)	564,839
Cash equivalent	-
Trading securities	-
Liquidity	**564,839**
Current financial receivable	**-**
Current bank debt	-
Current portion of long term debt	**-**
Other current financial debt	-
Current financial debt	-
Net current financial indebtedness	**(564,839)**
Non current bank loans	**-**
Bonds issued	**-**
Other non current loans	**-**
Non current financial indebtedness	**-**
Net financial indebtedness	**(564,839)**

As at 31 August 2009, the Company had no indirect or contingent liabilities

Notes:

1. Cash Balances comprise of bank accounts held with:

Kleinwort Benson (Guernsey) Limited	USD Current A/c	£117	(A/c Balance $191.02 converted at 31.08.09 rate 1.62875)
Kleinwort Benson (Guernsey) Limited	GBP Current A/c	£556,735	
Kleinwort Benson (Guernsey) Limited	Euro Current A/c	£7,987	(A/c Balance €9,075.07 converted at 31.08.09 rate 1.136289)
		£564,839	

2. Current bank debt comprise of bank accounts held with:

Barclays Private Clients International Limited Currency Term loan account	£0
	£0

SCHEDULE OF INVESTMENTS
As at 31 August 2009

The investments of the Company as at 31 August 2009 are set out below:

Nominal		Cost GBP	Market Value GBP	% of the Fund
Irish –99.63%				
122,108.19	Signet Global Credit Fund GBP	12,210,819	12,863,927	12.22
636,553.75	Signet Global Fixed Income Fund GBP	89,175,823	91,670,551	87.08
3315.41	Signet Emerging Opportunities Fund GBP	331,541	344,894	0.33
		101,718,183	104,879,372	99.63
Portfolio of Investments – 96.63%		**101,110,664**	**104,879,372**	**99.63**
Net Other Assets – 0.37%			**393,730**	**0.37**
Total Net Assets Attributable to Shareholders			**105,273,102**	**100.00**

PART 6: ADDITIONAL INFORMATION

1. The Company

The Company was incorporated with limited liability in Guernsey as a closed-ended investment company under the Law on 23 October 2006 with registered number 45717. The registered office of the Company is situated at Dorey Court, Admiral Park, St Peter Port, Guernsey, GY1 3BG.

The Memorandum of Incorporation of the Company provides that the object of the Company is to carry on the business of an investment company. The objects of the Company are set out in full in paragraph 6 below and in Clause 3 of the Memorandum of Incorporation, a copy of which is available for inspection at the addresses specified in paragraph 11 of this Part 6.

2. Share capital

(a) The authorised share capital of the Company on incorporation is represented by an unlimited number of ordinary shares with no par value which may be issued as ordinary shares or C Shares or otherwise and which may be denominated in sterling, euros, dollars or any other currency. Two subscriber Shares were issued for the purposes of incorporation to the subscribers to the Memorandum of Incorporation and were transferred pursuant to the IPO Issue. As at 14 October 2009, the Company had 100,658,768 Shares in issue.

(b) The capital of the Company consists of an unlimited number of Shares of no par value and the issued shares of the Company (all of which are fully paid up) consists of 100,658,768 million Ordinary Shares (including 146,690 shares in treasury).

(c) Holdings of Dollar Class Shares and Euro Class Shares were, earlier this year, converted into Sterling Class Shares. Subsequently, the dollar and euro share classes were delisted from the Official List of the Irish Stock Exchange and trading on the main market of the Irish Stock Exchange and the International Bulletin Board of the London Stock Exchange was cancelled.

(d) On 1 October 2009, the Company announced the results of a tender offer pursuant to which the Company purchased 19,713,134 Shares at a discount of 13 per cent. to NAV per Share. Based on an NAV per Share of £0.874614 as at 31 August 2009, the tender price was £0.760914. Further issues of Shares of any class will only be issued in response to material demand.

(e) By way of an ordinary resolution passed on 22 May 2009, the Company took authority, in accordance with the Companies (Guernsey) Law 2008, to make market purchases of Shares, provided that the maximum number of Shares authorised to be purchased shall be 14.99 per cent. of the issued ordinary share capital of the Company issued pursuant to the C Share Issue. The minimum price which may be paid for a Share pursuant to such authority is one penny and the maximum price which may be paid for a Share is an amount equal to the higher of 105.0 per cent. of the average of the middle market quotations for a Share taken from the Official List for the five business days immediately preceding the date on which the Share is purchased or the higher of the price of the last independent trade and the highest current independent bid at the time of purchase. The Company is permitted to fund the payments for purchases of Shares in any manner permitted by the Companies (Guernsey) Law 2008. Such authority shall expire at the Annual General Meeting of the Company in 2010 unless such authority is varied, revoked or renewed prior to such date by a resolution of the Company in general meeting.

(f) By a special resolution dated 2 November 2006, it was resolved that, conditional on the IPO Issue becoming unconditional and the approval of the Court in Guernsey, the amount standing to the credit of the share premium account of the Company following completion of the issue be cancelled and the amount of the share premium account so cancelled be credited as a distributable reserve to be established in the books of account of the Company which shall be able to be applied in any manner in which the Company's profits available for distribution (as determined in accordance with the Law) are able to be applied, including the purchase of the Company's own shares and the payment of dividends.

(g) In accordance with the power granted to the Directors by the Articles, it is expected that any C Shares to be issued under the C Share Issue will be allotted (conditional upon Admission) pursuant to a resolution of the Board to be passed shortly before Admission. The allotment of such C Shares will not be made on a pre-emptive basis. There are no provisions of Guernsey law equivalent to sections 89 to 96 of the

Companies Act 1985 of England and Wales which confer pre-emption rights on existing shareholders in connection with the allotment of equity securities for cash. Accordingly, the Company may in the future issue Shares for cash on a non-pre-emptive basis.

(h) Save pursuant to the C Share Issue, the IPO Issue, the Previous C Share Issues and the Expired Premium Management Programmes and for the issue of the two subscriber Shares referred to above, since the date of incorporation no share or loan capital of the Company has been issued or agreed to be issued, or is now proposed to be issued, for cash or any other consideration and no commissions, discounts, brokerages or other special terms have been granted by the Company in connection with the issue of any such capital.

(i) No share or loan capital of the Company is under option or has been agreed, conditionally or unconditionally, to be put under option.

3. Directors' and other interests

(a) The aggregate of the remuneration paid, and benefits in kind granted, to the Directors by the Company for the Accounting Period ending on 31 December 2008 was £80,020. The Chairman receives £25,000 per annum, the chairman of the audit committee receives £22,500 per annum and the other Directors £20,000 per annum or such higher amount as the Company may from time to time determine.

There are no existing or proposed service contracts between any of the Directors and the Company.

No Director has an interest in any transactions which are or were unusual in their nature or significant to the business of the Company and which were effected by the Company during the current financial year.

No loan or guarantee has been granted to or been provided by the Company for the benefit of any Director.

The Directors currently hold the following directorships and have held the following directorships within the five years ending on 30 September 2009 (being the latest practicable date prior to the publication of this Prospectus) and are or were partners in the following firms within the five years ending on 31 March 2009 (being the latest practicable date prior to the publication of this Prospectus):

Present directorships and partnerships	AnaCap FP GP Limited
Talmai Morgan	AnaCap FP GP II Limited
	AnaCap Derby Co-Investment GP Limited
	AnaCap FP Debt Opportunities GP Limited
	Altius Associates GP Limited
	Altius Select Europe (GP) Limited
	BH Global Limited
	BH Macro Limited
	Bourse Trust Company Limited
	Close European Accelerated Fund Limited
	EuroDekania Limited
	Glebe Central Cross Limited
	Glebe London Limited
	Goldman Sachs Dynamic Opportunities Limited
	Mont Hubert Limited
	NB Private Equity Partners Limited
	NB PEP Holdings Limited
	NB PEP Investments Limited
	NB PEP Investments LP Limited
	Prodesse Investment Limited
	Queens's Walk Investment Limited
	Star Asia Finance, Limited
	Signet Global Fixed Income Strategies Limited
	TCR1 Limited
	TCR2 Limited
	The Emotional Assets Fund 1 Limited
	Third Point Offshore Independent Voting Company Limited
	Therium Holdings Limited

	Trebuchet Finance Limited
Martyn Henley-Roussel	Centras Capital Partners GP Limited Ceres Agriculture Fund Limited Indian Energy Limited
Adrian Pickering	Aquitaine Group Limited Aquitaine International Trustees Limited Aquitaine Nominees Limited Aquitaine Services Limited Aquitaine Trustees Limited Cypress Tree International Fund PCC Limited Cypress Tree International Loan Holding Company Limited Cypress Tree Leveraged Alternative Income Fund Limited Erica Nominees Limited Fundinvest (Guernsey) Limited Harrier Limited Indigo Limited Inverness Inc LCM Holdings Limited Private Fund Managers (Guernsey) Limited Vermillion Limited
Former directorships and partnerships Talmai Morgan	BRIX Global Investment Limited European Investments (Guernsey) Limited European Investment Holdings (Guernsey) Limited Mayven International Limited Mayven UK plc Peak Asia Properties Limited PSource Asian Recovery Limited
Martyn Henley-Roussel	Kleinwort Bension Asset Management Ltd Stewart Asset Management Guernsey Limited Charteris Treasury Portfolio Managers Limited
Adrian Pickering	Arox Capital Limited Borrowdale Nominees Limited Corporate Directors (No 1) Limited and (No 2) Limited Corporate Services (Guernsey) Limited Corporate Secretaries (Jersey) Limited Fenchurch Finance Limited Fenchurch Fiduciaries Limited Fenchurch International Holdings Limited Fenchurch Nominees Limited Fenchurch Trust Limited Kleinwort Benson (Channel Islands) Limited Kleinwort Benson (Channel Islands) Trustees Limited Kleinwort Benson (Guernsey) Corporate Services Limited Kleinwort Benson (Guernsey) Trustees (1997) Limited Kleinwort Benson (Guernsey) Limited Kleinwort Benson (Guernsey) Trustees Limited Kleinwort Benson (Jersey) Trustees (1997) Limited Kleinwort Benson (Jersey) Trustees Limited Kleinwort Benson International Trustees Limited Fenchurch Properties Limited Langdale Nominees Limited MTS Accounting Services Limited

Orbis Management Limited
Orbis Secretaries Jersey Limited
Orbis Trustees Guernsey Limited
Orbis Trustees Jersey Limited
Resource Europe Realty Finance Limited
Saltus (Channel Islands) Limited
Taurus Emerging Fund Limited
GYS Investment Management Limited

At the date of this Prospectus none of the Directors:

(i) has any unspent convictions in relation to any fraudulent offences;

(ii) has been bankrupt or entered into any individual voluntary arrangement;

(iii) (with the exception of Mr. Morgan) was a director with an executive function of any company at the time of or within 5 years preceding any receivership, compulsory liquidation, creditors voluntary liquidation, administration, company voluntary arrangement or any composition or arrangement with that company's creditors generally or with any class of its creditors. Mr. Morgan was appointed a director of Texon Limited ("Texon") and of Autrac Limited ("Autrac") in November 1981, both of which formed part of the Zockoll Group of companies, to ensure the proper and orderly winding-up of the businesses. An order granting the compulsory winding up of Texon was granted on 11 October 1982 and a similar order was granted in respect of Autrac on 21 February 1983;

(iv) has been a partner in a partnership at the time of or within 5 years preceding compulsory liquidation, administration or partnership voluntary arrangement of such partnership;

(v) has had his assets the subject of any receivership or has been a partner of a partnership at the time of or within 5 years preceding any assets thereof being the subject or a receivership; or

(vi) has had any public criticism against him by any statutory or regulatory authority (including recognised professional bodies) or has been disqualified by a court from acting as a director or acting in the management or conduct of the affairs of any company.

