

**IMPORTANT: This letter is important and requires your immediate attention. If you have any questions about the content of this letter, you should seek independent professional advice. Schroder Investment Management (Europe) S.A., as the Management Company to Schroder Alternative Solutions, accepts full responsibility for the accuracy of the information contained in this letter and confirms, having made all reasonable enquiries, that to the best of its knowledge and belief there are no other facts the omission of which would make any statement misleading.**

**21 December 2018**

Dear Shareholder,

### **Annual General Meeting of Shareholders of Schroder Alternative Solutions (the "Company")**

Please find enclosed the convening notice of the annual general meeting of shareholders of the Company (the "Meeting") and a form of proxy.

### **Notice**

All shareholders of the Company are invited to attend the Meeting, which will be held at the registered office of the Company on Tuesday, 15 January 2019, at 11:00 a.m. Luxembourg time, to vote on the resolutions which are outlined in the enclosed notice (the "Notice"). The majority at the Meeting shall be determined according to the shares issued and outstanding at midnight (Luxembourg time) on Monday, 7 January 2019 (referred to as "Record Date"). At the Meeting, each share entitles the holder to one vote. The rights of shareholders to attend the Meeting and to exercise the voting right attached to their shares are determined in accordance with the shares held at the Record Date.

### **Form of proxy**

If you cannot attend the Meeting in person, you can appoint the Chairman or any other person to vote on your behalf by using the enclosed form of proxy, which must be completed and returned to the Company's Hong Kong Representative, Schroder Investment Management (Hong Kong) Limited, by no later than 5:00 pm, Hong Kong time on Tuesday, 15 January 2019. The Hong Kong Representative will then immediately forward such forms to the Company's management company, Schroder Investment Management (Europe) S.A..

### **Audited annual report**

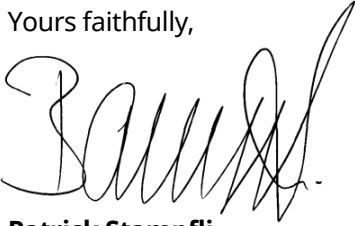
Copies of the Company's audited annual report as at 30 September 2018 can be obtained, free of charge, from Schroder Investment Management (Hong Kong) Limited and are available on Schroders' internet site [www.schroders.com.hk](http://www.schroders.com.hk).

### **Recommendation**

Your Board recommends that shareholders vote in favour of all the resolutions set out in the Notice of the Meeting, which they consider to be in the best interests of shareholders as a whole.

For further details or assistance, please contact either your usual professional adviser or Schroders Investor Hotline on (+852) 2869 6968, or fax (+852) 2524 7094.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'Patrick Stampfli', with a stylized flourish at the end.

**Patrick Stampfli**

Authorised Signatory

Enclosed: AGM convening notice and form of proxy

## **Notice of the Annual General Meeting of Shareholders of Schroder Alternative Solutions**

Notice is hereby given that the annual general meeting of shareholders of **Schroder Alternative Solutions** (the "Company") will be held at the registered office of the Company on Tuesday, 15 January 2019, at 11:00 a.m. Luxembourg time, with the following agenda:

### **Agenda**

1. Presentation of the report of the board of directors;
2. Presentation of the report of the independent auditor;
3. Approval of the financial statements for the accounting year ended 30 September 2018;
4. Discharge of the directors of the Company with respect to the performance of their duties for the year ended 30 September 2018;
5. Re-election of Eric Bertrand as director until the next annual general meeting of shareholders to be held in 2020;
6. Re-election of Mike Champion as director until the next annual general meeting of shareholders to be held in 2020;
7. Re-election of Marie-Jeanne Chèvremont-Lorenzini as director until the next annual general meeting of shareholders to be held in 2020;
8. Re-election of Daniel de Fernando Garcia as director until the next annual general meeting of shareholders to be held in 2020;
9. Re-election of Bernard Herman as director until the next annual general meeting of shareholders to be held in 2020;
10. Re-election of Achim Kuessner as director until the next annual general meeting of shareholders to be held in 2020;
11. Re-election of Richard Mountford as director until the next annual general meeting of shareholders to be held in 2020;
12. Re-election of Neil Walton as director until the next annual general meeting of shareholders to be held in 2020;
13. Determination of the directors' fees;
14. Re-election of PricewaterhouseCoopers société coopérative as independent auditor until the next annual general meeting of shareholders to be held in 2020;
15. Allocation of the results for the accounting year ended 30 September 2018.

