

**BY REGISTERED MAIL**

**Notice of Annual General Meeting of Shareholders  
of**

**MOMENTUM GLOBAL FUNDS**

Luxembourg, 4 December 2019

Dear Shareholder,

You are invited to attend the Annual General Meeting of Shareholders (the "Meeting") of MOMENTUM GLOBAL FUNDS (the "Company") which will be held on 13 December 2019 at 3.00 p.m. (Luxembourg time) at the registered office of the Company, as set out above, with the following agenda:

**AGENDA**

1. Acknowledgement of the Report of the Auditors for the financial year ended 30 June 2019.
2. Approval of the Audited Annual Report for the financial year ended 30 June 2019.
3. Acknowledgement of the Board of Directors' Report to the Shareholders for the financial year ended 30 June 2019.
4. Discharge of the Directors of the Company for the performance of their duties carried out during the financial year ended 30 June 2019.
5. Re-appointment of Mr Robert Rhodes, Mr Glyn Owen, and Mr Stefan Jordaan to serve as Directors of the Company until the next Annual General Meeting of Shareholders approving the Financial Statements for the accounting year ending 30 June 2020.
6. Appointment of Mr Henry Kelly to serve as non-Executive Director of the Company, subject to CSSF approval and effective from the date of CSSF approval until the next Annual General Meeting of the Shareholders approving the Financial Statements for the accounting year ending 30 June 2020.
7. Appointment of Mr Ferdi Van Heerden to serve as Director of the Company, subject to CSSF approval and effective from the date of CSSF approval until the next Annual General Meeting of the Shareholders approving the Financial Statements for the accounting year ending 30 June 2020.
8. Re-appointment of the Auditors of the Company until the next Annual General Meeting of Shareholders approving the Financial Statements for the financial year ending 30 June 2020.
9. Allocation of the net results for the financial year ended 30 June 2019.
10. Approval of Director's fees due for the financial year ended 30 June 2019.
11. Miscellaneous.

Shareholders, who cannot personally attend the Meeting and wish to be represented, are entitled to appoint a proxy to vote for them. A proxy need not be a shareholder of the Company. To be valid, the proxy form,





which is enclosed for your convenience, must be completed and sent to the attention of Mr Matthew Traynor by email: [Luxembourg.Company.Admin@jpmorgan.com](mailto:Luxembourg.Company.Admin@jpmorgan.com) or fax number +352 46 26 85 825 prior to the commencement of the Meeting. We would be grateful if you could send the signed original by mail to the following address:

J.P. Morgan Bank Luxembourg S.A.  
Attn: Mr Matthew Traynor  
European Bank and Business Centre  
6H, route de Trèves  
L-2633 Senningerberg  
Grand-Duchy of Luxembourg

Please note that each share is entitled to one vote.

Resolutions on the above mentioned agenda will require no quorum and the resolutions will be passed by a simple majority of the shares present or represented at the Meeting.

The Proxy will remain in force if the Meeting, for whatever reason, is postponed.

A copy of the Audited Annual Report for the accounting year ended 30 June 2019 will be provided to your email address upon request.

Yours truly,

The Board of Directors



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**Form of Proxy for use at the Annual General Meeting of Shareholders of  
Momentum Global Funds to be held on 13 December 2019**

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**PLEASE COMPLETE IN BLOCK CAPITAL LETTERS**

I/We the undersigned,

Corporate Name/First Name(s)	Last Name	Account Number
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hereby appoint the Chairman of the Annual General Meeting of Shareholders (the "Meeting") of Momentum Global Funds (the "Company"),

or \_\_\_\_\_

as my/our representative to vote for me/us on my/our behalf on the items of the agenda, as indicated below, of the Meeting to be held on 13 December 2019 at 3.00pm (Luxembourg time), and at any adjournment thereof, at the registered office of the Company, as more fully described in the Notice.

*If you want your representative to vote in a certain way on the resolutions specified, please indicate with an "X" in the spaces below. If you fail to select any of the given options, your representative can vote as he/she chooses or can decide not to vote at all. The representative can also do this on any other resolution that is put to the Meeting. If you appoint the Chairman as your representative and you do not indicate with an "X" in the spaces below how you wish your votes to be cast, the Chairman will vote 'for' in favour of the resolutions specified.*

Direction to your Representative

**AGENDA**

1. Acknowledgement of the Report of the Auditors for the financial year ended 30 June 2019.
2. Approval of the Audited Annual Report for the financial year ended 30 June 2019.

For

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Against

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3. Acknowledgement of the Board of Directors' Report to the Shareholders for the financial year ended June 30 June 2019.
4. Discharge of the Directors of the Company for the performance of their duties carried out during the financial year ended 30 June 2019.

For

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5. Re-appointment of Mr Robert Rhodes, Glyn Owen, and Mr Stefan Jordaan to serve as Directors of the Company until the next Annual General Meeting of Shareholders approving the Financial Statements for the accounting year ending 30 June 2020.

