

Threadneedle (Lux)
Société d'Investissement à Capital Variable
Registered Office: 31, Z.A. Bourmicht, L-8070 Bertrange
Grand Duchy of Luxembourg
R.C.S LUXEMBOURG B-50.216
(the "Company")

PROXY FORM

Please return the completed proxy form by mail to the Company's Administrator, Citibank Europe plc, Luxembourg Branch at 31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg or by fax to (352) 45 14 14 439 for the attention of Ms Laurence KREICHER prior to July 22, 2019 at 5.00 p.m. CEST.

Investor Account Number: _____

The Undersigned, (company name / name of shareholder(s)):

_____ (in capital letters)

represented by (Mrs/Ms/Mr): _____ (in capital letters)

Number of shares: _____

Hereby appoint (name of proxy): _____ (in capital letters)

Or failing whom, the chairman of the meeting to be my/our proxy to vote on my/our behalf at the Annual General Meeting of Shareholders of **THREADNEEDLE (LUX)** (the "**Annual General Meeting**") to be held on July 26, 2019 at 2.00 p.m. CEST at the registered office of the Company, and at any adjourned or reconvened meeting which shall consider the following agenda; there to consider and, in the name and on behalf of the undersigned, to vote on any and all matters relative to the agenda hereunder mentioned:

AGENDA

		<i>For</i>	<i>Against</i>	<i>Abstain</i>
1	Review of the reports of the Board of Directors and of the Independent Auditor for the financial year ended March 31, 2019;	N/A		
2	Approval of the audited annual accounts of the Company for the financial year ended March 31, 2019;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Allocation of the Net Results;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	Discharge of the liabilities of the Directors, jointly and individually, with respect to the performance of their duties during the financial year ended March 31, 2019;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	Renewal of the mandate as Director of Ms Marie-Jeanne CHÈVREMONT-LORENZINI to serve until the next annual general meeting of Shareholders, to be held in 2020;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6	Renewal of the mandate as Director of Mr Claude KREMER to serve until the next annual general meeting of Shareholders, to be held in 2020;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7	Renewal of the mandate as Director of Mr Jon ALLEN as a director of the Company to serve until the next annual general meeting of Shareholders, to be held in 2020;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8	Appointment of Ms Julie GRIFFITHS as Director to serve until the next annual general meeting of Shareholders, to be held in 2020;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9	Re-appointment of PricewaterhouseCoopers, <i>Société Cooperative</i> , as Independent Auditor of the Company to serve until the next annual general meeting of Shareholders, to be held in 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The undersigned is aware that no quorum is needed for the Annual General Meeting to pass a valid resolution.

Resolutions will be passed by a simple majority of the votes cast.

Made in _____, on _____, 2019

(Signature)

NB. Please fill in the boxes to state your choices. If the boxes are left blank, the proxy will not be considered as valid. The Proxy form, to be valid, must reach Citibank Europe plc, Luxembourg Branch, attn. Ms Laurence KREICHER at fax number +352 45 14 14 439 prior to July 22, 2019 at 5.00 p.m. CEST.