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# Xtrackers<sup>\*</sup>

(the "Company")

(\*This includes synthetic ETFs)

Investment Company with Variable Capital  
(*société d'investissement à capital variable*)

Registered office: 49, avenue J.F. Kennedy, L-1855  
Luxembourg  
R.C.S. Luxembourg B-119.899

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Xtrackers MSCI USA Swap UCITS ETF\* (Stock code: 3020)  
Xtrackers MSCI Taiwan UCITS ETF (Stock code: 3036)  
Xtrackers Nifty 50 Swap UCITS ETF\* (Stock code: 3015)  
Xtrackers MSCI Korea UCITS ETF (Stock code: 2848)  
Xtrackers FTSE China 50 UCITS ETF (Stock code: 3007)  
Xtrackers FTSE Vietnam Swap UCITS ETF\* (Stock code: 3087)

(\*This is a synthetic ETF)

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## IMPORTANT NOTICE CONVENING THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY

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Dear Hong Kong shareholder,

Unless otherwise defined in this notice, capitalised terms used in this notice shall have the same meaning as defined in the Hong Kong Prospectus of the Company dated 8 December 2021 (the "**Hong Kong Prospectus**").

The shareholders of the Company (the "**Shareholders**") are hereby invited to the Annual General Meeting of Shareholders as set out in this notice.

The annual general meeting of Shareholders of the Company (the "**AGM**") will be held on **Friday, 22 April 2022 at 10 a.m. (Luxembourg time)** with the following agenda:

### AGENDA

1. Report by the Board of Directors and the report of the approved statutory auditor (*réviseur d'entreprises agréé*) for the financial year ending 31 December 2021.

2. Approval of the audited financial statements of the Company for the financial year ending 31 December 2021.
3. Allocation of the results for the financial year ending 31 December 2021. A proposed dividend per share (if any) of each relevant sub-fund and share class shall be published on [www.Xtrackers.com](http://www.Xtrackers.com)<sup>1</sup> on or around 25 March 2022.<sup>2</sup>
4. Re-election of KPMG Luxembourg Société Anonyme (formerly KPMG Luxembourg Société Coopérative) as approved statutory auditor (*réviseur d'entreprises agréé*) of the Company until the next annual general meeting of Shareholders that will approve the annual accounts for the financial year ending 31 December 2022.
5. Discharge of the Board of Directors for the performance of their duties during the financial year ending 31 December 2021.
6. Re-election of Philippe Ah-Sun as Director until the next annual general meeting of Shareholders that will approve the annual accounts for the financial year ending 31 December 2022.
7. Re-election of Freddy Brausch as independent Director until the next annual general meeting of Shareholders that will approve the annual accounts for the financial year ending 31 December 2022.
8. Re-election of Thilo Wendenburg as independent Director until the next annual general meeting of Shareholders that will approve the annual accounts for the financial year ending 31 December 2022.
9. Re-election of Julien Boulliat as Director until the next annual general meeting of Shareholders that will approve the annual accounts for the financial year ending 31 December 2022.
10. Election of Michael Mohr as Director until the next annual general meeting of Shareholders that will approve the annual accounts for the financial year ending 31 December 2022, subject to approval by the Commission de Surveillance du Secteur Financier of Luxembourg (CSSF). A bio for Michael Mohr is set out below.
11. Approval of remuneration for Freddy Brausch and Thilo Wendenburg as independent Directors, which will be paid pro rata for the performance of their duties for the relevant period ending on the date of the AGM. The proposed amount for each Director is set out in the Subsequent Events section of the Annual Report, which will be available to Shareholders on or around 30 March 2022 and at least eight days before the date of the AGM. For the avoidance of doubt the non-independent Directors do not receive remuneration from the Company.

Bios for each of the persons mentioned in resolutions 6. to 9. can be found in the Hong Kong Prospectus, which is available on the Company's website [www.Xtrackers.com](http://www.Xtrackers.com)<sup>1</sup>.

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<sup>1</sup> This website has not been reviewed by the Hong Kong Securities and Futures Commission.

<sup>2</sup> No D share classes are authorised for offering in Hong Kong and as such no proposed dividends will be published in Hong Kong.

## **Voting and Voting Arrangements for the AGM**

Due to exceptional circumstances in the context of the COVID-19 pandemic and in accordance with Luxembourg law, the Board of Directors has decided to hold the AGM without physical meeting. **All Shareholders shall exercise their voting rights at the AGM by proxy, as described below.**

The proxy form is for use by the Shareholders registered in the Company's shareholders' register (the "**Registered Shareholders**") only. Given that HKSCC Nominees Limited is the only Registered Shareholder of all the shares of the Company which are listed and traded on The Stock Exchange of Hong Kong Limited and deposited in the Central Clearing and Settlement System, Hong Kong Shareholders who wish to give an irrevocable proxy to the Chairman of the AGM to represent them at the AGM and voting and at any meeting to be held thereafter for the same purpose with the same agenda and in their name and on their behalf to act and vote on the matters set out in the agenda should submit their instructions to the broker or intermediary through which they hold their shares in the Company by the deadline set by the relevant broker or intermediary for onward transmission to the State Street Bank International GmbH, Luxembourg Branch.

It should be noted that, as per the Hong Kong Prospectus of the Company, it may not be possible for a Shareholder who holds shares in the Company through a financial intermediary investing in the Company in its own name and on behalf of the Shareholder, to exercise certain rights directly in relation to the Company.

## **Specific Rules of Voting at the AGM**

The presence or representation of a minimum number of Shareholders is not required (i.e. no quorum is required). The resolutions will be passed by simple majority of the Shareholders present or represented at the AGM. Each Share is entitled to one vote.

## **Audited Annual Report**

The reports of the Board of Directors and the approved statutory auditor, as well as the English version of the audited financial statements of the Company (the "**Audited Annual Report**") for the financial year ending 31 December 2021 will be available to Shareholders at the registered office of the Company on or around 30 March 2022 and at least eight days before the date of the AGM.

Shareholders may also request that a copy of the Audited Annual Report be sent to their attention, free of charge, by sending an e-mail to: [Luxembourg-finrep3@statestreet.com](mailto:Luxembourg-finrep3@statestreet.com).

The English version of the Audited Annual Report will also be available from the Company's website at <https://etf.dws.com/en-hk/><sup>1</sup>, Hong Kong Exchanges and Clearing Limited's website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Hong Kong Representative free of charge on or around 30 March 2022 and at least eight days before the date of the AGM.

## **Bio**

### **Michael Mohr**

Michael Mohr is Global Head of Passive Product Specialists at DWS. Michael Mohr has been with the Deutsche Bank Group for 23 years, 15 of which have been spent with DWS. Michael Mohr has extensive experience in the structuring and management of UCITS funds, from strategy through to product development and management. Michael Mohr's current role covers exchange traded funds (UCITS and 40 Act), exchange traded commodities and Passive Institutional Mandates. Michael Mohr's early roles at the Deutsche Bank Group included product management for Structured Products and business development. In 2010, Michael Mohr joined the Global Markets Structuring Team to build up the ETC business and transferred to DWS's Indexing business in 2012. Michael Mohr studied at the Frankfurt School of Finance and Management and the National University of Singapore, and holds a Master's Degree in Banking & Finance from the Frankfurt School of Finance and Management.

## **General**

The Board of Directors of the Company accepts responsibility for the accuracy of the information contained in this notice.

If you have any queries, please direct these to your financial adviser or alternatively the Hong Kong Representative at Level 60, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong (telephone number: +852 2203 6886).

By order of the Board of Directors  
18 March 2022