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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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**SSGA SPDR ETFs Europe II 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 525004)*

**2017 Annual General Meeting**

27 October 2017

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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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## SSGA SPDR ETFs Europe II Public Limited Company

27 October 2017

Dear Shareholder

### **Annual General Meeting**

Attached is a Notice of the 2017 Annual General Meeting (the “AGM”) of the Company and a proxy card for you to vote on the AGM resolutions.

### **Ordinary Business**

Resolutions 1, 2 and 3 deal with the normal matters to be attended to at an AGM namely in accordance with the Company’s articles of association, the receipt and consideration of the annual accounts, the re-appointment of auditors, the authorisation of the directors to fix the remuneration of the auditors in accordance with the Articles of Association of the Company. The ordinary business of the AGM also includes a review of the Company’s affairs by way of consideration of the annual accounts in accordance with the Companies Act 2014.

### **Recommendation**

The Board believes that the resolutions to be proposed at the AGM are 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 resolutions at the AGM.

Yours faithfully



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**Tom Finlay**  
**Director**

**SSGA SPDR ETFs Europe II Public Limited Company**  
**NOTICE OF THE 2017 ANNUAL GENERAL MEETING**

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NOTICE is hereby given that the 2017 Annual General Meeting of SSGA SPDR ETFs Europe II Public Limited Company (the "Company") will be held in the offices of Sanne, 76 Lower Baggot Street, Dublin 2, Ireland on Thursday, 30<sup>th</sup> of November, 2017 at 10.15 a.m. for the purposes of transacting the following business:

**Ordinary Business**

1. To receive and consider the Directors' Report and the Financial Statements of the Company for the year ending 31 March 2017 and the Report of the Auditors thereon.
2. To re-appoint PricewaterhouseCoopers as auditors of the Company.
3. To authorise the directors to fix the remuneration of the Auditors.
4. Having considered the Directors' Report and the Financial Statements of the Company for the year ending 31 March 2017, to review the Company's affairs.
5. To transact any other business.

*Copies of the Directors' Report and the Financial Statements for the year ending 31 March 2017 together with the Report of the Auditors (the "Annual Report") are available on [www.ssga.com](http://www.ssga.com). Hard copies of the Annual report are available on request. Please contact Caroline McGonagle on +353 1 906 2248 or at [caroline.mcgonagle@sannegroup.com](mailto:caroline.mcgonagle@sannegroup.com) in this regard.*

By order of the Board



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**SANNE**  
**SECRETARY**

Dated this the 27<sup>th</sup> day of October, 2017

Notes:

1. Shareholders are entitled to attend and vote at the Annual General Meeting of the Company. A shareholder may appoint a proxy or proxies to attend, speak and vote on his/her behalf. A proxy need not be a shareholder of the Company.
2. A Form of Proxy is enclosed for use by Shareholders unable to attend the meeting. Proxies must be sent to the Company Secretary of the Company, 76 Lower Baggot Street, Dublin 2, Ireland. Shareholders may send their proxies by fax to +353 (0) 1 906 2201 provided the original signed form is sent immediately by post to the above mentioned address. To be valid, proxies and any powers of attorney under which they are signed must be received by the Company Secretary not less than 48 hours before the time appointed for the holding of the meeting. Alternatively, you can email your completed proxy form to [caroline.mcgonagle@sannegroup.com](mailto:caroline.mcgonagle@sannegroup.com) with the original hard copy to follow by post.

**SSGA SPDR ETFs Europe II 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 Mr. Ross Burns or Ms. Caroline McGonagle, both of Sanne, 76 Lower Baggot Street, Dublin 2, Ireland 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 in the offices of Sanne, 76 Lower Baggot Street, Dublin 2, Ireland on Thursday, the 30<sup>th</sup> of November, 2017 at 10.15 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 each Resolution. If no specific direction as to voting is given the proxy will vote or abstain from voting at his discretion.

<b>RESOLUTIONS</b>	<b>FOR</b>	<b>ABSTAIN</b>	<b>AGAINST</b>
Ordinary Resolution 1			
Ordinary Resolution 2			
Ordinary Resolution 3			
Ordinary Resolution 4			
Ordinary Resolution 5			

Dated this the \_\_\_\_\_ day of \_\_\_\_\_, 2017

\_\_\_\_\_  
**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) If you desire to appoint a proxy other than the Chairman of the meeting, a director of the Company, Mr. Ross Burns or Ms. Caroline McGonagle (both representatives of the Company Secretary) then please insert his/her name and address in the space provided.
- (d) 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.
- (e) 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.
- (f) 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 76 Lower Baggot Street, Dublin 2, Ireland not less than 48 hours before the time appointed for the holding of the meeting. Shareholders may send their Form of Proxy by fax to +353 (0) 1 906 2201 provided the original signed form is sent immediately by post to the above mentioned address.
- (g) A proxy need not be a shareholder of the Company but must attend the meeting in person to represent you