

This Notice of an Annual General Meeting is sent to you as a Shareholder of Baring OppenheimerFunds plc. It is important and requires your immediate attention. If you are in any doubt as to the action to be taken, you should immediately consult your stockbroker, solicitor or attorney or other professional advisor. If you sold or otherwise transferred your holding in Baring OppenheimerFunds plc, please send this Notice and the accompanying proxy card to the stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

BARING OPPENHEIMERFUNDS PLC
(a company with segregated liability between its sub-funds)
(THE "COMPANY")

NOTICE OF
ANNUAL GENERAL MEETING OF THE COMPANY
(THE "AGM")

Notice of the AGM to be held at 70 Sir John Rogerson's Quay, Dublin 2, Ireland on 18 October 2007 at the time set out at Appendix I. The accompanying Proxy Card for use by shareholders in the Company at the AGM should be completed and returned in accordance with the instructions printed thereon so as to be received by the Matsack Trust Limited, 70 Sir John Rogerson's Quay, Dublin 2 as soon as possible and, in any event, not later than 10.00am (Irish time) on 16 October 2007.

This Notice has not been reviewed by the Irish Financial Services Regulatory Authority (the "Financial Regulator") and it is possible that changes thereto may be necessary to meet the requirements of the Financial Regulator. The Directors are of the opinion that there is nothing contained in this Notice nor in the proposals detailed herein that conflicts with the Guidance Notes issued by and regulations of the Financial Regulator.

BARING OPPENHEIMERFUNDS PLC
(a company with segregated liability between its sub-funds)
Registered Office
70 Sir John Rogerson's Quay
Dublin 2
Ireland

14 September 2007

Dear Shareholder,

We are writing to you in connection with the Annual General Meeting ("**AGM**") which is being convened. A Notice is enclosed herewith.

Unless otherwise indicated, all capitalised terms shall have the same meaning as otherwise described in the Prospectus for the Company dated 2 January 2007, as amended ("**Prospectus**") and in the case of the Hong Kong Resident Shareholders, in the Hong Kong Offering Document for the Company dated January 2007 (the "**HKOD**").

Ordinary Business (Ordinary Resolution)

The Ordinary Resolution deals with the normal matters to be attended to at an AGM, namely the receipt and consideration of the Directors' Report and the Company's Financial Statements, and Auditors Report thereon, for the accounting period ended 30 April 2007, the re-appointment of the Company's auditors and the authorisation of the Directors to fix the remuneration of the auditors.

Other Business

1. Change of Registered Office Address

The Company has changed its registered office from 30 Herbert Street, Dublin 2 to 70 Sir John Rogerson's Quay, Dublin 2. The Company's secretary, Matsack Trust Limited, has also moved to 70 Sir John Rogerson's Quay, Dublin 2. These changes are effective since 5 June 2007.

2. Changes to Sales Charges

As you are aware, subscriptions in Class A Shares and Class A Accumulation Shares (the "**Shares**") of the Company is subject to an up front sales charge as set out in the Prospectus and the HKOD. It is proposed that this up front sales charge be waived for large subscriptions in such Shares in excess of US\$1,000,000. However, those Shares may be subject to a contingent deferred sales charge as described below.

The Company's manager, Baring International Fund Managers (Ireland) Limited (the "**Manager**"), currently pays a fee to authorised dealers for investment of subscription proceeds, out of its management fees. For subscriptions of Shares of US\$1,000,000 or more, the Manager may decide to pay out of the fees paid to it by the Company an amount of 1.00% (or 0.50% in the case of Baring Limited-Term US Government Fund) of subscriptions of US\$1,000,000 or more to the authorised dealer through which such Shares are subscribed. This is to give the Company's distributors greater flexibility in compensating authorised dealers and other intermediaries involved in the sale of Shares.

If subscribers for those Shares redeem within an 18 month period measured from the beginning of the calendar month of the subscription, a contingent deferred sales charge may be deducted from the redemption proceeds. The contingent deferred sales charge will be equal to 1.00% (or 0.50% in the case of Baring Limited-Term US Government Fund) of the lesser of:

- (i) the aggregate Net Asset Value of the redeemed Shares at the time of redemption (excluding Shares purchased by reinvestment of dividends or capital gain distributions)

or

- (ii) the original Net Asset Value of the redeemed Shares.

The contingent deferred sales charge will not exceed the aggregate amount of the fees the Manager paid to the authorised dealer in respect of all subscriptions of Shares being redeemed.

3. Changes to Exchange Privilege Fees

Currently, there is no fee on exchanging shares in the Company apart from the imposition of a contingent deferred sales charge on the acquisition of Oppenheimer Class B Shares and Oppenheimer Class C Shares in a new fund.

