

IF YOU ARE IN DOUBT ABOUT THE CONTENTS OF THIS PROSPECTUS, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISOR (“PROFESSIONAL ADVISORS”)

The Directors of the Company, whose names appear in this Prospectus under the section “DIRECTORY”, accept responsibility for the information contained in this document. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

GRANAHAN FUNDS PLC

(an open-ended investment company with variable capital constituted as an umbrella fund with segregated liability between its Funds under the laws of Ireland authorised and regulated by the Central Bank of Ireland pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2011, as amended)

ADDENDUM TO THE PROSPECTUS

The date of this Addendum is 20 January 2020

This Addendum is supplemental to, forms part of, and should be read in conjunction with the Prospectus of Granahan Funds PLC dated 11 January 2019 (the “**Prospectus**”), and may not be distributed unless accompanied by, and must be read in conjunction with, the relevant Supplement(s) of the Fund(s) being offered.

To the extent of any inconsistencies between the terms of this Addendum and the Prospectus, this Addendum shall prevail.

Words and expressions defined in the Prospectus shall, unless the context otherwise requires,

have the same meaning when used in this Addendum.

As of the date of this Addendum, the Prospectus shall be amended as follows:

Definitions

The definition of “*Underlying Collective Investment Scheme*”, as defined in the Definitions section of the Prospectus is deleted and replaced with:

“*Underlying Collective Investment Scheme*” *any collective investment scheme which meets the requirements of the UCITS Regulations for investment by a UCITS, pursuant to the restrictions set out therein and, for the avoidance of doubt, includes other Funds, regulated collective investment schemes and regulated non-UCITS domiciled in the EU, EEA, Guernsey, Jersey, the Isle of Man or the United Kingdom;*

Establishment and Incorporation

Paragraph 5 is hereby deleted and replaced with:

The Company has obtained the approval of the Central Bank for the establishment of three Funds:

- Granahan US Focused Growth Fund;
- Granahan US Small Cap Discoveries Fund; and
- Granahan US SMID Select Fund.

Additional Funds may be established by the Company with the prior approval of the Central Bank.

Markets

The following details set out in the section of the Prospectus headed “**SCHEDULE I – Regulated Markets**” are amended as follows:

(a) Paragraph 1 is hereby deleted and replaced with:

“(i) *without restriction in any stock exchange which is:*

- *located in any Member State of the European Union; or*
- *located in a Member State of the EEA*
- *located in any of the following countries:-*

*Australia
Canada
Japan
New Zealand
Hong Kong*

Switzerland
United Kingdom
United States of America

(b) Paragraph (v), is amended as follows:

The following new bullet point is added under the bullet point in “- *in a Member State in the European Economic Area (the European Union, Norway, Iceland and Liechtenstein)*,”

“- *in the United Kingdom*”.

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