

(中譯文僅供參考，與原文相較不盡完整，亦有歧異，如有疑義應以英文本為準)

野村基金(愛爾蘭系列)(下稱「本公司」)  
年度股東常會通知

茲通知本公司將為下列目的，於 2019 年 7 月 12 日下午 4 時 30 分（愛爾蘭時間），33 Sir John Rogerson's Quay, Dublin 2, Ireland 舉行年度股東常會（下稱「本會議」）。

**承認與審視事項**

1. 收受並承認截至 2018 年 12 月 31 日之董事會報告與財務報告。
2. 審視本公司事務。

**決議事項**

1. 再度委任 Ernst & Young 為查核會計師。
2. 授權董事會訂定查核會計師之報酬。

經董事會指示

Derval Keane  
Tudor Trust Limited  
公司秘書

2019 年 4 月 26 日

**請注意:有權出席上開會議並表決之股東有權委託代理人出席與表決。 代理人毋須為股東。**

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野村基金(愛爾蘭系列)  
委託書

持有人身分證號碼	帳戶號碼 & 描述

本人/吾等\*為上開公司持有 \_\_\_\_\_ 股份之股東，並有權投票，茲指派 \_\_\_\_\_，其地址為 \_\_\_\_\_，若指定之特定人缺席，則為本會議之主席（註 2），若其未能出席，則為 Ailish Taylor，其地址為 33 Sir John Rogerson's Quay, Dublin 2，若其未能出席，則為 Laura Doyle，其地址為 33 Sir John Rogerson's Quay, Dublin 2，若其未能出席，則為 Tudor Trust Limited，就本公司於 2019 年 7 月 12 日下午 4 時 30 分（愛爾蘭時間），於 33 Sir John Rogerson's Quay, Dublin 2, Ireland 舉行之年度股東常會，或任何依此再行召集之會議，擔任本人/吾等\*之代理人，代表本人/吾等\*為本人/吾等\*投票。

(\*視其情況刪除)

簽署: \_\_\_\_\_

日期: 2019 年 \_\_\_\_\_

請於下方空格中以「X」指明您就每項決議所希望之投票方式，或於下方空格中填寫您贊成與/或反對每項決議之總投票數。

**承認與審視事項**

1. 收受並承認截至 2018 年 12 月 31 日之董事報告與財務報告。
2. 審視本公司事務。

**決議事項**

決議	贊成	反對	棄權
1. 重新指派 Ernst & Young 為查核會計師			
2. 授權董事訂定查核會計師之報酬			

除另行於上方指示者外，代理人得按其認為合適者投票。

(中譯文僅供參考，與原文相較不盡完整，亦有歧異，如有疑義應以英文本為準)

野村基金(愛爾蘭系列)  
委託書

1. 若您已出售或另行轉讓所有股份，請儘速將本通知及隨附之委託書轉交予買受人或受讓人，或透過券商、銀行或其他使該出售或轉讓生效之代理人，轉交予買受人或受讓人。
2. 股東得自行選任指派代理人。若業已指派，請刪除「會議主席」之字樣，並將指派之代理人之姓名填入委託書內之空格中。
3. 若股東未填寫其選擇之代理人，則應假定其希望指定會議主席或任一上述之其他人士為其代理人。
4. 若委託人為公司法人，本表格應經公司用印簽署，或經指派之主管或經授權之代理人代表簽署，並請確認您已於簽署之表格中指明簽署之權能。
5. 若指派代理人之文書係由經授權之人所簽署，請確認您已檢附委託書及授權書正本或經公證核實之授權書副本。
6. 如為共同持有人，無論其係親自投票或以代理方式投票，委託投票之首位列名之共同持有人之投票，應被視為排除其他共同持有人之投票，且為此目的，首位列名之共同持有人應以股東名簿上所記載之共同持有人之姓名之順序決定之。
7. 若交回本表格時，表格上並未就代理人應如何投票為任何指示，其得裁量決定如何投票或是否放棄投票。
8. 對本委託書表格之任何更動應經簽署，始生效力。
9. 本表格（包括經公證核實之授權書或委任書副本）應於填妥後，於本會議或延會舉行日期之 48 小時前，以郵寄、快遞至本公司登記辦公室（33 Sir John Rogerson's Quay, Dublin 2），受件人為 Ailish Taylor，或透過電子郵件方式寄至 [Ailish.taylor@dilloneustace.ie](mailto:Ailish.taylor@dilloneustace.ie)，或傳真至 +353 1 667 0042。



