

Insight Liquidity Funds p.l.c.

**(an umbrella type open-ended investment
company with variable capital with segregated liability between sub funds)**

**A company incorporated with limited liability under the laws of Ireland with
registered number 29010 and authorised by the Central Bank as a UCITS pursuant to the
Regulations**

FIRST ADDENDUM TO THE PROSPECTUS

This Addendum is dated 30 June 2021

**This Addendum is supplemental to, forms part of and should be read in conjunction with, the
Prospectus of the Company dated 4 August 2020, the supplements of the Funds listed herein
(the "Supplements") and a first addendum to certain supplements of the sub-funds dated 26
February 2021 (the "SFDR Addendum").**

Distribution of this Addendum is not authorised in any jurisdiction unless accompanied by the Prospectus, relevant KIID, a copy of the then latest annual report and audited accounts of the Company and, if published after such report, a copy of the then latest semi-annual report and unaudited accounts. Such reports, this Addendum, and the Prospectus together form the Prospectus for the issue of Shares in the Company.

The Directors of Insight Liquidity Funds p.l.c. whose names appear in the Prospectus accept responsibility for the information contained in this Addendum. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure 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.

Words and expressions defined in the Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Addendum. For the purposes of interpretation, in the event of any conflict between this Addendum and the Prospectus, any such conflict shall be resolved in favour of this Addendum.

OVERVIEW OF THE CHANGES SET OUT IN THIS ADDENDUM:

1. Insight Investment Funds Management Limited has been replaced as Investment Manager and Distributor of the Company by Insight Investment Management (Global) Limited. Insight Investment Management (Global) Limited will no longer act as Sub-Investment Manager.
2. Insight Investment Management (Europe) Limited has replaced MFD Secretaries Limited as the secretary of the Company and the registered office of the Company and the Manager has also changed.
3. Charles Farquharson has resigned as a director of the Company and the Manager. Lee Hutson-Pope has been appointed as a director of the Company and Jane Ivinson and Colm McDonagh have both been appointed as directors of the Manager.
4. A number of miscellaneous amendments have been made to account for the passage of time.

PROSPECTUS AMENDMENTS:

1. The description of "Secretary of the Company and Manager" contained in the Directory section of the Prospectus shall be deleted in its entirety and replaced with the following:

"SECRETARY OF THE COMPANY

Insight Investment Management (Europe) Limited,
Riverside Two
Sir John Rogerson's Quay
Dublin 2
D02 KV60
Ireland"

2. The registered office of the Company has changed and accordingly the address of the Company contained at the top of the Directory section of the Prospectus shall be deleted in its entirety and replaced with the following:

"REGISTERED OFFICE

Insight Liquidity Funds plc
Riverside Two
Sir John Rogerson's Quay
Dublin 2
D02 KV60
Ireland"

3. The registered office of the Manager has changed and accordingly the description of "Manager" contained in the Directory section of the Prospectus shall be deleted in its entirety and replaced with the following:

"MANAGER

Insight Investment Management (Europe) Limited
Riverside Two
Sir John Rogerson's Quay

Dublin 2
D02 KV60
Ireland”

4. The description of “Investment Manager and Distributor” contained in the Directory section of the Prospectus shall be deleted in its entirety and replaced with the following:

INVESTMENT MANAGER AND DISTRIBUTOR

Insight Investment Management (Global) Limited,
160 Queen Victoria Street,
London EC4V 4LA,
England

5. The description of “SUB-INVESTMENT MANAGER” contained in the Directory section of the Prospectus shall be deleted in its entirety.
6. The reference to “Maples and Calder” contained in the Directory section of the Prospectus shall be replaced with “Maples and Calder (Ireland) LLP”.
7. The reference to Charles Farquharson in “DIRECTORS” contained in the Directory section of the Prospectus shall be deleted and replaced with “Lee Hutson-Pope”.
8. The biography for Mr. Charles Farquharson’s contained on page 9 of the Prospectus and located in the paragraph entitled “Directors of the Company” shall be deleted in its entirety and replaced with the following:

Lee Hutson-Pope (British)

Mr. Hutson-Pope is Chief Operating Officer of the Manager, Insight’s EU-domiciled entity. He joined Insight in November 2008 and is the Head of Pooled Fund Operations, responsible for the oversight of all pooled funds and closed-ended vehicle operations. Prior to joining Insight, Mr. Hutson-Pope was Head of UK Vendor Management at JPMorgan Asset Management for 2.5 years, responsible for all UK and Channel Island outsourcing arrangements. In 1995, Mr. Hutson-Pope worked at Morgan Grenfell (now Deutsche Asset Management) in various roles including Head of Global Equity Client Administration & Service, Head of DWS UK Transfer Agency and Vice President in Operational Risk Management. He commenced his investment management career in 1991 at the Electricity Supply Pension Scheme as an Investment Accountant. Mr. Hutson-Pope graduated from Oxford Polytechnic (now Oxford Brookes University) with a BSc in Earth Science and has also completed the Certified Investment Fund Director programme. He is a member of the Certified Investment Fund Director Institute.