(b) Save as aforesaid no Director has any interest in the Shares of the Company nor has any person connected with any Director (so far as known to, or who could with reasonable diligence be ascertained by, each Director) an interest in the Shares of the Company, in each case whether or not held through another party.

(c) As at 14 October 2009 (being the last practicable date prior to the publication of this Prospectus) the Company was aware of the following persons who are interested in 10 per cent. or more of the Shares.

Holder	*Percentage of issued share capital*
Deutsche Bank Private Wealth Management	16.66
Brewin Dolphin	14.30

Guernsey company law imposes no requirement on Shareholders in the Company to disclose holdings of Shares in the Company.

(d) The Directors are not aware of any person who, directly or indirectly, jointly or severally exercises control or could exercise control over the Company.

(e) All Shares issued by the Company carry identical voting rights and therefore major shareholders do not have different voting rights to other shareholders.

4. Taxation

The following summary is only intended as a brief and general guide to the main aspects of current UK and Guernsey tax law and HMRC practice applicable to the holding and disposal of Shares in the Company (which may change in the future). It is not intended to provide specific advice and no action should be taken or omitted to be taken in reliance upon it. It is addressed to ordinary investors who are the absolute beneficial owners of Shares held as investments and not, therefore, to special classes of Shareholder such as financial institutions or share dealers. Accordingly, its applicability will depend upon the particular circumstances of individual Shareholders. The summary is not exhaustive and does not generally consider tax reliefs or exemptions. Any prospective Shareholder who is in any doubt as to his UK tax position in relation to the Company, whether as a result of the proposed changes to UK tax legislation, certain of which are outlined below, or otherwise, should consult his UK professional adviser. In particular, if you are resident in, or are a citizen of, countries other than the UK or Guernsey, you may be subject to the tax laws and requirements of those jurisdictions, and you should seek your own professional advice in respect of your taxation position in those jurisdictions.

(a) *Guernsey Tax*

Please note that Guernsey's corporate taxation system is currently under review.

The Company is eligible for exemption from income tax in Guernsey under the provisions of the Income Tax (Exempt Bodies) (Guernsey) Ordinance 1989 (the "Tax Ordinance"). Under the provisions of the Tax Ordinance, exemption is granted by the States of Guernsey Treasury & Resources Department (which has taken over the functions of the Guernsey Income Tax Authority) on an annual basis provided the Company continues to comply with the requirements of the Tax Ordinance and upon the payment of an annual fee which is currently fixed at £600. The Company has been granted exempt status and it is the intention of the Directors to conduct the affairs of the Company in such a way as to retain such status during the life of the Company.

With exempt status, the Company will not be treated as resident in Guernsey for the purposes of liability to Guernsey income tax. Under current law and practice, therefore, the Company will only be liable to tax in Guernsey in respect of income arising in Guernsey, or income derived from a business carried on in Guernsey, other than, by concession, Guernsey source bank deposit interest.

In response to the review carried out by the European Union Code of Conduct Group, the States of Guernsey abolished exempt status for the majority of companies with effect from January 2008 and introduced a zero rate of tax for companies carrying all but a few specified types of regulated business. However, the States of Guernsey Administrator of Income Tax decided that because collective investment schemes, which include closed ended companies, were not one of the regimes in Guernsey that were classified by the EU Code of Conduct Group as being harmful, collective investment schemes and closed ended companies will continue to be able to apply for exempt status for Guernsey tax purposes.

The Policy Council of the States of Guernsey has stated that it may consider further revenue raising measures in 2011/2012, including possibly the introduction of a goods and services tax, depending on the state of Guernsey's public finances at that time.

As part of an agreement reached in connection with the European Union ("EU") directive on the taxation of savings income in the form of interest payments, and in line with measures taken by other third countries and dependent and associated territories, Guernsey introduced with effect from 1 July 2005 a retention tax in respect of payments of interest, or similar income, made to an individual beneficial owner resident in an EU Member State by a paying agent established in Guernsey.

The retention tax system is implemented by means of bilateral agreements with each EU Member State, and Regulations and Guidance Notes issued by the States of Guernsey Commerce & Employment Department. Based on these provisions and what is understood to be the current practice of the Guernsey tax authorities, distributions from the Company and proceeds on disposal of Shares in the Company do not constitute interest payments for the purposes of the retention tax system and therefore neither the Company nor any paying agent appointed by them in Guernsey is obliged to levy retention tax in Guernsey under these provisions.

Guernsey does not levy taxes upon capital inheritances, capital gains (with the exception of a dwellings profit tax on Guernsey property), gifts, sales or turnover, nor are there any estate duties, save for an ad valorem fee for the grant of probate or letters of administration. Document duty of £2000 was payable on the incorporation of the Company. No stamp duty is chargeable in Guernsey on the issue, transfer, switching or redemption of shares.

(b) *Taxation of capital gains*

The Company itself will not suffer any tax in Guernsey on capital gains. Non-Guernsey resident Shareholders will not suffer any liability to capital gains tax in Guernsey.

On the basis of current law, the Company should not be an "open-ended investment company" within the meaning of Section 236 of The Financial Services and Markets Act 2000, as amended for tax purposes by section 756A of the Income and Corporation Taxes Act 1988 (the "1988 Act"). As such, it will not be an "offshore fund" for the purposes of the UK's "offshore funds" legislation. Changes to this legislation are made in Finance Act 2009 and a new definition of "offshore fund" will take effect for investments from 1 December 2009. The Company should not become an "offshore fund" on the basis of this new legislation; however, any Shareholder who is in any doubt as to the application of the offshore funds legislation should consult a professional advisor.

If the offshore funds legislation does not apply, Shareholders who are resident or ordinarily resident in the UK will generally be liable to UK capital gains tax or corporation tax on chargeable gains in respect of gains arising on the disposal or deemed disposal (including redemption) of their Shares. If the Company is an "offshore fund", whether under the current law or under the amended legislation that will apply to investments made after 1 December 2009, then such gains could be taxable as income for the purposes of income tax and corporation tax.

Shareholders who are UK resident or ordinarily resident individuals are subject to capital gains tax on their worldwide chargeable gains, currently charged at a rate of 18 per cent. in most cases. They may also be entitled to set their annual capital gains tax exemption against all or part of such gains. Individual shareholders who are taxable on the remittance basis will only be liable to capital gains tax to the extent that the gains are remitted to the UK. Losses arising on the disposal or deemed disposal of Shares by individuals who are resident or ordinarily resident, but not domiciled, in the UK will in certain circumstances, be allowable for UK capital gains tax purposes. Broadly, this will be the case where either an individual has not claimed the remittance basis of taxation or has made a relevant election to allow relief for his foreign capital losses.

Shareholders which are companies resident in the UK for taxation purposes are subject to corporation tax on chargeable gains (currently charged at the rate of 28 per cent. in most cases) and will benefit from indexation allowance which, in general terms, reduces the amount of a chargeable gain arising on the disposal of an asset by reference to rises in the retail prices index since the asset was acquired. See, however, the following discussion of Shares treated as a loan relationship.

(c) Taxation of dividends on Shares

Guernsey and non-Guernsey resident shareholders will receive dividends without deduction of Guernsey income tax at source. The Company will be obliged to provide such details in respect of any distribution to Guernsey resident shareholders as the Administrator of Income Tax in Guernsey shall require. Shareholders who are resident in Guernsey will be subject to Guernsey income tax on the receipt of cash dividends received and, according to States of Guernsey Income Tax Office Statement of Practice M21, also on scrip dividends where they are received as an alternative to a right to receive cash. Dividends and other distributions of an income nature paid on Shares held by UK resident Shareholders may, whether or not reinvested, be subject to UK income tax or corporation tax under current law.

UK resident individuals are subject to income tax on foreign dividends at the dividend ordinary rate (currently 10 per cent.) if they are not higher rate taxpayers and at the dividend upper rate (currently 32.5 per cent.) if they are higher rate taxpayers, subject in either case to any available double tax relief. It has been proposed that a new 42.5 per cent. dividend additional rate will apply individuals with a taxable income above £150,000 for dividends received on or after 6 April 2010.

Where a UK resident individual Shareholder holds a shareholding of less than 10% in the Company, that Shareholder will be given a notional 10% tax credit on receipt of a dividend from the Company. This may act to eliminate any additional tax for basic rate taxpayers, and reduce the overall charge for a higher rate taxpayer. If the Company is an "offshore fund", the Finance Act 2009 provides that (with effect from 22 April 2009) individual shareholders of offshore funds largely invested in equities will be entitled to a 10% non-repayable dividend tax credit, but where an offshore fund invests predominantly (more than 60 percent) in interest bearing assets, the distributions received will be treated as interest (with no tax credit available and tax will be levied at rates applicable to interest) and not a dividend.

UK resident individual Shareholders who are taxed on the remittance basis will only be liable to income tax on such a distribution to the extent that the distribution is remitted to the UK. The remitted portion is currently charged to income tax at the rate of 40% where the recipient is a higher rate taxpayer.

Finance Act 2009 made substantial changes to the taxation of dividends and other income distributions received by a UK resident company. With effect from 1 July 2009, such dividends are chargeable to corporation tax (currently charged at the rate of 28 per cent. in most cases) unless they fall within one of the widely-drawn exempt classes. Subject to certain anti-avoidance provisions, dividends paid by the Company to a UK corporate Shareholder should be exempt if that Shareholder (together with connected persons) holds 10% or less of the issued share capital of the payer and has a 10% or less economic interest (right to profits and assets available for distribution) in the issued share capital of the Company. Any corporate Shareholder in doubt as to the application of the new legislation should consult a professional advisor.

(d) Stamp duty and Stamp Duty Reserve Tax ("SDRT")

No UK stamp duty, and no UK SDRT, will be payable on the issue of the Shares. UK stamp duty (at the rate of 0.5 per cent., rounded up where necessary to the nearest £5 of the amount of consideration for the transfer) is payable on any instrument of transfer of Shares executed within, or brought into, the United Kingdom. Provided that the Shares are not registered in any register of the Company kept in the United Kingdom, any agreement to transfer Shares will not be subject to UK SDRT.

(e) Other UK tax considerations

On the assumption that the Company is not resident in the UK for tax purposes and that its activities do not amount to trading in the UK, it should not be subject to UK income tax or corporation tax on any income or other profits or gains of an income nature which it derives from sources outside the UK, and it will not be within the scope of UK capital gains tax or corporation tax in respect of capital gains wherever arising; but the Company will be liable to UK income tax on income or other profits or gains of an income nature arising within the UK, unless an exemption applies.

Special rules apply to corporate Shareholders within the charge to corporation tax which may result in their Shares being treated for the purposes of the UK's corporate debt rules as rights under a creditor relationship of the corporate Shareholder. A fair value basis of accounting would have to be used, for corporation tax purposes, as respects the deemed creditor relationship.

A gift of Shares or the death of a holder of Shares may give rise to a liability to UK inheritance tax. For these purposes, a transfer of assets at less than their full market value may be treated as a gift. However, an individual who is not domiciled in the UK, and is not deemed to be domiciled there under special rules relating to long residence or previous domicile in the UK, is not generally within the scope of inheritance tax as respects assets situated outside the UK. Shares in the Company should constitute assets situated outside the UK for inheritance tax purposes.

The attention of Shareholders who are individuals ordinarily resident in the UK is drawn to Chapter 2 of Part 13 of the Income Tax Act 2007 ("the 2007 Act"). This Chapter contain provisions to prevent avoidance of UK income tax by such individuals by means of transactions (which could include acquiring Shares in the Company) which result in income arising to persons abroad (such as the Company). These provisions may render such individuals liable to UK income tax in respect of income and profits of the Company not distributed to them. Whether or not these provisions will apply to any individual Shareholder will depend on their own personal circumstances. As pointed out elsewhere in this section of this Prospectus relating to taxation, prospective Shareholders should consult their UK professional adviser as to their UK tax position in relation to the Company. This should, in particular, include advice as to whether or not the provisions of Chapter 2 of Part 13 of the 2007 Act will apply to Shares in the Company acquired by them.