In order to accommodate the costs of authorised dealers in effecting these exchanges, authorised dealers will have the option, in their sole discretion, to impose an up front sales charge for exchanges of Oppenheimer Class A Shares, Oppenheimer Class A Accumulating Shares and Baring Class Shares. Oppenheimer Class B and Oppenheimer Class C Shares will not be charged any such up front sales charge when exchanged but may be charged the contingent deferred sales charge as set out in the Prospectus and the HKOD.

Timing

The above changes in relation to sales charges will be effective one month from the date of this notice.

4. Changes to Company's Administrator

As you are aware, BISYS Fund Services (Ireland) Limited currently provides administration and transfer agency services to the Company. On 1 August 2007, the investment services division of The BISYS Group, Inc was acquired by, and is now a wholly owned subsidiary of, Citibank N.A. As a result, BISYS Fund Services (Ireland) Limited changed its name to Citi Fund Services (Ireland) Limited. The registered address and contact details for the administrator have not changed.

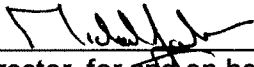
Citi Fund Services (Ireland) Limited will ensure that the current service standards received are maintained to the highest standard and are not compromised in any way as a result of this acquisition and name change. If you have any questions or concerns on this change, please contact the dedicated Baring Oppenheimer Investor Services trade line at +353 1 637 6322, or alternatively contact your usual sales representative.

The AGM will be held at the offices of Matsack Trust Limited, 70 Sir John Rogerson's Quay, Dublin 2, Ireland on 18 October 2007. The proxy card is enclosed as Appendix II to enable you to vote at the AGM and you are urged to complete and return it as soon as possible, and in any event by no later than 10.00am (Irish time) on 16 October 2007. Please read the notes printed on the form, which will assist you in completing and returning the form. You may attend and vote at the AGM even if you have appointed a proxy, but in such circumstances, the proxy is not entitled to vote. The quorum for the AGM of Shareholders of the Company is two Shareholders present (in person or by proxy) entitled to vote. If a quorum is not present within half an hour of the time appointed for the AGM, it will be necessary to adjourn it. In that event, it will stand adjourned to the same day in the next week, at the same time and place or to such other day and at such other time and place as the directors may determine. If you are a corporate entity you may wish to appoint a representative to attend and vote at the AGM on your behalf. A form of letter of representation is enclosed in Appendix III for this purpose.

The Directors believe that the passing of the Resolutions are in the best interests of the Shareholders as a whole and recommend that you vote in favour of the proposed Resolutions. The directors of the Company accept responsibility for the information contained in this Notice.

Should you have any questions in connection with the above, you should contact OppenheimerFunds International (telephone number: +1 888 231 9507). Hong Kong resident investors should contact Self Li (telephone number: +852 2973 3467) at the office of the Hong Kong Representative, Baring Asset Management (Asia) Limited, 19th Floor Edinburgh Tower, 15 Queen's Road Central, Hong Kong.

Yours faithfully,

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

Director, for and on behalf of
Baring OppenheimerFunds plc

APPENDIX I
Notice of an Annual General Meeting
of
Baring OppenheimerFunds plc
(a company with segregated liability between its sub-funds)
(the "Company")

Notice is hereby given that the Annual General Meeting of the Company will be held at 70 Sir John Rogerson's Quay, Dublin 2, Ireland on 18 October 2007 at 10.00am (Irish time), to consider and, if thought fit, to pass the following resolutions to take effect on 18 October 2007.

Ordinary Business

1. To consider the Report of the Directors' Report and the Company's Financial Statements, and Auditors Report thereon, for the accounting period ended 30 April 2007.
2. To note the re-appointment of PricewaterhouseCoopers as the Auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company and to authorise the Directors to fix the remuneration of the Auditors.
3. To transact any other business which may be properly transacted at an Annual General Meeting.

As a holder of Shares, we request that you complete the enclosed proxy and return it by fax to Matsack Trust Limited, 70 Sir John Rogerson's Quay, Dublin 2, Ireland. Telephone no. + 353 1 232 2000, fax no. + 353 1 232 3333 (marked for the attention of Jacinta O'Connell) as soon as possible and in any event not later than 48 hours prior to the AGM or attend in person at the AGM in order to vote upon the Resolutions.



