



Invesco Global Asset Management DAC

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23 April 2018

Shareholder circular: Invesco Bond Fund

IMPORTANT: This circular is important and requires your immediate attention. If you are in any doubt as to the action you should take you should seek advice from your professional adviser/consultant.

Proposed Merger of Invesco Bond Fund (a sub-fund of Invesco Funds Series 2) into Invesco Bond Fund (a sub-fund of Invesco Funds)

Have you transferred all of your Shares in Invesco Bond Fund, a sub-fund of Invesco Funds Series 2?

- For Shareholders in Italy: Please be aware that you do not have to take any action if you have transferred all of your Shares.
- For all other markets: Please pass this circular to the transferee or to the stockbroker, bank or other agent through whom the transfer was effected for transmission to the transferee as soon as possible.

About the information in this circular:

The directors of Invesco Global Asset Management DAC (the "Directors") are the persons responsible for the accuracy of the information contained in this letter.

To the best of the knowledge and belief of the Directors (having taken all reasonable care to ensure that such is the case), the information contained in this letter is, at the date hereof, in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

Unless otherwise defined in this circular, capitalised terms shall have the meanings attributed to them in the prospectuses for Invesco Funds Series 2 and Invesco Funds, respectively, whichever is applicable.

Invesco Global Asset Management DAC
Regulated by the Central Bank of Ireland

Directors: Cormac O'Sullivan (Irish), Anne-Marie King (Irish), William Manahan (Irish), Nick Tolchard (British) and Matthieu Grosclaude (French)

Incorporated in Ireland No 183551
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What this circular includes:

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|---|-------------------------|
| - Explanatory letter from the directors of Invesco Global Asset Management DAC | <hr/> Page 2 |
| - Appendix 1: Key differences between the Invesco Bond Fund (a sub-fund of Invesco Funds Series 2) and the Invesco Bond Fund (a sub-fund of Invesco Funds) | <hr/> Page 12 |
| - Appendix 2: Timeline for the proposal | <hr/> Page 15 |
| - Appendix 3: Notice of Extraordinary General Meeting | <hr/> Page 16 |
| - Appendix 4: Proxy Form for Extraordinary General Meeting | <hr/> Final Page |

Dear Shareholder,

In this circular, you will find explanations about our proposal to merge:

- Invesco Bond Fund (the "Merging Fund"), a sub-fund of Invesco Funds Series 2, an Irish umbrella unit trust authorised by the Central Bank of Ireland (the "Central Bank") with,
- Invesco Bond Fund (the "Receiving Fund"), a sub-fund of Invesco Funds, a Luxembourg umbrella SICAV authorised by the Commission de Surveillance du Secteur Financier (the "CSSF").

This circular also explains how the proposed merger is to be effected in accordance with the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2011, as amended (the "UCITS Regulations"). It is expected that, if approved, the proposed merger will take effect on 5 October 2018 (the "Effective Date").

A. Terms of the proposed merger

It is proposed to proceed with a merger pursuant to Regulation 3(1) paragraph c) of the UCITS Regulations. This involves the transfer of the net assets of the Merging Fund to the Receiving Fund. Shareholders of the Merging Fund will receive Shares in the Receiving Fund in exchange for Shares in the Merging Fund. The Merging Fund will continue to exist until all of its liabilities have been discharged, which will be for a maximum of six (6) months from the Effective Date. Further explanations are provided below under the sub-heading "Treatment of Merging Fund".

A 1. Background to and rationale for the proposed merger

Invesco Funds Series 2 is authorised as an umbrella unit trust pursuant to the UCITS Regulations. Invesco Funds is registered with the Luxembourg "Registre de Commerce et des Sociétés" under number B34457 and qualifies as a "société d'investissement à capital variable". Invesco Funds is organised as an umbrella fund with segregated liability between sub-funds pursuant to Part I of the Luxembourg Law of 17 December 2010 relating to collective investment undertakings, as amended from time to time (the "2010 Law").

The Merging Fund was approved by the Central Bank on 2 September 1992 as a sub-fund of Invesco Funds Series 2. The Receiving Fund was approved by the CSSF on 26 September 2016 as a sub-fund of Invesco Funds.



The merger proposal is being undertaken in order to simplify Invesco's cross-border fund offering and improve the client experience. This will be achieved by reducing the number of umbrellas, thereby creating efficiencies for clients in their interaction with Invesco. The Receiving Fund has been set up with the same characteristics as the Merging Fund, thereby allowing for long term continuity and track record of the strategy. As Invesco Funds has a wider distribution network than Invesco Funds Series 2, it is envisaged that this network will also help increase the assets under management of the Receiving Fund. This will benefit Shareholders through an increase in economies of scale.

A 2. The expected impact of the proposed merger

In light of the rationale provided above, it is expected that the proposed merger will bring benefits to Shareholders of the Merging Fund should they remain invested in the Receiving Fund over the long term.

Appendix 1 provides details of the key differences between the Merging Fund and the Receiving Fund that will be of interest and importance to you. Full details of the Merging Fund and the Receiving Fund are set out in the prospectuses for Invesco Funds Series 2 and Invesco Funds, respectively. For the avoidance of doubt, the investment objective and policy, including the use of derivatives, the risk profile, the Investment Manager, the Base Currency, the naming of each Share class, the on-going charges¹ and the operational features such as Dealing Cut-off Point, NAV calculation, Distribution Policy (except the dates of declaration and payment of distributions, as detailed in Appendix 1) are the same for the Merging Fund and the Receiving Fund. The intention is to merge the Shareholders in the Merging Fund into the exact same share class (with same fee structures) in the Receiving Fund. The Directors recommend that **you consider Appendix 1 carefully**.

