

# DNCA Invest

Société d'Investissement à Capital Variable  
60, avenue J.F. Kennedy, L – 1855 Luxembourg  
R.C.S. Luxembourg B 125 012

(the « Company »)

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Luxembourg, 24 March 2023

Dear Shareholder,

We are pleased to convene you at the **Annual General Meeting** (the “Meeting”) of your Company which will be held at the registered office

**on 26 April 2023 at 3:00 pm (Luxembourg time)**

in order to deliberate and vote on the following agenda :

## AGENDA

1. Presentation of the management report of the Board of Directors and of the report of the *Réviseur d'Entreprises Agréé* for the accounting year ended on 31 December 2022;
2. Approval of the annual accounts for the accounting year ended on 31 December 2022;
3. Allocation of the results:  
Ratification of dividends distribution.
4. Discharge to the Directors for the accounting year ended on 31 December 2022:
  - Mr Jean-Charles Mériaux (until 15 March 2023);
  - Mr Grégoire Scheiff;
  - Mr Luc Régent;
  - Mr Thomas Péan;
  - Mr Pascal Delaunay.
5. Statutory appointments;
  - a. Board of Directors:
    - a.1. Resignation of Mr Jean-Charles Mériaux as Director of the Company with effective date as at 15 March 2023;
    - a.2. Ratification of the co-optation of Mr Pierre Pincemaille as Director of the Company with effective date as at 15 March 2023;
    - a.3. Appointment of Mr Pierre Pincemaille as Director of the Company;
    - a.4. Renewal of the mandate of the following Directors for a term to end at the next annual general meeting of shareholders approving the annual accounts for the financial year ending 31 December 2023 :
      - Mr Pierre Pincemaille;
      - Mr Grégoire Scheiff;
      - Mr Luc Régent;
      - Mr Thomas Péan;
      - Mr Pascal Delaunay.
  - b. Renewal of Deloitte Audit as *Réviseur d'Entreprises Agréé* of the Company for a term to end at the next annual general meeting of shareholders approving the annual accounts for the financial year ending 31 December 2023.
6. Directors' fees ratification;
7. Miscellaneous.

The resolutions submitted to the Meeting do not require any quorum. They are adopted by the simple majority of the shares present or represented at the Meeting.

Shareholders, who want to attend the Meeting in person, have to inform the Board of Directors, in writing five (5) days before the Meeting of their intention to do so.

Shareholders, who cannot personally attend the Meeting are requested to complete, sign and return the enclosed proxy form to the attention of Mrs Danièle Maton by e-mail (**lux.funds.domiciliation@bnpparibas.com**) followed by the original by post to BNP Paribas, 60, avenue J.F. Kennedy, L-1855 Luxembourg, **by 21 April 2023 at the latest.**

The annual report as at 31 December 2022 will be available upon request at the registered office of the Company.

Yours faithfully.

The Board of Directors

## FORM OF PROXY

I/We, .....the undersigned,  
*Name of the registered shareholder*

being the holder of ..... share(s)  
*Figures after the point represent decimals in the share number*

of the sub-fund(s) [ISIN Code] .....

of [name] (the “Company”)

hereby appoint as proxy .....  
 or failing him/her the Chairman of the Meeting,

with full power of substitution, to represent me/us at the **Annual General Meeting** (the “Meeting”) of the Company to be held on **26 April 2023 at 3 p.m. (Luxembourg time)** and at any adjournment thereof at the registered office [or any other address] and in my/our name and on my/our behalf to act and vote on the following agenda:

	For	Against	Abstention
1. <i>Presentation of the management report of the Board of Directors and of the report of the Réviseur d’Entreprises Agréé for the accounting year ended on 31 December 2022;</i>			
2. <i>Approval of the annual accounts for the accounting year ended on 31 December 2022;</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. <i>Allocation of the results;</i>			
<i>Ratification of dividends distribution</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. <i>Discharge to the Directors for the accounting year ended on 31 December 2022;</i>			
<i>- Mr Jean-Charles Meriaux (until 15 March 2023)</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>- Mr Grégoire Scheiff</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>- Mr Luc Régent</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>- Mr Thomas Péan</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>- Mr Pascal Delaunay</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. <i>Statutory appointments:</i>			
<i>a. Board of Directors</i>			
<i>a.1. Resignation of Mr Jean-Charles Mériaux as Director of the Company with effective date as at 15 March 2023 ;</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>a.2. Ratification of the co-optation of Mr Pierre Pincemaille as Director of the Company with effective date as at 15 March 2023;</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

<i>a.3. Appointment of Mr Pierre Pincemaille as Director of the Company;</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>a.4. Renewal of the mandate of the following Directors for a term to end at the next annual general meeting of shareholders approving the annual accounts for the financial year ending 31 December 2023:</i>			
- Mr Pierre Pincemaille	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Mr Grégoire Scheiff	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Mr Luc Régent	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Mr Thomas Péan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Mr Pascal Delaunay	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>b. Renewal of Deloitte Audit as Réviseur d'Entreprises Agréé of the Company for a term to end at the next annual general meeting of shareholders approving the annual accounts for the financial year ending 31 December 2023.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>6. Directors' fees ratification;</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>7. Miscellaneous.</i>			

***Shareholders should indicate with a cross (x) the manner in which they wish their votes to be cast. Voting forms which indicate neither the direction of a vote nor an abstention are VOID.***

The proxy is authorized, amongst other things, to:

- Assist to all other meeting having the same agenda in case of the first Meeting could not validly deliberate,
- Take part in all deliberations and vote, amend or reject in the name of the undersigned all decisions referring to the agenda,
- Pass and sign all deeds, minutes and in general do the necessary.

Given on ..... in.....

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Name (in block letters) and signature: