



**The Eco Resources Fund PCC Plc**

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25th November 2016

Dear Shareholder

**The Eco Resources Fund PCC plc (the 'Fund')**

Further to my letter dated 4th November 2016, I am writing to you to provide advance notice of an Extraordinary General Meeting ('EGM') to consider a proposal to voluntarily wind-up the Fund, and have enclosed the notice of the EGM and proxy form.

The date of the EGM has been set for 19<sup>th</sup> December 2016 to be held at The Palace Hotel, Central Promenade, Douglas, Isle of Man, commencing at 9am.

If you intend to appoint a proxy to vote on your behalf, please ensure that a completed proxy form arrives at the registered office of the Fund no later than 48 hours before the scheduled start time of the meeting.

If you or your proxy are planning to attend the meeting in person, please ensure that you bring photographic identification in order to be accepted into the meeting.

Due to seeking shareholders' approval to wind-up the Fund, an application has been made to de-list the Fund and its listed sub-funds from the Official List of the Channel Island Securities Exchange Authority. The securities due to be de-listed are;

- The Eco Resources Fund PCC plc
- Premier Eco Resources Sterling Sub-Fund redeemable preference GBP0.001 shares
- EcoEarth Resources Sterling Sub-Fund redeemable preference GBP0.001 shares

All enquiries in relation to the proposed de-listing announcement should be addressed to the Listing Sponsor:

Carol Keenan  
First Names Corporate Services Limited  
3<sup>rd</sup> Floor  
37 Esplanade  
St Helier  
Jersey  
JE2 3QA

Should you have any questions in relation to the EGM, please do not hesitate to get in touch by e-mail [enquiries@premiergroupiom.com](mailto:enquiries@premiergroupiom.com) or by telephone +44 (0)1624 699677.

Yours faithfully

Jamie Sutton  
**Director**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

### **THE ECO RESOURCES FUND PCC PLC**

("the Company")

NOTICE is hereby given that an Extraordinary General Meeting of the Company will be held on 19<sup>th</sup> December 2016 at The Palace Hotel, Central Promenade, Douglas, Isle of Man at 9am for the purpose of considering and, if thought fit:

1. Pass the following resolution to be proposed as an extraordinary resolution:

THAT, as the Company cannot by reason of its liabilities continue in business, the Company be wound up voluntarily;

BY ORDER OF THE BOARD

Jamie Sutton  
Director

Date: 25<sup>th</sup> November 2016

Registered Office: First Names House  
Victoria Road  
Douglas  
Isle of Man  
IM2 4DF

Please refer to the Notes overleaf for further details, including how to appoint a proxy.

**Notes:**

1. Only holders of Shares (a "Shareholder") may vote at the meeting.
2. Each Shareholder is entitled to attend and vote at the meeting and is entitled to appoint one or more proxies to attend and, on a poll, to vote instead of him/her.
3. A proxy need not be a member of the Company.
4. Any instrument appointing a proxy must be in writing under the hand of the appointer or of his/her attorney duly authorised in writing or - if the appointer is a body corporate - either under its common seal or under the hand of an officer or attorney duly authorised, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, not less than 48 hours before the time appointed for the holding of the meeting.
5. A Proxy Form which has been approved by the Board of Directors of the Company for use at the meeting accompanies this notice. Accordingly, if you do not intend being present at the meeting, please complete, sign and date the Proxy Form with reference to the guidance set out in that Proxy Form and return it in accordance with the instructions set out therein. Additional or replacement copies of the Proxy Form may be requested from Moore Fund Administration (IOM) Limited, First Names House, Victoria Road, Douglas, Isle of Man IM2 4DF.
6. Completion and return of a Proxy Form does not preclude a Shareholder from attending and voting in person at the meeting.
7. Only a registered Shareholder whose name appears in the register of members of the Company may attend and vote.
8. In the case of joint registered holders of Shares, the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority will be determined by the order in which the names of the holders are shown in the Company's register of members.
9. If you submit more than one valid proxy appointment in respect of the same Shares, the appointment received last before the latest time for the receipt of proxies for the Meetings will take precedence.
10. A member of the Company may appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attached to a different Share or Shares held by him/her. You may not appoint more than one proxy to exercise rights attached to any one Share. To appoint more than one proxy please follow the instructions set out in the accompanying Proxy Form.
11. Any shareholder or appointed proxy intending to attend the meeting in person must provide acceptable photographic identification to be accepted to attend the meeting.

## PROXY FORM

### THE ECO RESOURCES FUND PCC PLC

*(Incorporated in the Isle of Man with registered number 127199C)*

For use by the holders of participating redeemable preference shares and management shares ("**Shares**") in the capital of The Eco Resources Fund PCC plc (the "**Company**") in relation an Extraordinary General Meeting of the Company (the "**Meeting**") to be held on 19<sup>th</sup> December 2016 at The Palace Hotel, Central Promenade, Douglas, Isle of Man at 9am and in relation to the matters to be considered at the Meeting.

I/We ..... *(Insert Member's Name)*

of ..... *(Insert Address)*

**being a member of the Company HEREBY APPOINT irrevocably the Chairman of the Meeting**

..... *(Delete "the Chairman of the Meeting" and insert Proxy's Name, if desired)*

in respect of all of my/our Shares as my/our proxy to attend, to speak and to vote on a poll in respect of such Shares for me/us and on my/our behalf at the Meeting and at any adjournment thereof for the purposes of considering and, if thought fit, passing the resolutions referred to in the notice convening the Meeting. I/We direct that my/our proxy will vote (or abstain from voting) on the resolution set out in the said notice as indicated below:

#### EXTRAORDINARY RESOLUTION

	For	Against
THAT, as the Company cannot by reason of its liabilities continue in business, the Company be wound up voluntarily	<input type="checkbox"/>	<input type="checkbox"/>

Dated this .....day of .....2016

.....  
Signature of Member