As the dates of declaration and payment of distribution under the Distribution Policies of the Merging Fund and Receiving Fund are different, unless there is no surplus income the Manager may make a special distribution to the Shareholders in advance of the Effective Date. The declaration of such special distribution is subject to the Manager's discretion, and payment may take place on a different date from that expected by the Shareholders before the Effective Date. Thereafter, the Shareholders will receive distribution payments in line with the dates of the Receiving Fund as outlined in Appendix 1, which are different from the Merging Fund.

Further details of the mapping of the Share classes in the Merging Fund to the corresponding Share classes in the Receiving Fund are also detailed in Appendix 1.

Upon completion of the proposed merger, Shareholders in the Merging Fund will become Shareholders in the relevant Share class of the Receiving Fund. All Shareholders in the Merging Fund who have elected not to redeem or switch their Shares in the Merging Fund prior to the Effective Date, will be deemed to have provided the Receiving Fund and Invesco Funds (or its duly appointed delegates) with all relevant representations, warranties and undertakings set out in the Application Form of the Receiving Fund. Furthermore, any representations, warranties and undertakings (including information provided for the purposes of relevant anti-money laundering legislation) which you have previously provided to the Manager or its delegates (whether upon your initial subscription or at a later date) shall be deemed to be provided to the Receiving Fund and Invesco Funds by virtue of the proposed merger and may be relied upon by the Receiving Fund and Invesco Funds in relation to your on-going registration as a Shareholder of the Receiving Fund.

¹ The on-going charges figures of the Receiving Fund will be monitored for a period of 18 months to ensure it does not exceed that of the Merging Fund at the point of merger (where this occurs, the Manager will cover any additional costs during this period). However, as some expenses are variable and can be influenced by things including but not limited to the fund size, exchange rate movements, regulatory changes and other economic variables, there is no guarantee that the on-going charges figures will not increase after this period. The on-going charges figures will be updated in the KIIDs in accordance with the applicable regulation.

It is intended that Invesco Global Asset Management DAC, the manager of the Invesco Funds Series 2 (the "Manager") shall, in furtherance of the proposed merger, enter into an assignment agreement with Invesco Funds. This agreement will expressly transfer the benefit of all such representations, warranties, undertakings and relevant anti-money laundering information to the Receiving Fund and Invesco Funds. For reference purposes only, a sample Invesco Funds Application Form can be accessed on the website of the Management Company of Invesco Funds.

Shareholders' rights

Both the Merging Fund and Receiving Fund are UCITS. This means that they are both managed in accordance with the rules of the UCITS Directive 2009/65/EC, as amended, which harmonises the management and distribution of retail funds across Europe. However, as the Merging Fund is domiciled in Ireland and the Receiving Fund is domiciled in Luxembourg, the sub-funds are subject to supervision by different regulators, being the Central Bank and the CSSF, respectively.

Shareholders who require further information on the regulatory differences between the Irish and Luxembourg funds regime should consult their professional advisers.

Investment objective and policy

The investment objective and policy of the Receiving Fund are the same as those of the Merging Fund. However, where relevant, some disclosures in the objective and policy may be different and changes have been implemented to simplify the message, increase consistency or provide greater transparency. In addition, the Investment Manager managing the Merging Fund under Invesco Funds Series 2 will also manage the Receiving Fund under Invesco Funds.

The Receiving Fund will be launched upon receipt of assets from the Merging Fund. Therefore, there is no need to undertake a portfolio rebalancing exercise.

Fees and expenses

The table below summarises the maximum amount of the management fee, distribution fees, service agent fees, trustee/ depositary charges (hereafter the "fees and charges") disclosed in the relevant prospectus and the on-going charges figures disclosed in the Key Investor Information Documents ("KIIDs") for the Merging Fund's and the corresponding Share classes in the Receiving Fund. As set out below, these fees and charges will remain the same.

Merging Fund						Receiving Fund					
Share class	Management Fee	Distribution Fee	Max Service Agent Fee	Max Trustee Charge	On-going Charges	Share class	Management Fee	Distribution Fee	Max Service Agent Fee	Max Depository Charge	On-going Charges***
A (USD) - monthly distribution	0.75%	N/A	0.13%	0.0075%	0.91%*	A (USD) - monthly distribution	0.75%	N/A	0.13%	0.0075%	0.91%
A (USD) - semi-annual distribution	0.75%	N/A	0.13%	0.0075%	0.91%*	A (USD) - semi-annual distribution	0.75%	N/A	0.13%	0.0075%	0.91%
B (USD) - semi-annual distribution	0.75%	Up to 1.00%	0.10%	0.0075%	1.91%*	B (USD) - semi-annual distribution	0.75%	Up to 1.00%	0.10%	0.0075%	1.91%
C (EUR hedged) - accumulation	0.50%	N/A	0.10%	0.0075%	0.66%*	C (EUR hedged) - accumulation	0.50%	N/A	0.10%	0.0075%	0.66%
C (GBP) - accumulation	0.50%	N/A	0.10%	0.0075%	0.66%*	C (GBP) - accumulation	0.50%	N/A	0.10%	0.0075%	0.66%
C (USD) - accumulation	0.50%	N/A	0.10%	0.0075%	0.66%*	C (USD) - accumulation	0.50%	N/A	0.10%	0.0075%	0.66%



