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

As sub-funds in the Company use the International Central Securities Depository (ICSD) model of settlement and Citivic Nominees Limited is the sole registered shareholder of shares in the sub-funds under the ICSD settlement model, investors in the sub-funds should contact the relevant ICSD or the relevant participant in an ICSD (such as a local central securities depository, broker or nominee) if they have any queries on the course of action they should take in relation to this document.

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**SSGA SPDR ETFs Europe I Public Limited Company**  
**(the “Company”)**

*(Registered in Ireland as an open-ended UCITS umbrella investment company with segregated liability between sub-funds under registration number 493329)*

**SPDR S&P Emerging Markets Dividend UCITS ETF**  
**(the “Portfolio”)**

**Extraordinary General Meeting**

27 November 2019

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**If you have sold or transferred your shares in the Company 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.**

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*Registered Office: 78 Sir John Rogerson’s Quay, Dublin 2, Ireland.*

*Directors: T Finlay, B Healy, K Gallagher (UK), J Ross (US) and P Riley (US) (Chairman).*

*Registered in Ireland as an umbrella with segregated liability between sub-funds under registration number 493329*

# SSGA SPDR ETFs Europe I Public Limited Company

27 November 2019

Dear Shareholder

## Extraordinary General Meeting

We are writing to you in connection with the extraordinary general meeting (“EGM”) of shareholders in the Portfolio (the “Shareholders”) which is being convened. A Notice is enclosed herewith. Unless otherwise indicated, all capitalised terms shall have the same meaning as otherwise described in the Prospectus of the Company dated 04 January 2019 and the Supplement for the Portfolio dated 04 January 2019.

## Special Business

### *Change in benchmark of the Portfolio*

The purpose of this Notice is to convene an EGM of the Shareholders in the Portfolio in order to seek your approval, by way of an ordinary resolution, to amend the benchmark of the Portfolio (the “Benchmark”). The investment policy of the Portfolio will otherwise remain unchanged. The name of the Portfolio and its share classes are being updated to reflect the change of the Benchmark. An ordinary resolution is a resolution passed by a simple majority of the votes cast by the Shareholders entitled to vote thereon in general meeting.

Existing ETF Name	Existing Benchmark	Proposed ETF Name	Proposed New Benchmark
SPDR® S&P® Emerging Markets Dividend UCITS ETF	S&P Emerging Markets Dividend Opportunities Index	SPDR® S&P® Emerging Markets Dividend Aristocrats UCITS ETF	S&P Emerging Markets High Yield Dividend Aristocrats Index

The change is proposed in order to provide a more efficient exposure to dividend paying companies in emerging markets.

The anticipated risk profile of the Portfolio will remain similar following a transition to the New Benchmark. Key figures are highlighted below. The figures for the New Benchmark are based on backtested index data. They should not be construed as a guarantee of future performance:

	S&P Emerging Markets Dividend Opportunities Index	S&P Emerging Markets High Yield Dividend Aristocrats Index
Annualized Index Returns (%) – since inception	6%	9%
Annualized Index Volatility (%) – since inception	21.9%	18%
Index Risk / Return – since inception	0.28	0.5

Source: Back tested data from S&P Dow Jones Indices LLC, from July 31<sup>st</sup> 2006 to April 30<sup>th</sup> 2019.

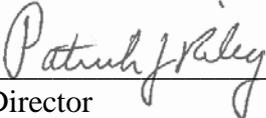
A summary of the changes to the Supplement outlining all of the relevant amendments has been included at Appendix I.

### **Recommendation**

The Board believes that the resolutions to be proposed at the EGM are in the best interests of the Portfolio and the Shareholders as a whole and, accordingly, the directors recommend that you vote in favour of the resolutions at the EGM.

Subject to the receipt of prior approval from the Central Bank, proposed updates to the Supplement as detailed above are intended to take place on or around January 31<sup>st</sup> 2020.