**Name:** Robert Rhodes  
**Title:** Chief Operating Officer, Momentum Global Investment Management Limited  
**Qualifications:** Bachelor Business Science (hons), Diploma Global Operations Management  
 Robert joined Momentum Administration Services as Head of Process Management from GuardBank Unit Trusts (where he was Marketing Services Manager) in June 1997. He moved to London to assist with the establishment of an Investment Administration Division for Ansbacher & Company in March 2009. After a brief sojourn setting up a fund administration division for Ansbacher & Company from January 2000 to August 2002, Robert joined Momentum Global Investment Management Limited as Chief Operating Officer. Robert is responsible for ensuring that the Momentum GIM operation runs smoothly and efficiently. His areas of responsibility include dealing, settlement, performance analysis, client reporting, vendor management, IT, product development and implementation, risk management, company secretarial and business support.  
**Responsibilities:**  
**Business focus:** Operations  
**Tenure at momentum :** 21 years  
**Industry experience** 26 years  
**Previous firms:** Ansbacher, Guard Bank Unit Trusts

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**Name:** Glyn Owen  
**Title:** Investment Director, Momentum Global Investment Management Limited  
**Qualifications:** BSc Economics  
 Glyn is an investment director and manages many of the relationships with key partners and clients. He is a member of the Investment Strategy Group. He has over thirty-eight years of investment experience, most of which has been in the City of London. Prior to working at Momentum, Glyn was Head of the International Division at Deutsche Morgan Grenfell, where he was responsible for international investments for non-UK institutions.  
**Responsibilities:**  
**Business focus:** Investments & clients  
**Tenure at momentum :** 20 years  
**Industry experience** 45 years  
**Previous firms:** Deutsche Morgan Grenfell

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**Name:** Stefan Jordaan

**Title:** Managing Director, Momentum Wealth International, Guernsey

**Responsibilities:** Mr Jordaan has 20 years' experience in the financial services industry and 18 years with the Momentum Group. He previously held the positions of Marketing Manager in South Africa and later headed up distribution in the Middle East and Asia. Mr Jordaan holds an Investment Management Certificate from the CFA Society of the United Kingdom and an Advanced Post Graduate Diploma in Financial Planning from the University of the Free State, South Africa. In 2013 Stefan was awarded a Distinction grade certification in Company Direction by the Institute of Directors.

**Business focus:** Distribution

**Tenure at momentum :** 18 years

**Industry experience** 20 years

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6. Appointment of Mr Henry Kelly to serve as Director of the Company, subject to CSSF approval and effective from the date of CSSF approval until the next Annual General Meeting of the Shareholders approving the Financial Statements for the accounting year ending 30 June 2020.

**Name:** Henry Kelly

**Title:** Non-Executive Director

Henry Kelly is an independent board member of several investment funds (UCITS and non-UCITS) and investment management companies domiciled in Luxembourg and abroad. He is the Managing Director of the Luxembourg-based consultancy firm that he founded in 1999, KellyConsult Sàrl, which is a licensed business advisory company ("société de conseil économique") that provides services to the investment fund sector in Luxembourg and internationally. He was the Chairman of the Fund Governance Forum for ALFI (Association of the Luxembourg Fund Industry) since its establishment in 2011 – 2018 and is a member of various working groups. He is a founding member of the Investment Funds Committee of the Luxembourg Institute of Directors (ILA) and was a member of the ALFI Executive Committee for ten years (1995 – 2005). He is a member of the European Fund and Asset Management Association (EFAMA) Corporate Governance Working Group and is a regular speaker at conferences on fund industry matters. From 1993 – 1999 he was a Managing Director of Flemings Luxembourg (now JP Morgan Asset Management). Prior to joining Flemings in 1993, Henry Kelly was employed for 5 years in the capital markets division of BNP Paribas. Following 7 years' experience with Price Waterhouse in Paris, Frankfurt and New York. He has a master's degree in Modern Languages from Cambridge University, is a Member of the Institute of Chartered Accountants and holds the INSEAD Certificate in Corporate Governance. He obtained the qualification of ILA certified director in November 2013.

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7. Appointment of Mr Ferdi Van Heerden to serve as Director of the Company, subject to CSSF approval and effective from the date of CSSF approval until the next Annual General Meeting of the Shareholders approving the Financial Statements for the accounting year ending 30 June 2020.

**Name:** Ferdi van Heerden

**Title:** Chief Executive Officer, Momentum Global Investment Management

**Qualifications:** BSc and BSc Honours Mathematical Statistics. Advanced Management Program and postgraduate diploma in management

**Responsibilities:** Ferdi joined Momentum Global Investment Management in August 2010 from the Quantum Group where he was Chief Executive / Managing Director. Ferdi has more than 22 years' experience in the life and pensions industry, as well as consumer banking in South Africa, and more recently in Europe. Prior to joining the Quantum Group Ferdi held a number of senior executive positions in both Momentum, one of the top four life insurance companies in South Africa, and the FirstRand Group, a top 10 listed company of the Johannesburg stock exchange. During his career of almost 20 years with the Group, his





responsibilities included heading up Momentum's individual life operation, the private pension fund administration business, as well as FirstRand's consumer banking division.

Tenure at Momentum: 29 years

Industry experience: 39 years

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8. Re-appointment of the Auditors of the Company until the next Annual General Meeting of Shareholders approving the Financial Statements for the financial year ending 30 June 2020.

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9. Allocation of the net results for the financial year ended 30 June 2019.

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10. Approval of Director's fees due for the financial year ended 30 June 2019.

For

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Against

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11. Miscellaneous.

I/we hereby give and grant full power and authorization to do and perform all and everything necessary or incidental to the exercise of the powers herein specified and I/we hereby ratify and confirm all that said proxies shall lawfully do or cause to be done by virtue hereof.

Signed: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_ 2019

Note: To be valid, this Form of Proxy must be received at the registered office of the Company (Company Administration Department) by email: [Luxembourg.Company.Admin@jpmorgan.com](mailto:Luxembourg.Company.Admin@jpmorgan.com) or fax number +352 46 26 85 825 prior to the commencement of the Meeting. Please also forward original form by the post.