Merging Fund						Receiving Fund					
Share class	Management Fee	Distribution Fee	Max Service Agent Fee	Max Trustee Charge	On-going Charges	Share class	Management Fee	Distribution Fee	Max Service Agent Fee	Max Depository Charge	On-going Charges***
C (USD) - semi-annual distribution	0.50%	N/A	0.10%	0.0075%	0.66%*	C (USD) - semi-annual distribution	0.50%	N/A	0.10%	0.0075%	0.66%
Z (EUR hedged) - accumulation	0.38%	N/A	0.13%	0.0075%	0.54%**	Z (EUR hedged) - accumulation	0.38%	N/A	0.13%	0.0075%	0.54%
Z (EUR hedged) - semi-annual gross income	0.38%	N/A	0.13%	0.0075%	0.54%**	Z (EUR hedged) - semi-annual gross income	0.38%	N/A	0.13%	0.0075%	0.54%
Z (EUR) accumulation	0.38%	N/A	0.13%	0.0075%	0.54%**	Z (EUR) accumulation	0.38%	N/A	0.13%	0.0075%	0.54%
Z (USD) accumulation	0.38%	N/A	0.13%	0.0075%	0.54%**	Z (USD) accumulation	0.38%	N/A	0.13%	0.0075%	0.54%
Z (USD) - semi-annual distribution	0.38%	N/A	0.13%	0.0075%	0.54%**	Z (USD) - semi-annual distribution	0.38%	N/A	0.13%	0.0075%	0.54%

*The ongoing charges are based on expenses for the year ending November 2017 and may be subject to change closer to the Effective Date.

**The ongoing charges are estimated based on expected total of charges and may be subject to change closer to the Effective Date.

***The ongoing charges are estimated based on expected total of charges of the Merging Fund and may be subject to change closer to the Effective Date.

Neither the Merging Fund nor the Receiving Fund charges a performance fee.

In order that Shareholders of the Merging Fund will not be disadvantaged, the on-going charges figures of the Receiving Fund will be initially capped to ensure that they are not higher than that of the Merging Fund when Shareholders are transitioned to the Receiving Fund².

Although, a *taxe d'abonnement* will be applicable at a rate of 0.05% per annum of its NAV, except for Shares targeted at institutional investors (such as "I" Shares and "S" Shares) where the applicable tax rate will be 0.01% per annum of the NAV, such tax will be included in the on-going charges figure of the Receiving Fund which is subject to the cap² as mentioned above. Such tax will be payable quarterly on the basis of the NAV of the relevant Share class at the end of the relevant quarter.

Treatment of Merging Fund

On the Effective Date, the net assets of the Merging Fund will be transferred to the Receiving Fund. The Manager will calculate a retention amount, in consultation with BNY Mellon Fund Services (Ireland) Designated Activity Company, the sub-administrator of the Merging Fund (the "Sub-Administrator"), in order to meet known liabilities of the Merging Fund (the "Retention Amount"). The Retention Amount will equate to a certain level of cash being withheld by the Merging Fund to meet the net accrued liabilities that are expected to be paid by the Merging Fund after the Effective Date. As fee/income accruals will be made on a daily basis before and on the Effective Date and will be reflected in the daily NAV, such Retention Amount will have no impact on the NAV of the Merging Fund or Receiving Fund as the net assets are

² The on-going charges figures of the Receiving Fund will be monitored for a period of 18 months to ensure it does not exceed that of the Merging Fund at the point of merger (where this occurs, the Manager will cover any additional costs during this period). However, as some expenses are variable and can be influenced by things including but not limited to the fund size, exchange rate movements, regulatory changes and other economic variables, there is no guarantee that the on-going charges figures will not increase after this period. The on-going charges figures will be updated in the KIIDs in accordance with the applicable regulation.

transferred on the Effective Date. BNY Mellon Trust Company (Ireland) Limited, the trustee of the Merging Fund (the "Trustee") will independently oversee this calculation, as part of its general NAV oversight duty. It is possible that once all the liabilities of the Merging Fund have been paid, a surplus remains (the "Surplus"). The Manager, with the consent of the Trustee will, within six (6) months of the Effective Date, transfer any such Surplus to the Receiving Fund. Any shortfall in the Retention Amount shall be paid by the Manager.

Any invoice received by the Merging Fund after six (6) months from the Effective Date will be paid by the Receiving Fund out of the Surplus. It is expected that such Surplus if applicable will be immaterial relative to the NAV of the Receiving Fund upon receipt and will have no material impact on Shareholders. If there is a shortfall in the Surplus then any difference will be paid by the Manager.

In addition, there may be exceptional items (e.g., withholding tax reclaims, class actions, etc.) not accrued for by the Merging Fund on the Effective Date due to uncertainty of receipt. If such exceptional items result in a payment being made to the Merging Fund, then any amounts will automatically be transferred to the Receiving Fund.

A 3. Valuation of assets, calculation of the exchange ratio and consolidation of the number of Shares issued

As a result of the proposed merger (if approved by the Shareholders), on the Effective Date, the Merging Fund will contribute all of its net assets, including any accrued income (the "Assets") to the Receiving Fund. Shareholders will receive corresponding Shares in the Receiving Fund that are equal in value to the Shares that they own in the Merging Fund.

