

請注意：中譯文係由本公司進行翻譯作為參考使用，若有任何疑問，請以境外基金機構所寄發之英文原文為準。



A Prudential plc company 

年度股東常會通知

親愛的股東：

謹通知瀚亞投資（下稱「本公司」）年度股東常會（下稱「股東會」）將於 2024 年 4 月 19 日上午 11 時（盧森堡時間）於本公司註冊辦公室召開，議程如下：

議程

1. 提交 2023 年 12 月 31 日結算之會計年度董事會報告。
2. 提交 2023 年 12 月 31 日結算之會計年度查核報告。
3. 通過 2023 年 12 月 31 日結算之會計年度財務報告，包含應付董事費用。
4. 解任 2023 年 12 月 31 日結算之會計年度內執行職務的董事會及會計師。
5. 重新選任 Mrs. Lilian Tham, Mr. Nicolas Lauden, Mr. Gast Juncker 及 Mr. Thomas Nummer 為本公司董事，任期至下一次年度股東常會為止，屆時將審議截至 2024 年 12 月 31 日結算之會計年度財務報告。
6. 指派 E&Y 為本公司會計師，任期至下一次年度股東常會為止，屆時將審議截至 2024 年 12 月 31 日結算之會計年度財務報告，並授權董事會同意會計師的任命條款。
7. 通過 2023 年 12 月 31 日結算之會計年度期間董事會宣布的股利，並授權董事會宣布至下一次年度股東常會為止，預計於 2024 年 12 月 31 日結算之會計年度的額外股利。
8. 於本會議召開前提出的其他適當動議。

財務報告

財務報告，連同經查核之年度報告，可於本公司註冊辦公室取得，並可應要求傳送予股東。

投票

會議議程的決議並無法定最低出席人數限制，並由代表股東者或親自出席者的股份多數票決定。

投票安排

股東如不克出席股東會，最遲請於 2024 年 4 月 17 日營業結束前（盧森堡時間），將委託書（詳附件）寄至以下地址：

- The Bank of New York Mellon SA/NV, Luxembourg Branch

收件人：Transfer Agency

2-4 rue Eugène Ruppert, L-2453 Luxembourg

或傳真至：+(352) 24 52 42 33 或將委託書 pdf 檔寄至電子郵件信箱：

LUXMB-TAControl@bnymellon.com

委託書正本應以郵寄方式寄送至本公司註冊辦公室。

奉董事會之命發布

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年度股東常會委託書

專供瀚亞投資股東於 2024 年 4 月 19 日上午 11 時（盧森堡時間）
召開之年度股東常會（下稱「股東會」）使用

（請以正楷填寫）

授權人：

公司名稱及地址：

具備瀚亞投資（Eastspring Investments，下稱「本公司」），一註冊於盧森堡之可變動資本投資公司（société d'investissement à capital variable）之股東身分。本公司根據 2010 年 12 月 17 日修訂之盧森堡集合投資企業法（下稱「2010 法律」）第 I 篇成立並且符合歐盟理事會 UCITS 指令，註冊辦公室地址為：26, boulevard Royal, L-2449 Luxembourg，並登記於盧森堡 Register of Trade and Companies，登記編號：B 81.110。故對本人登記於本公司股東名冊上的所有股份，向本公司提出不可撤銷之委託，委由：

Spyridon Smeros，瀚亞投資（盧森堡）股份有限公司之助理總監且常駐於盧森堡，或The Bank of New York Mellon SA/NV, Luxembourg Branch下Domiciliary Team的任何員工被授予全權，(1)以他/她的唯一簽名代表本人出席2024年4月19日上午11時（盧森堡時間）或經決議後之任一日期（為避免疑義，其中包括任何休會、延期、或重新召集等），於本公司註冊辦公室召開之股東會，以及(2)在股東確認已充分了解下述議程內容的情況下，參與討論和審慎依指示為下列議程進行表決。股東會因下列議程而召開：

