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This Supplement forms part of and should be read in conjunction with the general description of the Company contained in the current Prospectus dated 31 October 2017 together with the most recent annual report and audited financial statements and if published after such report, a copy of the latest half-yearly report and unaudited financial statements. If you are in any doubt about the contents of this Supplement, you should consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser.

The Directors of the Company, whose names appear under the heading "Management and Administration" in the Prospectus accept responsibility for the information contained in the Prospectus and this Supplement. 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 the Prospectus and this Supplement is in accordance with the facts and does not omit anything likely to affect the import of the information.

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## **WISDOMTREE EUROZONE QUALITY DIVIDEND GROWTH UCITS ETF**

*(an open-ended sub-fund of WisdomTree Issuer plc, an umbrella investment company with variable capital and having segregated liability between its Funds incorporated with limited liability in Ireland under registration number 503861 and authorised and regulated by the Central Bank of Ireland as a UCITS)*

### **SUPPLEMENT**

#### **INVESTMENT MANAGER**

Irish Life Investment Managers Limited

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This Supplement contains information relating to the WisdomTree Eurozone Quality Dividend Growth UCITS ETF. To the extent there is any inconsistency between this Supplement and the Prospectus, this Supplement shall prevail. Capitalised terms used and not defined herein shall have the meaning attributed to them in the Prospectus.

Application has been made to the Irish Stock Exchange for the Shares of the WisdomTree Eurozone Quality Dividend Growth UCITS ETF issued and available for issue to be admitted to the Official List and to trading on the Main Securities Market of the Irish Stock Exchange. This Supplement, together with the Prospectus issued by the Company shall constitute listing particulars for the purpose of listing the Shares on the Irish Stock Exchange and includes all information required to be disclosed by the code of listing requirements and procedures of the Irish Stock Exchange.

Application will be made to the London Stock Exchange for the Shares of the WisdomTree Eurozone Quality Dividend Growth UCITS ETF issued and available for issue to be admitted to trading on the Main Market of the London Stock Exchange.

No Director has:

- i. had any unspent convictions in relation to indictable offences; or
- ii. been a director of any company or partnership which, while he was a director with an executive function or partner at the time of or within the 12 months preceding such events, been declared bankrupt, went into receivership, liquidation, administration or voluntary arrangements; or

- iii. **been subject to any official public incrimination and/or sanctions by statutory or regulatory authorities (including designated professional bodies); or been disqualified by a court from acting as a director of a company or from acting in the management or conduct of affairs of any company.**

**None of the Directors nor any other connected person has any material interest in the Shares of the Company or any options in respect of such Shares.**

**The Company does not have as at the date of this Supplement any loan capital (including term loans) outstanding or created but unissued, or any outstanding mortgages, charges, debentures or other borrowings or indebtedness in the nature of borrowings, including bank overdraft, liabilities under acceptances or acceptance credits, obligations under finance leases, hire purchase, commitments, guarantees or other contingent liabilities.**

The date of this Supplement No. 16 is 31 October 2017.

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## 1. WISDOMTREE EUROZONE QUALITY DIVIDEND GROWTH FUND UCITS ETF

<b>Fund:</b> WisdomTree Eurozone Quality Dividend Growth UCITS ETF
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<b>Index:</b> WisdomTree Eurozone Quality Dividend Growth Index
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### 1.1 Investment Objective

The WisdomTree Eurozone Quality Dividend Growth UCITS ETF (the “Fund”) seeks to track the price and yield performance, before fees and expenses, of the WisdomTree Eurozone Quality Dividend Growth Index (the “Index”).

### 1.2 Investment Policy

In order to achieve this objective, the Fund will employ a "passive management" (or indexing) investment approach and will invest in a portfolio of equity securities that so far as possible and practicable consists of a representative sample of the component securities of the WisdomTree Eurozone Quality Dividend Growth Index (the “Index”).

The use of a representative sampling strategy means that, while the Fund will seek to invest all, or substantially all, of its assets in securities that are constituents of the Index, it may invest in a sample of Index constituents whose risk, return and other characteristics closely resemble the risk, return and other characteristics of the Index as a whole. The Fund may also hold some securities which are not underlying constituents of the Index whose risk, return and other characteristics resemble the risk, return and other characteristics of the Index as a whole.