The assets under management of the Merging Fund as at 31 January 2018 amounted to US\$ 345,840,405.70. As the Receiving Fund is a new sub-fund to be launched on the day of the proposed merger, there will be no assets under management prior to the Effective Date.

The "exchange ratio" for the proposed merger will be 1:1. The "exchange ratio" is the factor expressing how many Shares will be issued in the corresponding Share class of the Receiving Fund for one Share in a Share class of the Merging Fund. Shareholders who elect not to redeem/switch their Shares in the Merging Fund prior to the proposed merger will receive the same number of Shares in the Receiving Fund, in the corresponding Share class, and denominated in the same currency, as they have in the Merging Fund. The value of Shares allocated in the Receiving Fund post-merger will be identical in value to the Shares held by such Shareholders in the Merging Fund.

On the Effective Date, the valuation of the Merging Fund will be carried out in accordance with the valuation principles as disclosed in the prospectus for Invesco Fund Series 2. Thereafter all future valuations of the Receiving Fund will be carried out in accordance with the valuation principles as set out in the prospectus for Invesco Funds.

Have you not redeemed/switched your Shares in the Merging Fund prior to the Effective Date? In this case, the Global Distributor or the Registrar and Transfer Agent will issue you a written confirmation after the Effective Date with details of the exchange ratio applied, as well as the number of Shares you received in the Receiving Fund as of the Effective Date.

No initial charge will be payable on the issue of Shares in the Receiving Fund as part of this proposed merger.



A 4. Proposed Effective Date of proposed merger

The proposed merger can only occur if the Shareholders of the Merging Fund pass a resolution approving the proposed merger.

It is expected that the proposed merger will take effect on the Effective Date, 5 October 2018, if the resolution relating to the proposed merger is passed by the Shareholders of the Merging Fund:

- at the Extraordinary General Meeting (the "EGM") to be held on 13 August 2018 or, if applicable,
- any adjourned Extraordinary General Meeting (the "Adjourned EGM") to be held on 29 August 2018 (as detailed below).

Please read Appendix 2 to this circular carefully as it sets out a timeline for the merger proposal.

A 5. Rules relating to the transfer of Assets

If the proposed merger is approved by the requisite majority of Shareholders of the Merging Fund, the Assets of the Merging Fund will be transferred to the Receiving Fund. All Shareholders of the Merging Fund, as of the Effective Date, will be entitled to receive Shares in the Receiving Fund at that time.

Details of the relevant Share class(es) in the Receiving Fund which you will receive if you elect not to redeem/ switch prior to the proposed merger are set out in Appendix 1 to this circular.

B. Procedural aspects relating to the proposed merger

Shareholders of the Merging Fund are to be asked to consider a special resolution to approve the proposed merger at an EGM of the Merging Fund.

You will find enclosed a notice of the EGM of the Merging Fund (Appendix 3), which will be held at 11:00 am (Irish time) on 13 August 2018, at the offices of the Manager, Central Quay, Riverside IV, Sir John Rogerson's Quay, Dublin 2, Ireland.

At the EGM of the Merging Fund, Shareholders will be asked to consider as an item of special business the approval of the proposed merger. In order for the proposed merger to be effective, the special resolution requires the approval of three quarters of those present and voting in person or by proxy in favour of the resolution. Two Shareholders present in person or by proxy holding in aggregate one tenth by value of all Shares for the time being in issue by the Merging Fund will constitute a quorum at the EGM of the Merging Fund.

Should the quorum not be reached at the EGM, the Adjourned EGM will be convened in accordance with the Trust Deed. The Adjourned EGM will take place at least fifteen days after the EGM at the same time and location as disclosed in Appendix 3. The approval of three quarters of those present and voting in person or by proxy in favour of the resolution is again required. The quorum for the Adjourned EGM shall be the Shareholders present in person or by proxy whatever their number.

If you cannot attend the EGM in person, you can vote using the enclosed proxy form (Appendix 4). This proxy form is for use in relation to the EGM of the Merging Fund (the "Proxy Form"). It should be completed and returned in accordance with the instructions therein, to ensure that it is received as soon as possible and in any event not later than 48 hours before the time fixed for the holding of the EGM, i.e., before 11:00 am (Irish time) on 10 August 2018.

Shareholders have the option of returning a signed copy of the Proxy Form:

- to Link Asset Services, Link Registrars Limited, PO Box 7117, Dublin 2, Ireland (if delivered by post), or
- to Link Asset Services, Link Registrars Limited 2 Grand Canal Square, Dublin 2, Ireland (if delivered by hand) or by fax to +353 1 224 0700.

Completion and return of a Proxy Form will not preclude you from attending and voting in person at the EGM. Proxy Forms received for the EGM will be used to vote at the Adjourned EGM, unless they have been revoked in writing to the Registrar and Transfer Agent.

It should be noted that:

- If the special resolution is approved by the requisite majority, **the proposed merger will be binding on all Shareholders**, including Shareholders who voted against the resolution or who did not vote at all. You will be advised in writing following the Effective Date of the number of Shares issued to you in the Receiving Fund. In any case, the results of the EGM will be published on the website of the Manager.
- If the resolution is not passed, you will be notified accordingly.