Yours faithfully

  
\_\_\_\_\_  
Director

**SSGA SPDR ETFs Europe I Public Limited Company**  
**NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

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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.**

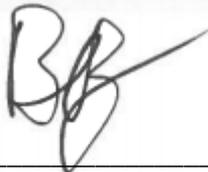
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NOTICE is hereby given that the Extraordinary General Meeting of SSGA SPDR ETFs Europe I Public Limited Company (the “**Company**”) will be held in the offices of Sanne, Fourth Floor, 76 Lower Baggot Street, Dublin 2, Ireland on Friday, the 20 of December 2019 at 3.30 p.m. for the purposes of transacting the following business:

**Special Business**

1. To approve the proposed change of benchmark of the Portfolio and the related amendments to the investment policy of the Portfolio as reflected in the reflected in this Shareholder Notice dated 27 November 2019

By order of the Board



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**SANNE**  
**SECRETARY**

Dated this day 27 November 2019

Notes:

**Quorum**

1. The required quorum at the meeting is two Shareholders present in person or by proxy. If a quorum is not present within half an hour from the appointed time for the meeting, or if during a meeting a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week, at the same time and place or to such other day and at such other time and place as the Directors may determine. At the adjourned meeting, if a quorum is not present within half an hour from the time appointed for holding the meeting, then the meeting, if convened otherwise than by resolution of the Directors, shall be dissolved, but if the meeting shall have been convened by resolution of the Directors, any Member or Members present at the meeting shall be a quorum.

**Entitlement to attend and vote**

2. Please note that you are only entitled to attend and vote at the meeting (or any adjournment thereof) if you are a registered Shareholder. As sub-funds in the Company use the International Central Securities Depository (ICSD) model of settlement and Citivic Nominees Limited is the sole registered Shareholder of shares in the sub-funds under the ICSD settlement model, investors in the sub-funds should contact the relevant ICSD or the relevant participant in an ICSD (such as a local central securities depository, broker or nominee) if they have any queries on the course of action they should take in relation to this document.
3. The Company specifies that only those members registered in the Register of Members of the Company 48 hours before the date and time of the meeting or, if the Extraordinary General Meeting (“**EGM**”) is

adjourned, 48 hours prior to the adjourned meeting (the "Record Date"), shall be entitled to attend, speak, ask questions and vote at the EGM, or if relevant, any adjournment thereof and may only vote in respect of the number of shares registered in their name at that time. Changes to the Register of Members after the Record Date shall be disregarded in determining the right of any person to attend and/or vote at the EGM or any adjournment thereof.

#### **Appointment of proxies**

4. A form of proxy is enclosed with this Notice of EGM for use by registered Shareholders. As mentioned above, investors in sub-funds in the Company who are not registered Shareholders should submit their voting instructions through the relevant ICSD or the relevant participant in an ICSD (such as a local central securities depository, broker or nominee), instead of using the form of proxy. To be effective, the form of proxy duly completed and executed, together with a copy of the power of attorney or other authority under which it is executed must be deposited by registered Shareholders at the offices of the office of the Company Secretary, Sanne, 4<sup>th</sup> Floor, 76 Baggot Street Lower, Dublin 2, Ireland, so as to be received no later than 48 hours before the time appointed for the EGM or any adjournment thereof or (in the case of a poll taken otherwise than at or on the same day as the EGM or adjourned EGM) at least 48 hours before the taking of the poll at which it is to be used. Any alteration to the form of proxy must be initialled by the person who signs it.
5. In addition to note 4 above and subject to the Articles of Association of the Company and provided it is received at least 48 hours before the time appointed for the holding of the EGM or any adjournment thereof or (in the case of a poll taken otherwise than at or on the same day as the EGM or adjourned EGM) at least 48 hours before the taking of the poll at which it is to be used, the appointment of a proxy may also be submitted electronically to [DublinCoSecTeam@sannegroup.com](mailto:DublinCoSecTeam@sannegroup.com).
6. Registered Shareholders have several ways of exercising their votes; (a) by attending the EGM in person or (b) by appointing a proxy to vote on their behalf. In the case of joint holders 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 registered holders 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.

#### **Voting rights and total number of issued shares in the Company**

7. At the EGM, the resolutions put to the vote of the meeting shall be decided on a poll. On a poll every Shareholder shall have one vote for every share of which he is the Shareholder.
8. Where a poll is taken at an EGM any member, present or by proxy, holding more than one share is not obliged to cast all his/her votes in the same way.
9. Ordinary resolutions require to be passed by a simple majority of members voting in person or by proxy. Special resolutions require a majority of not less than 75% of votes cast by those who vote either in person or in proxy to be passed.
10. On any other business which may properly come before the EGM, or any adjournment thereof, and whether procedural or substantive in nature (including without limitation any motion to amend a resolution or adjourn the meeting) not specified in this Notice of EGM, the proxy will act at his/her discretion.