The attention of corporate Shareholders within the charge to UK tax is drawn to Chapter 1 of Part 17 of the 1988 Act and the attention of Shareholders (other than corporate Shareholders) within the charge to UK tax is drawn to Chapter 1 of Part 13 of the 2007 Act. These Chapters contain provisions to cancel tax advantages from certain transactions in securities which may render such Shareholders liable to taxation in respect of, inter alia, the issue, redemption or sale of Shares or distributions of a capital nature in respect of them.

The attention of Shareholders who are resident or ordinarily resident in the UK is also drawn to section 13 of the Taxation of Chargeable Gains Act 1992 ("the 1992 Act"). If the Company is not resident in the UK but would be a "close" company if it were so resident, the provisions of this section may in certain circumstances have the effect of making such a Shareholder liable to UK capital gains tax (or, in the case of companies, corporation tax on chargeable gains) on an apportioned part of any capital gains accruing to the Company. Such a charge to tax would not, however, apply where 10 per cent. or less of the capital gain would be apportioned to the Shareholder and to persons connected with him.

The provisions concerning controlled foreign companies included in Chapter IV of Part XVII of the 1988 Act have the effect in certain circumstances of making a company resident in the UK liable to UK corporation tax on, or by reference to, the profits of a company resident outside the UK (such as the Company). Such charge to tax would not, however, apply where less than 25 per cent. of the non-UK resident company's "chargeable profits" could be apportioned to the resident company or to associated or connected persons, or (in respect of accounting periods ending before 1 July 2009) if the non-UK resident company pursues an "acceptable distribution policy". For accounting periods beginning or after 1 July 2009, this exemption for a company that pursues an "acceptable distribution policy" will not apply.

(f) *ISAs, PEPs and SIPPs*

The Shares will qualify for inclusion in Individual Savings Accounts ("ISAs"). The Shares will also qualify for inclusion in Personal Equity Plans ("PEPs") and Self Invested Personal Pensions ("SIPPs").

5. Articles of Incorporation

The Articles of Incorporation of the Company contain provisions, *inter alia,* to the following effect:

(a) Share Rights

(i) Definitions

The following definitions apply for the purposes of this paragraph 5 only:

"Articles of Incorporation" means the Articles of Incorporation of the Company in force from time to time;

"Auditors" means the auditors from time to time of the Company;

"business day" means any day on which banks are generally open for business in London, Dublin and Guernsey other than a Saturday or Sunday;

"C Admission" means admission of the relevant tranche of C Shares to the Official List of the Irish Stock Exchange and to trading on the regulated market of the Irish Stock Exchange and the London Stock Exchange;

"Calculation Time" means the earliest of:

(a) the close of business on the NAV Calculation Date on or immediately prior to the day on which the Investment Manager gives notice to the Directors that at least 85 per cent. of the Net Proceeds (or such other percentage as the Directors and the Investment Manager shall agree as part of the terms of issue of any tranche of C Shares or otherwise) have been invested or committed to be invested in accordance with the Company's investment policy;

(b) the close of business on the business day immediately before the day on which Force Majeure Circumstances have arisen or the Directors resolve that they are in contemplation; and

(c) the close of business on such later date as the Directors may determine at the date of issue of that tranche of C Shares;

"Conversion" means, in relation to any tranche of C Shares, the conversion (and, where relevant, consolidation or subdivision) of that tranche of C Shares into new Shares in accordance with paragraph (ix) below;

"Conversion Ratio" means A divided by B calculated to four decimal places (with 0.00005 being rounded upwards) where:

$$A = \frac{C - D}{E}$$

and

$$B = \frac{F - G}{H}$$

and where C is the aggregate of

(a) the value of the investments of the Company attributable to the C Shares of the relevant tranche (other than investments which are subject to restrictions on transfer or a suspension of dealings, which are to be valued in accordance with (b) below) which are listed or dealt in on a stock exchange or on a similar market:

(i) calculated in the case of investments of the Company which are listed on the London Stock Exchange according to the prices issued by the London Stock Exchange as at the Calculation Time, being the bid prices for all investments other than the FTSE 100 constituents and FTSE 100 reserve list constituents of which the last trade prices shall be used. If any such investments are traded under the London Stock Exchange Daily Electronic Trading Services ("SETS") and the latest recorded prices at which such investments have been traded as shown in the London Stock Exchange Daily Official List differ materially from the bid and offer prices of the investments shown on SETS as at the Calculation Time, the value of such investments shall be adjusted to reflect the fair realisable value as determined by the Directors. Investments of the Company which are listed, quoted or dealt in on any other recognised stock exchange shall be valued by reference to the bid prices on the principal stock exchange or market where the relevant investment is listed, quoted or dealt in as at the Calculation Time, as shown by the relevant exchange's or market's recognised method of publication of prices for such investments. Debt related securities (including government stocks) shall be valued by reference to the bid price, subject to any adjustment to exclude any accrual of interest which may be included in the quoted price, as at the Calculation Time; or

(ii) where such published prices are not available, calculated by reference to the Directors' belief as to a fair current trading price at the Calculation Time for those investments, after taking account of any other price publication services reasonably available to the Directors;

(b) the value of all other investments of the Company attributable to the C Shares of the relevant tranche at their respective acquisition costs, subject to such adjustments as the Directors may deem appropriate to be made for any variations in the value of such investments between the date of acquisition and the Calculation Time; and

(c) the amount which, in the Directors' opinion, fairly reflects, at the Calculation Time, the value of the current assets of the Company attributable to the C Shares of the relevant tranche (including cash and deposits with or balances at bank and including any accrued income and other items of a revenue nature less accrued expenses) together with that part of the value of any net foreign exchange gains accruing to the Company resulting from the currency class of the correspondent Shares in the period between C Admission and the Calculation Time as in the Directors' opinion is properly attributable to that tranche of C Shares;

D is the amount which (to the extent not otherwise deducted in the calculation of C) in the Directors' opinion fairly reflects at the Calculation Time the amount of the liabilities and expenses of the Company attributable to the C Shares of the relevant tranche (including, for the avoidance of doubt, all expenses of the issue of the C Shares of the relevant tranche and any amounts representing any accrued performance fee payable to the Investment Manager attributable to the C Shares of the relevant tranche (as determined by the Directors) and such amount (if any) as the Directors in their absolute discretion may determine reflects the benefit to holders of C Shares of the relevant tranche of any high watermark referable to the performance fee payable to the Investment Manager which may subsequently reduce the amount of performance fee payable in the relevant Accounting Period attributable to the new Shares arising on Conversion of that tranche of C Shares together with that part of the value of any net foreign exchange losses accruing to the Company resulting from the currency class of the Correspondent Shares in the period between C Admission and the Calculation Time as in the Directors' opinion is properly attributable to that tranche of C Shares);

E is the number of C Shares of the relevant tranche in issue at the Calculation Time;

F is the aggregate of:

(a) the value of all the investments of the Company (other than investments which are subject to restrictions on transfer or a suspension of dealings, which are to be valued in accordance with (b) below) attributable to the Correspondent Shares in issue at the Calculation Time, which are listed or dealt in on a stock exchange or on a similar market:

(i) calculated in the case of investments of the Company which are listed on the London Stock Exchange according to the prices issued by the London Stock Exchange as at the Calculation Time, being the bid prices for all investments other than the FTSE 100 constituents and FTSE 100 reserve list constituents for which the last trade prices shall be used. If any such investments are traded under SETS and the latest recorded prices at which such investments have been traded as shown in the London Stock Exchange Daily Official List differ materially from the bid and offer prices of the investments quoted on SETS as at the Calculation Time, the value of such investments shall be adjusted to reflect the fair realisable value as determined by the Directors. Investments of the Company which are listed, quoted or dealt in on any other recognised stock exchange shall be valued by reference to the bid prices on the principal stock exchange or market where the relevant investment is listed, quoted or dealt in as at the Calculation Time, as shown by the relevant exchange's or market's recognised method of publication of prices for such investments. Debt related securities (including Government stocks) shall be valued by reference to the bid price, subject to any adjustment to exclude any accrual of interest which may be included in the quoted price, as at the Calculation Time; or

(ii) where such published prices are not available, calculated by reference to the Directors' belief as to a fair current trading price for those investments, after taking account of any other price publication services reasonably available to the Directors;

(b) the value of all other investments of the Company attributable to the Correspondent Shares in issue at the Calculation Time at their respective acquisition costs, subject to such adjustments as the Directors may deem appropriate to be made for any variations in the value of such investments between the date of acquisition and the Calculation Time; and

(c) the amount which, in the Directors' opinion, fairly reflects, at the Calculation Time, the value of the current assets of the Company (including cash and deposits with or balances at bank and including any accrued income or other items of a revenue nature less accrued expenses) attributable to the Correspondent Shares in issue at the Calculation Time together with that part of the value of any net foreign exchange losses as have been attributed to that tranche of C Shares for the purposes of calculating D above (or, where the Conversion Ratio is being determined at a time when there is only one class of Shares then in issue, the value of all net foreign exchange losses attributable to all tranches of C Shares which are being converted on the basis of a Conversion Ratio determined at the same Calculation Time);

G is the amount which (to the extent not otherwise deducted in the calculation of F) in the Directors' opinion fairly reflects the amount of the liabilities and expenses of the Company at the Calculation Time attributable to the Correspondent Shares in issue at the Calculation Time (including, for the avoidance of doubt, any amounts representing any accrued performance fee of the Investment Manager prior to the Calculation Time attributable to the Correspondent Shares (as determined by the Directors)) together with that part of the value of any net foreign exchange gains as have been attributed to that tranche of C Shares for the purpose of calculating C above or, where the Conversion Ratio is being determined at a time when there is only one class of Shares then in issue, the value of all net foreign exchange losses attributable to all tranches of C Shares which are being converted on the basis of a Conversion Ratio determined at the same Calculation Time. Such liabilities may, if the Directors so determine in relation to any C Shares of a particular tranche, include dividends payable by the Company for which the new shares arising on conversion of such tranche are not to rank; and

H is the number of Correspondent Shares in issue at the Calculation Time, provided always that:

(a) the Directors shall be entitled to make such adjustments to the value or amount of A and/or B as the Auditors shall confirm to be appropriate having regard to, among other things, the assets of the Company immediately before the Issue Date and/or the Calculation Time and/or the reasons for the issue of the C Shares of the relevant tranche;

(b) in relation to any tranche of C Shares, the Directors may determine, as part of the terms of issue of such tranche, that the amount of A shall be valued at such discount as may be selected by the Directors;

(c) in relation to any tranche of C Shares, the Directors may, as part of the terms of issue of such tranche, amend the definition of Conversion Ratio in relation to the tranche;

(d) for the purposes of calculating the value of the Company's investments above in funds which are not listed or dealt in on a stock exchange, the Directors may rely on values of those investments (including unaudited or estimated values and notwithstanding that such values may be as at a date which is not the Calculation Time) provided by the underlying funds themselves or their managers or administrators and further the Directors may also rely on the advice of the Investment Manager and/or the Investment Adviser in this respect;

(e) for the purposes of the Conversion Ratio the value of A and B will be calculated in the currency of the relevant class of Correspondent Shares (provided that there is only one class of Shares in issue at the relevant Calculation Time, the value of A and B will be calculated in the currency of the Shares then in issue) and using such exchange rates as the Directors may determine; and

(f) where Admission takes place not later than 10 business days after an NAV Calculation Date the Directors may in their absolute discretion substitute for C above (and for any other valuation of the investments attributable to the C Shares of the relevant tranche used in calculating the Conversion Ratio) the gross proceeds of the issue of the relevant tranche of C Shares or, where the costs and expenses of such issue are not taken into account in calculating D above (or for any other valuation of the liabilities and expenses attributable to the C Shares of the relevant tranche in calculating the Conversation Ratio), the Net Proceeds and the C Shares shall be deemed to have been in issue at the Calculation Time except for the purposes of paragraph (xxi)(a) below the C Shares shall be deemed to have been in issue at the relevant NAV Calculation Date.