1. 提交 2023 年 12 月 31 日結算之會計年度董事會報告。
2. 提交 2023 年 12 月 31 日結算之會計年度查核報告。
3. 通過 2023 年 12 月 31 日結算之會計年度財務報告，包含應付董事費用。
4. 解任 2023 年 12 月 31 日結算之會計年度內執行職務的董事會及會計師。
5. 重新選任 Mrs. Lilian Tham, Mr. Nicolas Lauden, Mr. Gast Juncker 及 Mr. Thomas Nummer 為本公司董事，任期至下一次年度股東常會為止，屆時將審議截至 2024 年 12 月 31 日結算之會計年度財務報告。
6. 指派 E&Y 為本公司會計師，任期至下一次年度股東常會為止，屆時將審議截至 2024 年 12 月 31 日結算之會計年度財務報告，並授權董事會同意會計師的任命條款。
7. 通過 2023 年 12 月 31 日結算之會計年度期間董事會宣布的股利，並授權董事會宣布至下一次年度股東常會為止，預計於 2024 年 12 月 31 日結算之會計年度的額外股利。
8. 於本會議召開前提出的其他適當動議。

請注意：中譯文係由本公司進行翻譯作為參考使用，若有任何疑問，請以境外基金機構所寄發之英文原文為準。



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茲授權代理人將依表決權行使之指示，表決下列議程中各項議案（其中，為避免疑義，如無給予相反的具體指示，必須被解釋為投票表決**贊成**）：

議程重點	贊成	棄權	反對
1. 通過 2023 年 12 月 31 日結算之會計年度財務報告，包含應付董事費用。			
2. 解任 2023 年 12 月 31 日結算之會計年度內執行職務的董事會及會計師。			
3. 重新選任 Mr. Gast Juncker 為本公司董事，任期至下一次年度股東常會為止，屆時將審議截至 2024 年 12 月 31 日結算之會計年度財務報告。			
重新選任 Mr. Thomas Nummer 為本公司董事，任期至下一次年度股東常會為止，屆時將審議截至 2024 年 12 月 31 日結算之會計年度財務報告。			
重新選任 Mrs. Lilian Tham 為本公司董事，任期至下一次年度股東常會為止，屆時將審議截至 2024 年 12 月 31 日結算之會計年度財務報告。			
重新選任 Mr. Nicolas Laudén 為本公司董事，任期至下一次年度股東常會為止，屆時將審議截至 2024 年 12 月 31 日結算之會計年度財務報告。			
4. 指派 E&Y 為本公司會計師，任期至下一次年度股東常會為止，屆時將審議截至 2024 年 12 月 31 日結算之會計年度財務報告，並批准董事會將簽署之 E&Y 聘任條款。			
5. 通過 2023 年 12 月 31 日結算之會計年度期間董事會宣布的股利，並授權董事會宣布至下一次年度股東常會為止，預計於 2024 年 12 月 31 日結算之會計年度的股利。			

茲以本授權書授予代理人完全之權力與執行力，有權進行表決、批准並簽署會議記錄或其他文件，並採取任何必要或有益的措施和決定，根據盧森堡法律的要求，在盧森堡商業登記處進行任何登記和公告。同時，授權人承諾批准代理人要求採取之所有上述行為，並賠償代理人因代理所生之任何及所有費用及支出。

本委託書以及授權人和代理人的權利、義務、和法律責任，隸屬盧森堡大公國的法律管轄，以排除法律衝突的規則。

Notice of Annual General Meeting of the Shareholders

Dear Shareholder,

Notice is hereby given that the Annual General Meeting of Shareholders (the “Meeting”) of Eastspring Investments (the “Company”) will be held on 19 April 2024, at 11 a.m. Luxembourg time at the registered office of the Company, as set out below, with the following agenda:

