

**NIKKO AM GLOBAL UMBRELLA FUND**  
*Société d'investissement à capital variable*  
Registered Office: 60, Avenue J.F. Kennedy  
L-1855 Luxembourg  
R.C.S. Luxembourg B53436  
(the "**Company**")

**By registered mail**

Luxembourg, 24 April 2025

**NOTICE OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholder,

Notice is hereby given that the extraordinary general meeting of the shareholders of the Company (the "**Meeting**") will be held at the premises of Arendt Investor Services S.A., 9, rue de Bitbourg, L-1273 Luxembourg,

**on Tuesday, 13 May 2025 at 2:00 pm (Luxembourg time)**

in order to deliberate and vote on the following agenda:

**AGENDA**

**Sole Resolution**

To amend the articles of association of the Fund (the "**Articles**"), with effect on **1<sup>st</sup> September 2025**, as follows:

- To amend article 1 in order to change the name of the Corporation from "NIKKO AM GLOBAL UMBRELLA FUND" to "AMOVA GLOBAL UMBRELLA FUND";
- To amend article 6 in order to reflect the possibility for shareholders to be notified by email and remove the possibility for the Corporation to use its registered office's address in the event shareholders' have not communicated an address;
- To amend article 10 in order to remove the specific date and hour of the annual general meeting ("**AGM**") as it is no longer required by the law of 10 August 1915 on commercial companies to insert this information in the Articles and provide that the AGM shall be held within six months following the end of the accounting year; and
- To amend article 14 and article 15 to remove the obligation of the Board to choose a chairman from among its members and replace a reference to "*Company*" with "*Corporation*";

- To amend article 25 in order to include the reference to the publication of the accounts of the Corporation, in accordance with the Luxembourg Generally Accepted Accounting Principles, within four (4) months following the end of the accounting year and that the unaudited semi-annual reports shall be published within two (2) months following the end of period to which they refer;
- To amend article 28 in order to reflect that the Corporation will enter into a management company services agreement with a management company authorised under chapter 15 of the law of 17 December 2010 regarding undertakings for collective investment, as may be amended from time to time.

## **VOTING**

In order to be passed, the resolutions require a quorum of 50% of the share capital in issue and an affirmative vote of a two-thirds majority of the votes cast at the Meeting. Votes cast shall not include votes attaching to shares in respect of which the shareholders have not taken part in the vote or have abstained or have returned a blank or invalid vote.

If the quorum is not reached, a second extraordinary general meeting will be convened to deliberate and vote on the same agenda. There will be no quorum required for such reconvened extraordinary general meeting and all resolutions will be passed by a majority of two-thirds of the votes cast at such meeting. The proxy attached will remain valid for the reconvened extraordinary general meeting unless expressly revoked.

## **VOTING ARRANGEMENTS**

Shareholders may vote by granting a proxy to the Chairperson of the Meeting, who will exercise your voting rights in accordance with your instructions by means of the enclosed proxy form (**Appendix I**).

Shareholders who cannot personally attend the Meeting are kindly requested to complete, sign and return the enclosed proxy form for the attention of Mrs Danièle Maton by post or e-mail ([BNPPGovernance@arendtservices.com](mailto:BNPPGovernance@arendtservices.com)) followed by the original to BNP Paribas, Luxembourg Branch, 60 Avenue J.F. Kennedy, L-1855 Luxembourg, **by 8 May 2025 at the latest.**

Copies of the full text of the proposed amendments to the Fund's articles of association may be obtained free of charge at the registered office of the Fund at 60, avenue J. F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg.

Yours faithfully,

The **Board of Directors**, represented by:

Signature:  \_\_\_\_\_

Name: .....Garry Pieters.....

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**FORM OF PROXY**

I/We, .....the undersigned,

***Name of the registered shareholder***

being the holder(s) of ..... share(s)

***Figures after the point represent decimals in the share number***

of the sub-fund (**ISIN Code**) .....

of **NIKKO AM GLOBAL UMBRELLA FUND**

hereby appoint as proxy .....

or failing him/her the Chairperson of the Meeting,

with full power of substitution, to represent me/us at the **extraordinary general meeting** (the "**Meeting**") of the shareholders of the Company to be held on **Tuesday, 13 May 2025 at 2:00 pm (Luxembourg time)** and at any adjournment thereof at the premises of Arendt Investor Services SA, 9 rue de Bitbourg L-1273 Luxembourg and in my/our name and on my/our behalf to act and vote on the following agenda:

| <b>Agenda</b>   | <b>For</b>               | <b>Against</b>           | <b>Abstention</b>        |
|---|--------------------------|--------------------------|--------------------------|
| <p style="text-align: center;">Sole Resolution</p> <p><i>To amend the articles of association of the Fund (the "Articles"), with effect on <b>1<sup>st</sup> September 2025</b>, as follows:</i></p> <p style="margin-left: 40px;"><i>- To amend article 1 in order to change the name of the Corporation from "NIKKO AM GLOBAL</i></p> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

|   |  |  |  |
|---|--|--|--|
| <p><i>UMBRELLA FUND” to “AMOVA GLOBAL UMBRELLA FUND”;</i></p> <ul style="list-style-type: none"> <li>- <i>To amend article 6 in order to reflect the possibility for shareholders to be notified by email and remove the possibility for the Corporation to use its registered office’s address in the event shareholders’ have not communicated an address</i></li> <li>- <i>To amend article 10 in order to remove the specific date and hour of the annual general meeting (“AGM”) as it is no longer required by the 1915 Law to insert this information in the articles and provide that the AGM shall be held within six months following the end of the accounting year;</i></li> <li>- <i>To amend article 14 and article 15 to remove the obligation of the Board to choose a chairman from among its members and replace a reference to “Company” with “Corporation”;</i></li> <li>- <i>To amend article 25 in order to include the reference to the publication of the accounts of the Corporation, in accordance with the Luxembourg Generally Accepted Accounting Principles, within four (4) months following the end of the accounting year and that the unaudited semi-annual reports shall be published within two (2) months following the end of period to which they refer;</i></li> <li>- <i>To amend article 28 in order to reflect that the Corporation will enter into a management company services agreement with a management company authorised under chapter 15 of the law of 17 December 2010 regarding undertakings for collective investment, as may be amended from time to time.</i></li> </ul> |  |  |  |
|---|--|--|--|

**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, and
- Pass and sign all deeds, minutes and in general do the necessary.

Given on (date) .....

In (location) .....

Name (in block letters) and signature:

.....

.....

This proxy needs to be completed, signed and returned for the attention of Mrs Danièle Maton by post or e-mail (**BNPPGovernance@arendtservices.com**) followed by the original to BNP Paribas, Luxembourg Branch, 60 avenue J.F. Kennedy, L-1855 Luxembourg, **by 8 May 2025 at the latest.**