"Conversion Time" means, in relation to any tranche of C Shares, a time following the Calculation Time, being the opening of business on such business day as may be selected by the Directors and falling not more than 30 business days after the Calculation Time or (in the case of Force Majeure Circumstances having arisen or the Directors having resolved that they are in contemplation) such earlier date as the Directors may resolve;

"Correspondent Shares" means the Shares of the relevant class into which the C Shares of that tranche are to be converted as determined by the Directors at the time of issue of the C Shares of that tranche provided that where there is only one class of Shares in issue at the relevant Calculation Time it shall mean the Shares of that class for the purposes of determining the Conversion Ratio;

"Correspondent Share Surplus" means the net assets of the Company attributable to the Correspondent Shares at the date of winding up or other return of capital less any net foreign exchange gains or losses as have been attributed by the Directors to the C Shares of that tranche in calculating the C Share surplus provided that where there is only one class of Correspondent Shares in issue at the relevant date of winding up or other return of capital it shall be less any net foreign exchange gains or losses as have been attributed by the Directors to the C Shares of all tranches then in issue in calculating the C Share Surplus;

"C Shares" means the limited voting redeemable convertible shares of no par value (unless the context otherwise requires) in the capital of the Company carrying the rights set out in the Articles and convertible into the class of Correspondent Shares determined by the Directors at the time of issue;

"C Share Surplus" means in relation to any tranche of C Shares the net assets of the Company attributable to the C Shares of that tranche (including, for the avoidance of doubt, any income and/or revenue (net of expenses) arising from or relating to such assets) and such proportion of the net foreign exchange gains or losses accruing to the Company resulting from the currency class of the Correspondent Shares in the period between C Admission and the date of winding up or other return of capital as the Directors may determine to attribute to the C Shares of that tranche less such proportion of the Company's liabilities (including the fees and expenses of the liquidation or return of capital (as the case may be)), as the Directors or the liquidator (as the case may be), shall reasonably allocate to the assets of the Company attributable to the C Shares of that tranche;

"Force Majeure Circumstances" means in relation to any tranche of C Shares (a) any political and/or economic circumstances and/or actual or anticipated changes in fiscal or other legislation which, in the reasonable opinion of the Directors, renders Conversion necessary or desirable (and notwithstanding that less than the appropriate percentage of the Net Proceeds of that tranche have been invested or committed to be invested in accordance with the Company's investment policy); (b) the issue of any proceedings challenging or seeking to challenge the power of the Company and/or its Directors to issue the C Shares of that tranche with the rights proposed to be attached to them and/or to the persons to whom they are, and/or the terms upon which they are, proposed to be issued; or (c) the convening of any general meeting of the Company at which a resolution is to be proposed to wind up the Company, whichever shall happen earliest;

"Issue Date" means in relation to any tranche of C Shares the day on which the Company first receives the Net Proceeds;

"Net Proceeds" means the net cash proceeds of the issue of the C Shares of that tranche (after deduction of all expenses and commissions relating to such issue and payable by the Company);

"new Shares" means new Shares arising on Conversion of the C Shares of the relevant tranche; and

"Share" means a share of no par value (whether a C Share, an ordinary share or otherwise) in the Company including all shares denominated in sterling, euros, United States of America dollars or other currencies as determined by the Directors, all Correspondent Shares and all new Shares each having the rights and obligations set out in the Articles;

References in this Part 4 of the Prospectus to "Shareholders", "Correspondent Shareholders", "C Shareholders" and "new Shareholders" shall be construed as reference to holders for the time being of Shares, Correspondent Shares, C Shares (or, if there is more than one tranche of C Shares in issue at the relevant time, C Shares of the relevant tranche) and new Shares respectively.

A reference in this sub-paragraph (a) (i) to the Auditors confirming any matter shall be construed to mean confirmation of their opinion as to such matter whether qualified or not.

For the purposes of this sub-paragraph (a)(i), assets or investments attributable to the C Shares of a particular tranche or the C Shareholders of a particular tranche shall mean the Net Proceeds referable to that tranche as invested in or represented by investments or cash or other assets from time to time.

For the purposes of paragraph (a)(i) of the definition of "Calculation Time" and "Force Majeure Circumstances" in relation to any tranche of C Shares, the assets attributable to the C Shares of that tranche shall be treated as having been "invested" if they have been expended by or on behalf of the Company in the acquisition or making of an investment (whether by subscription, participation or purchase) or if an obligation to make such payment has arisen or crystallised (in each case unconditionally or subject only to the satisfaction of normal pre-issue conditions, such as (where appropriate) the admission of such securities to listing or dealing and the passing of any necessary resolutions by shareholders of the issuer or others) in respect of a definitive number of securities or in relation to which the definitive subscription or consideration amount has been determined.

(ii) Issue of C Shares

(a) Subject to the Law, the Directors shall be authorised to issue C Shares in tranches on such terms as they determine and convertible into such class of Shares as the Directors determine at the time of issue provided that such terms are consistent with the provisions contained in the Articles of Incorporation. The Directors shall, on the issue of each tranche of C Shares, determine the Calculation Time and Conversion Time together with any amendments to the definition of Conversion Ratio attributable to each such tranche.

(b) Each tranche of C Shares, if in issue at the same time, shall be deemed to be a separate class of Shares. The Directors may, if they so decide, designate each tranche of C Shares in such manner as they see fit in order that each tranche of C Shares can be identified.

(iii) Rights to dividends and ranking of new Shares

The holders of the Correspondent Shares and the C Shares of the relevant tranche shall, subject to the provisions of the Articles, have the following rights to be paid dividends:

(a) the holders of any tranche of C Shares will be entitled to receive such dividends as the Directors may resolve to pay to such holders out of the assets attributable to such holders;

(b) the Shares shall confer the rights to all other dividends declared in accordance with the Articles;

(c) the new Shares shall rank *pari passu* with all other Correspondent Shares of the same class for dividends and other distributions declared, made or paid by reference to a record date falling after the relevant Calculation Time save that, in relation to any tranche of C Shares, the Directors may determine, as part of the terms of issue of such tranche, that the new Shares arising on the Conversion of such tranche will not rank for any dividend declared by reference to a record date falling on or before the Conversion Time; and

(d) no dividend or other distribution shall be made or paid by the Company on any of its Shares between the Calculation Time and the Conversion Time(both dates inclusive) and no dividend shall be declared with a record date falling between the Calculation Time and the Conversion Time(both dates inclusive).

(iv) Rights as to capital

The capital and assets of the Company shall on a winding-up or on a return of capital (other than by way of purchase of own Shares by the Company) prior, in each case, to Conversion be applied as follows:

(a) the Correspondent Share Surplus shall be divided amongst the Correspondent Shareholders *pro rata* according to their holdings of Correspondent Shares as if the Correspondent Share Surplus comprised the assets of the Company available for distribution; and

(b) the C Share Surplus attributable to each tranche of C Shares shall be divided amongst the C Shareholders of such tranche *pro rata* according to their holdings of C Shares of that tranche.

The capital and assets of the Company shall on a winding-up or on a return of capital after Conversion, be divided amongst the Shareholders on the basis of the capital attributable to the respective classes of Shares at the date of winding up or other return of capital, and amongst the members of a particular class *pro rata* according to their holdings of Shares of that class.

(v) Voting rights and transfer

The C Shares shall not carry any right to attend or vote at any general meeting of the Company except prior to Conversion where the consent of holders of C Shares shall be required to approve any alteration to the Articles or the passing of any resolution to wind up the Company. The voting rights of any other Shares are not affected. The C Shares shall be transferable in the same manner as the Correspondent Shares.

(a) Subject to sub-paragraphs (c) and (d) below:

   (i) any member may transfer all or any of his uncertificated Shares by means of a relevant system authorised by the Board in such manner provided for, and subject as provided, in any regulations issued for this purpose under the Laws or such as may otherwise from time to time be adopted by the Board on behalf of the Company and the rules of any relevant system;

   (ii) any member may transfer all or any of his certificated Shares by an instrument of transfer in any usual form or in any other form which the Board may approve; and

   (iii) an instrument of transfer of a certificated share shall be signed by or on behalf of the transferor and, unless the share is fully paid, by or on behalf of the transferee. An instrument of transfer of a certificated Share need not be under seal.

Every instrument of transfer of a certificated Share shall be left at the registered office or such other place as the Board may prescribe with the certificate of every Share to be transferred and such other evidence as the Board may reasonably require to prove the title of the transferor or his right to transfer the Shares.

The Board may, in its absolute discretion and without giving a reason, refuse to register a transfer of any Share in uncertificated form or uncertified form which is not fully paid or on which the Company has a lien (not being fully paid), provided, in the case of a listed Share that this would not prevent dealings in the Share from taking place on an open and proper basis on the Irish Stock Exchange and/or London Stock Exchange plc and/or such other recognised stock exchange as the Shares may be listed on from time to time. In addition, and subject to (d) below the Directors may refuse to register a transfer of uncertificated Shares which is prohibited by sub-paragraph (xiv) (c) and may also refuse to register a transfer of certificated Shares unless:

(i) it is in respect of only one class of Shares;

(ii) it is in favour of a single transferee or not more than four joint transferees; and

(iii) it is delivered for registration to the Company's registered office or such other place as the Board may decide, accompanied by the certificate for the Shares to which it relates and such other evidence as the Board may reasonably require to prove title of the transferor and the due execution by him of the transfer or, if the transfer is executed by some other person on his behalf, the authority of that person to do so.

The Board may only decline to register a transfer of an uncertificated Share in the circumstances set out in regulations issued for this purpose under the Law (if any) or such as may otherwise from time to time be adopted by the Board on behalf of the Company and the rules of any relevant system, and where, in the case of a transfer, to joint holders, the number of joint holders to whom the uncertificated Share is to be transferred exceeds four.

Subject to the Law and the requirements of the Irish Stock Exchange and/or London Stock Exchange plc or such other recognised stock exchange as the Shares may be listed as from time to time, the registration of transfers may be suspended at such times and for such periods (not exceeding 30 days in any one year) as the Board may decide and either generally or in respect of a particular class of Share.

(vi) Redemption

(a) The C Shares are issued on terms that each tranche of C Shares shall be redeemable by the Company in accordance with the terms set out in subparagraph (b) below.

(b) At any time prior to Conversion, the Company may, at its discretion, redeem all or any of the C Shares of that tranche then in issue by agreement with any holder(s) thereof in accordance with such procedures as the Directors may determine (subject to the facilities and procedures of CREST) and in consideration of the payment of such redemption price as may be agreed between the Company and the relevant C Shareholder(s).

(c) Notwithstanding the provisions of the Articles, as summarised in sub-paragraphs (a) and (b) above, the Company will not at any time use its discretion to redeem all or any of the C Shares.

(vii) Class consents and variation of rights

Without prejudice to the generality of the Articles, until Conversion the consent of the holders of the C Shares as a class shall be required for:

(a) any alteration to the Memorandum or Articles of Incorporation of the Company; or

(b) the passing of any resolution to wind up the Company.

