

## Results of Meetings

UBS (Irl) ETF plc

7 November 2019

### **ANNOUNCEMENT**

#### **Results of Meetings of UBS (Irl) ETF plc**

**UBS (Irl) ETF Public Limited Company (the "Company") – Results of Scheme Meeting and Extraordinary General Meeting in relation to a scheme of arrangement in which it is proposed to change the share settlement structure of the Company to centralise the settlement of shares of all sub-funds of the Company within an International Central Securities Depository+ settlement model ("ICSD+ Model").**

#### **Approval of Resolutions**

The purpose of this announcement is to provide an update on the results of the Shareholder meetings held on 6 November 2019 as further described below:

##### Scheme Meeting

At the Scheme Meeting held at 32 Molesworth Street, Dublin 2 on 6 November 2019 at 11.00am, the resolution to approve the scheme of arrangement, as described in the circular issued to shareholders of the Company dated 15 October 2019 (the "**Scheme**"), was passed. This shareholder circular is available on [www.ubs.com/etf](http://www.ubs.com/etf).

##### Extraordinary General Meeting

At the Extraordinary General Meeting of the Company held at 32 Molesworth Street, Dublin 2 on 6 November 2019 at 11.30am, a resolution was passed to approve the Scheme and to authorise the Company's directors to take such action as they deem necessary or appropriate to implement the Scheme. A resolution to approve the adoption of new constitution of the Company (the "**Constitution**") with effect from the effective date of the Scheme was also passed.

##### Next Steps

Following the passing of all aforementioned resolutions, the implementation of the Scheme by the Company is conditional upon approval of the Scheme by the High Court of Ireland (the "**High Court**") and the issue of an order of the High Court approving the Scheme (the "**Court Order**"), the delivery of the Court Order to the Companies Registration Office (the "**CRO**") in Ireland and the registration of such Court Order by the CRO. Subject to the above conditions being met, the directors of the Company anticipate that the effective date for implementing the Scheme will occur in the second quarter of 2020, with the exact date to be fixed by the High Court. This date (and any changes or updates to the Scheme timetable) will be announced via stock exchange announcement and will also be available on [www.ubs.com/etf](http://www.ubs.com/etf).

<b>Activity</b>	<b>Anticipated Timeline (Subject to Change)</b>
Announcement to the market on whether the Scheme has been approved by the High Court and, if it has, the effective date for implementing the Scheme	November 2019 or once all High Court hearings have taken place
Effective Date of the Scheme	On a date to be fixed by the High Court, anticipated to be in the second quarter of 2020

## Background to the proposal to change the share settlement structure of the Company

The sub-funds of the Company are exchange traded funds and their participating shares are listed on multiple stock exchanges across Europe. Each exchange typically operates its own central securities depository ("**CSD**") for settlement functions. Trading and settling participating shares under this structure involves moving the participating shares between various CSDs, which is complex, costly and inefficient.

Currently none of the sub-funds of the Company (as listed below) use the ICSD+ Model. The asterisk (\*) indicates the sub-funds of the Company listed on Borsa Italiana<sup>1</sup>.

The directors of the Company are of the view that the ICSD+ settlement model provides a more streamlined centralised settlement structure, which they expect will result in improved liquidity and spreads for investors, and will reduce risk in the settlement process.

Converting the sub-funds of the Company to the ICSD+ Model will also bring all of the Company's sub-funds into one consistent settlement structure which is expected to make navigating the settlement structures for the sub-funds more straightforward.

The new constitution of the Company (the "**Constitution**") incorporates a small number of amendments to the existing Constitution in order to facilitate the adoption of the ICSD+ settlement model, including, in particular, amendments to enable the Clearstream Banking S.A., Luxembourg, when it becomes the sole registered shareholder of the Company following effectiveness of the Scheme and adoption of the ICSD+ settlement model, to form a quorum (by itself) for class and general meetings of the Company. Effectively, the new Constitution enables the Clearstream Banking S.A., Luxembourg to vote shares registered in its name at class or general meetings (the quorum required would otherwise be two shareholders entitled to vote).

Sub-Fund Name	ISIN
UBS (Irl) ETF plc – MSCI USA UCITS ETF	IE00BYQ00Y50; IE00BYQ00X44; IE00BD4TXS21 (*); IE00B77D4428 (*); IE00BD08DL65
UBS (Irl) ETF plc – MSCI USA Value UCITS ETF	IE00B78JSG98 (*)
UBS (Irl) ETF plc – MSCI World UCITS ETF	IE00B7KQ7B66; IE00BD4TXV59
UBS (Irl) ETF plc – S&P 500 UCITS ETF	IE00B7K93397 (*); IE00BD34DB16;

<sup>1</sup> Specific to Italian announcement only.

