

(中譯文僅供參考，與原文相較不盡完整，亦有歧異，如有疑義應以英文本為準)

(節譯文)

Goldman Sachs Funds III

可變資本投資公司

註冊辦公室：80, Route d'Esch, L-1470 Luxembourg

盧森堡大公國

盧森堡商業登記編號：B 44 873

(「本公司」)

謹此通知

Goldman Sachs Funds III 之年度股東大會

將就下列議程，於 2025 年 2 月 21 日下午二點於 3 rue Jean Piret, L-2350 Luxembourg, Grand Duchy of Luxembourg 舉行：

議程

1. 就截至 2024 年 9 月 30 日止財務年度分配結果；
2. 解除董事於截至 2024 年 9 月 30 日止財務年度內執行其授任之職務；
3. 核准董事費用；
4. 法定指派：辭任及/或更新授權。
5. 委任會計師。

請留意，本公司於 2025 年 1 月 23 日舉辦之第一次年度股東大會，截至 2024 年 9 月 30 日止的年度帳目已獲得出席或代表的股東一致批准。並請留意，由於上述在首次年度股東大會上未通過的議程要點需進行審議，必須重新召開第二屆年度股東大會。

若註冊股東於會議至少五個日曆日前通知董事會其欲參加會議，其將於身份經核實後允許參加。

年度股東大會之多數決應根據於年度股東大會五個日曆日前之午夜（盧森堡時間）已發行並流通在外之股份決定之。

年度報告之影本（包含獨立會計師報告）可向 Goldman Sachs Asset Management B.V. 之法務部門（Prinses Beatrixlaan 35, 2595 AK, The Hague, The Netherlands）索取（電子信箱：gs-boardreports@ny.email.gs.com）。

Goldman Sachs Funds III 董事會

(節譯文)

請以正楷中文填寫

本人/我們 名 姓 帳戶號碼

第一持有人：_____

第二持有人： _____
(如適用)

(若有超過二位之共同股東，請完整填寫其他持有人姓名)

持有**Goldman Sachs Funds III**（「本公司」）_____子基金
_____（數量）¹股份，茲指定本公司年度股東大會（「會議」）之主席或
_____（填寫代表人姓名）擔任本
人/我們之代理人，以於2025年2月21日下午二時（盧森堡時間）於3 rue Jean
Piret, L-2350 Luxembourg, Grand Duchy of Luxembourg舉行之會議就其議程進行
表決。

若您業已指定主席為代理人者，請在下表欄位中填入「X」以表示您對會議議程之各項決議希望如何進行投票²。若您另有指定其他代理人，該代理人將有權出席會議，並依您的指示對會議議程之決議及其他會議前適當提出之業務事項代表您進行投票。

議程	同意	不同意	棄權
1. 就截至2024年9月30日止財務年度分配結果			
2. 解除董事於截至2024年9月30日止財務年度內執行其授任之職務			
3. 核准董事費用			

¹ 請填入持有相關子基金股份之總數量。若持有超過一個子基金之股份，請於本委託書背面列出所有持股。

² 若空格留白，本委託書將被視為授予會議主席概括授權，使其得就議程進行投票。

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Goldman Sachs Funds III

可變資本投資公司

註冊辦公室：80, Route d'Esch, L-1470 Luxembourg

盧森堡大公國

盧森堡商業登記處編號: B 44 873

議程	同意	不同意	棄權
4. 法定指派：辭任及/或更新授權			
5. 委任會計師			

日期：_____

簽署：_____

若未向法務部門為具體書面指示（聯絡細節見下文），任何就出席會議已回傳之有效委託書，於本公司其他具有相同議程之股東大會（以下簡稱「延期股東大會」）中，若於延期股東大會中該委託書之有效性條件仍符合時，仍屬有效。就延期股東大會及時回傳之有效新委託書應被視為構成就會議回傳之任何委託書之撤銷。

請至遲於2025年2月18日下午五點前（盧森堡時間）以電子郵件回傳委託書予
Goldman Sachs Asset Management B.V.之法務部門（電子郵件地址：
GSCoSecLux@carnegroup.com）

Goldman Sachs Funds III
Société d'investissement à capital variable
Registered office: 80, Route d'Esch, L-1470 Luxembourg
Grand-Duchy of Luxembourg
R.C.S. Luxembourg: B 44 873
(the “**Company**”)