**SSGA SPDR ETFs Europe I Public Limited Company**

**FORM OF PROXY**

\*I/We \_\_\_\_\_

of \_\_\_\_\_

being a Shareholder of the above named Company hereby appoint

\_\_\_\_\_ or failing \*him/her, the Chairman of the meeting or failing him any one director of the Company or failing one of them Ms. Sameeah Holland or Mr. Brendan Byrne, both of Sanne, Fourth Floor, 76 Lower Baggot Street, Dublin 2, Ireland or any other representative of Sanne as Company Secretary as \*my/our proxy to vote for \*me/us and on \*my/our behalf at the Extraordinary General Meeting of the Company to be held in the offices of Sanne, Fourth Floor, 76 Lower Baggot Street, Dublin 2, Ireland on Friday, the 20 of December 2019 at 3.30 p.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 each Resolution. If no specific direction as to voting is given the proxy will vote or abstain from voting at his / her discretion.

<b>RESOLUTIONS</b>	<b>FOR</b>	<b>ABSTAIN</b>	<b>AGAINST</b>
To approve the change of benchmark of the Portfolio and the related proposed amendments to the Supplement as outlined in the Notice			

Dated this the \_\_\_\_\_ day of \_\_\_\_\_, 2019

\_\_\_\_\_  
**Signed / For and on behalf of**

**PLEASE PRINT YOUR NAME OR THE NAME OF THE CORPORATION YOU ARE EXECUTING THIS FORM ON BEHALF OF AND YOUR ADDRESS UNDERNEATH**

\_\_\_\_\_ (Print Name)

\_\_\_\_\_ (Print address)

\_\_\_\_\_

\*Delete as appropriate

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) A Shareholder must insert his full name and registered address in type or block letters. In the case of joint accounts the names of all holders must be stated.
- (c) As sub-funds in the Company use the International Central Securities Depository (ICSD) model of settlement and Citivic Nominees Limited is the sole registered Shareholder of shares in the sub-funds under the ICSD settlement model, investors in the sub-funds should submit their voting instructions through the relevant ICSD or the relevant participant in an ICSD (such as a local central securities depository, broker or nominee), instead of submitting this Form of Proxy to the Company Secretary.
- (d) If you desire to appoint a proxy other than the Chairman of the meeting, a director of the Company or any representative of Sanne Corporate Administration Services Ireland Limited as the Company Secretary, or any other representative then please insert his/her name and address in the space provided.
- (e) The Form of Proxy 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.
- (f) In the case of joint holders 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 holders 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.
- (g) A corporation being a Shareholder may authorise such person as it thinks fit to act as representative at any meeting of Shareholders and the person so authorised shall be entitled to vote as if it were an individual Shareholder.
- (h) To be valid, the Form of Proxy and any powers of attorney under which they are signed must be received by the Company Secretary at 4th Floor, 76 Baggot Street Lower, Dublin 2, Ireland not less than 48 hours before the time appointed for the holding of the meeting. Shareholders may send their signed Form of Proxy by email to [DublinCoSecTeam@sannegroup.com](mailto:DublinCoSecTeam@sannegroup.com). Any proxy form deposited less than 48 hours before the time of the meeting may only be treated as valid at the discretion of the Directors.
- (i) A proxy need not be a Shareholder of the Company but must attend the meeting in person, or any adjourned meeting, to represent you.

## APPENDIX I

### Summary of changes to Supplement

- The index which the Portfolio will seek to track the performance (the “**Benchmark**”) shall be amended from the S&P Emerging Markets Dividend Opportunities Index to the S&P Emerging Markets High Yield Dividend Aristocrats Index.
- In connection with the change of Benchmark the following changes will be made to the table titled “Fund Characteristics”:
  - The Index (Ticker) for the new Benchmark will be included as follows: S&P Emerging Markets High Yield Dividend Aristocrats Index (SPEMDANR)
  - For Additional Index Information the weblink for the new Benchmark will be included: <https://us.spindices.com/indices/equity/sp-emerging-markets-high-yield-dividend-aristocrats-index-usd>
- The name of the Portfolio and its share classes shall be amended to the SPDR Emerging Markets Dividend Aristocrats UCITS ETF.