(viii) Undertakings

Until Conversion and without prejudice to its obligations under the Law, the Company shall in relation to each tranche of C Shares:

(a) procure that the Company's records and bank accounts shall be operated so that the assets attributable to the C Shares of the relevant tranche can, at all times, be separately identified and, in particular but without prejudice to the generality of the foregoing, the Company shall procure that separate cash accounts, broker settlement accounts and investment ledger accounts be created and maintained for the assets attributable to the C Shares of the relevant tranche;

(b) allocate to the assets attributable to the C Shares of the relevant tranche such proportion of the income, expenses and liabilities of the Company incurred or accrued between the Issue Date and the Calculation Time (both inclusive) as the Directors fairly consider to be attributable to the C Shares of the relevant tranche; and

(c) give appropriate instructions to the Investment Manager to manage the Company's assets so that such undertakings can be complied with by the Company.

(ix) Conversion

In relation to each tranche of C Shares, the C Shares shall be converted into new Shares at the Conversion Time in accordance with the following provisions of this paragraph:

(a) the Directors shall procure that within 30 business days of the Calculation Time:

(i) the Conversion Ratio as at the Calculation Time and the number of new Shares to which each holder of C Shares of that tranche shall be entitled on Conversion shall be calculated; and

(ii) the Auditors shall be requested to review whether such calculations have been performed in accordance with the Articles and are arithmetically accurate whereupon such calculations shall become final and binding on the Company and all holders of Shares and C Shares subject to the provisions immediately following the definition of H for the purposes of the Conversion Ratio.

(b) the Directors shall procure that as soon as practicable following such review and in any event within 30 business days of the Calculation Time an announcement is made to a regulatory information service advising holders of C Shares of that tranche of the Conversion Time and the Conversion Ratio.

(c) Conversion shall take place at the Conversion Time and on Conversion each issued C Share of the relevant tranche shall automatically convert (by sub-division and/or consolidation or otherwise as appropriate) into such number of new Shares of the same class as the Correspondent Shares as equals the aggregate number of C Shares of the relevant tranche in issue at the Calculation Time multiplied by the Conversion Ratio (rounded down to the nearest whole new Share).

(d) the new Shares arising upon Conversion shall be divided amongst the former C Shareholders *pro rata* according to their respective former holdings of C Shares of the relevant tranche (provided always that the Directors may deal in such manner as they think fit with fractional entitlements to new Shares, including, without prejudice to the generality of the foregoing, selling any such Shares representing such fractional entitlements and retaining the proceeds for the benefit of the Company) and for such purposes any Director is authorised as agent on behalf of the former C Shareholders, in the case of a Share in certificated form, to execute any stock transfer form and to do any other act or thing as may be required to give effect to the same including, in the case of a Share in uncertificated form, the giving of directions to or on behalf of the former C Shareholders who shall be bound by them.

(e) forthwith upon Conversion, any certificates relating to the C Shares of the relevant tranche shall be cancelled and the Company shall issue to each such former C Shareholder new certificates in respect of the new Shares which have arisen upon Conversion unless such former C Shareholder elects (or is deemed to have elected) to hold their new Shares in uncertificated form.

(f) the Company will use its reasonable endeavours to procure that upon Conversion the new Shares are admitted to the Official List and to trading on the Irish Stock Exchange's regulated market.

(x) Votes of members

Subject to the restrictions referred to below and subject to any special rights or restrictions for the time being attached to any class of Shares, every member (being an individual) present in person or (being a corporation) present by a duly authorised representative at a general meeting has, on a show of hands, one vote and, on a poll (present in person or by proxy), one vote for every Share held by him.

(xi) Restrictions on voting

(a) A member of the Company shall not be entitled in respect of any Share held by him to attend or vote (either personally or by representative or by proxy) at any general meeting or separate class meeting of the Company unless all amounts payable by him in respect of that Share have been paid.

(b) A member of the Company shall not, if the Directors so determine, be entitled in respect of any Share held by him to attend or vote (either personally or by representative or by proxy) at any general meeting or separate class meeting of the Company or to exercise any other right conferred by membership in relation to any such meeting if he or any other person appearing to be interested in such shares has failed to comply with a notice requiring the disclosure of shareholder interests and given under Article 6 of the Articles (see (xiv) below) within 14 days, in a case where the Shares in question represent at least 0.25 per cent. of their class, or within 28 days, in any other case, from the date of such notice. These restrictions will continue until the information required by the notice is supplied to the Company or until the Shares in question are transferred or sold in circumstances specified for this purpose in the Articles.

(xii) Variation of rights

Whenever the capital of the Company is divided into separate classes of Share, the rights attached to any class may (subject to the terms of issue of the Shares of that class) be varied or abrogated with the consent in writing of the holders of three-fourths of the issued shares of that class or with the sanction of a special resolution passed at a separate meeting of the holders of such Shares. The necessary quorum shall be two persons at least holding or representing by proxy one third of the issued Shares of the class. Every holder of Shares of the class concerned shall be entitled at such meeting to one vote for every Share held by him on a poll. The special rights conferred upon the holders of any Shares or class of Shares issued with preferred, deferred or other rights shall not be deemed to be varied by the creation of or issue of further Shares ranking *pari passu* therewith or the exercise of any power under the disclosure provisions requiring Shareholders to disclose an interest in the Shares pursuant to sub-paragraph (xiv).

(xiii) Issue of Shares

(a) Subject to the provisions of the Law and without prejudice to any rights attached to any existing Shares, any Share in the Company may be issued with or have attached thereto such preferred, deferred, conversion, or other special rights, or such restrictions whether in regard to dividend, return of capital, voting, conversion, or otherwise as the Company may from time to time by ordinary resolution determine and/or, subject to and in default of any such direction, as the Directors may determine.

(b) Subject to the Companies (Guernsey) Law 2008 and the Articles, the unissued shares shall be at the disposal of the Directors, and they may allot, grant options over or otherwise dispose of them to such persons, at such times and generally on such terms and conditions as they determine.

(c) The Company may on any issue of shares pay such commission as may be fixed by the Directors and disclosed in accordance with the Law. The Company may also on any issue of Shares pay brokerages as may be lawful.

(d) No person shall be recognised by the Company as holding any Shares upon any interest other than an absolute right of the registered holder to the entirety of a Share or fraction thereof.

(xiv) Notice requiring disclosure of interest in Shares

(a) The Company may, by notice in writing, require a person whom the Company knows to be, or has reasonable cause to believe is, interested in any Shares or at any time during the three years immediately preceding the date on which the notice is issued to have been interested in Shares, to confirm that fact and to give such further information as may be required by the Directors. Such information may include, without limitation, particulars of the person's own past or present interest in any Shares, particulars of the identity of any persons who have a present interest in the Shares and where a person's interest is a past interest to give (so far as is within his knowledge) particulars of the identity of the person who held that interest immediately upon his ceasing to hold it.

(b) The Directors may also be required to exercise their powers under sub-paragraph (xiv) (a) above on the requisition of members holding not less than one tenth of the paid up capital of the Company.

(c) If any member is in default in supplying to the Company the information required by the Company within the prescribed period (which is 28 days after service of the notice or 14 days if the Shares concerned represent 0.25 per cent. or more of the Shares of the relevant class), or such other reasonable period as the Directors may determine, the Directors in their absolute discretion may serve a direction notice on the member. The direction notice may direct that in respect of the Shares in respect of which the default has occurred (the "default shares") the member shall not be entitled to vote in general meetings or class meetings. Where the default Shares represent at least 0.25 per cent. of the class of Shares concerned the direction notice may additionally direct that dividends on such

Shares will be retained by the Company (without interest) and that no transfer of the Shares (other than a transfer authorised within the Articles) shall be registered until the default is rectified.

(xv) Alteration of capital and purchase of Shares

(a) The Company may by ordinary resolution resolve to raise share capital of such amount to be divided into shares of such nominal value as the resolution shall prescribe.

(b) The Company may from time to time, subject to provisions of the Law, purchase its own Shares (including any redeemable shares) in any manner authorised by the Law and may make a payment out of capital for that purpose.

(c) The Company may by special resolution reduce its share capital, or any capital redemption reserve, share premium account or other undistributable reserve in any manner.

(xvi) Interests of Directors

(a) Save as mentioned below, a Director may not vote or be counted in the quorum on any resolution of the Board (or a committee of the Directors) in respect of any matter in which he has (together with any interest of any person connected with him) a material interest (other than by virtue of his interest, directly or indirectly, in shares or debentures or other securities of the Company).

(b) A Director shall be entitled to vote (and be counted in the quorum) in respect of any resolution concerning any of the following matters:

(i) giving of any guarantee, security or indemnity in respect of money lent or obligations incurred by him or any other person at the request of or for the benefit of the Company or any of its subsidiaries;

(ii) the giving of any guarantee, security or indemnity in respect of a debt or obligation of the Company or any of its subsidiaries for which the Director himself has assumed responsibility in whole or in part and whether alone or jointly with others under a guarantee or indemnity or by the giving of security;

(iii) the offer of securities of the Company or its subsidiaries in which offer he is or may be entitled to participate or in the underwriting or sub-underwriting of which he is to or may participate;

(iv) any proposal concerning any other company in which he is interested, directly or indirectly, as an officer, shareholder, creditor or otherwise, if he, together with persons connected with him, does not to his knowledge hold an interest in shares representing one percent. or more of any class of the equity share capital of any such company (or of any third company through which his interest is derived) or of the voting rights of such company;

(v) any arrangement for the benefit of employees of the Company or its subsidiaries which accords to the Director only such privileges and advantages as are generally accorded to the employees to whom the arrangement relates; and

(vi) any proposal for the purchase or maintenance of insurance for the benefit of the Director or persons including the Directors.

(c) Any Director may act by himself or by his firm in a professional capacity for the Company, other than as auditor, and he or his firm shall be entitled to remuneration for professional services as if he were not a Director.

(d) Any Director may continue to be or become a director, managing director, manager or other officer or member of a company in which the Company is interested, and any such Director shall not be accountable to the Company for any remuneration or other benefits received by him.

(xvii) Remuneration and appointment of Directors

(a) The Directors shall be remunerated for their services at such rate as the Directors shall determine provided that the aggregate amount of such fees shall not exceed £100,000 in any financial year (or such sum as the Company in general meeting shall from time to time determine). The Directors shall also be entitled to be paid all reasonable out of pocket expenses properly incurred by them in attending general meetings, board or committee meetings, or carrying out other Company business.

(b) The Directors may from time to time appoint one or more of their body to the office of managing director or to any other office for such term and at such remuneration and upon such terms as they determine.

(c) A Director shall not vote on or be counted in the quorum in relation to any resolution of the Directors concerning his own appointment, or the settlement, variation, or the termination of his appointment to any office or place of profit with the Company or any other company in which the Company is interested but, where proposals are under consideration concerning the appointment, or settlement, variation or termination of the appointment, of two or more Directors to offices or places of profit with the Company or any other company in which the Company is interested, a separate resolution may be put in relation to each Director and in that case each of the Directors concerned shall be entitled to vote and be counted in the quorum in respect of each resolution unless it concerns his own appointment, or the settlement, variation, or termination of his own appointment.

(xviii) Retirement, disqualification and removal of Directors

(a) No less than one third of the Directors shall retire by rotation at each annual general meeting of the Company. Such Directors may be reappointed.

(b) A Director shall not be required to hold any qualification Shares. There is no age limit at which a Director is required to retire.

(c) The office of Director shall be vacated if the Director resigns his office by written notice, if he shall have absented himself from meetings of the Board for a consecutive period of 12 months and the Board resolves that his office shall be vacated, if he becomes of unsound mind or incapable, if he becomes insolvent, suspends payment or compounds with his creditors, if he is requested to resign by written notice signed by all his co-Directors, if the Company in general meeting shall declare that he shall cease to be a director, or if he becomes resident in the United Kingdom and, as a result, a majority of the Directors would be resident in the United Kingdom.