9. The second and third paragraph of the section entitled “Manager” contained on page 11 of the Prospectus shall be deleted in its entirety and replaced with the following:

The directors of the Manager are the same as those of the Company save that there are two additional directors, Colm McDonagh and Jane Ivinson, on the board of the Manager. A description of each director on both boards appears under the heading “Directors” above and details for Colm McDonagh and Jane Ivinson are set out below. With the exception of Mr. McDonagh and Mr. Hutson-Pope, who are the chief executive officer and chief operating officer of the Manager respectively, the remaining directors of the Manager are non-executive directors.

10. The following sentence shall be deleted from the paragraph entitled “Manager” located on page 11 of the Prospectus: “The secretary of the Manager, MFD Secretaries Limited, also acts as secretary of the Company.” and be replaced with the following: “The Manager also acts as company secretary to the Company. The secretary of the Manager is Alli Hickey.”

11. The biography for Mr. Lee Hutson-Pope contained on page 11 of the Prospectus and located in the section entitled "Manager" shall be deleted in its entirety and replaced with the following:

Colm McDonagh

Mr. McDonagh is Chief Executive Officer of the Manager. Mr McDonagh has 24 years' experience of working in the financial services industry (22 years in asset management) across a number of senior roles involving investment, management and commercial activities globally. At Insight, Mr McDonagh was appointed Head of the Emerging Market Fixed Income Team and a senior member of the Insight's investment division since 2008. Throughout his career at Insight, Mr McDonagh has built strong knowledge-based relationships with investors, clients, peers and other stakeholders.

Jane Ivinson

Miss Ivinson joined Insight over 9 years ago and oversees the legal and compliance functions. Miss Ivinson has worked in various legal roles across the asset management industry and before that as a litigator in a private practice. Before joining Insight, Miss Ivinson worked at BlackRock as Head of the Legal Team for all issues in EMEA ex. pooled funds. Miss Ivinson has also worked as a solicitor at Lloyds of London and started her career in 1990 at Kingsley Napley. Miss Ivinson has a first class LLB degree in Law from the University of Warwick and a BCL degree in law from the University of Oxford. Miss Ivinson is also a member of the Law Society and holds the Investment Management Certificate from the CFA Society of the UK.

12. The paragraph entitled "Investment Manager and Distributor" located on page 11 of the Prospectus shall be deleted in its entirety and replaced with the following:

Investment Manager and Distributor

Pursuant to two agreements (summarised in Part 10 below), Insight Investment Management (Global) Limited serves both as Investment Manager of the Company and as distributor of Shares in the Company's Funds. The Investment Manager has the power to delegate its investment management functions under the terms of the investment management agreement.

Insight Investment Management (Global) Limited is a private limited company incorporated under the laws of England and Wales. It is authorised and regulated by the FCA in the UK. Insight Investment Management (Global) Limited is a wholly owned subsidiary of Insight Investment Management Limited, the ultimate holding company of which is The Bank of New York Mellon Corporation, a corporation registered in the state of Delaware, USA. Insight Investment Management (Global) Limited also acts as the primary entity that promotes the Funds.

13. The paragraph entitled "Sub-Investment Manager" located on page 12 of the Prospectus shall be deleted.
14. The references to "the Investment Manager or Sub-Investment Manager" in the paragraph entitled "Haircut policy" located on page 26 of the Prospectus shall be deleted and replaced with "or the Investment Manager".
15. The references to "Sub-Investment Manager" in the paragraphs entitled "Selection Risks", "Unlisted Securities Risks" and "Repurchase & Reverse Repurchase Agreement Risk" shall be deleted and replaced with "Investment Manager".
16. The references to "Sub-Investment Manager" in the paragraph entitled "Operational Risks (including Cyber Security and Identity Theft)" shall be deleted.