Where consistent with its investment policy, the Fund may from time to time invest in equity or equity-related securities (such as large, medium or small cap equities, common or preferred stocks and Depositary Receipts), other transferable securities (for example, medium term notes) and open-ended collective investment undertakings. Subject to the provisions of the Regulations and the conditions imposed by the Central Bank, the Fund may invest in other funds of the Company.

The Fund may enter into repurchase/reverse repurchase agreements and stock lending arrangements solely for the purposes of efficient portfolio management, subject to the conditions and within the limits set out in the Prospectus. The maximum proportion of the Net Asset Value of the Fund that can be subject to repurchase/reverse repurchase agreements and stock lending arrangements is 50%. The expected proportion of the Net Asset Value of the Fund that will be subject to repurchase/reverse repurchase agreements and stock lending arrangements is 0%.

The Fund may hold ancillary liquid assets from time to time, for example, as dividends are collected. In such circumstances the Fund may seek to implement an effective cash management policy. In pursuit of this policy the Fund may invest in collective investment schemes, transferable securities (for example, medium term notes) and money market instruments (such as short dated government backed securities, floating rate notes, commercial paper, certificates of deposit, treasury bills and treasury notes, each of which, where relevant, will be of investment grade at the time of acquisition). The Fund may not invest more than 10% of net assets in aggregate in collective investment schemes.

Therefore, while the Fund may from time to time invest in all constituents of the Index, it is not expected that at all times it will hold every constituent (or a similar weighting of any such constituent) of the Index.

Where the Fund invests in securities which are not constituents of the Index, it will do so where it is consistent with its investment objective and policy and where the risk, return and other characteristics of such securities resemble the risk, return and other characteristics of the Index as a whole and where the Investment Manager believes investment in such securities will aid the objective of tracking the return of the Index.

### 1.3 Share classes

The Fund currently has different classes of Shares as set out in Section 5. Share classes may be designated in the Base Currency or in currencies other than the Base Currency (the “Share Class Currency”).

## 2. WISDOMTREE EUROZONE QUALITY DIVIDEND GROWTH INDEX

### 2.1 Index description

The Index is a fundamentally weighted index that is comprised of dividend-paying Eurozone companies with growth characteristics. The Index is comprised of Eurozone companies with the best combined rank of growth and quality factors. The eligible companies are ranked using a weighted combination of these three “growth” and “quality” factors. Specifically, the Index gauges “growth” and “quality” by weighing certain characteristics associated with growth and quality companies. These are (i) long-term estimated earnings growth (ii) historical three-year average return on equity, and (iii) historical three-year average return on assets.

Long-term earnings growth expectations are provided by the calculation agent which collates multiple analyst predictions in a central database and ranks the stocks based on the estimated growth expectations of companies from the analysts forecasted for a period of between three to five years. These long-term earnings growth expectations are combined with two measures of the quality of a company being historical three-year average return on equity, and historical three-year average return on assets. Return on equity (ROE) is a financial ratio that measures the return generated on shareholders’ equity. It is the amount of net income returned as a percentage of shareholders equity. ROE helps to measure a company’s profitability as it indicates how much profit the company generates with the money that shareholders have invested. Return on assets (ROA) is a financial ratio that indicates how profitable a company is relative to its total assets. ROA shows the percentage of profit a company earns in relation to its overall resources.

Companies with these “growth and quality characteristics” are then weighted in order to reflect the proportionate share of the aggregate cash dividends each component company paid over the prior annual cycle.

To be eligible for inclusion in the Index, a company must meet the following criteria: (i) market capitalisation of at least \$1 billion as of the Index screening date; (ii) average daily dollar trading volume of at least \$200,000 for each of the three months preceding the Index screening date; (iii) must be listed and incorporated in the Eurozone (Austria, Belgium, Finland, France, Germany, Ireland, Italy, Netherlands, Portugal or Spain); (iv) have paid at least \$5 million in gross cash dividends; and (v) have an earnings yield greater than the dividend yield.

