

# BlackRock Global Funds (SICAV) (the "Company")

Registered Office: 2-4, rue Eugène Ruppert, L-2453 Luxembourg

R.C.S. Luxembourg B 6317

#### **NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The 2017 Annual General Meeting of Shareholders of the Company (the "Meeting") will be held at the registered office of the Company at 11.00 a.m. CET on 20 February 2017 for the purpose of considering and voting upon the following matters:

## **Agenda**

- 1. To receive the Directors' and Auditor's reports and to approve the financial statements for the year ended 31 August 2016.
- 2. To approve the payment of dividends for the year ended 31 August 2016.
- 3. To discharge the Directors from their responsibilities for all actions taken within their mandate during the year ended 31 August 2016.
- 4. To re-elect Mr Frank Le Feuvre as Director until the accounts of 2017 are approved at the annual general meeting of shareholders to be held in 2018.
- 5. To re-elect Mr Nicholas Hall as Director until the accounts of 2017 are approved at the annual general meeting of shareholders to be held in 2018.
- 6. To re-elect Mr Geoffrey Radcliffe as Director until the accounts of 2017 are approved at the annual general meeting of shareholders to be held in 2018.
- 7. To re-elect Ms Francine Keiser as Director until the accounts of 2017 are approved at the annual general meeting of shareholders to be held in 2018.
- 8. To elect Mr Barry O'Dwyer as Director until the accounts of 2017 are approved at the annual general meeting of shareholders to be held in 2018.
- 9. To elect Mr Robert Hayes as Director until the accounts of 2017 are approved at the annual general meeting of shareholders to be held in 2018.
- 10. To approve the remuneration of the Directors.
- 11. To re-elect PricewaterhouseCoopers Société Coopérative as Auditor until the accounts of 2017 are approved at the annual general meeting of shareholders to be held in 2018.

#### Voting

Resolutions on the Agenda may be passed without a quorum, by a simple majority of the votes cast thereon at the Meeting.

#### **Voting Arrangements**

In order to vote at the meeting:

- 1. The holders of Registered Shares may be present in person or:
  - (a) represented by a duly appointed proxy; or
  - (b) vote by means of a ballot paper ("formulaire") in accordance with the procedures set out in Article 11 of the Company's Articles of Association.
- 2. Shareholders who cannot attend the Meeting in person are invited to:
  - (a) send a duly completed and signed proxy form to the Transfer Agent of the Company to arrive no later than midnight CET on 17 February 2017; or
  - (b) deliver or send by fax a duly completed and signed ballot paper to the Transfer Agent of the Company (Fax No: +44 207 743 1141) to arrive no later than midnight CET on 13 February 2017.
- 3. Proxy forms for registered shareholders can be obtained from the registered office of the Company. A person appointed proxy need not be a holder of Shares in the Company.
- 4. A pro forma ballot paper can be downloaded from: http://www.blackrockinternational.com
- 5. Lodging of a proxy form or ballot vote will not prevent a shareholder from attending the Meeting and voting in person if he decides to do so.

Copies of the audited annual reports and other financial reports of the Company are available for inspection at the registered office of the Company. Shareholders may also request the Company or the local investor servicing team to send them a copy of such reports. Details of the Directors' biographies are set out in Appendix I to this Notice.

15 December 2016 The Board of Directors

## Registered Office of the Company:

2-4, rue Eugène Ruppert L-2453 Luxembourg

## **Paying Agents**

Luxembourg (Central Paying Agent) J.P. Morgan Bank Luxembourg S.A. European Bank & Business Center 6, route de Trèves, Building C L-2633 Senningerberg

Switzerland
State Street Bank International GmbH,
Munich, Zurich Branch
Beethovenstrasse 19
P.O. Box
CH-8027 Zurich

United Kingdom
J.P. Morgan Europe Limited
UK Paying Agency
3 Lochside View
Edinburgh
United Kingdom
EH12 9DH

Italy
Allfunds Bank, S.A.,
Milan branch
Via Santa Margherita 7
20121 - Milan

State Street Bank International GmbH - Succursale Italia Via Ferrante Aporti, 10 20125 Milan

RBC Investor Services Bank S.A. Succursale di Milano, Via Vittor Pisani, 26 I-20121 Milan

Banca Monte Dei Paschi di Siena S.p.A Piazza Salimbeni 3 53100 Siena

Société Générale Securities Services S.p.A, Via Benigno Crespi, 19/A, MAC II, 20159 Milan

BNP Paribas Securities Services Succursale di Milano - Via Ansperto 5 20123 Milan

Banca Sella Holding S.p.A. Piazza Gaudenzio Sella 1 13900 Biella

## Hong Kong Representative

BlackRock Asset Management North Asia Limited 16/F, Champion Tower 3 Garden Road Central Hong Kong

Austria Raiffeisen Bank International AG Am Stadtpark 9 1030 Vienna

Belgium J.P. Morgan Chase Bank, Brussels Branch 1 Boulevard du Roi Albert II Brussels B-1210-Belgium