C. Other matters relating to the proposed merger

C 1. Right to subscribe for and/or redeem Shares or switch Shares

If the proposed merger does not suit your requirements, you have the opportunity at any time up to and including 12:00 noon (Irish time) on 2 October 2018:

- to redeem your Shares, which will be carried out in accordance with the terms of the prospectus of Invesco Funds Series 2 without any redemption charges, or
- to avail of a free switch out of the relevant Share class into another sub-fund in the Invesco Cross-Border Product Range of funds domiciled in Ireland and Luxembourg (subject to the minimum investment amounts and eligibility requirements set out in the relevant fund prospectus and authorisation of the particular fund for sale in your jurisdiction). With regards to switches into other Ireland-domiciled sub-funds, it is recommended that Shareholders consider the wider intention to simplify Invesco's cross-border fund offering and the other mergers planned to achieve this. Please do not hesitate to contact the Investor Services Team, IFDS Dublin on +353 1 439 8100 (option 2), your local agent or your local Invesco office.

For the avoidance of doubt, in the case of redemption of "B" Shares in the Merging Fund, the contingent deferred sales charge will, if applicable, be waived.

Please note that the redemption will amount to a disposal of your interests in the Merging Fund and may have tax consequences.

Are you in any doubt as to your individual tax position? In this case, you should consult your professional advisers.

You are also able to continue to make subscriptions or to switch in the Merging Fund up until 12:00 noon (Irish time) on 2 October 2018.

From 3 October 2018 to 5 October 2018, both dates inclusive, any dealings in the Merging Fund will be suspended temporarily so as to allow the merger process to be effected efficiently.

Once the proposed merger has been effected and you become a Shareholder in the Receiving Fund, you can redeem your Shares in the Receiving Fund, subject to the usual procedures set out in the prospectus for Invesco Funds.



C 2. Costs

There are no unamortised preliminary expenses in relation to the Merging Fund.

The Manager will bear the expenses incurred in connection with the proposed merger and the transfer of the Assets of the Merging Fund to the Receiving Fund. This includes legal, advisory and administration costs, the costs of calling the meeting of Shareholders of the Merging Fund, and the costs relating to the preparation and implementation of the proposed merger.

The Manager will bear the costs associated with the transfer of Assets of the Merging Fund to the Receiving Fund (such as broker transactions costs, any stamp duty and other taxes or duties) if any.

C 3. Tax

Shareholders should inform themselves as to the tax implications of the proposed merger. The same applies to the ongoing tax status of the Receiving Fund under the laws of the countries of their nationality, residence, domicile or incorporation.

D. Availability of documents and information relating to the Merging Fund and the Receiving Fund

For Shareholders in the European Union and Switzerland, as required by applicable regulations, please find enclosed a copy of the KIID of the Share class(es) of the Receiving Fund into which you will be merged (if the proposed merger is approved and if you elect not to redeem/ switch prior to the proposed merger). It contains important key information relating to the Receiving Fund.

Kindly note that the Receiving Fund may offer other Share classes with different features and we recommend that you read the relevant KIIDs of the Receiving Fund carefully.

English-language versions of all the KIIDs of the Receiving Fund will be available on the website of the Management Company of Invesco Funds, Invesco Management S.A. (www.invescomanagementcompany.lu) and where relevant, translations of the KIIDs will be available on the Invesco Local Websites, accessible through www.invesco.com before the Effective Date. All copies of the KIIDs can also be requested from the registered office of the Management Company of Invesco Funds or from the Investor Services Team, IFDS Dublin on +353 1 439 8100 (option 2).

Do you require additional information?

The prospectus for Invesco Funds contains further information about the Receiving Fund. It is available on the website of the Management Company of Invesco Funds. As required by local laws, it is also accessible on the Invesco Local Websites accessible through www.invesco.com.

Copies of the Articles, latest annual and semi-annual reports and prospectus for Invesco Funds are available free of charge upon request:

- from the Management Company of Invesco Funds, at its registered office at 37A Avenue JF Kennedy, L-1855 Luxembourg; or
- from Invesco Funds at its registered office at Vertigo Building – Polaris, 2-4 rue Eugène Ruppert, L-2453 Luxembourg, during usual business hours.

Would you like to obtain any additional information in relation to the proposed merger? Please do not hesitate to send your request to the registered office of the Manager or the Management Company of Invesco Funds.

In addition, please note that the UCITS Regulations require the Trustee of the Merging Fund to verify certain matters relating to the proposed merger and the independent auditors of the Merging Fund and the Receiving Fund to validate matters relating to the valuation of the Assets and the calculation method of the exchange ratio which are described above. You have the right to obtain a copy of the report prepared by the independent auditors of the Merging Fund and the Receiving Fund free of charge and it can be obtained in the same manner and at the place described in the paragraph above.

E. Recommendation

For reasons explained earlier in this circular, the Directors believe that the proposed merger and the proposed transfer of Assets of the Merging Fund into the Receiving Fund is in the long term best interests of Shareholders of the Merging Fund and accordingly recommend that you vote in favour of the proposed merger. The Directors hope that you will choose to remain invested in the Receiving Fund.

Please note that the Trustee of the Merging Fund is satisfied with the merger proposal and has confirmed certain matters to the Central Bank as is required by the UCITS Regulations.

Do you have any questions or concerns about the foregoing? **Please contact the Investor Services Team**, IFDS Dublin on +353 1 439 8100 (option 2), **your local agent or your local Invesco office**.