At the time of the Index’s annual screening date, the maximum weight of any security in the Index is capped at 5%, the maximum weight of any one country in the Index is capped at 25% and the maximum weight of any one sector in the Index is capped at 20%, subject to the following volume factor adjustments. In response to market conditions and/or the volume factor adjustments discussed below, sector and security weights may fluctuate above the specified caps. After the foregoing methodology screens and weighting mechanisms are applied, each security’s calculated volume factor is determined by dividing the security’s average daily dollar trading volume for the three months preceding the Index screening date by its weight in the Index. In the event that a security has a calculated volume factor that is less than \$200 million, such security is deleted from the Index and its weight is allocated pro rata among the remaining component securities. After deleting any such securities, if a component security has a calculated volume factor that is less than \$400 million, but \$200 million or greater, the company’s weight in the Index will be reduced. The company’s reduced weight is calculated by multiplying the company’s weight in the Index by the fraction of its calculated volume factor divided by \$400 million. The reduction in weight is allocated pro rata among the other component securities in the Index

The Index is "reconstituted" on an annual basis. During the annual reconstitution, securities are screened to determine whether they comply with WisdomTree Investment, Inc.'s (“**WisdomTree**”) proprietary Index methodology and are eligible to be included in the Index on the basis of the requirements outlined above. New securities are added to the Index only during the "annual reconstitution." Details of the annual reconstitution are available on [www.wisdomtree.eu](http://www.wisdomtree.eu).

WisdomTree Investments, Inc. (“Wisdom Tree Investments”), as index provider, currently uses Standard & Poor’s Global Industry Classification Standards (“S&P GICS”) to define companies within a sector. The following sectors are included in the Index: consumer discretionary, consumer staples, energy, financials, health care, industrials, information technology, materials, telecommunication services, and utilities. A sector is comprised of multiple industries. For example, the energy sector is comprised of companies in, among others, the natural gas, oil and petroleum industries.

Further details in relation to the Index are available on [www.wisdomtree.eu](http://www.wisdomtree.eu)

## 2.2 Index Calculation Agent

In order to minimise any potential for conflicts caused by the fact that WisdomTree and its affiliates act as Index Provider and Promoter of the Company, WisdomTree has retained an unaffiliated third party to calculate the Index (the “**Calculation Agent**”). The Calculation Agent, using the applicable rules-based methodology, will calculate, maintain and disseminate the Index on a daily basis. WisdomTree will monitor the results produced by the Calculation Agent to help ensure that the Index is being calculated in accordance with the applicable rules-based methodology. In addition, WisdomTree has established policies and procedures designed to prevent non-public information about pending changes to the Indices from being used or disseminated in an improper manner.

## 2.3 Management and Administration

The Manager has appointed Irish Life Investment Managers Limited to act as investment manager of the Fund (the “Investment Manager”) pursuant to the terms of an investment management agreement (the “Agreement”). The Agreement provides that the appointment of the Investment Manager will continue in force unless and until terminated by either party giving to the other not less than ninety days’ notice in writing although, in certain circumstances such as the insolvency of either party, the Investment Manager ceasing to be permitted to act as an investment manager, or an unremedied breach after notice, the Agreement may be terminated forthwith by notice in writing by either party to the other. The Agreement contains indemnities in favour of the Investment Manager other than in respect of matters arising out of the breach of the confirmations or undertakings made or by reason of its wilful default, fraud, bad faith, negligence or recklessness in the performance of its duties and obligations

Irish Life Investment Managers Limited was incorporated in Ireland on 8 August 1986 and is regulated by the Central Bank of Ireland. The Investment Manager has approximately €68 bn in assets under management as at 26 September 2017.

## 2.4 Portfolio Transparency

Information about the Investments of the Fund is made available on a daily basis. The Fund may disclose on [www.wisdomtree.eu](http://www.wisdomtree.eu) at the start of each Business Day the identities and quantities of the securities and other assets held by it. The portfolio holdings so disclosed will be based on information as of the close of business on the prior Business Day and/or trades that have been completed prior to the opening of business on that Business Day and that are expected to settle on that Business Day.