BY ORDER OF MATSACK TRUST LIMITED
COMPANY SECRETARY

Dated: 14 September 2007

REGISTERED OFFICE
70 Sir John Rogerson's Quay
Dublin 2
Ireland

APPENDIX II

PROXY CARD

BARING OPPENHEIMERFUNDS PLC
(a company with segregated liability between its sub-funds)
("COMPANY")

I/We, _____ having our registered office at/ of _____ (see note (a) below) being a member of the above named Company, hereby appoint the Chairman as chairman of the Annual General Meeting of the Company, or failing him, Dualta Counihan, or failing him, Narita Ahern, or failing her, Jacinta O' Connell, or failing her, _____ of _____

as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company, each to be held at 70 Sir John Rogerson's Quay, Dublin 2, Ireland on 18 October 2007 at 10.00am (Irish time) or 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/her discretion.

RESOLUTION:	FOR	AGAINST
To authorise the Directors to fix the remuneration of the Auditors.		

Dated 2007

Name and Address of Shareholder

Signature of Shareholder

NOTES:

1. 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.
2. If it is desired to appoint some other person as proxy, the name of the proxy must be inserted in the space provided instead of the option provided which should be deleted.
3. The Proxy Card must:
 - (a) in the case of an individual Shareholder be signed by the Shareholder or his attorney; and
 - (b) 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.
 - (c) In the case of joint holders the vote of the senior who tenders a vote whether in person or by proxy shall be accepted by 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.

- (d) To be valid this proxy and any power of attorney under which it is signed must reach Matsack Trust, 70 Sir John Rogerson's Quay, Dublin 2, Ireland 48 hours before the time appointed for the holding of the meeting. Proxy Cards may be returned in the first instance by facsimile to + 353 1 232-3333. However, the original Proxy Card should be forwarded by mail, to the address set out above.
- (e) A proxy need not be a Shareholder of the Company but must attend the meeting in person to represent you.

APPENDIX III

LETTER OF REPRESENTATION

To: The Directors
Baring OppenheimerFunds plc
70 Sir John Rogerson's Quay
Dublin 2
Ireland

Dear Sirs

We, _____
of _____

(the "Company") being a shareholder in Baring OppenheimerFunds plc hereby notify you that pursuant to a Resolution of the board, _____ has been appointed as the Company's representative to attend and vote on the company's behalf at the Annual General Meeting of the Baring OppenheimerFunds plc, to be held at 70 Sir John Rogerson's Quay, Dublin 2, Ireland on 18 October 2007 at the time set out in Appendix I or any adjournment thereof.

Such person so appointed shall be entitled to exercise the same powers at any such meeting in respect of our shares in Baring OppenheimerFunds plc as we could exercise if we were an individual Shareholder and is empowered to sign any necessary consents in connection with any such General Meeting referred to above on behalf of the Company.

Signed
Duly Authorised Officer
For and on behalf of

This Notice of an Annual General Meeting is sent to you as a Shareholder of Baring Oppenheimer Real Asset Futures Fund plc. It is important and requires your immediate attention. If you are in any doubt as to the action to be taken, you should immediately consult your stockbroker, solicitor or attorney or other professional advisor. If you sold or otherwise transferred your holding in Baring Oppenheimer Real Asset Futures Fund plc, please send this Notice and the accompanying proxy card to the stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

**BARING OPPENHEIMER REAL ASSET FUTURES FUND PLC
(THE "COMPANY")**

NOTICE OF

**ANNUAL GENERAL MEETING OF THE COMPANY
(THE "AGM")**

Notice of the AGM to be held at 70 Sir John Rogerson's Quay, Dublin 2, Ireland on 18 October 2007 at the time set out at Appendix I. The accompanying Proxy Card for use by shareholders in the Company at the AGM should be completed and returned in accordance with the instructions printed thereon so as to be received by Matsack Trust Limited, 70 Sir John Rogerson's Quay, Dublin 2, Ireland as soon as possible and, in any event, not later than 10.30am (Irish time) on 16 October 2007.

This Notice has not been reviewed by the Irish Financial Services Regulatory Authority (the "Financial Regulator") and it is possible that changes thereto may be necessary to meet the requirements of the Financial Regulator. The Directors are of the opinion that there is nothing contained in this Notice nor in the proposals detailed herein that conflicts with the Guidance Notes issued by and regulations of the Financial Regulator.

BARING OPPENHEIMER REAL ASSET FUTURES FUND PLC

*Registered Office
70 Sir John Rogerson's Quay
Dublin 2
Ireland*

14 September 2007

Dear Shareholder,

We are writing to you in connection with the Annual General Meeting ("**AGM**") which is being convened. A Notice is enclosed herewith.