Poland Bank Handlowy w Warszawie S.A. ul. Senatorska 16 00-923 Warsaw

## **APPENDIX I TO AGM NOTICE**

#### Biographies of Directors Standing for Re-Election

Nicholas C.D. Hall (Chairman) (British): Mr Hall was, until he retired in May 2009, General Counsel of BlackRock International (previously known as Merrill Lynch Investment Managers International) based in London which position he held from his appointment in August 1998. He joined the Group in 1983. He was educated at St. Catharine's College, Cambridge graduating with a MA (Law) degree in 1975. He qualified as a solicitor in England and Wales in 1978 and in Hong Kong in 1987. He is a non-executive director of BlackRock Investment Management (UK) Limited, BlackRock Advisors (UK) Limited, BlackRock Group Limited, Chairman of BlackRock Life Limited, BlackRock Strategic Funds and BlackRock Global Index Funds and serves on the Boards of a number of other BlackRock entities and sponsored funds. Mr Hall chairs the BlackRock Group Limited EMEA Conflicts Oversight Committee and is a member of the BlackRock Group Limited EMEA Audit Committee, Nominations Committee and Risk Committee.

**Francine Keiser** (*Luxembourger*): Ms Keiser is a former Partner of Linklaters LLP and is now a consultant to the firm. She has been a member of the Luxembourg Bar since 1989. Ms Keiser is an experienced investment funds lawyer with wide expertise in all legal aspects of investment management, in particular in the UCITS area. She is Chairperson of the Board of the Management Company and also on the Boards of flagship funds of several major fund promoters, including BlackRock Strategic Funds and BlackRock Global Index Funds.

Frank P. Le Feuvre (British nationality, Jersey resident): Mr Le Feuvre is the Country Manager for the Channel Islands and a member of BlackRock's Global Client Group. He is also the Managing Director of BlackRock (Channel Islands) Limited. Mr Le Feuvre's service with the firm dates back to 1972, including his years with Merrill Lynch Investment Managers ("MLIM"), which merged with BlackRock in 2006. At MLIM, he was Head of the Jersey business and Managing Director of Merrill Lynch Investment Management (Channel Islands) Limited. Mr Le Feuvre also serves as Director on the Boards of BlackRock Strategic Funds and BlackRock Global Index Funds.

**Geoffrey D. Radcliffe** (*British nationality, Luxembourg resident*): Mr Radcliffe is a Managing Director of BlackRock and is based in Luxembourg. He is a member of the BlackRock Business Operations Global Fund Services team and heads Fund Administration for EMEA, with responsibilities extending into Asia Pacific. Mr Radcliffe is a Fellow of The Institute of Chartered Accountants in England and Wales and an Associate of The Chartered Institute of Bankers. He has 30 years of banking, accounting and fund experience in the Isle of Man, London, Bermuda and Luxembourg. Mr Radcliffe joined the BlackRock Group in 1998. He serves as a Director on the Board of the Management Company and also on the Boards of a number of BlackRock funds including BlackRock Strategic Funds and BlackRock Global Index Funds.

## **Biographies of Directors Standing for Election**

**Barry O'Dwyer** (*Irish*): Mr O'Dwyer is a Managing Director at BlackRock. He is the Head of Fund Governance for BlackRock's European open-ended fund ranges and is the Chief Operating Officer for BlackRock's Irish business. He serves as a director on the boards of a number of BlackRock corporate, fund, and management companies domiciled in Ireland, Luxembourg, Switzerland and Germany and on the board of BlackRock's UK Life company. He was the chairman of the Irish Funds Industry Association 2014-2015, is a board director of Financial Services Ireland and is a member of An Taoiseach's Financial Services Industry Advisory Committee. He joined BlackRock Advisors (UK) Limited in 1999 as head of risk management and moved to his present role in 2006. Prior to joining BlackRock Advisors (UK) Limited, Mr O'Dwyer worked as risk manager at Gartmore Investment Management and at HypoVereinsbank and National Westminster Bank. Mr O'Dwyer graduated from Trinity College Dublin with a degree in Business Studies and Economics in 1991. He holds a Chartered Association of Certified Accountants qualification and an MBA from London City University Business School.

Robert Hayes (*British*): Mr Hayes is a Managing Director of BlackRock and is Head of Investment Oversight for the BlackRock EMEA Retail business. The team is responsible for establishing and reviewing investment expectations for all BlackRock's Retail Funds in the EMEA region and is also responsible for BlackRock's relationships with mutual fund rating agencies. He also chairs the Investment Committee and serves as a Director of BlackRock Life Limited. Mr Hayes' service with the firm dates back to 2001, including his years with Merrill Lynch Investment Managers ("MLIM"), which merged with BlackRock in 2006. At MLIM he was Head of Strategic Advice and immediately before his current role he was Head of Client Strategy in BlackRock's Client Solutions business. Prior to joining the firm, Mr Hayes was a Partner with Watson Wyatt Partners, as an investment consultant for large pension funds and institutional investors. Earlier in his career, Mr Hayes was a UK Equity Investment Manager at ICI Pension Fund and Head of Institutional Investment at M&G Investment Management. Mr Hayes earned a BSc degree in Mathematics from Southampton University in 1983.