## 2.5 Anticipated Tracking Error

The Investment Manager aims to keep Tracking Error below or equal to 2% for each Share class. There is, however, no guarantee that this level of Tracking Error will be realised and neither the Company, the Manager nor the Investment Manager will be liable for any discrepancies between the Fund’s anticipated level of Tracking Error and the actual level of Tracking Error (as subsequently observed). The annual report of the Company will provide an explanation of any divergence between anticipated and realised Tracking Error for the relevant period. The annual and half-yearly reports will state the Fund’s Tracking Error at the end of the period under review.

## 3. RISK FACTORS

**An investment in the Fund should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.** Investors should consider the risk factors set out in the Prospectus together with the following risks:

**Country Risk.** The value of the Fund’s assets may be subject to uncertainties such as changes in a country’s government policies, taxation, restrictions on foreign investment, currency decisions, applicable laws and regulations, or any natural disasters or political upheaval, which may weaken a country’s securities markets.

**Currency Risk.** Where the Index constituents are denominated in currencies other than the Base Currency or the Share Class Currency, Investments of the Fund will be acquired in currencies which are not in the Fund’s Base Currency or the Share Class Currency. The Fund will therefore be subject to exchange rate risk and the

cost of acquiring Investments may be adversely or favourably affected by fluctuations in the exchange rate of the different currencies.

If an investor's currency of reference is different from the Fund's Base Currency or the Share Class Currency, adverse movements in exchange rates between those currencies can result in a decrease in return and a loss of capital for such investor.

**Geographic Concentration in Europe.** Because the Fund invests primarily in the securities of companies in Europe, the Fund's performance is expected to be closely tied to social, political, and economic conditions within Europe and to be more volatile than the performance of more geographically diversified funds. The value of the Fund's assets may be subject to uncertainties such as changes in a country's government policies, taxation, restrictions on foreign investment, currency decisions, applicable laws and regulations, or any natural disasters or political upheaval, which may weaken a country's securities markets. Most developed countries in Western Europe are members of the European Union (EU), and many are also members of the European Monetary Union (EMU), which requires compliance with restrictions on inflation rates, deficits, and debt levels. Unemployment in certain European nations is historically high and several countries face significant debt problems. These conditions can significantly affect every country in Europe.

**Geographic Investment Risk.** To the extent the Fund invests a significant portion of its assets in the securities of companies of a single country or region, it is more likely to be impacted by events or conditions affecting that country or region. For example, political and economic conditions and changes in regulatory, tax, or economic policy in a country could significantly affect the market in that country and in surrounding or related countries and have a negative impact on the Fund's performance.

**Investment Risk.** There is no assurance that any appreciation in the value of Investments will occur, or that the investment objective of the Fund will be achieved.

**Issuer-Specific Risk.** Changes in the financial condition of an issuer or counterparty, changes in the specific economic or political conditions that affect a particular type of security or issuer, and changes in the general economic or political conditions can affect a security's or instrument's value. Issuer-specific events can have a negative impact on the value of the Fund.

**Market Risk.** The trading price of equity securities, fixed income securities, commodities and other instruments fluctuates in response to a variety of factors. These factors include events impacting the entire market or specific market segments, such as political, market and economic developments, as well as events that impact specific issuers. The Net Asset Value of the Fund, like security and commodity prices generally, will fluctuate within a wide range in response to these and other factors. Possible continuing market turbulence may have an adverse effect on Fund performance. As a result, an investor could lose the value of its investment over short or even long periods.

**Mid and Large Capitalisation Investing.** The Fund may invest a relatively large percentage of its assets in the securities of mid and large Capitalisation companies. The securities of mid-capitalisation companies may be subject to more unpredictable price changes than securities of larger companies or the market as a whole. The securities of large-capitalisation companies may be relatively mature compared to smaller companies and therefore subject to slower growth during times of economic expansion.

