



ITEM 1
COVER PAGE

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Form ADV, Part 2A Brochure

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This brochure provides information about the qualifications and business practices of GO Investment Partners LLP ("GO"). If you have any questions about the contents of this brochure, please contact us at +44 (0) 20 7596 2900. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

GO Investment Partners LLP is registered as an investment adviser with the SEC. Registration with the SEC or with any state securities authority does not imply a certain level of skill or training.

Additional information about GO Investment Partners LLP is also available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2

MATERIAL CHANGES

The purpose of this page is to identify and discuss any material changes made to our Brochure since the last annual update in March 2016.

On 31st October 2016 Go Investment Partners closed its European small and mid-cap engagement funds and returned all capital to investors. On 31st December 2016, TMNF, the parent company of Tokio Marine Asset Management, our joint partner in Japan, withdrew the majority of its investment in the TMAM-GO Japan Engagement Fund (JEF). These two events were the primary factor in a 60% reduction in the Firm's Assets under Management from January 31st 2016 to January 31st 2017. In Europe, the firm now plans to focus on more specialist investment opportunities, such as co-investments.

No other material changes have been made to this Brochure since the last annual update. If we make any material changes to this Brochure, this section will be revised to include a summary of such changes.

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ITEM 4

Advisory Business

Description of Firm

GO Investment Partners LLP (“GO”, “Investment Adviser”, “we”, “our” or “us”), was established in November 2004. Prior to May 2014 GO was named Governance for Owners LLP. GO is a UK limited partnership ultimately wholly owned by GO Investment Partners Group LLP, also a UK limited partnership which is majority owned (c.89 %) by its executive partners, chairman; and advisors. The balance (c.11%) is held by an institutional investor, former executives, former non-executives and private investors.

Advisory Services Offered

GO provides continuous and regular investment management services on a discretionary basis to private investment funds (“Funds”) that we have organized. The Funds are available only to qualified investors subscribing to private offering documents. Funds may be structured as pooled vehicles with multiple investors or as single investor vehicles.

GO has an alliance with Tokio Marine Asset Management (‘TMAM’) in Tokyo, Japan to manage a responsible engagement investment fund, the TMAM-GO Japan Engagement Fund (the “JEF”). The JEF was launched in March 2012. GO is the General Partner of the Fund and TMAM has been appointed as the Investment Manager. The JEF invests in companies with strong core businesses and looks to address strategic, financial and governance issues that are negatively impacting the share price.

GO may also provide investment advice to co-investment funds investing in European stocks. GO has no control over whether this advice is acted upon or not. It may hold the same shares in the other managed funds for which it provides investment advice.

Investment Mandates

The terms on which GO manages a Fund are determined at the time the Fund is structured and will be set out in the governing documents of the Fund. We may manage some Fund investors’ accounts under terms that differ from the terms described in the Fund’s offering documents. Such modifications may in some cases be based upon the size or timing of an investor’s investment or other commitments made by the investor.

Wrap Fee Programs

GO does not manage accounts as part of a wrap or bundled fee program.

Assets Under Management

As of January 31st 2017, GO was General Partner to Funds with assets under management of US\$ 188 million.

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Fees and Compensation

GO's management fees are outlined below:

TMAM-GO Japan Engagement Fund

Standard management fee:

1. Qualifying Partner (invest ¥7bn and above) = 100 bps per annum
2. Ordinary Limited Partner (invest below ¥7bn) = 125 bps per annum
3. Enhanced Liquidity Partner (any amount invested) = 150 bps per annum

Management fees may be subject to negotiation and fees may vary among funds, including between managed account vehicles and pooled vehicles, or among investors within a pooled fund. We may enter into side letter agreements or other arrangements with specific investors whereby such investors receive direct or indirect reductions of management fees.

Management fees are payable quarterly in advance at the beginning of each calendar quarter. We charge 25% of the annual fee level each quarter based on the market value of the client's portfolio at the beginning of that quarter.

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Performance Based Fees

TMAM-GO Japan Engagement Fund

The standard performance fee for the above Funds is as follows:

20% above benchmark performance after all other fees. Subject to high-water mark Payable: 70% on 31 December relevant year; 0% first anniversary; 30% second anniversary (as long as investment remains at, or above, the high water mark). The benchmark for the TMAM-GO Japan Engagement Fund is the TOPIX Mid 400.

Performance fees may be subject to negotiation and fees may vary among funds, including between managed account vehicles and pooled vehicles, or among investors within a pooled fund. We may enter into side letter agreements or other arrangements with specific investors whereby such investors receive direct or indirect reductions of performance fees.

Performance based fees are payable annually in arrears based upon the account market value on December 31 of the preceding calendar year. The formulas used for the calculation are set out in the applicable Fund documents.

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Types of Clients

Investment in the Funds is generally only available to qualifying investors in the category “Professional Clients” being either Per Se Professional Clients or Elective Professional Clients as defined in the handbook of the Financial Conduct Authority.

Investment in the Funds by U.S. clients is generally only available to institutional investors and certain high net worth investors that are “qualified clients” and “qualified purchasers” within the meaning of the Securities Act of 1933 (the “Securities Act”), the Investment Advisers Act of 1940 (the “Advisers Act”), and the Investment Company Act of 1940, as applicable.

