



Invesco Markets II plc
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THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

This circular (the "Circular") is sent to you as a Shareholder of Invesco Global Clean Energy UCITS ETF Acc (ISIN: IE00BLRB0242) and/or Invesco Global Clean Energy UCITS ETF Dist (ISIN: IE00BLRB0028), each a share class of Invesco Global Clean Energy UCITS ETF (the "Fund"), a sub-fund of Invesco Markets II plc (the "Company"). It is important and requires your immediate attention. If you are in any doubt as to the action you should take, seek advice from your stockbroker, bank manager, solicitor, accountant or independent financial adviser. The Circular has not been reviewed by the Central Bank of Ireland (the "Central Bank") and it is possible that changes may be necessary to meet the requirements of the Central Bank.

If you have sold or transferred your shares in the Fund, please pass this circular to the purchaser or transferee or to the stockbroker or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee as soon as possible.

Unless otherwise defined herein, all capitalised terms used herein shall bear the same meaning as capitalised terms used in the latest prospectus of the Company (the "Prospectus"). A copy of the Prospectus and the supplement relating to the Fund (the "Supplement") is available on request during normal business hours from the Company or from the local representative of the Company in any jurisdiction in which the Fund is registered for public distribution, including from the German information agent Macard, Stein & Co AG, Ballindamm 36, 20095 Hamburg, Germany and in Switzerland at BNP Paribas Securities Services, Paris, succursale de Zurich, Selnaustrasse 16, 8002 Zurich which is the Swiss representative and paying agent.

The Directors accept responsibility for the information contained in this Circular. 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 Circular is in accordance with the facts and does not omit anything likely to affect the import of such information.

RE: Invesco Global Clean Energy UCITS ETF

Notification of Extraordinary General Meeting to amend the investment objective of the Fund

1 April 2022

Dear Shareholder

1. Introduction

The Company is authorised by the Central Bank pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended (the "UCITS

Directors: Gary Buxton (British/Irish), Feargal Dempsey, Katie Walton-Jones (British) and Barry McGrath
Invesco Markets II plc, registered in Ireland as an open-ended variable capital umbrella investment company with limited liability and segregated liability between sub-funds.
Registration number: 567964. Registered office: Ground Floor, 2 Cumberland Place, Fenian Street, Dublin 2, Ireland



Regulations"). The Company is established as an umbrella fund with segregated liability between sub-funds and the Fund is a sub-fund of the Company.

The purpose of this letter is to notify you of an extraordinary general meeting ("EGM") to consider and vote on a proposed amendment to the Fund's investment objective (the "Material Change").

2. Material Change – amendment to the investment objective of the Invesco Global Clean Energy UCITS ETF

The Board has determined it appropriate to re-categorise the Fund as an Article 9 fund as defined by Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector (the "SFDR"). The Fund is currently categorised as an Article 8 fund for the purpose of SFDR.

In order to be categorised as an Article 9 fund, the Fund must have sustainable investment as its objective. Accordingly, it is proposed to amend the investment objective of the Fund in the following manner:

Current Investment Objective	New Investment Objective
The investment objective of the Fund is to achieve the net total return performance of the WilderHill New Energy Global Innovation Index (the " Reference Index ") less fees, expenses and transaction costs.	The investment objective of the Fund is to achieve the net total return performance of the WilderHill New Energy Global Innovation Index (the " Reference Index ") less fees, expenses and transaction costs, thereby taking an approach that seeks to invest in companies whose innovative technologies focus on the generation and use of cleaner energy, conservation, efficiency and the advancement of renewable energy, hence facilitating a transition to a lower carbon economy.

The Board has determined that the proposed re-categorisation is appropriate due to amendments to the methodology of the Wilderhill New Energy Global Innovation Index, the reference index of the Fund (the "**Reference Index**") pursuant to which the Reference Index will incorporate ESG exclusionary criteria via a combination of norms-based, controversy and business involvement screening, thereby avoiding exposure to companies that do not follow good governance practices and/or are perceived to be doing significant harm to environmental objectives. As a result of the amendments to the Reference Index, the Reference Index will comprise "sustainable investments", as defined in SFDR, and by virtue of replicating the Reference Index, the Fund will make sustainable investments once the non-material changes have come into effect. Please see the section below titled "Non-material changes" for information on proposed amendment to the methodology of the Reference Index. Please note that the amendments to the methodology will take place regardless of the outcome of the EGM and are not subject to Shareholder approval.