Unless otherwise indicated, all capitalised terms shall have the same meaning as otherwise described in the Prospectus for the Company dated 2 January 2007, as amended ("**Prospectus**") and in the case of the Hong Kong Resident Shareholders, in the Hong Kong Offering Document for the Company dated January 2007 (the "HKOD").

Ordinary Business (Ordinary Resolution)

The Ordinary Resolution deals with the normal matters to be attended to at an AGM, namely the receipt and consideration of the Directors' Report and the Company's Financial Statements, and Auditors Report thereon, for the accounting period ended 31 March 2007, the re-appointment of the Company's auditors and the authorisation of the Directors to fix the remuneration of the auditors.

Other Business

1. Change of Registered Office Address

The Company has changed its registered office from 30 Herbert Street, Dublin 2 to 70 Sir John Rogerson's Quay, Dublin 2. The Company's secretary, Matsack Trust Limited, has also moved to 70 Sir John Rogerson's Quay, Dublin 2. These changes are effective since 5 June 2007.

2. Changes to Sales Charges

As you are aware, subscriptions in Class A Shares (the "**Shares**") of the Company is subject to an up front sales charge as set out in the Prospectus and the HKOD. It is proposed that this up front sales charge be waived for large subscriptions in such Shares in excess of US\$1,000,000. However, those Shares may be subject to a contingent deferred sales charge as described below.

The Company's manager, Baring International Fund Managers (Ireland) Limited (the "**Manager**"), currently pays a fee to authorised dealers for investment of subscription proceeds, out of its management fees. For subscriptions of Shares of US\$1,000,000 or more, the Manager may decide to pay out of the fees paid to it by the Company an amount of 1.00% of subscriptions of US\$1,000,000 or more to the authorised dealer through which such Shares are subscribed. This is to give the Company's distributors greater flexibility in compensating authorised dealers and other intermediaries involved in the sale of Shares.

If subscribers for those Shares redeem within an 18 month period measured from the beginning of the calendar month of the subscription, a contingent deferred sales charge may be deducted from the redemption proceeds. The contingent deferred sales charge will be equal to 1.00% of the lesser of:

- (i) the aggregate Net Asset Value of the redeemed Shares at the time of redemption (excluding Shares purchased by reinvestment of dividends or capital gain distributions)

or

- (ii) the original Net Asset Value of the redeemed Shares.

The contingent deferred sales charge will not exceed the aggregate amount of the fees the Manager paid to the authorised dealer in respect of all subscriptions of Shares being redeemed.

Timing

The above changes in relation to sales charges will be effective one month from the date of this notice.

3. Changes to Company's Administrator

As you are aware, BISYS Fund Services (Ireland) Limited currently provides administration and transfer agency services to the Company. On 1 August 2007, the investment services division of The BISYS Group, Inc was acquired by, and is now a wholly owned subsidiary of, Citibank N.A. As a result, BISYS Fund Services (Ireland) Limited changed its name to Citi Fund Services (Ireland) Limited. The registered address and contact details for the administrator have not changed.

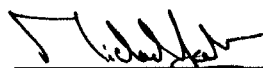
Citi Fund Services (Ireland) Limited will ensure that the current service standards received are maintained to the highest standard and are not compromised in any way as a result of this acquisition and name change. If you have any questions or concerns on this change, please contact the dedicated Baring Oppenheimer Investor Services trade line at +353 1 637 6322, or alternatively contact your usual sales representative.

The AGM will be held at the offices of Matsack Trust Limited, 70 Sir John Rogerson's Quay, Dublin 2, Ireland on 18 October 2007. The proxy card is enclosed as Appendix II to enable you to vote at the AGM and you are urged to complete and return it as soon as possible, and in any event by no later than 10.30am (Irish time) on 16 October 2007. Please read the notes printed on the form, which will assist you in completing and returning the form. You may attend and vote at the AGM even if you have appointed a proxy, but in such circumstances, the proxy is not entitled to vote. The quorum for the AGM of Shareholders of the Company is two Shareholders present (in person or by proxy) entitled to vote. If a quorum is not present within half an hour of the time appointed for the AGM, it will be necessary to adjourn it. In that event, it will stand adjourned to the same day in the next week, at the same time and place or to such other day and at such other time and place as the directors may determine. If you are a corporate entity you may wish to appoint a representative to attend and vote at the AGM on your behalf. A form of letter of representation is enclosed in Appendix III for this purpose.

The Directors believe that the passing of the Resolutions are in the best interests of the Shareholders as a whole and recommend that you vote in favour of the proposed Resolutions. The directors of the Company accept responsibility for the information contained in this Notice.