Agenda

1. Presentation of the Report of the Board of Directors for the financial year ended 31 December 2023.
2. Presentation of the Report of the Auditor for the financial year ended 31 December 2023.
3. Approval of the Financial Statements for the financial year ended 31 December 2023, including fees payable to Directors.
4. Discharge of the Board of Directors and of the Auditor with respect to the performance of their duties for the financial year ended 31 December 2023.
5. Re-election of Mrs. Lilian Tham, Mr. Nicolas Lauden, Mr. Gast Juncker and Mr. Thomas Nummer as Directors of the Company until the next Annual General Meeting of the Shareholders which will deliberate on the Financial Statements for the financial year ending 31 December 2024.
6. Appointment of E&Y as Auditor of the Company to serve until the next Annual General Meeting of the Shareholders which will deliberate on the Financial Statements for the financial year ending 31 December 2024 and authorization to the Board of Directors to agree to the terms of appointment.
7. Ratification of dividends paid out during the financial year ended 31 December 2023, and authorisation to the Board to declare further dividends until the next Annual General Meeting of the Shareholders which will deliberate on the Financial Statements for the financial year ending 31 December 2024.
8. Consideration of such other business as may properly come before the meeting.

Financial Statements

The Financial Statements, together with the Audited Annual Report, will be made available at the registered office of the Company and may be communicated to Shareholders upon request.

Voting

Resolutions on the agenda of the Meeting will require no quorum and will be taken at the majority of the votes expressed by the Shareholders present or represented at the Meeting.

Voting Arrangements

Shareholders who cannot attend the Meeting may vote by proxy by returning the enclosed Form of Proxy no later than 17 April 2024, close of business in Luxembourg, to the following address:

- The Bank of New York Mellon SA/NV, Luxembourg Branch
Attn. Transfer Agency
2-4 rue Eugène Ruppert, L-2453 Luxembourg

Or by fax to (+352) 24 52 42 33 or pdf using the following email address LUXMB-TAControl@bnymellon.com

The original Form of Proxy shall then be sent by mail to the registered office of the Company.

By order of the Board of Directors

**Form of Proxy for use at the Annual General Meeting of the Shareholders of
Eastspring Investments to be held on 19 April 2024 at 11 a.m. Luxembourg time (the "Meeting")**

The undersigned,
Corporate Name and Registered Office

(the "**Shareholder**"), being a shareholder of **Eastspring Investments**, an investment company with variable capital (*société d'investissement à capital variable*) qualifying as an undertaking for collective investment in transferable securities within the meaning of Part I of the law of 17 December 2010 relating to undertakings for collective investment, as amended, having its registered office at 26, boulevard Royal, L-2449 Luxembourg, and registered with the Register of Trade and Companies of Luxembourg under the number B 81.110 (the "**Company**"), and with respect to all my/our shares recorded in the register of Shareholders of the Company, hereby gives irrevocable proxy to: Spyridon Smeros, Assistant Director at Eastspring Investments (Luxembourg) SA, professionally residing in Luxembourg, or any employee of the Domiciliary Team at The Bank of New York Mellon SA/NV, Luxembourg Branch to whom is granted full power of substitution to (i) represent me/us by his/her sole signature at the **annual general meeting of the shareholders** of the Company to be held at the registered office of the Company on 19 April 2024 at 11 a.m. Luxembourg time or at any suitable date thereafter (including, for the avoidance of doubt, any adjournment, postponement or reconvening thereof) (the "**Meeting**"), and (ii) participate in the discussions and vote as indicated below regarding the matters mentioned below of which the Shareholder acknowledges having been fully informed.