**NOTICE OF ANNUAL GENERAL MEETING OF  
NOMURA FUNDS IRELAND PUBLIC COMPANY (THE "COMPANY")**

**NOTICE IS HERBY GIVEN** that the 2019 Annual General Meeting of the Company will be held at **33 Sir John Rogerson's Quay, Dublin 2, Ireland on 12<sup>th</sup> July 2019 at 4.30pm** for the purpose of considering the following business:

1. To receive and consider the Report of the Directors and the Financial Statements for the year ended 31<sup>st</sup> December 2018.
2. To review the Company's affairs.

**RESOLUTIONS**

1. To appoint Ernst & Young as Auditors of the Company until the conclusion of the next Annual General Meeting;
2. To authorise the Directors to fix the remuneration of the Statutory Auditors.

Dated this 26<sup>th</sup> day of April 2019



**For and on behalf of  
Tudor Trust Limited  
Company Secretary**

*A Member entitled to attend and vote is entitled to appoint one or more proxies to attend and vote instead of him/her and a proxy need not also be a Member.*

**Registered in Dublin, Ireland – No: 418598**

**NOMURA FUNDS IRELAND PLC  
("COMPANY")**

**Appointment of Proxy**

I/We \_\_\_\_\_ being a member of the Company hereby appoint

Insert name of proxy:

Name:

Address:

Or failing him or her

Insert name of alternative proxy

Name:

Address:

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 at 33 Sir John Rogerson's Quay, Dublin 2, Ireland on 12<sup>th</sup> July 2019 at 4.30pm and at any adjournment thereof. In in the absence of the appointment of any specified person, the Chairperson of the Meeting (note 2) or failing her/him Alish Taylor of 33 Sir John Rogerson's Quay, Dublin 2 or failing her a representative of Tudor Trust Limited

**The proxy is to vote as follows:**

<b>Resolutions</b>	<b><u>For</u></b>	<b><u>Against</u></b>	<b><u>Abstain</u></b>
1. To appoint Ernst & Young as Auditors of the Company until the conclusion of the next Annual General Meeting;			
2. To authorise the Directors to fix the remuneration of the Auditor.			

**Unless otherwise instructed the proxy will vote as he or she think fit**

**Signature of Member** \_\_\_\_\_

**Dated:** \_\_\_\_\_

**NOMURA FUNDS IRELAND PLC**  
**("COMPANY")**

1. If you have sold or otherwise transferred all of your Shares, please pass this Circular and accompanying Form of Proxy as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for delivery to the purchaser or the transferee.
2. A Shareholder may appoint a proxy of his/her own choice. If the appointment is made delete the words "the Chairperson of the meeting" and insert the name of the person appointed as proxy in the space provided.
3. If the Shareholder does not insert a proxy of his/her own choice it shall be assumed that they wish to appoint the Chairperson of the meeting or one of the other persons mentioned above to act for them.
4. If the appointer is a corporation, this form must be under the Common Seal or under the hand of some duly appointed officer or attorney duly authorised on its behalf and please ensure that you indicate the capacity in which you are signing.
5. If the instrument appointing a proxy is signed under a power of attorney, please ensure that you enclose an original or a notarially certified copy of such Power of Attorney with your proxy form.
6. In the case of joint holders, the vote of the first named of joint holders who tenders a vote whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose, the first named shall be determined by the order in which the names of the joint holders stand in the Register of Shareholders.
7. If this form is returned without any indication as to how the person appointed proxy shall vote he will exercise his discretion as to how he votes or whether he abstains from voting.
8. Any alterations made to this form must be initialled to be valid.
9. To be valid, this form, including a notarially certified copy of such power or authority as may be necessary, must be completed and deposited at the **33 Sir John Rogerson's Quay, Dublin 2, Ireland**, by post, courier, e-mail at [Ailish.taylor@dilloneustace.ie](mailto:Ailish.taylor@dilloneustace.ie) or fax at +353 1 667 0042 for the attention of Ailish Taylor, no later than 48 hours before the time fixed for the commencement of the meeting or adjourned meeting.