ITEM 8

Methods of Analysis, Investment Strategies and Risk of Loss

Investment Strategies

Before investing, we carry out extensive fundamental research into a company to assess its performance, history, strategy and prospects, as well as the potential to realise underlying value. We aim to understand why the company is out of favour with the market and the potential to increase value if the board or management make changes that are within their control. The ability of the team, the in-depth nature of our analysis and the strength of our arguments gives us credibility with companies. We engage constructively with company management aiming to be an effective catalyst for change.

Methods of Analysis

GO draws from multiple sources of information in the sourcing and assessment of investment opportunities. These include: third party research material, rating services annual reports, prospectuses, company press releases, industry publications, third party consultants, regulatory filings, corporate performance measurement and valuation software, contacts at banks and other financial intermediaries.

General Risk Characteristics

Investing in a GO Fund involves a risk of loss which clients should be prepared to bear, including the risk that investments made by the Fund may lose all or a substantial part of their value. Securities markets experience volatility that will vary, and over time the client's assets may fluctuate and at any time be worth more or less than the amount invested.

Specific Risks

The following listing of risk factors is not a complete expansion of the risks involved for clients investing in a Fund. Current and prospective investors should read the governing documents for each Fund and consult with their own advisers before investing.

Specific Risks - Equity Securities

GO Funds invest in the equity securities of small and mid-size capitalised companies. Our stock selection may result in a poorly performing investment or one that fails to perform over the time period held. The market liquidity of such securities will vary and may be low, such that it is difficult to buy and sell quantities to achieve the investment objective without an unfavourable impact on prices achieved. Generally available research on these companies may be limited. Small companies are typically subject to more erratic market movements than larger companies, and have a higher risk of insolvency.

An equity security may be delisted and become difficult to price.

Specific Risks - Equity Index Derivatives

GO Funds may use equity index derivatives in order to achieve full equity market exposure for our clients. Such instruments have value that is derived from an

underlying index. GO Funds will be exposed to counterparty risk on these derivative positions.

Specific Risks – Leverage

Under normal circumstances the exposure of the equity security together with the exposure of the equity derivative will not, in aggregate, have a nominal value in excess of the client's portfolio value.

However there may be some instances where GO determines that an equity security should be valued at a fixed amount (e.g. a bid for the company has been accepted in principle by the company's management). In such instances GO may acquire on behalf of the client further equity exposure in order to re-establish full market exposure for the client. In such instances the portfolio is technically leveraged, though GO would not consider it as such on an underlying economic basis. There is risk that the GO view is invalid (for example, the bid fails on some unforeseen event) and that the portfolio is leveraged.

Specific Risks – Portfolio Concentration

The GO Funds may have higher position concentrations than other available fund investments, and this may magnify the volatility of the portfolio and increase its risk profile.

Inside Information

In working with the management team of a company in which we propose to invest or are invested we may come into possession of material non-public information which may limit our ability to buy or sell the securities of the company and at a time when we wish to buy or sell such securities.

Key Persons Dependency

The success of our strategy is expected to depend on the expertise of Mr Stephen Brown, Mr Ken Kobayashi and Mr Kenji Iwamoto and other key personnel. The death, incapacity or withdrawal these personnel could materially adversely affect our clients.

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Disciplinary Information

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of GO's business or the integrity of GO's management.

ITEM 10
Other Financial Industry Activities and Affiliations

As referred to above, GO has appointed TMAM as investment manager for the JEF, and GO is party to a joint venture agreement with TMAM and its associated companies. GO has no other financial industry activities or affiliations.

ITEM 11

Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Code of Ethics

GO strives to adhere to the highest industry standards based on principles of professionalism, integrity, honesty and trust. In seeking to meet these standards, the Investment adviser has adopted a Code of Ethics (the "Code"). The Code incorporates the following general principles that all employees are expected to uphold:

- GO personnel must at all times place the interests of clients first;
- All personal securities transactions must be conducted in a manner consistent with the Code and any actual or potential conflicts of interest or any abuse of an employee's position of trust and responsibility must be avoided;
- Employees must not take any inappropriate advantage of their positions;
- Information concerning the identity of securities and financial circumstances of the Funds, including the Funds' investors, must be kept confidential;
- Independence in the investment decision-making process must be maintained at all times.

Investors may request a copy of the Code by contacting GO at the address or telephone number listed on the first page of this document.

Financial Conduct Authority (FCA)'s principles for business

The following FCA principles apply to the conduct of the business of GO:

- Integrity - A firm must conduct its business with integrity.
- Skill, care and diligence - A firm must conduct its business with due skill, care and diligence.
- Management and control - A firm must take reasonable care to organise and control its affairs responsibly and effectively, with adequate risk management systems.
- Financial prudence - A firm must maintain adequate financial resources.
- Market conduct - A firm must observe proper standards of market conduct.
- Customers' interests - A firm must pay due regard to the interests of its customers and treat them fairly.
- Communications with clients - A firm must pay due regard to the information needs of its clients and communicate information to them in a way which is clear, fair and not misleading.
- Conflicts of interest - A firm must manage conflicts of interest fairly, both between itself and its customers and between a customer and another client.
- Customers: relationships of trust - A firm must take reasonable care to ensure the suitability of its advice and discretionary decisions for any customer who is entitled to rely upon its judgement.
- Clients' assets - A firm must arrange adequate protection for clients' assets when it is responsible for them.
- Relations with regulators - A firm must deal with its regulators in an open and co-operative way and must disclose to the FCA anything relating to the firm of which the FCA would reasonably expect notice.