(xix) Dividends

The Company in general meeting may declare a dividend but no dividend shall exceed the amount recommended by the Directors.

The Directors may if they think fit from time to time pay the members such interim dividends as appear to be justified.

All unclaimed dividends may be invested or otherwise made use of by the Directors for the benefit of the Company until claimed and the Company shall not be constituted a trustee thereof. No dividend shall bear interest against the Company. Any dividend unclaimed after a period of twelve years from the date of declaration of such dividend shall be forfeited and shall revert to the Company.

The Directors are also empowered to create reserves before recommending or declaring any dividend. The Directors may also carry forward any profits which they think prudent not to distribute.

Where a dividend is paid and there is at the time of payment more than one class of Shares then in issue, the aggregate amount of that dividend shall be apportioned amongst the classes of Shares then in issue in proportion to the NAV attributable to that class on the NAV Calculation Date immediately preceding the declaration of such dividend, and within a particular class *pro rata* to the number of Shares of that class held by them.

(xx) Winding-up

(a) Subject to the provisions relating to C Shares set out in sub-paragraph (a)(iv) above, on a winding-up, the surplus assets remaining after payment of all creditors shall be divided amongst the classes of Shares then in issue (if more than one) *pari passu* among the holders of Shares of that class in proportion to the number of Shares of that class held at the commencement of the winding up, subject in any such case to the rights of any Shares which may be issued with special rights or privileges.

(b) On winding-up the liquidator may, with the authority of a special resolution, divide amongst the members *in specie* any part of the assets of the Company, and may set such value as he deems fair on any one or more class or classes of property, and may determine the method of division of such assets between members. The liquidator may with like authority vest any part of the assets in trustees upon such trusts for the benefit of members as he shall think fit but no member shall be compelled to accept any assets in respect of which there is any liability.

(c) Where the Company is proposed to be or is in the course of being wound up and the whole or part of its business or property is proposed to be transferred or sold to another company the liquidator may, with the sanction of an ordinary resolution, receive in compensation shares, policies or other like interests for distribution or may enter into any other arrangements whereby the members may, in lieu of receiving cash, shares, policies or other like interests, participate in the profits of or receive any other benefit from the transferee.

(xxi) Duration of the Company

(a) In the event that in any 12 month period ending on 31 December 2008, or any anniversary thereof (or any accounting reference date substituted for 31 December) (the "End Date") A is less than 95 per cent. of B where: A is the average mid-market price of a Share of that class as derived from the Daily Official List of the Irish Stock Exchange or the London Stock Exchange or such other recognised stock exchange where the Shares may be listed from time to time in the 12 month period ended on the End Date (and where the NAVs for the Shares of that class are calculated in a currency other than the one in which such mid-market price is quoted, converting such prices in each month into the relevant NAV currency at the relevant exchange rate as the Directors may determine; and B is the sum of the NAVs per Share of that class (calculated by dividing the NAV to that class by the number of Shares of that class in issue at the relevant NAV Calculation Date) at each NAV Calculation Date in the 12 months ended on the End Date divided by 12, provided that for the purposes of calculating the NAV on any NAV Calculation Date when C Shares are in issue which have been issued on terms that they will convert into Shares of that class there shall be deducted (to the extent not already deducted from the relevant NAV) a sum equal to (C-D) (as defined in the definition of Conversion Ratio in subparagraph (a) above but calculated at the relevant NAV Calculation Date rather than the Calculation Time and in both cases where there is more than one tranche of C Shares then in issue which have been issued on terms that they will convert into Shares of that class aggregating C for each tranche and D for each tranche) and for the purposes of calculating the number of Shares of that class in issue there will be deducted any Shares of that class arising on Conversion of any such C Shares during the month ended on the relevant NAV Calculation Date, then at the general meeting of the Company next following the relevant End Date an ordinary resolution shall be proposed that the Company continue as an investment company. If that resolution is not passed, the Directors shall put forward proposals to reorganise, reconstruct or wind up the Company.

(b) At the annual general meeting of the Company to be held to consider the accounts for the financial period ending 31 December 2017 (or any accounting period substituted for it) and at every annual general meeting held on every tenth anniversary thereafter then (unless a resolution is already required to be proposed pursuant to paragraph (xxi) (a) above) an ordinary resolution shall be proposed that the Company continue as an investment company. If that resolution is not passed, the Directors shall formulate proposals to be put to Shareholders to reorganise, reconstruct or wind up the Company.

(xxii) Conversion between classes

(a) As at 31 March, 30 June, 30 September and 31 December (or, where such day is not a NAV Calculation Date, the immediately preceding NAV Calculation Date) (each a "Conversion Calculation Date") in each year from December 2006 a Shareholder may elect to convert some or all of his Shares of one class into Shares of any other class by giving at least 30 business days notice before the relevant Conversion Calculation Date to the Company's Administrator, specifying the number and class of Shares to be converted from and the class of Shares into which they are to be converted to, either through submission of the relevant USE instruction (or such other CREST mechanism as may be appropriate) in the case of Shares held in uncertificated form or through the return of the relevant share certificate to the Company's Registrar in the case of Shares held in certificated form. The Directors may amend the process for conversion (including giving notice of conversion) in such manner as they see fit for the purposes of facilitating conversions of Shares in uncertificated or certificated form or to facilitate electronic communications. Such notice once given shall be irrevocable without the consent of the Directors. The date on which conversion shall take place shall be a date determined by the Directors being not more than 30 business days after the relevant Conversion Calculation Date.

(b) Such conversion shall be effected by way of conversion of the relevant Shares into stock and reconversion of the stock into Shares of the desired currency denomination and otherwise (for the purposes of determining the number and value of Shares converted) in the same manner as conversion of C Shares into Correspondent Shares, as if the Shares to be converted were C Shares and the Shares into which they are to be converted were Correspondent Shares, or by redesignation of Shares of one class into Shares of another class or in any such other manner as the Directors may determine.

(c) The number of Shares of one class into which Shares of another class shall be converted shall be determined on the basis of a conversion ratio calculated in the same manner as for the conversion of C Shares into Correspondent Shares (but with such amendments as the Directors in their absolute discretion may determine to be appropriate and/or desirable) for these purposes:

(i) the Calculation Time shall be deemed to be the relevant date referred to in sub-paragraph (xxii) (a);

(ii) the C Shares shall be deemed to be the Shares elected to be converted;

(iii) the Correspondent Shares shall be deemed to be the Shares of the class into which the elected Shares are to be converted;

(iv) the liabilities and expenses attributable to the C Shares shall include the costs and expenses incurred by the Company in effecting conversion of the Shares of the class being converted; and

(v) without prejudice to the generality of the Directors' discretion to make amendments referred to above, the Directors may adjust the conversion ratio to reflect any performance fees then accrued in respect of any class of Shares.

(xxiii) Borrowing powers

The Board may exercise all the powers of the Company to borrow money and to give guarantees, mortgage, hypothecate, pledge or charge all or part of its undertaking, property or assets and uncalled capital and to issue debentures and other securities whether outright or as collateral security for any liability or obligation of the Company or of any third party.

(xxiv) General meetings and extraordinary general meetings

(a) The first general meeting (being an annual general meeting) of the Company shall be held within such time as may be required by the Law and thereafter general meetings (which are annual general meetings) shall be held once at least in each subsequent calendar year. All general meetings (other than annual general meetings) shall be called extraordinary general meetings. General meetings shall be held in Guernsey.

(b) The Directors may whenever they think fit and shall on the requisition in writing of one or more holders representing not less than one-tenth of the issued share capital of the Company upon which all calls or other sums then due have been paid forthwith proceed to convene an extraordinary general meeting.

(c) Not less than 14 days' notice specifying the time and place of any general meeting and specifying also in the case of any special business the general nature of the business to be transacted shall be given by notice sent by post by the Secretary or other officer of the Company or any other person appointed in that behalf by the Directors to such members as are entitled to receive notices provided that with the consent in writing of all the members entitled to receive notices of such meeting a meeting may be convened by a shorter notice or at no notice and in any manner they think fit.

6. Objects of the Company

As stated in the Memorandum of Incorporation, the objects for which the Company has been established are:

(a) To carry on business as an investment company and for that purpose to purchase or otherwise acquire any shares stocks certificates bills monetary instruments units participations debenture stocks bonds obligations policies of assurance currencies securities and other property or estates of any kind or nature whatsoever and to hold and from time to time to vary and dispose of any such investments and to acquire any such securities or investments as aforesaid in the name of the Company or its nominees by original subscription tender purchase exchange or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof and powers or realising capital or earning income in respect thereof or incidental thereto.

(b) To borrow or raise money in any manner and to secure the repayment of any money borrowed raised or owing by assignment charge hypothecation pledge or mortgage on all or any of the property or rights of the Company present future vested or contingent including uncalled capital.

(c) To lend money to any member of the Group whether on an interest free and subordinated basis or otherwise.

(d) To guarantee assure or become liable for or to indemnify against any loss damage or obligation of any person whether or not connected or associated in any manner with the Company (including without limitation any holding or subsidiary company of the Company and any subsidiary of any such holding company) and whether for direct or indirect consideration benefit or advantage and in connection with or support of such arrangements to assign charge hypothecate mortgage or pledge all or any of the undertaking and property of the Company (including uncalled capital) and to enter into any contracts or other transactions in relation to any such arrangements.

(e) To accept payment for any property right or undertaking sold or disposed of or dealt with by the Company either in cash or in shares or other securities whether with or without deferred or preferred rights or in debentures securities or mortgages or in any other manner.

(f) To issue and deposit any shares or securities which the Company may issue by way of charge hypothecation pledge or mortgage to secure any sum less than the nominal amount of such shares or securities and also by way of security for the performance of any obligations or liabilities of the Company or of any person whether or not the Company has an interest in such person or his business.

(g) To accumulate capital for any of the purposes of the Company and to appropriate any property or rights for specific purposes conditionally or unconditionally and to allow any person having dealings with the Company to share in the Company's profits or any other advantages or benefits.

(h) To pay all or any expenses incurred in connection with the formation and promotion of the Company or to contract with any other person to pay the same and to pay commissions to brokers and others for underwriting placing selling or guaranteeing the subscription of any Shares or securities of the Company or of any other entity promoted by the Company.

(i) To enter into arrangements with any state government or authority national local or otherwise and to obtain therefrom all rights concessions or privileges conducive to the Company's objects and to oppose the grant to any other person of similar rights concessions and privileges.

(j) To make gifts to any persons in such circumstances and whether of cash or other property or rights as may be considered directly or indirectly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any person introducing or doing business to or with the Company.

(k) To subscribe or guarantee money for charitable or benevolent objects and to aid in the establishment and support of associations for the benefit of persons at any time employed by or having dealings with the Company or the dependants or families of such persons and to establish and support associations institutions funds and trusts to benefit employees (including directors) and their respective dependants and families at any time and to grant pensions and allowances and to make payments towards insurances for the purpose of indemnifying the Company in respect of claims for any risks or accidents to any officers or employees of the Company whether in the course of their employment or not and to pay premiums on any such insurances including insurance against illness accident or death or for any other purpose.

(l) To draw make accept endorse issue discount and execute deeds agreements arrangements cheques promissory notes bills of exchange and lading warrants securities debentures and all other negotiable and transferable instruments or transactions whatsoever.

(m) To enter into any joint ventures or arrangements or agreements for sharing profits with any persons.

(n) To distribute in specie among the members by way of dividend or bonus or on a return of capital any property or rights of the Company or any proceeds of sale.

(o) To effect insurances and reinsurances against risks of every description whether of the Company or any other person.