Further Information

- **For Shareholders in Germany:** If you are acting as a distributor for German clients, please be advised you are required to forward the summary of the proposed merger provided by the Manager, to your end clients by durable media.
- **For Shareholders in Switzerland:** The Prospectus, the Key Investor Information Documents and the Trust Deed of the Invesco Funds Series 2, as well as the annual and interim reports of the Invesco Funds Series 2 may be obtained free of charge from the Swiss representative. Invesco Asset Management (Switzerland) Ltd., Talacker 34, 8001 Zurich, is the Swiss representative and BNP Paribas Securities Services, Paris, Succursale de Zurich, Selnaustrasse 16, 8002 Zurich, is the Swiss paying agent.
- **For Shareholders in the UK:** For the purpose of the United Kingdom Financial Services and Markets Act, 2000 (the "FSMA"), this letter has been issued by Invesco Global Investment Funds Limited which is authorised and regulated by the Financial Conduct Authority, on behalf of Invesco Global Asset Management DAC, the Global Distributor of the Invesco Funds Series 2. For the purposes of United Kingdom law, the Invesco Bond Fund is a recognised scheme under section 264 of the FSMA. All or most of the protections provided by the United Kingdom regulatory system, for the protection of private clients, do not apply to offshore Invesco Funds Series 2, compensation under the United Kingdom's Financial Services Compensation scheme will not be available and United Kingdom cancellation rights do not apply.



Thank you for taking the time to read this communication.

Yours sincerely

A handwritten signature in black ink, appearing to be "W. Michael" or similar, written in a cursive style.

Director
for and on behalf of
Invesco Global Asset Management DAC

Appendix 1

Key differences between the Merging Fund and the Receiving Fund

Capitalised terms used in this Appendix to describe the Merging Fund and Receiving Fund shall have the meanings attributed to them in the prospectuses for Invesco Funds Series 2 and Invesco Funds, respectively.

This table provides details of the key differences between the Merging Fund and the Receiving Fund that will be of interest and importance to you. Full details of the Merging Fund and the Receiving Fund are set out in the prospectuses for Invesco Funds Series 2 and Invesco Funds, respectively. For the avoidance of doubt, the investment objective and policy, including the use of derivatives, the risk profile, the Investment Manager, the Base Currency, the naming of each Share class, the on-going charges and the operational features such as Dealing Cut-off Point, NAV calculation, Distribution Policy (except the dates of declaration and payment of distributions, as detailed below) are the same for the Merging Fund and the Receiving Fund.

	The Merging Fund Invesco Bond Fund	The Receiving Fund Invesco Bond Fund
Name of umbrella fund	Invesco Funds Series 2	Invesco Funds
Share classes available	<ul style="list-style-type: none"> ■ A (USD) - monthly distribution (ISIN: IE00B01VPY04) ■ A (USD) - semi-annual distribution (ISIN: IE0003702192) ■ B (USD) - semi-annual distribution (ISIN: IE0002276057) ■ C (EUR hedged) - accumulation (ISIN: IE00BCKFCK24) ■ C (GBP) - accumulation (ISIN: IE00B4KL2J38) ■ C (USD) - accumulation (ISIN: IE00B9726J20) ■ C (USD) - semi-annual distribution (ISIN: IE0003702200) ■ Z (EUR hedged) - accumulation (ISIN: IE00BYZ8JX23) ■ Z (EUR hedged) - semi-annual gross income (ISIN: IE00BD9G1954) ■ Z (EUR) - accumulation (ISIN : IE00BYZ8JY30) ■ Z (USD) accumulation (ISIN : IE00BZBYFQ67) ■ Z (USD) - semi-annual distribution (ISIN: IE00BBPJD437) 	<ul style="list-style-type: none"> ■ A (USD) - monthly distribution (ISIN: LU1775947689) ■ A (USD) - semi-annual distribution (ISIN: LU1775947762) ■ B (USD) - semi-annual distribution (ISIN: LU1775947846) ■ C (EUR hedged) - accumulation (ISIN: LU1775947929) ■ C (GBP) - accumulation (ISIN: LU1775948067) ■ C (USD) - accumulation (ISIN: LU1775948141) ■ C (USD) - semi-annual distribution (ISIN: LU1775948224) ■ Z (EUR hedged) - accumulation (ISIN: LU1775948497) ■ Z (EUR hedged) - semi-annual gross income (ISIN: LU1775948570) ■ Z (EUR) - accumulation (ISIN: LU1775948653) ■ Z (USD) - accumulation (ISIN: LU1775948737) ■ Z (USD) - semi-annual distribution (ISIN: LU1775948810)
Structure	Unit Trust	SICAV