**Shares of the Fund May Trade at Prices Other Than NAV.** As with all exchange traded funds, Fund shares may be bought and sold in the secondary market at market prices. Although it is expected that the market price of the Shares of the Fund will approximate the Fund's Net Asset Value, there may be times when the market price and the Net Asset Value vary significantly, including due to supply and demand of the Fund's Shares and/or during periods of market volatility. Thus, you may pay more (or less) than Net Asset Value intra-day when you buy Shares of the Fund in the secondary market, and you may receive more (or less) than Net Asset Value when you sell those Shares in the secondary market. If an investor purchases Fund Shares at a time when the market price is at a premium to the Net Asset Value of the Fund's Shares or sells at a time when the market price is at a discount to the Net Asset Value of the Fund's Shares, an investor may sustain losses. Because securities held by the Fund trade on foreign exchanges that are closed when the Fund's primary listing exchange is open, the Fund is likely to experience premiums and discounts greater than those of domestic exchange traded funds.

**Sectorial Investment Risk.** To the extent the Fund invests a significant portion of its assets in the securities of companies of a particular sector, it is more likely to be impacted by events or conditions affecting that

sector. The Fund may invest a relatively large percentage of its assets in sectors, including the energy sector, the financial sector and the telecommunications sector, which sectors have tended to form a relatively large percentage of the relevant Index. Further details of the specific risk relevant to these sectors are set out below.

- **Information Technology Sector Risk.** This sector can be significantly affected by, among other things, the supply and demand for specific products and services, the pace of technological development and government regulation. Challenges facing companies in the information technology sector include distressed cash flows due to the need to commit substantial capital to meet increasing competition, particularly in formulating new products and services using new technology, technological innovations that make existing products and services obsolete, and satisfying consumer demand.
- **Industrial Sector Risk.** This sector can be significantly affected by, among other things, worldwide economic growth, supply and demand for specific products and services, rapid technological developments, international political and economic developments, environmental issues, and tax and governmental regulatory policies.
- **Consumer Discretionary Sector Risk.** The Fund currently invests a significant portion of its assets in the consumer discretionary sector. This sector consists of, for example, automobile, media and retail companies. The consumer discretionary sector of the economy can be significantly affected by, among other things, economic growth, worldwide demand and consumers' disposable income levels and propensity to spend.

#### 4. SHARE DEALING

Orders for Creation Units may be settled in cash, in-kind or in a combination of both, at the Manager's discretion. Investors are referred to the procedures for subscribing and redeeming Creation Units in the section entitled "Share Dealing" of the Prospectus.

<b>Issue of Shares</b>	The Directors have resolved that Shares in the Fund will be issued in dematerialised (or uncertificated) form and that the Fund will apply for admission for clearing and settlement through a Securities Settlement System. Shares will therefore be issued in registered form and only persons appearing on the register of Shareholders will be a Shareholder. Ownership of Shares will be confirmed by written confirmation of entry on the register of shareholders.
<b>Base Currency</b>	EURO
<b>Business Day</b>	A day on which commercial banks are generally open for business in London.
<b>Creation Unit</b>	83,000 Shares, unless determined otherwise by the Manager.
<b>Dealing Day</b>	Each Business Day (provided that any day on which 30% or more of the markets on which constituents in the Index are listed or traded are closed, such Business Day shall not be a Dealing Day). A list of the Fund's Dealing Days is available from the Administrator.
<b>Dealing Deadline</b>	For cash subscriptions and redemptions, 2.00 p.m. (Irish time) on each Dealing Day.  For in-kind subscriptions and redemptions, 4.30 p.m. (Irish time) on each Dealing Day.
<b>Publication Time</b>	8.00 a.m. (Irish time) on each Dealing Day.
<b>Valuation Point</b>	6.00 p.m. (Irish time) on each Dealing Day.



## **Dividend Policy**

Dividends will normally be declared in June and December of each year.

Share classes with an accumulating policy shall not distribute dividends to Shareholders. Income and other profits will be accumulated and reinvested on behalf of Shareholders.

## **Subscriptions following the initial offer period**

Creation Units may be subscribed for on a Dealing Day at a price based on the Net Asset Value per Share multiplied by the number of Shares in a Creation Unit. Applicants for Shares must also remit the amount of cash and charges as set out in the Portfolio Composition File and pay Duties and Charges, if applicable.

The Manager, at its discretion, may charge a Subscription Fee of up to 3% of the aggregate Net Asset Value per Share in the Creation Unit subscribed for.