17. The references to “the Sub-Investment Manager”, “or the Sub-Investment Manager” and “and Sub-Investment Manager” in the paragraph entitled “Dodd Frank Risk” shall be deleted.
18. The reference to “Sub-Investment Manager” in the paragraph entitled “Share Classes” located on page 36 of the Prospectus shall be deleted and replaced with “Investment Manager”.
19. The first paragraph of the section entitled Application Procedure located on page 37 of the Prospectus shall be deleted and replaced with the following:

“Before an initial application can be made to purchase Shares, each potential investor must open an account with the Company. An account can be opened by submitting a completed Account Opening Form to the Administrator by post or by fax (together with all necessary anti-money laundering documentation). Where a faxed application has been submitted, the original application documentation (and supporting documentation in relation to money laundering prevention checks) must be received promptly by the Administrator at the address set out in the Directory. The Administrator will confirm in writing to the Shareholder once the account is open.”
20. The second paragraph of the section entitled Repurchase of Shares located on page 43 of the Prospectus shall be deleted and replaced with the following:

“Repurchase requests will be processed on receipt of valid instructions only where the Account Opening Form and any supporting documentation has been received from the relevant Shareholder (including documentation in relation to money laundering prevention checks) and all anti-money laundering checks have been completed and payment is made to the account of record or mandated alternative. Any changes to a Shareholder’s details or payment instructions will only be made on receipt of an instruction in such form as required by the Administrator from time to time.”
21. The ninth paragraph of the section entitled Repurchase of Shares located on page 44 of the Prospectus shall be deleted and replaced with the following:

“The amount due on repurchase of Shares will usually be paid by electronic transfer at the Shareholder’s risk and expense in the Base Currency of the relevant Fund (or in such other currency as may be approved by the Directors from time to time) by the Settlement Date for the relevant Fund and subject to receipt of completed repurchase request. In no event shall repurchase proceeds be paid until such papers as may be required by the Directors have been received from the investor and all of the necessary anti-money laundering checks have been carried out, verified and received in original form (where required by the Administrator).”
22. The references to “Sub-Investment Manager”, “or Sub-Investment Manager”, and “the Sub-Investment Management Agreement” in the paragraphs entitled “Account Opening Forms” and “Company Transactions and Conflicts of Interest” shall be deleted.
23. The references to “the Investment Manager and/or Sub-Investment Manager” in the paragraph entitled “Soft Commissions” shall be deleted and replaced with “or the Investment Manager”.
24. The references to “and the Investment Adviser” in the paragraph entitled “The Company” located on page 59 shall be deleted.
25. Paragraph (iv) “Change in Share Capital.” located on page 65 of the Prospectus shall be deleted and replaced with;

“The Company may, from time to time, by ordinary resolution increase the share capital by such amount and/or number as the resolution may prescribe. The Company may at the discretion of the Directors, consolidate and divide its share capital into Shares of larger amount, subdivide its shares into Shares of smaller amounts or value or cancel any Shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person and reduce the amount of its authorised share capital by the amount of the Shares so cancelled or redenominate the currency of any Class of Shares. ”

26. The reference to “or Sub-Investment Manager” located on page 69 of the Prospectus shall be deleted.

27. Sub-paragraph (c) of the paragraph entitled “Director’s Interests” located on page 70 of the Prospectus shall be deleted and replaced with the following:

Lee Hutson-Pope and Jane Ivinson are employees of the Investment Manager and Greg Brisk is a director of the Investment Manager.

28. Paragraph (vi) of “Material Contracts” located on page 72 of the Prospectus shall be deleted.

29. The definition of “Distribution Agreement” in APPENDIX 1 DEFINITIONS shall be deleted and replaced with the following:

means the amended and restated agreement made between the Company and the Distributor dated 1 February 2017 as novated on 30 June 2021 and as may be amended or supplemented from time to time in accordance with the Central Bank Rules pursuant to which the latter was appointed distributor of the Company.

30. The definition of “Distributor” in APPENDIX 1 DEFINITIONS shall be deleted and replaced with the following:

“Distributor” means, unless specifically stated otherwise in the Supplement for the relevant Fund, Insight Investment Management (Global) Limited and/or such other person(s) duly appointed either in succession thereto or in addition thereto in accordance with the Central Bank Rules.

31. The definition of “Investment Management Agreement” in APPENDIX 1 DEFINITIONS shall be deleted and replaced with the following:

means the amended and restated agreement made between the Manager and the Investment Manager dated 1 February 2017 as novated on 30 June 2021 and as may be amended or supplemented from time to time in accordance with the Central Bank Rules pursuant to which the latter was appointed investment manager of the Company.

32. The definition of “Investment Manager” in APPENDIX 1 DEFINITIONS shall be deleted and replaced with the following:

“Investment Manager” means Insight Investment Management (Global) Limited or any other person or persons for the time being duly appointed by the Manager to act as investment manager of the Company or of any of the Company’s Funds in succession to Insight Investment Management Global Limited that has been appointed in accordance with the Central Bank Rules.