## Voting

Resolutions on the agenda of the annual general meeting of shareholders of the Company (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. The majority at the Meeting shall be determined according to the shares issued and outstanding at midnight (Luxembourg time) on Monday, 7 January 2019 (referred to as "Record Date"). At the Meeting, each share entitles the holder to one vote. The rights of shareholders to attend the Meeting and to exercise the voting right attached to their shares are determined in accordance with the shares held at the Record Date.

Changes to the register of shareholders after this time will be disregarded in determining the rights of any person to attend or to vote at the Meeting.

## Voting Arrangements

Holders of registered shares who cannot attend the Meeting may vote by proxy by returning the enclosed form of proxy to the Company's Hong Kong Representative, Schroder Investment Management (Hong Kong) Limited, by no later than 5:00 pm, Hong Kong time on Tuesday, 15 January 2019. The Hong Kong Representative will then immediately forward such forms to the Company's management company, Schroder Investment Management (Europe) S.A., 5, rue Höhenhof, L-1736 Senningerberg, Grand Duchy of Luxembourg.

Shareholders, or their representatives, wishing to participate in the Meeting in person are requested, for organisational purposes, to kindly notify the Company Secretary in writing of their attendance by no later than 11:00 a.m. Luxembourg time on Friday, 11 January 2019, either by mail to the Company at 5, rue Höhenhof, L-1736 Senningerberg, Luxembourg or by e-mail to [schrodersicavproxies@schroders.com](mailto:schrodersicavproxies@schroders.com) or by fax on (+352) 341 342 342.



**Patrick Stampfli**  
Authorised Signatory



**Chris Burkhardt**  
Authorised Signatory

**Form of Proxy for use at the annual general meeting of shareholders of Schroder Alternative Solutions (the "Company") to be held on Tuesday, 15 January 2019, at 11:00 CET**  
**施羅德另類投資方略(「本公司」)有關2019年1月15日星期二中歐時間11時舉行之**  
**股東年度大會(「股東大會」)的代表委任表格**

PLEASE COMPLETE IN BLOCK CAPITAL LETTERS 請以正楷書寫

I/We 本人/吾等                      First Name(s) 名                      Last Name 姓                      Account Number 帳戶號碼

First holder:

首名持有人: \_\_\_\_\_

Second holder:

次名持有人: \_\_\_\_\_

(if applicable 如適用)

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

(如聯名股份持有人多於兩名, 其他持有人的全名亦應提供)

holder(s) of \_\_\_\_\_ (number of) shares\* of \_\_\_\_\_ sub-fund of the Company hereby appoint the Chairman of the annual general meeting of shareholders of the Company (the "Meeting") or

為本公司 \_\_\_\_\_ 子基金股份數量 \_\_\_\_\_ 之持有人, 謹此委任本公司股東大會主席 (「主席」) 或

(insert name of representative 填寫代表人姓名:) \_\_\_\_\_

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 the registered office of the Company on Tuesday, 15 January 2019 at 11:00 a.m. Luxembourg time.

作為本人/吾等的代表, 代表本人/吾等於2019年1月15日(星期二)上午11時正(盧森堡時間), 在本公司註冊辦事處舉行的股東大會上就議程的決議案投票。

\* Please insert the total number of shares held in the relevant sub-fund. If you hold shares in more than one sub-fund, please append all your holdings to this form of proxy. 請填上在相關子基金所持的股份數量。閣下如持有多於一項子基金的股份, 請於本代表委任表格背後詳列所有持股資料。

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

如已委任主席為閣下的代表，請於下面適當的空格填上「X」以表示閣下對股東大會決議案的投票意願。如閣下已委任其他代表，該代表人將有權出席股東大會，並會按照閣下的投票指示，就股東大會議程上的決議案和股東大會前可能按程序提出的其他事務進行投票。

