#### THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about the course of action to take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisor.

Unless otherwise defined herein, all capitalised terms used herein shall bear the same meaning as capitalised terms used in the prospectus for the Company dated 12 September 2017, as may be amended and supplemented from time to time (the "Prospectus"). A copy of the Prospectus of the Company is available upon request during normal business hours from the registered office of the Company.

#### POWERSHARES GLOBAL FUNDS IRELAND PLC

(an investment company with variable capital and having segregated liability between Funds)

## ANNUAL GENERAL MEETING 22 MARCH 2018

If you have sold or transferred your shares in PowerShares Global Funds Ireland plc, please pass this document at once to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee as soon as possible.

Please note that this notice has not been reviewed by the Central Bank of Ireland.

Dear Shareholder,

#### 1. Annual General Meeting ("AGM")

Attached is a Notice of the AGM of PowerShares Global Funds Ireland plc (the "Company") and a proxy card for you to vote on the AGM resolutions. The financial statements of the Company for the year ending 30 September 2017 form part of this Notice of AGM.

#### 2. Ordinary Business

Items 1 to 5 deal with the normal matters to be attended to at an AGM namely, the receipt and consideration of audited financial statements and the reports thereof, for the year ended 30 September 2017 (copy enclosed), a review of the Company's affairs by way of consideration of the audited financial statements, the authorisation of the Directors to re-appoint and to fix the remuneration of the Auditors of the Company, the re-election of the directors of the Company (biographies for each of the above directors can be found in Appendix I attached to this Notice). Items 1, 3, 4 and 5 require the passing of an ordinary resolution of the Company. Item 2 does not require a resolution to be passed.

#### 3. Action Required

Each share represents one vote and if you intend to vote using a proxy, your proxy must be delivered to Wilton Secretarial Limited within the time limits outlined on the proxy form. To pass Resolutions 1 to 4 in respect of the Company more than 50% of the voted shares must be in favour of each resolution.

#### 4. Recommendation

The Board believes that the proposed resolutions are in the best interests of the Company and of the Shareholders and, accordingly, the Directors strongly recommend that you vote in favour of the resolutions proposed at the AGM.

Yours faithfully,

Director

For and on behalf of PowerShares Global Funds Ireland plc

### POWERSHARES GLOBAL FUNDS IRELAND PLC (an open-ended investment company with variable capital structured as an umbrella fund with segregated liability between Funds)

#### NOTICE OF ANNUAL GENERAL MEETING

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the course of action to take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisor.

NOTICE is hereby given that the Annual General Meeting ("AGM") of PowerShares Global Funds Ireland plc (the "Company") will be held at 2 Grand Canal Square, Dublin 2, Ireland on 22 March 2018 at 11.00 a.m. (Irish time) for the purpose of transacting the following business:

#### **Ordinary Business**

- To receive and consider the audited financial statements of the Company for the year ended 30 September 2017 together with the report of the Directors and the Auditors thereon (Ordinary Resolution 1).
- 2. To review the Company's affairs (this item does not require a resolution to be passed).
- 3. To authorise the re-appointment of the Auditors of the Company and to authorise the Directors to fix the remuneration of the Auditors (Ordinary Resolution 2).
- 4. To re-elect Adrian Waters as a Director of the Company (Ordinary Resolution 3).
- 5. To re-elect William Manahan as a Director of the Company (Ordinary Resolution 4).

Biographies for Adrian Waters and William Manahan are set out in Appendix I attached hereto.

For and on behalf of the Board

Invesco Asset Management Limited Company Secretary Registered Office
Central Quay
Riverside IV
Sir John Rogerson's Quay
Dublin 2
Ireland

23 February 2018

#### Notes:

- Shareholders are entitled to attend and vote at the AGM of the Company. A Shareholder may appoint a proxy or proxies to attend, speak and vote instead of the Shareholder. A proxy need not be a Shareholder of the Company.
- 2. A form of proxy is enclosed for the use of shareholders unable to attend the meeting. Proxies must be sent to Wilton Secretarial Limited, 2 Grand Canal Square, Dublin 2, Ireland. Shareholders may send their proxies by fax to + 353 1 639 5333 provided the original signed form is sent immediately by post to the above mentioned address. To be valid, proxies must be received by Wilton Secretarial Limited not less than 48 hours before the time appointed for the holding of the meeting.
- 3. Each Shareholder present, in person or by proxy, represents one vote. Where voting is to be by poll each Share represents one vote.
- 4. Pursuant to Section 1105 of the 2014 Act and Regulation 14 of the Companies Act, 1990 (Uncertified Securities) Regulations, 1996, the Company hereby specifies that only those shareholders registered in the Register of Members of the Company as at 5pm on 19 March 2018 ('the Record Date') (or in the case of an adjournment as at close of business on the day which is two days before the date of the adjourned meeting) shall be entitled to attend, speak, ask questions and vote at the meeting in respect of the number of shares registered in their names at the time. Changes to entries in the Register of Members after that time will be disregarded in determining the right of any person to attend and/or vote at the meeting.