The Meeting has been called for the following agenda:

1. Presentation of the Report of the Board of Directors for the financial year ended 31 December 2023.
2. Presentation of the Report of the Auditor for the financial year ended 31 December 2023.
3. Approval of the Financial Statements for the financial year ended 31 December 2023, including fees payable to Directors.
4. Discharge of the Board of Directors and of the Auditor with respect to the performance of their duties for the financial year ended 31 December 2023.
5. Re-election of Mrs. Lilian Tham, Mr. Nicolas Lauden, Mr. Gast Juncker and Mr. Thomas Nummer as Directors of the Company until the next Annual General Meeting of the Shareholders which will deliberate on the Financial Statements for the financial year ending 31 December 2024.
6. Appointment of E&Y as Auditor of the Company to serve until the next Annual General Meeting of the Shareholders which will deliberate on the Financial Statements for the financial year ending 31 December 2024 and authorization to the Board of Directors to agree to the terms of appointment.
7. Ratification of dividends paid out during the financial year ended 31 December 2023, and authorisation to the Board to declare further dividends until the next Annual General Meeting of the Shareholders which will deliberate on the Financial Statements for the financial year ending 31 December 2024.
8. Consideration of such other business as may properly come before the meeting.

Each proxyholder is hereby empowered and instructed to vote in accordance with the below instructions (whereby, for the avoidance of doubt, omission to give specific instructions to the contrary must be construed as an instruction to vote **in favour** of the proposed resolutions):

	Agenda points	In favour	Abstain	Against
1.	Approval of the Financial Statements for the financial year ended 31 December 2023, including fees payable to Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	Discharge of the Board of Directors and of the Auditor with respect to the performance of their duties for the financial year ended 31 December 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	- Re-election of Mr. Gast Juncker to serve as Director of the Company until the next Annual General Meeting of Shareholders which will deliberate on the Financial Statements for the financial year ending 31 December 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	- Re-election of Mr. Thomas Nummer to serve as Director of the Company until the next Annual General Meeting of Shareholders which will deliberate on the Financial Statements for the financial year ending 31 December 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	- Re-election of Mrs. Lilian Tham to serve as Director of the Company until the next Annual General Meeting of Shareholders which will deliberate on the Financial Statements for the financial year ending 31 December 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	- Re-election of Mr. Nicolas Lauden to serve as Director of the Company until the next Annual General Meeting of Shareholders which will deliberate on the Financial Statements for the financial year ending 31 December 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Appointment of E&Y as Auditor of the Company to serve until the next Annual General Meeting of Shareholders which will deliberate on the Financial Statements for the financial year ending 31 December 2024 and ratification of the terms of the engagement letter of E&Y to be signed by the Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

5. Ratification of dividends paid out during the financial year ended 31 December 2023, and authorisation to the Board to declare further dividends until the next Annual General Meeting of the Shareholders which will deliberate on the Financial Statements for the financial year ending 31 December 2024

The proxyholder is empowered to pass, approve and sign all minutes or other documents, and take any measures or decisions which may be necessary or useful, in connection with the authority herein granted, with full power of substitution and to proceed, in accordance with the requirements of Luxembourg law, to any registration and publication with the *Luxembourg Business Registers*, while the undersigned promises to ratify all said actions taken by the proxyholder whenever requested and to indemnify the proxyholder against any and all costs and expenses properly incurred by him/her under this proxy.

This proxy and the rights, obligations and liabilities of the undersigned and the proxyholder(s) hereunder, shall be governed by the laws of the Grand Duchy of Luxembourg, to the exclusion of its rules on conflicts of laws.

The present proxy will remain in force if the Meeting, for whatever reason, is adjourned, postponed or reconvened and shall be irrevocable for a period of three months from the date hereof (but so that the exercise by the Shareholder in person from time to time of any of the powers hereby conferred shall not of itself be deemed to be a revocation).

Made in _____ dated this _____ 2024

Name:

Title:

Name:

Title:

The present proxy must be returned no later than 17 April 2024, close of business in Luxembourg, to the Bank of New York Mellon SA/NV, Luxembourg Branch, Attn. Transfer Agency Department, 2-4 rue Eugène Ruppert, L-2453 Luxembourg, either by fax to (+352) 24 52 42 33 or pdf using the following email address: LUXMB-TAControl@bnymellon.com