(p) To amalgamate with any other company whose objects are or include objects similar to those of the Company whether by sale or purchase (for full or partly paid shares or otherwise) of the undertaking or by sale or purchase (for full or partly paid shares or otherwise) of all or a controlling interest in the Shares of the Company or any such other company or partnership or any arrangement in the nature of partnership or in any other manner.

(q) To procure the Company to be recognised or registered anywhere and to carry on all or any part of the Company's business anywhere whether or not the Company has established an office or is so recognised or registered and as principals agents contractors trustees nominees or otherwise and by or through such persons and either alone or in conjunction with others.

(r) To do all such other things as the Company may think incidental to or connected with any of the above objects or conducive to their attainment or otherwise likely in any respect to be advantageous to the Company.

(s) To carry on business as a general commercial company.

For the purposes of this paragraph 6, the word "person" (except in reference to the Company) shall include any individual partnership or other body of persons whether incorporated or not and any government state or authority and further that the objects specified in each paragraph shall be treated as independent and accordingly in no way limited or restricted by reference to or inference from any other paragraph or from the name of the Company and may be carried out as fully and construed as widely as if each paragraph defined the objects of a separate and independent company.

7. Investment restrictions

In accordance with the Listing Rules of the Irish Stock Exchange:

(a) Distributable income will be principally derived from investment activities. Neither the Company nor any subsidiary will conduct a trading activity which is significant in the context of the group as a whole.

(b) The Company will not take or seek to take legal or management control of the issuers of investments in its portfolio.

(c) Not more than 20 per cent. of the Net Assets of the Company will be lent to or invested in the securities of any one entity (including loans to or shares in the Company's own subsidiaries) or funds managed by any one entity (other than the Investment Adviser) at the time the investment or loan is made; for this purpose any existing holding in the company concerned will be aggregated with the proposed new investment.

(d) Any material change in the investment policies of the Company will only be made in exceptional circumstances with the approval of Shareholders by ordinary resolution. The Company will adhere to its investment objective for a period of three years from the date of listing.

(e) Not more than 20 per cent. of the Net Assets of the Company will be exposed to the creditworthiness or solvency of a single counterparty. This restriction will not apply to any or all of the Signet Funds.

(f) The Company will not invest in UK listed investment companies (including UK listed investment trusts).

(g) In the event that any breach of the investment restrictions outlined above is outstanding, the Company will make a public announcement on the RNS of the proposed remedial actions of the Investment Manager as soon as is practicable.

(h) The Company will not invest more than 20 per cent. of its gross assets of the Fund in any collective investment scheme whose primary objective is to invest in other funds. This restriction will not apply to any or all of the Signet Funds.

(i) Up to 40 per cent. of the net assets of the Company may be invested in other collective investment undertakings, provided that the Investment Manager will monitor the underlying investments of any such underlying funds to ensure that, in aggregate, the restriction outlined in paragraph (c) will not be breached. If this restriction is breached, the Investment Manager will take immediate corrective action. Such underlying funds will operate on the principle of risk spreading. This restriction will not apply to the investment made in the Signet Funds.

The investment restrictions apply to any investment at the time that investment is made. Where any restriction is breached, the Investment Manager must ensure that immediate corrective action is taken except where the breach is due to appreciations or depreciations, changes in exchange rates, or by reason of the receipt of rights, bonuses, benefits in the nature of capital or by reason of any other action affecting every holder of that investment. However, the Investment Manager must have regard to the investment restrictions when considering changes in the investment portfolio of the Company.

8. Material contracts

The following contracts, not being contracts entered into in the ordinary course of business, have been entered into by the Company within the two years immediately preceding the date of this document and are, or may be, material and there are no other contracts entered into by the Company which include an obligation or entitlement which is material to the Company at the date of this Prospectus:

(a) the Control Agreement dated 31 March 2008 which states that the following provisions will continue to apply and will not be changed without the prior consent of the Directors of the Company, and only in exceptional circumstances:

- SMMI will remain established in the British Virgin Islands and will continue to operate in conformity with the relevant laws and regulations and in compliance with the Control Agreement;
- SMMI will comply with the investment limitations of the Irish Stock Exchange as set out in its listing particulars;
- distributions with respect to the shares of SMMI will only be made by the Master Fund in accordance with the requirements of the Irish Stock Exchange;
- the Board of Directors of the Company will be notified of any conflict of interest of which SMMI is aware, and suitable procedures will be implemented to avoid detriment to the fund or its shareholders;
- the service providers to the SMMI will continue to comply with the regulations of the Irish Stock Exchange;

- SMMI will notify the Board of Directors of the Company if any of its consents or authorities are revoked; and
- the Board of Directors of the Company will be notified of any qualifications in the auditor's report on the financial statements of SMMI.

(b) an engagement letter dated 11 December 2008 between the Company and Numis Securities Limited ("Numis") pursuant to which Numis agreed to act as the Company's broker and financial adviser. Under the engagement letter Numis will be paid £25,000 per annum, to be increased to £50,000 in the event that the Company's net assets increase to £120 million or more, for its services as broker and financial adviser to the Company. The appointment of Numis may be terminated by either the Company or Numis on one month's written notice. The Company has given Numis a customary indemnity in respect of its ongoing role as broker and financial adviser;

(c) a revolving credit facility dated 24 January 2008 between the Company and Barclays Private Clients International Limited (the "Facility") whereby Barclays agreed to provide the Company with a revolving credit facility for liquidity purposes, to purchase investments in underlying hedge funds, to buy back its shares and to pay operating fees and expenses, such facility being up to a maximum amount of 10 per cent. of NAV. Interest was payable at a rate of 1 per cent. above LIBOR. In 2009, the Facility was extended to 31 May 2009 by means of an amendment agreement dated 10 March 2009. The original provisions remained the same except for the interest rate which has increased to 2.0% over LIBOR. The outstanding amount was repaid in June 2009.

9. SMMI custody arrangements

SMMI has appointed HSBC Institutional Trust Services (Ireland) Limited (the "SMMI Custodian"), a limited liability company, which is regulated by the Irish Financial Services Regulatory Authority, as custodian of all of its assets pursuant to an agreement (the "SMMI Custodian Agreement"). The SMMI Custodian was incorporated in Ireland on 29 November, 1991 and is ultimately a wholly owned subsidiary of HSBC Holdings plc ("HSBC"). As at 30 September 2009, the SMMI Custodian had approximately USD 85 billion in assets held in custody.

The SMMI Custodian will maintain all assets of SMMI, including securities and assets other than cash, in a segregated client account and those assets will be separately identified and will be unavailable to the creditors of the SMMI Custodian in the event of its insolvency. Assets deposited as margin with a broker need not be segregated and may be available to the creditors of the broker.

The SMMI Custodian may appoint sub-custodians, agents or delegates ("Correspondents") to hold the assets of the Company. The SMMI Custodian will exercise reasonable skill, care and diligence in the selection of suitable Correspondents and shall be responsible to SMMI, for the duration of any agreement with a Correspondent, for satisfying itself as to the ongoing suitability of any such Correspondents to provide custodial services to the Company. The SMMI Custodian will maintain an appropriate level of supervision over any Correspondent and will make appropriate enquiries periodically to confirm that the obligation of any Correspondent continue to be competently discharged. The SMMI Custodian will retain responsibility for the acts and omissions of the majority of its Correspondents, but will not be liable for any loss directly or indirectly arising as a result of the acts or omissions of its Correspondents in emerging markets provided that the SMMI Custodian has not been negligent in the selection and monitoring of such Correspondents. In addition, the SMMI Custodian shall not be liable for any losses arising as a result of the liquidation, bankruptcy or insolvency of its Correspondents in any market provided that the SMMI Custodian has not been negligent in the selection of such Correspondents.

The SMMI Custodian is not responsible for the safekeeping of assets deposited as margin with brokers.

The custodian agreement with the SMMI Custodian provides that the appointment of the SMMI Custodian will continue in force unless and until terminated by either party giving to the other not less than 90 days written notice although in certain circumstances the Agreement may be terminated forthwith by notice in writing by either party to the other. The custodian agreement contains indemnities in favour of the SMMI Custodian excluding matters arising by reason of its fraud, wilful default or negligence in the performance of its duties and obligations and provisions regarding the SMMI Custodian's responsibilities.

Regarding investments vis-à-vis discretionary managed accounts and investments in other funds, the Investment Manager will satisfy itself that adequate custody arrangements have been entered into by the Portfolio Managers to which the assets of SMMI will be allocated.

10. Miscellaneous

(a) The total expenses of any C Share Issue payable by the Company will be determined prior to the date of such C Share Issue and will be published by the Company as part of the supplement issued at that time together with the gross proceeds that they are expected to represent. The Net Proceeds will be invested at the direction of the Investment Manager in accordance with the Company's investment objective and policy or on such other basis as may be agreed by the Company's shareholders by resolution.

(b) The Investment Manager has given and has not withdrawn its written consent to the issue of this Prospectus with references to its name in the form and context in which such references appear.

(c) The Investment Adviser has given and has not withdrawn its written consent to the issue of this Prospectus with references to its name in the form and context in which such references appear.

(d) The Custodian has given and has not withdrawn its written consent to the issue of this Prospectus with references to its name in the form and context in which such references appear.

(e) Since its incorporation the Company has not been engaged in any governmental, legal or arbitration proceedings nor, so far as the Directors are aware, are there any such proceedings pending or threatened by or against the Company which may have or had have in the 12 months preceding the date of this Prospectus a significant effect on the Company's financial position.

(f) The C Shares have not been marketed to, and are not available in whole or in part to, the public in conjunction with the C Share Issues other than pursuant to the Offer for Subscription. None of the Shares available under the C Share Issues are being withdrawn.

(g) The Directors confirm that the Company was incorporated and registered on the date referred to in paragraph 1 above.

(h) The Investment Manager is the promoter of the Company.

(i) The Company has not had any employees since its incorporation.

(j) Save for the C Share Issue arrangements as described in Part 3 of this Prospectus, there has been no significant change in the trading or financial position of the Company since the date of the last audited financial statements.

(k) The Directors confirm that the Company has sufficient working capital for its present requirements.

(l) The Shares of the Company may be issued in certificated or uncertificated form.

11. Documents available for inspection

Copies of the following documents will be available for inspection at the registered office of the Company and at the offices of Goodbody Stockbrokers, Dublin, Ireland during business hours on any weekday from the date of this Prospectus (Saturdays, Sundays and public holidays excepted):

(a) the Memorandum and Articles of Incorporation of the Company;

(b) the written consents referred to in paragraph 10 above;

(c) the material contracts referred to in paragraph 8 above;

(d) this Prospectus; and

(e) the Financial Statements.

12. Sources of information

Certain information in this document has been obtained from external sources. The Company confirms that where information has been sourced from a third party such information has been accurately reproduced and, so far as the Company is aware and is able to ascertain from the information published by such third parties, no facts have been omitted which would render the reproduced information inaccurate or misleading.

13. Availability of the prospectus

Copies of this Prospectus are available from the Investment Manager and the website of the Irish Financial Regulator (www.financialregulator.ie) and are also available for collection free of charge from the registered office of the Company.