<b>AGENDA</b> <b>議程</b>	<b>For</b> <b>贊成</b>	<b>Against</b> <b>反對</b>	<b>Abstain</b> <b>棄權</b>
1. Approval of the financial statements for the accounting year ended 30 September 2018 通過截至2018年9月30日會計年度的財政報告			
2. Discharge of the board of directors with respect to the performance of their duties for the year ended 30 September 2018 同意本公司各董事已履行截至2018年9月30日的職務			
3. Re-election of Eric Bertrand as director until the next annual general meeting of shareholders to be held in 2020 重選Eric Bertrand擔任董事，直至2020年舉行的股東年度大會			
4. Re-election of Mike Champion as director until the next annual general meeting of shareholders to be held in 2020 重選Mike Champion擔任董事，直至2020年舉行的股東年度大會			
5. Re-election of Marie-Jeanne Chèvremont-Lorenzini as director until the next annual general meeting of shareholders to be held in 2020 重選Marie-Jeanne Chèvremont-Lorenzini擔任董事，直至2020年舉行的股東年度大會			
6. Re-election of Daniel de Fernando Garcia as director until the next annual general meeting of shareholders to be held in 2020 重選Daniel de Fernando Garcia擔任董事，直至2020年舉行的股東年度大會			
7. Re-election of Bernard Herman as director until the next annual general meeting of shareholders to be held in 2020 重選Bernard Herman擔任董事，直至2020年舉行的股東年度大會			
8. Re-election of Achim Küssner as director until the next annual general meeting of shareholders to be held in 2020 重選Achim Kuessner擔任董事，直至2020年舉行的股東年度大會			
9. Re-election of Richard Mountford as director until the next annual general meeting of shareholders to be held in 2020 重選Richard Mountford擔任董事，直至2020年舉行的股東年度大會			
10. Re-election of Neil Walton as director until the next annual general meeting of shareholders to be held in 2020 重選Neil Walton擔任董事，直至2020年舉行的股東年度大會			
11. Determination of the directors' fees 決定董事酬金			

<p>12. Re-election of PricewaterhouseCoopers société coopérative as independent auditor until the following annual general meeting of shareholders to be held in 2020</p> <p>重選PricewaterhouseCoopers société coopérative 擔任獨立核數師，直至2020年舉行的股東年度大會</p>			
<p>13. Allocation of the results for the accounting year ended 30 September 2018</p> <p>年度截至2018年9月30日的業績分配</p>			

Name, address and signature(s) 姓名、地址及簽署<sup>1</sup>: \_\_\_\_\_

Date 日期: \_\_\_\_\_

#### NOTES

- a) The majority at the Meeting shall be determined according to the shares issued and outstanding at midnight (Luxembourg time) on Monday, 7 January 2019 (referred to as "Record Date"). At the Meeting, each share entitles the holder to one vote. The rights of the shareholders to attend the Meeting and to exercise the voting right attached to their shares are determined in accordance with the shares held at the Record Date. Changes to the register of shareholders after this time will be disregarded in determining the rights of any person to attend or to vote at the Meeting.

股東大會通過議案的大多數將按照於2019年1月7日（星期一）午夜（盧森堡時間）（稱為「紀錄日」）本公司已發行的股份數目決定。每名股東就其持有的每股股份，在股東大會上享有一票投票權。股東參與股東大會和行使其持有股份所附的投票權的權利，將按照各股東在紀錄日持有之股份數目決定。就決定任何人出席會議或在股東大會上投票的權利，股東名冊於紀錄日之後的變更將不予理會。

- b) If you are not able to attend the Meeting, please return the form of proxy duly completed to the Company's Hong Kong Representative, Schroder Investment Management (Hong Kong) Limited, Level 33, Two Pacific Place, 88 Queensway, Hong Kong by no later than 5:00 p.m. Hong Kong time on Tuesday, 15 January 2019.

閣下如未能出席股東大會，請填妥本代表委任表格，在不遲於2019年1月15日（星期二）下午5時正（香港時間）送達位於香港金鐘道88號太古廣場二座33字樓的本公司香港代表人施羅德投資管理（香港）有限公司。

- c) Shareholders, or their representatives, wishing to participate in the Meeting in person are requested to notify the Company Secretary in writing of their attendance by no later than 11:00 am, Luxembourg time, on Friday, 11 January 2019, either by mail to the Company at 5, rue Höhenhof, L-1736 Senningerberg, Luxembourg or by e-mail to schrodersicavproxies@schroders.com, or by fax (+352) 341 342 342.

欲親自參加股東大會的股東或其代表須不遲於2019年1月11日（星期五）上午11時正（盧森堡時間）通過郵寄至位於5, rue Höhenhof, L-1736 Senningerberg, Luxembourg的本公司，或電郵至schrodersicavproxies@schroders.com 或傳真至 (+352) 341 342 342，以書面方式通知本公司秘書出席會議。

<sup>1</sup> A shareholder must insert his full name and registered address in CAPITAL LETTERS. The form of proxy must in the case of an individual shareholder be signed by the shareholder or his appointed agent and in the case of a corporate shareholder be signed on its behalf by duly authorised officer(s) or its/their appointed agent(s). 股東必須以正楷填寫全名和註冊地址。如股東為個人，本代表委任表格必須由該股東或其委任的代理人簽署。如股東為公司，則必須由該公司的授權人或其委任代理人簽署。