Participation or Interest in Client Transactions

GO does not engage in principal transactions (i.e. it does not purchase or sell any securities for its own accounts to or from a Fund).

GO executives invest in the Funds and, as of 31st January, 2017, held investments with a market value of approximately US\$ 2.2 million.

Personal Trading

A potential conflict of interest arises whenever investment advisers or their personnel trade in the same securities that they are purchasing and selling for clients. In order to address this potential conflict of interest, GO and its personnel may not purchase or sell securities that we also select for our clients. Further, GO's personnel are required to obtain pre-approval from the Compliance Officer or Managing Partners for the purchase of any security or derivative.

The JEF fund is managed by TMAM from Tokyo. TMAM has similar Code of Ethics, Conflict of Interest and Personal Trading provisions. GO will provide a copy of TMAM's policies to any client or prospective client on request.

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Brokerage Practices

It is our policy to seek to obtain best execution of securities traded on behalf of the Funds. In seeking best execution, the determinative factor is not always the lowest possible per security price or commission but whether, in our view, we have attained the lowest overall cost of acquisition or disposal.

In determining which broker to use various factors are taken into consideration, including:

- Ability to obtain best execution
- Market familiarity
- Reliability
- Ability to maintain confidentiality
- Commission rates
- Technology infrastructure
- Timely execution
- Good communications
- Ability to maintain accurate records
- Size and nature of the order

[Research and other benefits, “soft dollars”]

As part of their trading activities on behalf of the Funds, the Investment manager may enter into arrangements where they receive research in support of investment decision making, but the research is paid for through a direct payment of brokerage or allocation of brokerage. The Investment manager receives a benefit under these arrangements because it does not need to pay for such research with its own funds. Such research may include reports on particular industries or companies, economic surveys and analyses. The research may include both proprietary research and research developed by third parties.

It is possible that such “soft dollar” arrangements are used by the Investment manager to service accounts other than those of the clients who have borne such costs.

The Investment manager will only use such “soft dollar” arrangements when it makes a good faith determination that the commissions received are reasonable in relation to the value of brokerage and research services provided.

Aggregation and Allocation of Transactions

In order to minimise execution costs and obtain best execution for the Funds’ transaction, the Investment manager may aggregate orders for Funds and we will generally execute transactions and allocate trades on a pro rata basis to each Fund, any exceptions being reported to the Compliance Officer who will document the underlying reason.

ITEM 13

Review of Accounts

GO performs various daily, weekly, monthly, and quarterly reviews of each client's portfolio.

Following the reviews by GO, investors in all Funds receive:

- Each month an individual net asset value statement together with an analysis of the portfolio and attributable returns by stock.
- Each quarter a detailed commentary on the performance of each stock.
- Each year audited financial statements for the Fund in which it is invested.

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Client Referrals and Other Compensation

GO may from time to time use third party placement agents which receive compensation, which may be borne either by GO or by an investor, for referring investors to the Funds or other vehicles. In addition, GO may from time to time maintain compensation arrangements with certain of its personnel that may be deemed to constitute indirect compensation in this regard.

While we do not currently engage such agents, under U.S. law any referring solicitor must provide the client with GO ADVs and disclose that the solicitor is being compensated by GO for the solicitation.

ITEM 15

Custody

GO is deemed to have custody of client funds because it acts as general partner to the Funds and has the ability to request funds from the custodian. GO has controls in place to protect the client's interest in such instances.

A qualified custodian who holds the assets of the Funds is overseen by a qualified appointed depositary under the Alternative Investment Fund Manager Directive (AIFMD).

An independent audit firm audits each of the Funds annually and investors receive audited financial statements within three months of the fiscal year of each Fund.

ITEM 16

Investment Discretion

GO has full discretionary authority to decide the specific security to trade, the quantity, and the timing of transactions for the Funds. Fund investors should review the limited partnership agreements which outline this authority.

A client in a GO pooled vehicle may prohibit transactions in specified securities. In the event that GO wishes to acquire such security, provision is made to transfer the client account to a dedicated vehicle. In such case, the transfer costs and ongoing operational costs are borne by such client.

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Voting Client Securities

The TMAM-GO Japan Engagement Fund sees voting as an essential component of our engagement with companies. We vote at all company meetings. Typically, we are supportive of company management. When we vote against a company, we will always have already explained our reasons to management.

Our voting record can be viewed on our website
(<http://goinvestmentpartners.com/responsible-investment/>).

Policy

Our beliefs on stewardship and responsible investment are detailed on our website
(www.goinvestmentpartners.com).

ITEM 18
Financial Information

No disclosure is required under this section.