Following the EGM, if passed at the EGM, the Supplement will be updated to reflect the re-categorisation of the Fund as Article 9 under SFDR.

3. Shareholders should note that:

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- The change to the investment objective is for clarification purposes and to meet the specific disclosure requirements of Article 9 of SFDR. The investment policy and strategy of the Fund will not change as a result.
- The Fund will retain all its other characteristics, in particular its risk and return profile (which remains unchanged at 7 on the scale presented in the KIID).
- Shareholders will not bear any additional legal or administrative costs as a result of the Material Change.
- The Fund may incur transaction costs associated with the Material Change. The transaction costs, based on the Fund's current portfolio, are expected to be minimal and will be borne by the Fund.
- The total expense ratio will not change as a result of the Material Change. The anticipated tracking error and risk profile of the Fund are expected to remain the same.
- Subject to Shareholder approval being obtained, the Material Change will take effect on or around 29 April 2022 (the "**Effective Date**").

Recommendation:

The Directors believe that the resolution to be proposed at the EGM is in the best interests of Shareholders and, accordingly, the Directors recommend that Shareholders vote in favour of the resolution.

4. Non-material changes

We wish to inform you of the following proposed amendments (the "**Non- material changes**") to the methodology of the Reference Index to:

- i) increase the time window considered for the determination of the average traded daily value. The theme has expanded significantly since the initial thresholds were set, and the companies that do not surpass the new threshold now compose a small percentage of the whole clean energy ecosystem; and
- ii) include a sustainability screen which is based on UN Global Compact Principles and controversial activity involvement.

Further information is available on the website of the index provider here:

<https://www.solactive.com/methodology-change-wilderhill-new-energy-global-innovation-index-effective-date-16-march-2022/>

The Non-material changes will take effect on 16 March 2022 and will be reflected in the Supplement on or around 29 April 2022 along with the Material Change, if approved by Shareholders. Should you wish to redeem your shareholding as a result of the Non-material changes, you may do so in accordance with the dealing provisions outlined in the Supplement.

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NOTICE OF EGM TO CONSIDER AND VOTE ON MATERIAL CHANGES

In order to obtain Shareholder approval for the Material Change, the Board has decided to convene an EGM at which a resolution to approve the Material Change will be proposed. You will find attached to this letter a notice of EGM ("Notice of EGM") which will be held at 10 a.m. (Irish time) on 25 April 2022.

Please note that you are only entitled to attend and vote at the meeting (or any adjournment thereof) if you are a registered shareholder. As the Fund uses the International Central Securities Depository (ICSD) model of settlement and The Bank of New York Depository (Nominees) Limited is the sole registered shareholder of shares in the Fund, investors in the Fund should submit their voting instructions through the relevant ICSD or the relevant participant in an ICSD (such as a local central securities depository, broker or nominee). If any investor has invested in the Fund through a broker/dealer/other intermediary, the investor should contact this entity to provide voting instructions.

Proxy Form

The form of proxy accompanying this Notice of EGM should be completed and returned in accordance with the instructions thereon, so as to be received **no later than 48 hours before the time fixed for the holding of the EGM**.

Re-convening the EGM

Should it be necessary to re-convene the EGM, Shareholders should note that the Board has determined that the re-convened meeting would take place on 9 May 2022 at 10.00 a.m. (Irish time).

Publication of Results

The results of the EGM will be announced through the regulatory news service on the Euronext Dublin website and will be published in the appropriate manner in each of the other jurisdictions in which the Fund is listed on a stock exchange.

Redemption of Shares

Shareholders who do not wish to remain in the Fund following the implementation of the Material Change (if the resolution is passed) will have the opportunity to redeem their Shares on any Dealing Day prior to the Effective Date in the manner prescribed in the Prospectus.

Should you have any questions relating to these matters, you should either contact the Company at the above address or alternatively you should contact your investment consultant.

Yours faithfully

Director
For and on behalf of
Invesco Markets II plc

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