33. The definitions of “Sub-Investment Manager” and “Sub-Investment Management Agreement” in APPENDIX 1 DEFINITIONS shall be deleted.

SFDR ADDENDUM AMENDMENTS:

34. All references to “Sub-Investment Manager” contained in the SFDR Addendum shall be deleted and replaced with “Investment Manager”.

SUPPLEMENT AMENDMENTS:

ILF USD Liquidity Fund

35. Each of the references to “Sub-Investment Manager” contained in the “Investment Policy” section shall be deleted and replaced with “Investment Manager”.
36. The references to “or Sub-Investment Manager” and “and the Sub-Investment Manager” contained in the section entitled “Risk Factors” shall be deleted.
37. The following sentence shall be deleted from the “Charges and Expenses” section of KEY INFORMATION FOR PURCHASING AND REPURCHASING:
“The Sub-Investment Manager’s fees and expenses will be paid by the Investment Manager.”
38. All references to “Sub-Investment Manager” contained in the section entitled Sustainable Finance Disclosures shall be deleted and replaced with “Investment Manager”.

ILF GBP Liquidity Fund

39. Each of the references to “Sub-Investment Manager” contained in the “Investment Policy” section shall be deleted and replaced with “Investment Manager”.
40. The reference to “Sterling Overnight Index Average Rate (SONIA)” contained in the section entitled “Reference Benchmark” shall be deleted and replaced with “Sterling Overnight Index Average (SONIA)”.
41. The references to “or Sub-Investment Manager” and “and the Sub-Investment Manager” contained in the section entitled “Risk Factors” shall be deleted.
42. The following sentence shall be deleted from the “Charges and Expenses” section of KEY INFORMATION FOR PURCHASING AND REPURCHASING:
“The Sub-Investment Manager’s fees and expenses will be paid by the Investment Manager.”
43. All references to “Sub-Investment Manager” contained in the section entitled Sustainable Finance Disclosures shall be deleted and replaced with “Investment Manager”.

ILF EUR Cash Fund

44. All references to “Investment Adviser” contained in the “Investment Policy” section shall be deleted and replaced with “Investment Manager”.
45. The references to “or Investment Adviser” contained in the section entitled “FDI Risk” shall be deleted.
46. The following sentence shall be deleted from the “Charges and Expenses” section of KEY INFORMATION FOR PURCHASING AND REPURCHASING:

“The Investment Adviser’s fees and expenses will be paid by the Investment Manager.”

47. All references to “Sub-Investment Manager” contained in the section entitled Sustainable Finance Disclosures shall be deleted and replaced with “Investment Manager”.

ILF GBP Liquidity Plus Fund

48. All references to “Investment Adviser” contained in the “Investment Policy” section shall be deleted and replaced with “Investment Manager”.
49. The reference to “Sterling Overnight Index Average Rate (SONIA)” contained in the section entitled “Reference Benchmark” shall be deleted and replaced with “Sterling Overnight Index Average (SONIA)”.
50. The references to “or Investment Adviser” contained in the section entitled “Financial Derivative Instrument Risk” shall be deleted.
51. The following sentence shall be deleted from the “Charges and Expenses” section of KEY INFORMATION FOR PURCHASING AND REPURCHASING:
“The Investment Adviser’s fees and expenses will be paid by the Investment Manager.”
52. All references to “Sub-Investment Manager” contained in the section entitled Sustainable Finance Disclosures shall be deleted and replaced with “Investment Manager”.

ILF EUR Liquidity Plus Fund

53. All references to “Investment Adviser” contained in the “Investment Policy” section shall be deleted and replaced with “Investment Manager”.
54. The references to “or Investment Adviser” contained in the section entitled “Financial Derivative Instrument Risk” shall be deleted.
55. The following sentence shall be deleted from the “Charges and Expenses” section of KEY INFORMATION FOR PURCHASING AND REPURCHASING:
“The Investment Adviser’s fees and expenses will be paid by the Investment Manager.”
56. All references to “Sub-Investment Manager” contained in the section entitled Sustainable Finance Disclosures shall be deleted and replaced with “Investment Manager”.

GLOBAL CHANGES

57. All remaining references to “Sub-Investment Manager” or “Investment Adviser” contained in the Prospectus and Supplements which have not otherwise been replaced or deleted elsewhere in this Addendum shall be deleted or replaced with “Investment Manager” as the context so requires. Where such reference is made in a sentence and the reference is deleted, the remainder of the sentence shall be amended as required such that the sentence is correctly constructed.