

**NOTICE OF 2018 ANNUAL GENERAL MEETING**

**OF**

**XTRACKERS (IE) PLC**  
**(the Company)**

**NOTICE** is hereby given that the Annual General Meeting of the Company will be held at the offices of A&L Goodbody, International Financial Services Centre, North Wall Quay, Dublin 1 on Wednesday, 6 June 2018 at 10:00 am for the following purposes:

1. To receive and consider the statutory financial statements for the year ended 31 December 2017 and the report of the directors on those statements and the report of the statutory auditors on those statements and that report.
2. The review by the members of the Company's affairs.
3. To consider the re-appointment of the statutory auditors.
4. To authorise the directors to fix the remuneration of the statutory auditors for the year ending 31 December 2018.

By Order of the Board

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**For and on behalf of**  
**Goodbody Secretarial Limited**

**Date:**

**Registered Office:** A&L Goodbody, International Financial Services Centre, North Wall Quay, Dublin

**Note:** A member entitled to attend and vote may, using the form set out in Section 184 of the Companies Act 2014, appoint a proxy to attend, speak and vote on his behalf. A proxy need not be a member of the company. Any such form of proxy must be received at the Company's registered office before the commencement of the meeting.

**PROXY**

**For 2018 Annual General Meeting of**

**XTRACKERS (IE) PLC**

**(the Company)**

..... (the **Member**).....of..... being a member of the Company  
HEREBY APPOINT

.....of..... or failing him or her the Chairman of the meeting or Amy Brennan or Stephanie Reidy or Jacque Verner or Christopher Moore or Hermione Winters as the proxy of the Member to attend, speak and vote for the Member on behalf of the Member at the Annual General Meeting of the Company to be held on the 6 June 2018 and at any adjournment of the meeting.

The proxy is to vote as follows:

<b>Number or description of resolution:</b>	<b>In Favour</b>	<b>Abstain</b>	<b>Against</b>
1. To receive and consider the statutory financial statements for the year ended 31 December 2017 and the report of the directors on those statements and the report of the statutory auditors on those statements and that report.			
2. To consider the re-appointment of the statutory auditors.			
3. To authorise the directors to fix the remuneration of the statutory auditors for the year ending 2018.			
Unless otherwise instructed the proxy will vote as he or she thinks fit.			
Signature of member.....			
Dated:.....			

## Notes

1. You may appoint a proxy of your own choice by inserting the name of the person appointed as proxies (who need not be shareholder) in the space provided.
2. Please insert your name(s) and address in **BOLD TYPE** and sign and date the form.
3. Indicate by placing a cross in the appropriate box how you wish your votes to be cast in respect of each resolution. If no mark is made, your proxy may vote or abstain at his/her discretion. On any other business not specified in the Notice of Meeting and arising at the Meeting, the proxy will act at his or her discretion.
4. If the appointer is a corporation, this form must be under the common seal or under the hand of some officer, attorney or other person authorised in writing.
5. In the case of joint holders, the signature of any one holder will be sufficient, but the names of all the joint holders should be stated. In the event of more than one joint holder tendering votes, the vote of the shareholder whose name first appears in the register of members will be accepted to the exclusion of all others.
6. To be valid, this form (and, if applicable, any power of attorney or other authority under which it is signed or a notarially certified copy thereof) must be completed and deposited at the registered office at **25/28 North Wall Quay, Dublin 1, Ireland** before the time fixed for holding the meeting by post or by fax at +353 (0) 1 649 2649 for the attention of Amy Brennan.
7. If any amendments are made they should be initialled.
8. Completion and return of this form of proxy will not prevent you from attending and voting in person at the meeting if you so wish.