Notice is hereby given that the:

Reconvened Annual General Meeting of Shareholders

of **Goldman Sachs Funds III** will be held at 3 rue Jean Piret, L-2350 Luxembourg, Grand Duchy of Luxembourg on

21 February 2025 at 02.00 p.m. with the following Agenda:

Agenda

1. Allocation of the result for the financial year ended 30 September 2024;
2. Discharge to the directors for the execution of their mandates during the financial year ended 30 September 2024;
3. Approval of director fees;
4. Statutory appointments: resignation(s) and/or mandate(s) renewal;
5. Appointment of the auditor

It was noted that the first annual general meeting of the Company was held on 23 January 2025 where the annual accounts for the period ended 30 September 2024 have been approved unanimously by the shareholders present or represented. It was further noted that a second annual general meeting had to be reconvened to deliberate on the above mentioned agenda points, which had not passed during the initial annual general meeting.

Registered shareholders will be admitted upon proof of their identity, provided they inform the Board of Directors of their intention to attend the meeting at least five calendar days prior to the meeting.

The majority at the annual general meeting shall be determined according to the shares issued and outstanding at midnight (Luxembourg time) five calendar days prior to the annual general meeting.

A copy of the annual report, including the independent auditor report can be obtained per request to the Fund Board Governance team of Goldman Sachs Asset Management B.V., Prinses Beatrixlaan 35, 2595 AK, The Hague, The Netherlands (email address: gs-boardreports@ny.email.gs.com).

The Board of Directors of Goldman Sachs Funds III

**FORM OF PROXY FOR USE AT THE RECONVENED ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF GOLDMAN SACHS FUNDS III TO BE HELD ON 21 FEBRUARY 2025 AT 02.00 P.M. LUXEMBOURG TIME**

PLEASE COMPLETE IN BLOCK CAPITAL LETTERS

I/We _____ First Name(s) _____ Last Name _____ Account Number _____

First holder: _____

Second holder: _____
(if applicable)

(IF THERE ARE MORE THAN TWO JOINT SHAREHOLDERS, ATTACH THE OTHER NAMES IN FULL)

holder(s) of _____ (number of) shares¹ of sub-fund _____ of **Goldman Sachs Funds III** (the "Company") hereby appoint(s) the Chairman of the Reconvened Annual General Meeting of Shareholders (the "Meeting") of the Company or (insert name of representative:)

as my/our proxy to vote for me/us and on my/our behalf on the resolutions on the agenda of the Meeting to be held at 3 rue Jean Piret, L-2350 Luxembourg, Grand Duchy of Luxembourg on 21 February 2025 at 02.00 p.m. (Luxembourg time).

If you have appointed the Chairman as your proxy, please indicate with an 'X' in the boxes below how you wish your votes to be cast on each of the resolutions on the agenda of the Meeting². If you have appointed another representative, he or she will be entitled to attend the Meeting and to vote on your behalf according to your instructions on the resolutions on the agenda of the Meeting and on any other business as may properly come before the Meeting.

AGENDA	For	Against	Abstain
1. Allocation of the result for the financial year ended 30 September 2024			
2. Discharge to the directors for the execution of their mandates during the financial year ended 30 September 2024			
3. Approval of director fees			
4. Statutory appointments: resignation(s) and/or mandate(s) renewal			
5. Appointment of the auditor			

Date: _____

Signature(s): _____

Without specific instruction in writing to the Company Secretary (see below for contact details), any valid proxy which was returned for attendance at the Meeting will remain valid in case of another shareholders' meeting of the Company with the same agenda (referred to as "Adjourned General Meeting") if the conditions for its validity are still met at the Adjourned General Meeting. A valid new proxy returned on time for the Adjourned General Meeting shall be deemed to constitute a revocation of any proxy returned with respect to the Meeting.

Proxy form to return to the Company Secretary of the Company no later than by 18 February 2025, 05:00 p.m. Luxembourg time, by email (email address: GSCoSecLux@carnegroup.com).

¹ Please insert total number of shares held in the relevant sub-fund. If you hold shares in more than one sub-fund, please list all your holdings on the reverse side of this form of proxy.

² If the boxes are left blank, the proxy will be considered as giving a general mandate to the Chairman of the Meeting to vote on the resolutions.