# POWERSHARES GLOBAL FUNDS IRELAND PLC (an open-ended investment company with variable capital structured as an umbrella fund with segregated liability between Funds) (the "Company")

#### **PROXY FORM**

I/We,				
To direct your proxy how to vote on the resolutions, may withhold your vote on a particular resolution, mark the relation a vote in law and will not be counted in the calculation resolution. If no voting instruction is given, your proxy a discretion.	evant 'vote want of the property	rithheld space. A	A vote withheld is r and against the	
ORDINARY RESOLUTIONS	FOR	AGAINST	WITHHELD	
To receive and consider the audited financial statements of the Company for the year ended 30 September 2017 together with the report of the Directors and the Auditors thereon.				
To authorise the re-appointment of the     Auditors of the Company and to authorise the     Directors to fix the remuneration of the     Auditors.		27		
To re-elect Adrian Waters as a Director of the Company.				
To re-elect William Manahan as a Director of the Company				
Dated:  Execution by Individual Shareholders (see note (c) (i)):				
Name and Address of Shareholder	Signa	ature		

Execution on behalf of Corporate Shareholders	(see note (c) (ii)):
Name and Address of Shareholder	
PRESENT when the common seal of was affixed hereto:	
	Signature
	Print Name
	Signature

#### Notes:

(a) A Shareholder must insert his full name and registered address in type or block letters. In the case of joint accounts the names of all holders must be stated.

Print Name

- (b) If it is desired to appoint a proxy other than the Chairman of the meeting, please insert his/her name and address and delete the words "the Chairman of the meeting, or failing him/her any Director of the Company, or failing him/her, Louise Kennan, or failing her, Annette Costello, or failing her, Sergey Dolomanov, or failing him, Nicola Doran, or failing her, Denise Lee".
- (c) The proxy form must:
  - (i) in the case of an individual Shareholder be signed by the Shareholder or his attorney; and
  - (ii) in the case of a corporate Shareholder be given either under its common seal or signed on its behalf by an attorney or by a duly authorised officer of the corporate Shareholder.
- (d) In the case of joint holders the vote of the senior who tenders a vote whether in person or by proxy shall be accepted by the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
- (e) To be valid this proxy and any power of attorney under which it is signed must reach Wilton Secretarial Limited, 2 Grand Canal Square, Dublin 2, Ireland. Shareholders may send their proxies by fax to + 353 1 639 5333 provided the original signed form is sent immediately by post to the above mentioned address. To be valid, proxies must be received by Wilton Secretarial Limited not less than 48 hours before the time appointed for the holding of the meeting.
- (f) A proxy need not be a member of the Company but must attend the meeting in person to represent you.
  - (g) Pursuant to Section 1105 of the 2014 Act and Regulation 14 of the Companies Act, 1990 (Uncertified Securities) Regulations, 1996, the Company hereby specifies that only those

shareholders registered in the Register of Members of the Company as at 5pm on 19 March 2018 ('the Record Date') (or in the case of an adjournment as at close of business on the day which is two days before the date of the adjourned meeting) shall be entitled to attend, speak, ask questions and vote at the meeting in respect of the number of shares registered in their names at the time. Changes to entries in the Register of Members after that time will be disregarded in determining the right of any person to attend and/or vote at the meeting.

#### **APPENDIX I**

#### **BIOGRAPHIES**

Adrian Waters - Non-Executive Director

Adrian Waters (Irish) is a Chartered Director and a Fellow of both The Institute of Chartered Accountants in Ireland and of the UK Institute of Directors. He is the Principal of Fund Governance Solutions, an independent funds consultancy. He specialises in risk management and governance and has over 25 years' experience in the investment funds industry. He is a director of several other investment funds.

From 1993 to 2001, he held various executive positions within The BISYS Group, Inc. (now part of the Citi Group), including Chief Executive Officer of BISYS Fund Services (Ireland) Limited and finally as Senior Vice President – Europe for BISYS Investment Services out of London. From 1989 to 1993, he was employed by the Investment Services Group of PricewaterhouseCoopers in New York and prior to that by Oliver Freaney and Company, Chartered Accountants, in Dublin.

Mr Waters holds a Bachelor of Commerce degree and a Post Graduate Diploma in Corporate Governance both received from University College Dublin in 1985 and 2005, respectively. Additionally, in 2013, he has received a Master of Science degree in Risk Management from the Stern Business School at New York University.

William Manahan - Independent Non-Executive Director

William Manahan (Irish) has spent over thirty years in Asset Management and Asset Servicing as a Sales and Services Manager for Bank of Ireland Asset Management and was a founding Director of Bank of Ireland Securities Services.

As CEO of Bank of Ireland Securities Services he set strategic direction for the business, agreed and delivered on specific goals and increased profitability on an annual basis. More recently he has acted as a Risk Advisor to the Central Bank of Ireland.

Mr. Manahan is a past council member of the Irish Funds Industry Association and past Chairman of the association through 2006-2007. He currently acts as an independent Non-Executive Director to Fund companies.