



21 November 2008

Dear Unit Holder,

Proposed winding up of the Invesco Universal Income Fund (ARSN 093 171 405) ('the Fund')

I write to advise you of our intention to wind up the Fund and, pursuant to section 601NC of the Corporations Act, enclose a Notice of Proposal to Wind Up the Fund.

We are taking this step to terminate the Fund following a review of the Fund size and the costs of running the Fund. As a result of this review, Invesco has established that it can no longer manage the Fund to meet its objectives. At this stage, we expect that following the 28-day notice period (termination will be effective 19th December 2008) we will make funds available to investors as soon as possible thereafter.

If you have any questions in regard to this matter or if you would like to discuss other investment options, please contact our Client Services team on 1800 813 500 (freecall).

Yours faithfully,

A handwritten signature in blue ink, appearing to read "Mark Yesberg".

Mark Yesberg
Head of Product and Marketing

INVESCO UNIVERSAL INCOME FUND
ARSN 093 171 405
("THE FUND")
NOTICE OF PROPOSAL TO WIND UP THE FUND

To: Members of the Fund

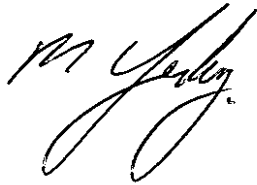
Invesco Australia Limited ("**Invesco**"), of Level 26, 333 Collins Street, Melbourne, Victoria, 3000, the Responsible Entity of the Fund, gives notice pursuant to section 601NC of the *Corporations Act 2001* ("**the Act**") that:

- 1 Invesco proposes to wind up the Fund, because it considers that the purpose of the Fund can no longer be accomplished.
- 2 Invesco considers that the purpose of the Fund can no longer be accomplished, for the following reasons:
 - a. The fund size of the Fund does not enable the investment objectives to be met.
 - b. Invesco considers that in all the circumstances, it is in the best interests of members to wind up the Fund.
- 3 The members of the Fund have the right under Division 1 of Part 2G.4 of the Act to call a meeting of members to consider the proposed winding up of the Fund and to vote on any extraordinary resolution members propose about the winding up of the Fund.
- 4 Invesco is permitted to wind up the Fund unless a meeting of members is called to consider the winding up of the Fund within 28 days of Invesco giving this notice to members.
- 5 If no meeting is called within 28 days of this notice, Invesco will wind up the Fund in accordance with Part 5C.9 of the Act and the provisions of the Fund's Constitution.
- 6 Invesco has separately determined under clause 16.1 of the Fund's constitution that Fund will terminate 28 days after the date of this notice.

Dated: **21st November 2008**

Executed by Invesco Australia Limited by its duly authorised attorneys in accordance with a Power of Attorney dated 22 July 2008. The attorneys have no notice of revocation of the Power.

By:



By :

