

**NOTICE OF ANNUAL GENERAL MEETING**

**OF**

**AUREUS FUND (IRELAND) PLC**

AN OPEN-ENDED INVESTMENT COMPANY WITH VARIABLE CAPITAL  
INCORPORATED WITH LIMITED LIABILITY UNDER THE LAWS OF IRELAND  
WITH REGISTERED NUMBER 358019

**THIS NOTICE IS SENT TO YOU AS A SHAREHOLDER OF AUREUS FUND (IRELAND) PLC (the COMPANY). IT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT AS TO THE ACTION TO BE TAKEN YOU SHOULD IMMEDIATELY CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR OR ATTORNEY OR OTHER PROFESSIONAL ADVISOR.**

If you have sold or otherwise transferred your holding in the Company please send this document and the accompanying proxy form to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Unless otherwise indicated, all capitalised terms in this Notice shall have the same meaning as described in the prospectus for the Company dated 11 April 2024 (the **Prospectus**).

## **AUREUS FUND (IRELAND) PLC**

*(an open-ended investment company with variable capital incorporated with limited liability)*

3 Dublin Landings North Wall Quay  
Dublin 1  
Ireland

Dear Shareholder

### **1 INTRODUCTION**

- 1.1 We are writing to inform you that the annual general meeting (**AGM**) of the Shareholders of the Company is to be convened and held on Thursday, 12 September 2024 at 10.15am at 3 Dublin Landings, North Wall Quay, Dublin 1, Ireland.
- 1.2 We enclose a notice of the AGM with a proxy form in order for you to cast your votes on the matters to be voted on at the AGM.

### **2 PROPOSED ACTION TO BE TAKEN**

- 2.1 Should you wish to vote at the AGM, please complete the proxy form enclosed with this Notice and return a completed and signed proxy form by email to [gslfunds@algoodbody.com](mailto:gslfunds@algoodbody.com). Please also refer to the "Notes to the Proxy Form" on page 6 of this Notice.

### **3 PROPOSED BUSINESS AT AGM**

- 3.1 At the AGM, the Directors are proposing the following items of ordinary business:
- 3.1.1 To receive and consider the statutory financial statements for the year ended 31 December 2023 and the report of the directors on those statements and the report of the statutory auditors on those statements and that report.
- 3.1.2 To authorise the directors to fix the remuneration of the statutory auditors for the year ending 31 December 2024.
- 3.1.3 The review by the members of the Company's affairs.

### **4 EXPECTED TIMETABLE OF PRINCIPAL EVENTS\***

Date of this Circular

Latest time and date for receipt of forms of proxy Thursday, 12 September 2024 at 10.15am

Annual General Meeting Thursday, 12 September 2024 at 10.15am

\* References to times in this Notice are to Dublin times unless otherwise stated.

### **5 SHAREHOLDERS' APPROVAL**

The resolutions are proposed as ordinary resolutions, meaning that they cannot be passed unless it receives the support of a simple majority of the total number of votes cast for and against it. If the resolution is passed by the requisite majority, it will be binding on all shareholders irrespective of how (or whether) they voted.

The quorum for the AGM is two persons entitled to vote upon the business to be transacted, each being a Shareholder, a holder of Subscriber Shares, a proxy for a Shareholder or a duly authorised representative of a corporate member. If a quorum is not present within half an hour of the time appointed for the AGM, or

if during the AGM a quorum ceases to be present, it will be necessary to adjourn it. In that event, it will stand adjourned to the same day in the next week, at the same time and place or to such other day, time and place as the Company directors may determine. If at an adjourned meeting the quorum is not present within half an hour from the time appointed for the meeting, if convened otherwise than by resolution of the Directors, shall be dissolved, but if the meeting shall be been convened by resolution of the Directors, one person entitled to be counted in a quorum present at the meeting shall be a quorum.

## 6 **PROXY FORMS**

A proxy form to enable you to vote at the AGM is enclosed with this Notice. Please read the notes printed on the proxy form which will assist you in completing and returning the proxy form. To be valid, your form of proxy for the AGM must be received before the time appointed for the holding of the AGM or adjourned AGM. You may attend and vote at the AGM even if you have appointed a proxy, but in such circumstances, the proxy is not entitled to vote.

## 7 **RECOMMENDATION**

The Directors are of the opinion that the passing of the resolutions are in the interests of the Shareholders as a whole and would recommend that you vote in favour of the resolutions set out in the attached notice of AGM by proxy.

We thank you for your continuing support of the Company.

Yours sincerely

**Directors of Aureus Fund (Ireland) Plc**

## NOTICE OF ANNUAL GENERAL MEETING

of  
AUREUS FUND (IRELAND) 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 LLP, 3 Dublin Landings, North Wall Quay, Dublin 1, on Thursday, 12 September 2024 at 10.15am for the following purposes:

### **As Ordinary Resolutions**

- 1 To receive and consider the statutory financial statements for the year ended 31 December 2023 and the report of the directors on those statements and the report of the statutory auditors on those statements and that report.
- 2 To authorise the directors to fix the remuneration of the statutory auditors for the year ending 31 December 2024.
- 3 The review by the members of the Company's affairs.

And to transact any other business which may properly be brought before the meeting.

By Order of the Board

for and on behalf of

Goodbody Secretarial Limited

Secretary

**Registered Office:** 3 Dublin Landings, North Wall Quay, Dublin 1

**Date:** 19 August 2024

A member entitled to attend and vote may appoint a proxy to attend, speak and vote on his behalf. A proxy need not be a member of the company. Any such form or proxy must be received before the commencement of the meeting.

**PROXY**

**FOR 2024 ANNUAL GENERAL MEETING OF  
AUREUS FUND (IRELAND) PLC**

(the **Company**)

..... (the **Member**).....of..... being a member of the Company  
**HEREBY APPOINT**.....of..... or failing him or her, the  
Chairperson of the meeting, any representative of Goodbody Secretarial Limited or any partner or employee of A&L  
Goodbody LLP 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 Thursday, 12 September 2024 at 10.15am and at any  
adjournment of the meeting.

The proxy is to vote as follows:

Number or description of resolution:	In Favour	Abstain	Against
<b>As Ordinary Resolutions:</b>			
1. To receive and consider the statutory financial statements for the year ended 31 December 2023 and the report of the directors on those statements and the report of the statutory auditors on those statements and that report.			
2. To authorise the directors to fix the remuneration of the statutory auditors for the year ending 31 December 2024.			
Unless otherwise instructed the proxy will vote as he or she thinks fit.			
Signature of member.....			
Dated:.....			

## Notes to the Proxy Form

- 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 proxy form and any power of attorney under which it is signed must reach the Company Secretary of the Company c/o A&L Goodbody LLP, 3 Dublin Landings, North Wall Quay, Dublin 1, Ireland prior to the above stated date and time. Shareholders may send their proxies by email to [gsifunds@algoodbody.com](mailto:gsifunds@algoodbody.com)
- 7 If any amendments are made they should be initialled.