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**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

**If you are in any doubt about the course of action to take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisor.**

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## **ORCHARD FUNDS PUBLIC LIMITED COMPANY**

*(Registered in Ireland as an investment company with variable capital and having segregated liability between its sub-funds under registration number 365198)*

### **Annual General Meeting**

**20 August 2020**

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**If you have sold or transferred your shares in Orchard Funds Plc please pass this document at once to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee as soon as possible.**

**Please note that this notice has not been reviewed by the Central Bank of Ireland (the “Central Bank”)**

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*One Custom House Plaza, International Financial Services Centre, Dublin 1, Ireland*

*Directors: Ian Abrams (UK), Tom Finlay, Gary Brennan*

*Registered in Ireland as an investment company with variable capital and having segregated liability under registration no. 365198*



## ORCHARD FUNDS PUBLIC LIMITED COMPANY

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2 July 2020

Dear Shareholder

### **Notice**

Attached is the notice of the 2020 annual general meeting (the “**AGM**”) of the Company and a proxy card for you to vote on the AGM resolution.

The normal matters to be attended to at an AGM, namely, the receipt and consideration of the audited Financial Statements and Reports thereon, a review of the Company's affairs by way of consideration of the audited financial statements and the authorisation of the Directors to fix the remuneration of the auditors of the Company (the “**Auditors**”) are detailed in the notice.

### **Ordinary Business (Resolutions 1 and 2)**

Resolutions 1 and 2 deal with the normal matters to be attended to at an AGM namely, the receipt and consideration of the audited Financial Statements and Reports thereon and the authorisation of the Directors to fix the remuneration of the auditors.

### **Action Required**

Each Shareholder present in person or, being a corporation, present by a duly authorised representative, and every proxy represents one vote (unless voting is to be by poll in which case every Shareholder present in person or by a duly authorised representative in the case of a corporation or by proxy shall have one vote for every share of which he is the holder) and if you intend to vote using a proxy, your proxy must be delivered to Wilton Secretarial Limited (the Company Secretary) within the time limits outlined on the proxy form.

### **Recommendation**

The Board believes that the resolution to be proposed at the AGM is in the best interests of the Company and the Shareholders as a whole and, accordingly, the Directors recommend that you vote in favour of the resolution at the AGM.

Yours faithfully

Director

*One Custom House Plaza, International Financial Services Centre, Dublin 1, Ireland*

*Directors: Ian Abrams (UK), Tom Finlay, Gary Brennan  
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**ORCHARD FUNDS PUBLIC LIMITED COMPANY**

**NOTICE OF ANNUAL GENERAL MEETING**

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**NOTICE** is hereby given that the Annual General Meeting of Orchard Funds Public Limited Company (the "**Company**") will be held at 6<sup>th</sup> Floor, 2 Grand Canal Square, Dublin 2, Ireland on 20 August 2020 at 10.00 a.m. to transact the following business of the Company:

**Ordinary Business**

1. to receive and consider the Directors' Report and Financial Statements of the Company for the year ended 31 December 2019;
2. to authorise the Directors to fix the remuneration of the Auditors.

Date: 2 July 2020

For and on behalf of

  
Wilton Secretarial Limited  
Secretary

Registered Office:

One Custom House Plaza  
International Financial Services Centre  
Dublin 1  
Ireland

1. Shareholders are entitled to attend and vote at the AGM of the Company. A Shareholder may appoint a proxy or proxies to attend, speak and vote instead of the shareholder. A proxy need not be a member of the Company.
2. A form of proxy is enclosed for the use of Shareholders unable to attend the meeting. To be valid, this proxy and any authority under which it is executed must, by post or by hand, reach the registered office of the Company or (at the option of the Shareholder) the secretary of the Company c/o The Secretary, Orchard Funds plc, 6th Floor, 2 Grand Canal Square, Dublin 2, D02 A342, Ireland. Alternatively, Shareholders may send their proxies and any authority under which they are executed by e-mail to [fundscosec@williamfry.com](mailto:fundscosec@williamfry.com). To be valid, proxies and any authority under which they are executed must be received not less than 48 hours before the time appointed for the holding of the meeting.

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**ORCHARD FUNDS PUBLIC LIMITED COMPANY**  
**(the "Company")**

**PROXY FORM**

I/We \_\_\_\_\_ of \_\_\_\_\_  
being a Shareholder of the above named Company hereby appoint the Chairman of the meeting or failing him/her, any Director of the Company, or failing him/her Louise Kennan, or failing her Liza Botha or failing her Andrea Borain, or failing her Fionnuala Hanrahan, or failing her \_\_\_\_\_ of \_\_\_\_\_ as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at 6<sup>th</sup> Floor, 2 Grand Canal Square, Dublin 2, Ireland on 20 August 2020 at 10.00 a.m. and at any adjournment thereof.

Please indicate with an "X" in the space below how you wish your votes to be cast in respect of the Resolution. If no specific direction as to voting is given the proxy will vote or abstain from voting at his discretion.

RESOLUTIONS	FOR	AGAINST
1. To receive and consider the Directors' Report and Financial Statements of the Company for the year ended 31 December 2019		
2. To authorise the Directors to fix the remuneration of the Auditors.		

Dated:

\_\_\_\_\_  
Name and Address of Shareholder

\_\_\_\_\_  
Signature of Shareholder

\_\_\_\_\_  
Name and Address of Shareholder

\_\_\_\_\_  
Signature of Shareholder

Notes:

- (a) If the Shareholder is a corporation, the form of proxy should be completed either under seal or under the hand of an officer or attorney duly authorised.
- (b) If you desire to appoint a proxy other than the Chairman of the meeting please insert his name and address and delete the words "the Chairman of the meeting or failing him/her, any Director of the Company, or failing him/her Louise Kennan, or failing her Liza Botha or failing her, Andrea Mellon, or failing her Fionnuala Hanrahan".
- (c) The proxy form must:- (i) in the case of an individual Shareholder be signed by the Shareholder or his attorney; and (ii) in the case of a corporate Shareholder be given either under its common seal or signed on its behalf by an attorney or by a duly authorised officer of the corporate Shareholder.
- (d) In the case of joint Shareholders the vote of the senior who tenders a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint Shareholders and for this purpose seniority shall be determined by the order in which the names stand in the register of Members in respect of the joint holding.
- (e) To be valid, this proxy and any authority under which it is executed or a copy certified notarially must, by post or by hand, reach the registered office of the Company or (at the option of the Shareholder) the Company Secretary of the Company c/o The Company Secretary, Orchard Funds plc, 6th Floor, 2 Grand Canal Square, Dublin 2, D02 A342, Ireland. Alternatively, Shareholders may send their proxies and any authority under which they are executed by e-mail to [fundscosec@williamfry.com](mailto:fundscosec@williamfry.com). To be valid, proxies and any authority under which they are executed must be received not less than 48 hours before the time appointed for the holding of the meeting.
- (f) A proxy need not be a Shareholder but must attend the meeting in person to represent you.

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