	IE00BD34DK07; IE00BD34DL14; IE00BD34DJ91
UBS (Irl) ETF plc – Solactive Global Pure Gold Miners UCITS ETF	IE00B7KMNP07
UBS (Irl) ETF plc – Solactive Global Oil Equities UCITS ETF	IE00B5PYL424
UBS (Irl) ETF plc – MSCI Australia UCITS ETF	IE00BD4TY451 (*); IE00BD4TY345; IE00BX7RS779; IE00BWT3KS11 (*); IE00BXDZNP83; IE00BXDZNP83; IE00BX7RS555
UBS (Irl) ETF plc – MSCI USA hedged to EUR UCITS ETF	IE00BD4TYG73 (*); IE00BD4TYF66
UBS (Irl) ETF plc – MSCI USA hedged to CHF UCITS ETF	IE00BD4TYL27
UBS (Irl) ETF plc – MSCI EMU Cyclical UCITS ETF	IE00BMP3HJ57
UBS (Irl) ETF plc – MSCI EMU Defensive UCITS ETF	IE00BMP3HL79
UBS (Irl) ETF plc – DJ Global Select Dividend UCITS ETF	IE00BMP3HG27 (*)
UBS (Irl) ETF plc – MSCI United Kingdom IMI Socially Responsible UCITS ETF	IE00BYNQMK61; IE00BMP3HN93; IE00BZ0RTB90; IE00BYNQMM85

UBS (Irl) ETF plc – Factor MSCI USA Quality UCITS ETF	IE00BWT3KN65 (*); IE00BX7RRN62; IE00BXDZNK39; IE00BX7RRJ27 (*)
UBS (Irl) ETF plc – Factor MSCI USA Prime Value UCITS ETF	IE00BWT3KL42; IE00BX7RRC57; IE00BXDZNH00; IE00BX7RR706 (*)
UBS (Irl) ETF plc – Factor MSCI USA Low Volatility UCITS ETF	IE00BWT3KJ20 (*); IE00BX7RR250; IE00BXDZNF85; IE00BX7RQY03 (*)
UBS (Irl) ETF plc – Factor MSCI USA Total Shareholder Yield UCITS ETF	IE00BX7RRY77; IE00BWT3KQ96; IE00BXDZNM52; IE00BX7RRT25
UBS (Irl) ETF plc – MSCI USA Select Factor Mix UCITS ETF	IE00BDGV0C91; IE00BDGV0746 (*); IE00BDGV0852; IE00BDGV0415; IE00BDGV0308 (*)
UBS (Irl) ETF plc – MSCI ACWI ESG Universal UCITS ETF	IE00BDQZN774; IE00BDQZN667; IE00BDQZN337; IE00BDQZN550; IE00BYVHJM24;

	IE00BDQZN113; IE00BDQZMX67
UBS (Irl) ETF plc – MSCI ACWI Socially Responsible UCITS ETF	IE00BDR55F85; IE00BDR55D61; IE00BDR55927 (*); IE00BDR55B48; IE00BDR55703; IE00BDR55364
UBS (Irl) ETF plc – Global Gender Equality UCITS ETF	IE00BDR5H412; IE00BDR5H305; IE00BDR5H073 (*); IE00BDR5H297; IE00BDR5GY45; IE00BDR5GV14; IE00BDR5GT91 (*)
UBS (IRL) ETF plc – MSCI World Select Factor Mix UCITS ETF	IE00BFWMMG89 (*)
UBS (Irl) ETF plc – S&P 500 ESG UCITS ETF	IE00BHXMHN35; IE00BHXMHQ65 (*); IE00BHXMHR72; IE00BHXMHL11 (*); IE00BHXMHK04

The updated prospectus, supplements, key investor information documents and draft Constitution of the Company will be available free of charge at the Company's registered office at 32 Molesworth Street, Dublin, D02 Y512, Ireland, online at [www.ubs.com/etf](http://www.ubs.com/etf) and/or free of charge from each of the local representatives in the countries where the Company is registered, including in Switzerland from UBS Fund Management (Switzerland) AG, Aeschenplatz 6, 4052 Basel which acts as Swiss Representative and UBS Switzerland AG, Bahnhofstrasse 45, CH-8098 Zurich which acts as the Swiss Paying Agent as well as from the German Paying and Information agent, UBS Europe SE, Brockenheimer Landstrasse 2-4, 60306, Frankfurt am Main, Germany and for investors in Italy on [www.ubs.com/etf](http://www.ubs.com/etf).

**Further Enquiries**

Please contact: [ol-etf-pfm@ubs.com](mailto:ol-etf-pfm@ubs.com)

Yours faithfully

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**Director  
for and on behalf of  
UBS (Irl) ETF plc**

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