	The Merging Fund Invesco Bond Fund	The Receiving Fund Invesco Bond Fund
Country of establishment	Ireland	Luxembourg
Business Day(s)	<ul style="list-style-type: none"> ■ Any bank business day in Ireland, except if such bank business day in Ireland is a day on which the Global Distributor and the Registrar and Transfer Agent are not open for business due to the occurrence of substitution holidays following 25th/26th December and/or 1st January in each year. ■ For the avoidance of doubt, unless otherwise decided by the Directors, Good Friday and 24 December of each year, or such other dates determined by the Directors and notified in advance to Shareholders, are not Business Days. <p>Consequently, cross-references in the Prospectus to Business Day shall be understood as mentioned above (such as the definition of Settlement Date and Valuation Point).</p>	<ul style="list-style-type: none"> ■ Any bank business day in Luxembourg, except if such bank business day in Luxembourg is a day on which the Global Distributor and the Data Processing Agent are not open for business due to the occurrence of substitution holidays following 25th/26th December and/or 1st January in each year. ■ For the avoidance of doubt, unless otherwise decided by the Directors, Good Friday and 24th December of each year, or such other dates determined by the Directors and notified to Shareholders, are not Business Days. <p>Consequently, cross-references in the Prospectus to Business Day shall be understood as mentioned above (such as the definition of Settlement Date and Valuation Point).</p>
Possible restrictions on redemptions	<p>The Manager may, with the approval of the Trustee, direct the Registrar and Transfer Agent to limit the total number of Shares in a Fund which may be redeemed on any Business Day to 10% (or such higher percentage as the Manager with the approval of the Central Bank may determine in any particular case) of the total number of Shares in issue of that Fund. The limitation will be applied pro rata to all Shareholders in the relevant Fund who have requested redemptions to be effected on or as at such Business Day so that the proportion redeemed of each holding so requested is the same for all such Shareholders. Any Shares which, by virtue of this limitation, are not redeemed on any particular Business Day shall be carried forward for redemption on the next following Business Day for the relevant Fund. During this process, redemption requests that are carried forward will be aggregated with other</p>	<p>The SICAV may limit the total number of Shares in a Fund which may be redeemed on any Business Day to a number representing 10% of the NAV of a Fund. The limitation will be applied pro rata to all Shareholders in the relevant Fund who have requested redemptions to be effected on or as at such Business Day so that the proportion redeemed of each holding so requested is the same for all such Shareholders. Any Shares which, by virtue of this limitation, are not redeemed on any particular Business Day shall be carried forward for redemption on the next following Business Day for the relevant Fund. During this process, redemption requests that are carried forward will be aggregated with other redemption requests on each Business Day. Redemption requests carried forward will not be prioritised over other redemption requests received for a given Business Day and shall be treated with respect to the</p>

	The Merging Fund Invesco Bond Fund	The Receiving Fund Invesco Bond Fund
	redemption requests on each Business Day. Redemption requests carried forward will not be prioritised over other redemption requests received for a given Business Day and shall be treated with respect to the unsatisfied balance thereof as if a further redemption request had been made by the concerned Shareholder in respect of the next Business Day and, if necessary, subsequent Business Days.	unsatisfied balance thereof as if a further redemption request had been made by the concerned Shareholder in respect of the next Business Day and, if necessary, subsequent Business Days.
Accounting date	Last day of November	Last day of February
Distribution Policy	<ul style="list-style-type: none"> ■ Annual Distribution – last Business Day of November ■ Semi-annual Distribution – last Business Days of November and May ■ Quarterly Distribution – last Business Days of November, February, May and August ■ Monthly Distribution – last Business Days of each month 	<ul style="list-style-type: none"> ■ Annual Distribution – last Business Day of February ■ Semi-annual Distribution – last Business Days of February and August ■ Quarterly Distribution – last Business Days of February, May, August and November ■ Monthly Distribution – last Business Days of each month
Manager/Management Company	Invesco Global Asset Management DAC	Invesco Management S.A.
Trustee/Depositary	BNY Mellon Trust Company (Ireland) Limited	The Bank of New York Mellon (International) Limited, Luxembourg Branch
Administrator	Invesco Global Asset Management DAC Sub-Administrator: BNY Mellon Fund Services (Ireland) Designated Activity Company	The Bank of New York Mellon (International) Limited, Luxembourg Branch
Registrar and Transfer Agent	International Financial Data Services (Ireland) Limited	International Financial Data Services (Luxembourg) S.A. Data Processing Agent: International Financial Data Services (Ireland) Limited
Auditors	PricewaterhouseCoopers (Ireland)	PricewaterhouseCoopers, Société cooperative (Luxembourg)



Appendix 2

Timeline for the proposal

Key dates	
Event	Date
Documentation issued to Shareholders	23 April 2018
Latest time and date for receipt of Proxy Forms	11:00 am (Irish time) on 10 August 2018 for the EGM 11:00 am (Irish time) on 26 August 2018 for the Adjourned EGM
Extraordinary General Meeting of Shareholders of the Merging Fund	11:00 am (Irish time) on 13 August 2018
Adjourned Extraordinary General Meeting of Shareholders of the Merging Fund (if required)	11:00 am (Irish time) on 29 August 2018
The last dealing day in Shares of the Merging Fund (for receipt of subscription, redemption or switch requests)	2 October 2018
Last valuation of the Merging Fund	12:00 noon (Irish time) on 5 October 2018
Effective Date	5 October 2018 or such later date as may be determined by the Directors which may be up to four (4) weeks later, subject to the prior approval of such later date by the relevant regulatory bodies and immediate notification of same to the Shareholders in writing.
First day of dealing in Shares issued in the Receiving Fund pursuant to the proposed merger	8 October 2018
Written confirmation issued to Shareholders advising of exchange ratio and number of Shares in the Receiving Fund	Before 21 days after the Effective Date

Appendix 3

Notice of an Extraordinary General Meeting of Shareholders of Invesco Funds Series 2 – Invesco Bond Fund

Ireland, on 23 April 2018

Notice is hereby given that an Extraordinary General Meeting (the "EGM") of Shareholders of Invesco Funds Series 2 – Invesco Bond Fund (the "Fund") will be held at 11:00 am (Irish time) on 13 August 2018 at the offices of Invesco Global Asset Management DAC, Central Quay, Riverside IV, Sir John Rogerson's Quay, Dublin 2, Ireland with the following agenda:

Sole Resolution

To approve, on the basis of the common merger proposal, the merger of the Fund into Invesco Bond Fund, a sub-fund of Invesco Funds.