Should you have any questions in connection with the above, you should contact OppenheimerFunds International (telephone number: +1 888 231 9507). Hong Kong resident investors should contact Self Li (telephone number: +852 2973 3467) at the office of the Hong Kong Representative, Baring Asset Management (Asia) Limited, 19th Floor Edinburgh Tower, 15 Queen's Road Central, Hong Kong.

Yours faithfully,



Director, for and on behalf of
Baring Oppenheimer Real Asset Futures Fund plc

APPENDIX I
Notice of an Annual General Meeting
of
Baring Oppenheimer Real Asset Futures Fund plc
(the "Company")

Notice is hereby given that the Annual General Meeting of the Company will be held at 70 Sir John Rogerson's Quay, Dublin 2, Ireland on 18 October 2007 at 10.30 am (Irish time), to consider and, if thought fit, to pass the following resolutions to take effect on 18 October 2007.

Ordinary Business

1. To consider the Report of the Directors' Report and the Company's Financial Statements, and Auditors Report thereon, for the accounting period ended 31 March 2007.
2. To note the re-appointment of PricewaterhouseCoopers as the Auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company and to authorise the Directors to fix the remuneration of the Auditors.
3. To transact any other business which may be properly transacted at an Annual General Meeting.

As a holder of Shares, we request that you complete the enclosed proxy and return it by fax to Matsack Trust Limited, 70 Sir John Rogerson's Quay, Dublin 2, Ireland. Telephone no. + 353 1 232 2000, fax no. + 353 1 232 3333 (marked for the attention of Jacinta O'Connell) as soon as possible and in any event not later than 48 hours prior to the AGM or attend in person at the AGM in order to vote upon the Resolutions.



BY ORDER OF MATSACK TRUST LIMITED
COMPANY SECRETARY

Dated: 14 September 2007

REGISTERED OFFICE
70 Sir John Rogerson's Quay
Dublin 2
Ireland

APPENDIX II

PROXY CARD

**BARING OPPENHEIMER REAL ASSET FUTURES FUND PLC
("COMPANY")**

I/We, _____ having our registered office at/ of _____ (see note (a) below) being a member of the above named Company, hereby appoint the Chairman as chairman of the Annual General Meeting of the Company, or failing him, Dualta Counihan, or failing him, Narita Ahern, or failing her, Jacinta O'Connell, or failing her, _____ of _____

as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company, each to be held at 70 Sir John Rogerson's Quay, Dublin 2, Ireland on 18 October 2007 at 10.30am (Irish time) or 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/her discretion.

RESOLUTION:	FOR	AGAINST
To authorise the Directors to fix the remuneration of the Auditors.		

Dated 2007

Name and Address of Shareholder

Signature of Shareholder

NOTES:

1. 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.
2. If it is desired to appoint some other person as proxy, the name of the proxy must be inserted in the space provided instead of the option provided which should be deleted.
3. The Proxy Card must:
 - (a) in the case of an individual Shareholder be signed by the Shareholder or his attorney; and
 - (b) 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.
 - (c) In the case of joint holders the vote of the senior who tenders a vote whether in person or by proxy shall be accepted by 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.

- (d) To be valid this proxy and any power of attorney under which it is signed must reach Matsack Trust, 70 Sir John Rogerson's Quay, Dublin 2, Ireland 48 hours before the time appointed for the holding of the meeting. Proxy Cards may be returned in the first instance by facsimile to + 353 1 232 2000. However, the original Proxy Card should be forwarded by mail, to the address set out above.
- (e) A proxy need not be a Shareholder of the Company but must attend the meeting in person to represent you.

APPENDIX III

LETTER OF REPRESENTATION

To: The Directors
Baring Oppenheimer Real Asset Futures Fund plc
70 Sir John Rogerson's Quay
Dublin 2
Ireland

Dear Sirs

We, _____
of _____

(the "Company") being a shareholder in Baring Oppenheimer Real Asset Futures Fund plc hereby notify you that pursuant to a Resolution of the board, _____ has been appointed as the Company's representative to attend and vote on the company's behalf at the Annual General Meeting of the Baring Oppenheimer Real Asset Futures Fund plc, to be held at 70 Sir John Rogerson's Quay, Dublin 2, Ireland on 18 October 2007 at the time set out in Appendix I or any adjournment thereof.

Such person so appointed shall be entitled to exercise the same powers at any such meeting in respect of our shares in Baring Oppenheimer Real Asset Futures Fund plc as we could exercise if we were an individual Shareholder and is empowered to sign any necessary consents in connection with any such General Meeting referred to above on behalf of the Company.

Signed

Duly Authorised Officer
For and on behalf of