## **Settlement of subscriptions following the initial offer period**

Settlement of subscriptions must be received by the Administrator:

- (a) in respect of cash subscriptions, by 2 p.m. (Irish time) on the second Business Day after the relevant Dealing Day provided that if such day is not a day on which foreign exchange markets are open for settlement of payments in the Base Currency (a “**Currency Day**”), settlement will be postponed to the immediately following Currency Day;
- (b) in respect of in-kind subscriptions, by 3 p.m. (Irish time) on the third Business Day after the relevant Dealing Day or within such other period as the Directors may determine (not exceeding 10 Business Days following the relevant Dealing Deadline).

## **Redemptions**

Creation Units may be redeemed on a Dealing Day at a price based on the Net Asset Value per Share multiplied by the number of Shares in a Creation Unit. A redeeming Shareholder will have deducted from redemption proceeds an appropriate amount of Duties and Charges, if applicable.

The Shares which are the subject of the redemption must be received by the Fund by 2 p.m. (Irish time) on the third Business Day after the relevant Dealing Day.

The Manager, at its discretion, may charge a Redemption Fee of up to 3% of the aggregate Net Asset Value per Share in the Creation Unit redeemed.

## **Settlement of redemptions**

Redemption proceeds will be typically transferred within three Business Days of the relevant Dealing Day and, in any event, within such other period as the Directors may determine (not exceeding 10 Business Days following the relevant Dealing Deadline), provided that all required documentation has been furnished to the Administrator and the relevant Shareholder has delivered, in the relevant Securities Settlement System, the Shares to be redeemed.

## **Valuation methodology**

Investments of the Fund which are listed or traded on one Regulated Market for which quotations are readily available shall be valued at the last traded price on such Regulated Market for such Investment. Where Investments are quoted, listed or normally dealt in on more than one Regulated Market, the market which in the opinion of the Administrator, constitutes the main market for the relevant Investment or which provides the fairest

criteria for valuing the relevant Investment shall be used. A particular or specific asset may be valued using an alternative method of valuation if the Directors deem it necessary and the alternative method has been approved by the Depositary.

**Compulsory redemption threshold** US\$15 million or Euro equivalent.

## 5. AVAILABLE SHARE CLASSES

<b>Share class name</b>	<b>WisdomTree Eurozone Quality Dividend Growth UCITS ETF - EUR</b>
ISIN	IE00BZ56SY76
TER	0.29%
Dividend policy	Distributing

<b>Share class name</b>	<b>WisdomTree Eurozone Quality Dividend Growth UCITS ETF - EUR Acc</b>
ISIN	IE00BZ56TQ67
TER	0.29%
Dividend policy	Accumulating

## 6. FEES

The Fund shall pay the following fees and expenses out of its assets:

- A. a TER (as set out in the table above);
- B. brokerage or other expenses of acquiring and disposing of Investments, as set out in further detail in the Prospectus; and
- C. extraordinary expenses (i.e. those unforeseen expenses falling outside of the general expenses payable by the Manager out of its fees, such as expenses related to any litigation, exercise of voting rights and corporate actions).

Investors are referred to the section of the Prospectus entitled "Operational costs and expenses".

Fees and expenses relating to establishment of the Fund will be borne by the Manager.

## 7. DISCLAIMERS

### Index

Neither the Company, the Manager, the Investment Manager, WisdomTree nor their affiliates guarantee the accuracy or the completeness of the Index or any data included therein and shall have no liability for any errors, omissions or interruptions therein. Such parties make no warranty, express or implied, to the owners of Shares of the Fund or to any other person or entity, as to the results to be obtained by the Fund from the use of the Index or any data included therein. Without limiting any of the foregoing, in no event shall such parties have any liability for any special, punitive, direct, indirect or consequential damages (including lost profits), even if notified of the possibility of such damages.

### Index Provider website

The Company is required to provide details of WisdomTree's website to enable Shareholders to obtain further details of the Index (including its constituents). Neither the Company, the Manager nor the Investment Manager has any responsibility for the contents of such website and are not involved in any way in sponsoring, endorsing or otherwise involved in the establishment, maintenance or contents of the website.

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