Voting

The EGM will require:

- A quorum of two Shareholders of the Fund present in person or by proxy holding in aggregate one tenth by value of all Shares for the time being in issue by the Merging Fund and
- A majority of three quarters of those present at the EGM and voting in person or by proxy in favour of the resolution.

If the EGM is not able to deliberate and vote on the above mentioned proposal for lack of a quorum, a further meeting (the "Adjourned EGM") will be convened fifteen days after the EGM at the same time and location to consider and vote on the same agenda. The quorum for the Adjourned EGM shall be the Shareholders present in person or by proxy at the Adjourned EGM whatever their number and will require a majority of three quarters of those present and voting in person or by proxy in favour of the resolution.

Proxy forms (please see below, under "Voting Arrangements") already received for the EGM to be held on 13 August 2018 will be used to vote at the Adjourned EGM, if any, to be convened on 29 August 2018 at the same time and location unless they have been revoked.

Voting Arrangements

Shareholders who cannot attend the EGM are entitled to appoint a proxy to attend, speak and vote in their stead. To do this, **please complete and return the enclosed proxy form** in accordance with the instructions thereon, so that the proxy form will be received as soon as possible and in any event not later than 48 hours before the time fixed for the holding of the EGM before 11:00 am (Irish time) on 10 August 2018 for the EGM (and before 11:00 am (Irish time) on 26 August 2018 in case of the Adjourned EGM).

A body corporate may appoint an authorised representative to attend, speak and vote on its behalf. A proxy or an authorised representative need not be a Shareholder. Shareholders have the option of **returning a signed copy of the proxy form** either to Link Asset Services, Link Registrars Limited, PO Box 7117, Dublin 2, Ireland (if delivered by post), or to Link Asset Services, Link Registrars Limited, 2 Grand Canal Square, Dublin 2, Ireland (if delivered by hand) or by fax to +353 1 224 0700.



Completion and return of a proxy form will not preclude you from attending and voting in person at the EGM.

For the Board of Invesco Global Asset Management DAC

A handwritten signature in black ink, appearing to be "M. Smith", written over a horizontal line.

Authorised signatory

Appendix 4

Proxy form for an Extraordinary General Meeting of Shareholders of Invesco Funds Series 2 – Invesco Bond Fund (the “Merging Fund”)



I/We _____

Please list your shareholder name, address, and capacity here

At _____

In capacity of _____

being a Shareholder/Shareholders of the Merging Fund hereby appoint the Chairperson of the meeting or failing him/her [•], [•], [•], [•], [•], [•], [•], [•], [•], [•] or _____ or _____ as my/our proxy to vote for me/us on my/our behalf at the Extraordinary General Meeting of the Fund to be held at the offices of Invesco Global Asset Management DAC, Central Quay, Riverside IV, Sir John Rogerson’s Quay, Dublin 2, Ireland from 11:00 am (Irish time) on 13 August 2018 and at any adjournment thereof.



Signed _____

(Print Name)

Please sign and date here



Signed _____

(Print Name)

In case of joint holding, please sign and date here

Dated this _____ day of _____ [•]

Resolution	For	Against
Special business		
1. To approve, on the basis of the common merger proposal, the merger of the Merging Fund into Invesco Bond Fund, a sub-fund of Invesco Funds.		

If you wish this form to be used *in favour of this Resolution*, please mark “X” in the box above under the heading “For”. If you wish this form to be used *against this Resolution*, please mark “X” in the box above under the heading “Against”. Otherwise, the Proxy will vote as he or she thinks fit.



NOTES:

1. You may appoint a proxy of your own choice by inserting the name of the person appointed as proxy (who need not be a Shareholder) in the space provided.
2. Please insert your name(s) and address in BLOCK LETTERS and sign and date the form.
3. Indicate by placing a cross in the appropriate box how you wish your votes to be cast in respect of each resolution. If no mark is made, your proxy may vote or abstain at his/her discretion. On any other business not specified in the Notice of Meeting and arising at the Meeting, the proxy will act at his or her discretion.
4. If the appointer is a corporation, this form must be under the common seal or under the hand of an officer, attorney or other person authorised in writing.
5. In the case of joint holders, the signature of any one holder will be sufficient, but the names of all the joint holders should be stated. In the event of more than one joint holder tendering votes, the vote of the unitholder whose name first appears in the register of unitholders will be accepted to the exclusion of all others.
6. To be valid, this form (and, if applicable, any power of attorney or other authority under which it is signed or a notarially certified copy thereof) must be completed and deposited at the address below not later than 48 hours before the time fixed for the meeting.
7. Forms of proxy must be returned by post to Link Asset Services, Link Registrars Limited, PO Box 7117, Dublin 2, Ireland (if delivered by post) or Link Asset Services, Link Registrars Limited, 2 Grand Canal Square, Dublin 2, Ireland (if delivered by hand during normal business hours) or by fax to +353 1 224 0700, to be received not later than 11:00 am (Irish time) on 10 August 2018 for the EGM (and before 11:00 am (Irish time) on 26 August 2018 in case of the Adjourned EGM).
8. If any amendments are made they should be initialled.
9. If this instrument is signed and returned without any indication of how the person appointed proxy shall vote he/she will exercise his/her discretion as to how he/she votes and whether or not he/she abstains from voting.
10. Completion and return of this form of proxy will not prevent you from attending and voting in person at the meeting if you so wish.