DEFINITIONS

The following definitions apply in this Prospectus unless the context otherwise requires:

"Accounting Period"	a period of twelve months ending on 31 December in each year and in respect of the first accounting period, the period commencing on the date of incorporation of the Company and ending on 31 December 2007
"Act"	the Irish Stock Market Act 1995
"Administration Agreement"	the administration agreement between the Company and the Administrator
"Administrator"	Kleinwort Benson (Channel Islands) Fund Services Limited or such other person or persons from time to time appointed by the Company
"Admission"	admission of the C Shares to the Official List of the Irish Stock Exchange and to trading on the regulated market of the Irish Stock Exchange and to trading on London Stock Exchange plc's International Bulletin Board for listed securities becoming effective
"Articles of Incorporation" or the "Articles"	the articles of incorporation of the Company
"Auditors"	KPMG Channel Islands Limited
"AUM"	assets under management
"Bankers"	Anglo Irish Bank of 10 Old Jewry, London EC2N 8DN and Bank Julius Bär & Co. (Guernsey Branch), Lefebvre Court, Lefebvre Street, P.O. Box 87, St Peter Port, Guernsey GY1 4BS
"Board"	see Directors
"business day"	a day on which banks are generally open for business in London, Dublin and Guernsey other than a Saturday or Sunday
"Calculation Time"	the time and date referred to in paragraph 5 of Part 6 of this Prospectus
"Company"	Signet Global Fixed Income Strategies Limited
"Control Agreement"	the control agreement between the Company and SMMI, a summary of which is set out in paragraph 8(a) of Part 6 of this Prospectus;
"Conversion"	means, in relation to any tranche of C Shares, the conversion (and, where relevant, consolidation or subdivision) of that tranche of C Shares into new Shares in accordance with paragraph 5 of Part 6 of this Prospectus
"Conversion Ratio"	the ratio of which C Shares convert into Ordinary Shares in accordance with paragraph 5 of Part 6 of this Prospectus

"Conversion Time"	the time and date referred to in paragraph 5 of Part 6 of this Prospectus
"CREST"	the facilities and procedures for the time being of the relevant system of which CRESTCo has been approved as Operator and pursuant to the Regulations
"CRESTCo"	Euroclear UK and Ireland Limited, the operator of CREST
"C Shares"	C Shares of no par value in the Company convertible into Shares or ordinary shares of no par value denominated in whichever currency or currencies determined by the Directors at the time of issue
"C Shareholder"	a holder of C Shares
"C Share Issue"	the issue(s) of C Shares authorised by this Prospectus
"Custodian Agreement"	the custodian agreement between the Company, the Investment Manager and the Custodian
"Custodian"	Kleinwort Benson (Guernsey) Limited or such other person or persons from time to time appointed by the Company
"Direct Holdings"	direct investments made by the Company in individual hedge funds and investments in fund of hedge funds vehicles which the Investment Manager and/or the Investment Adviser advise
"Directors"	the directors of the Company
"dollar" or "USD"	US Dollars, being the currency of the USA
"Dollar Class Shares"	ordinary shares of no par value in the Company denominated in dollars
"EU"	the European Union
"euro" or €	the currency of the European Union
"Euro Class Shares"	ordinary shares of no par value in the Company denominated in Euros
"Existing Shares"	the 100,658,768 Shares currently in issue;
"Expired Premium Management Programmes"	the premium management programmes described in the Previous C Share Prospectuses;
"Financial Regulator"	the Irish Financial Services Regulatory Authority
"FSA"	the United Kingdom Financial Services Authority
"GFSC"	Guernsey Financial Services Commission
"High Water Mark Provision"	a provision in the Investment Management Agreement, which stipulates that no performance fee shall be paid to the Investment Manager unless the NAV of the Company at the

	end of the relevant year is higher than at any previous year end
"IFRS"	International Financial Reporting Standards
"Indirect Holdings"	investments made by those hedge funds and fund of hedge fund vehicles in which the Company has Direct Holdings
"Investment Adviser"	Signet Research and Advisory S.A.
"Investment Advisory Agreement"	the investment advisory agreement between the Company, Investment Manager and the Investment Adviser
"Investment Manager"	Signet Capital Management Limited
"CREST Manual" by CRESTCo	the document entitled "CREST Reference Manual" issued
"Investment Management Agreement"	the investment management agreement between the Company and the Investment Manager
"IPO Issue"	the issue of Ordinary Shares authorised by the IPO Prospectus;
"IPO Prospectus"	the prospectus published by the Company in November 2006;
"Irish Admission Standards"	the rules issued by the Irish Stock Exchange
"Irish Stock Exchange" or "ISE"	Irish Stock Exchange Limited
"ISA"	individual savings account
"ISIN"	International Securities Identification Number. A code that uniquely identifies a specific securities issue
"Law" or "Companies Law"	The Companies (Guernsey) Law, 2008
"Listing Rules"	the listing rules made by the Irish Stock Exchange
"LIBOR"	London Inter Bank Offer Rate
"London Stock Exchange"	London Stock Exchange plc
"Memorandum"	the Memorandum of Incorporation of the Company
"NAV Calculation Date"	the last business day of each calendar month (or if such date is a public holiday in the United Kingdom, the immediately preceding business day)
"Net Assets" or "NAV"	the value of all assets of the Company (in sterling) less the value of all liabilities of the Company (but excluding any accrued but unpaid performance fee liabilities pursuant to the Investment Management Agreement) each as valued in accordance with the Company's accounting policies
"Net Proceeds"	the gross proceeds of the C Share Issue less the costs and expenses (including commissions) of the C Share Issue, as

	the context requires
"Numis"	Numis Securities Limited
"Official List"	the official list maintained by the Irish Stock Exchange
"Ordinance"	Companies (Purchase of Own Shares) Ordinance 1998
"Ordinary Share Issue"	the share price management programme described on page 40 of this Prospectus
"Ordinary Shares"	Sterling Class Shares, Dollar Class Shares and Euro Class Shares together with any other currency class of shares which the Company may from time to time issue or allot
"PEP"	Personal Equity Plan
"Performance Hurdle Provision"	the provision in the Investment Management Agreement which stipulates that no performance fee shall be paid to the Investment Manager unless the NAV total return exceeds 3 per cent. for the relevant performance period
"Previous C Share Issues"	the issue of C Shares pursuant to the authority set out in the Previous C Share Prospectuses;
"Previous C Share Prospectuses"	the prospectuses published by the Company in March 2007 and in April 2008;
"Prospectus"	this Prospectus, which has been prepared in accordance with Article 5.4 of the Prospectus Directive
"Prospectus Directive"	the Prospectus Directive (2003/71 EC)
"Qualifying Investors"	Shareholders who, on Admission, have subscribed for Shares to the minimum value of £1,000,001 million (or the equivalent in another currency, at the exchange rate prevailing at Admission as determined by the Administrator)
"Receiving Agent"	Anson Registrars Limited
"Registrar"	Anson Registrars Limited or such other person or persons from time to time appointed by the Company
"Regulations"	the Uncertified Securities Regulations 2001 (SI 2001/3755), as amended from time to time
"RNS"	the Regulatory News Service of the London Stock Exchange
"SDRT"	stamp duty reserve tax
"SEC"	Securities and Exchange Commission of the USA
"SEDOL"	The Stock Exchange Daily Official List. The SEDOL number is a unique seven-digit code assigned to each security trading on London Stock Exchange plc
"SETSmm"	the London Stock Exchange's trading service for midcap, most liquid smallcap and FTSE UK AIM50 Companies

“Shareholder”	a holder of Shares
“Shares”	the Sterling Class Shares, Dollar Class Shares, Euro Class Shares, Sterling Class C Shares, Dollar Class C Shares and Euro Class C Shares which the Company may from time to time issue or allot
“Signet Funds”	all or any of Signet Global Fixed Income (1); Signet Emerging Opportunities (2); and Signet Credit Fund (3)
“Signet Credit Fund”	from 30 June 2009, (i) the continuing Signet Global Credit Fund spun off from the existing Signet Credit Fund and (ii) a remaining liquidating portion of the Signet Credit Fund
“SIPP”	Self-Invested Personal Pension
“SMMI”	Signet Multi Manager SPC Inc.
“sterling”	British pounds sterling, being the currency of the United Kingdom
“Sterling Class C Shares”	C Shares of no par value in the Company denominated in Sterling
“Sterling Class Shares”	ordinary shares of no par value in the Company denominated in sterling
“Taxes Act”	the Income and Corporation Taxes Act 1988
“Tax Ordinance”	Income Tax (Exempt Bodies) (Guernsey) Ordinance 1989
“Transfer Agent”	Anson Administration (UK) Limited or such other person or persons from time to time appointed by the Company
“United States”, “USA” or “US”	the United States of America, its territories and possessions, any state of the United States of America and the District of Columbia
“uncertificated form” or “in uncertificated form”	recorded on the register as being held in uncertificated form as CREST and title to which may be transferred by CREST
“VAT”	value added tax

GLOSSARY

"asset-backed investment"	a debt instrument that is secured on the assets of the issuer of such an instrument. Such assets are thought to be worth significantly more than the value of the debt instrument.
"capital structure arbitrage"	this strategy which involves the purchase of senior securities of an issuer and the short-sale of junior securities of the same issuer.
"convertible bond arbitrage"	since convertible bonds have both fixed income and equity characteristics, the convertible arbitrage strategy involves investing in long portfolios of convertible bonds while hedging the positions by selling short the underlying stock. If the underlying common stock appreciates, the convertible bond's value should rise to reflect this increased value. Downside protection is offered because if the underlying common stock declines, the convertible bond's value can decline only to the point where it behaves like a straight bond.
"distressed securities"	this strategy invests in, and may sell short, the securities of companies where the price either has been or is expected to be affected by a distressed situation. The securities may include private debt offerings, direct placements, public and senior and subordinated debt securities, bridge loans, mezzanine securities, convertible securities, vendor financing preferred stock, warrants and equity. The distressed situation may involve reorganisations, bankruptcies, distressed sales and other corporate restructurings. The strategy seeks attractive absolute and relative returns that are not correlated with the general equity and fixed income markets, while preserving capital.
"draw down"	percentage loss during a given period.
"event driven investments"	where the Company invests in opportunities created by significant transactional events, such as spin-offs, mergers and acquisitions, bankruptcy reorganisations, recapitalisations and share buybacks. This strategy seeks to invest in mortgage-backed securities and asset-backed securities of various asset classes within the fixed income universe, with a focus on shorter-term, heavily collateralised opportunities that provide superior returns with low volatility. This strategy may involve originating loans to companies that are unable to obtain financing from traditional sources. These companies may include troubled companies struggling to avoid restructuring, distressed companies, or companies that are unable to obtain sufficient financing on short notice and healthy companies having short-term cash flow or liquidity problems.
"high yield bonds"	in this strategy, emphasis is placed on assessing the credit risk of the issuer to identify companies that are believed to have above-average prospects for credit improvement.
"heavily collateralised loans and securities"	debt instruments of issuers that have become, or are believed likely to become, merger or acquisition candidates.
"relative value investments"	where the Company attempts to take advantage of relative pricing discrepancies between instruments including equities, debt, options and futures.

"senior secured bank debt"	debt, typically senior bank debt, senior notes or subordinated notes, that tends to be privately traded and is therefore often illiquid such debt is frequently secured and ranks ahead of a company's other financial obligations. Owners of bank debt are typically entitled to confidential information concerning the issuer, and this is helpful in evaluating credit quality.
"Sharpe Ratio"	the Sharpe Ratio is a measure which calculates the amount of return generated over and above the risk free rate, per unit of risk (usually annualised monthly volatility). A high Sharpe Ratio indicates a superior level of risk-adjusted return.
"Sortino Ratio"	a variation of the Sharpe ratio, which differentiates harmful volatility from volatility in general by replacing standard deviation with downside deviation in the denominator. The Sortino Ratio is calculated by subtracting the risk free rate from the return of the portfolio and then dividing by the downside deviation. A large Sortino Ratio indicates a low risk of large losses occurring.
"standard deviation"	a measure of the dispersion of a group of numerical values from the mean. When applied to the periodic returns achieved by an investment the standard deviation provides a statistical measure of the degree to which the returns of a security or investment deviate from the average.
"volatility"	a measure of an asset's propensity to rise or fall over time, often measured by its standard deviation. The higher the number, the greater the risk.