

**Schroder International Selection Fund**  
Société d'Investissement à Capital Variable  
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Grand Duchy of Luxembourg

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**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 International Selection Fund, 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.**

**20 May 2020**

Dear Shareholder,

## **Annual general meeting of shareholders of Schroder International Selection Fund (the "Company")**

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

### **Notice**

We hereby give notice to all shareholders of the AGM to be held in Luxembourg on Thursday, 18 June 2020, at 15:00 (Luxembourg time) or any adjournment thereof, to vote on the resolutions which are outlined in the enclosed notice (the "Notice"). The majority represented at the AGM shall be determined according to the shares issued and outstanding at midnight (Luxembourg time) on Thursday, 30 April 2020 (referred to as the "Record Date"). At the AGM, each represented share entitles the holder to one vote. The rights of shareholders represented at the AGM to exercise the voting right attached to their shares are determined in accordance with the shares held at the Record Date.

### **Form of proxy**

Having regard to (i) the Grand-Ducal Regulation of 18 March 2020 introducing certain measures in the fight against the spread of the Covid-19, which declared the state of emergency in Luxembourg for a period of three months in order to contain and slow the spread of Covid-19 and which imposed movement restrictions for Luxembourg residents, and to (ii) the Grand-Ducal Regulation of 20 March 2020 introducing certain measures on the holding of meetings in companies and other legal entities, which allows companies to invite shareholders to participate in general meetings by way of proxies, exercise their rights by distance vote in writing or in electronic format, you are invited to appoint the Chairman of the AGM 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), Level 33, Two Pacific Place, 88 Queensway, Hong Kong no later than 17:00 (Hong Kong time) on Thursday, 11 June 2020.

### **Audited annual report**

Copies of the Company's audited annual report as at 31 December 2019 can be obtained, free of charge, from the Hong Kong Representative. It is also available on Schroders' internet site <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 AGM, which they consider to be in the best interest 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 blue ink, appearing to read 'Chris Burkhardt', written in a cursive style.

**Chris Burkhardt**  
Authorised Signatory

Enclosed: AGM convening notice and form of proxy

## **NOTICE OF THE ANNUAL GENERAL MEETING OF THE SHAREHOLDERS**

**20 May 2020**

Dear Shareholder,

### **Schroder International Selection Fund (the "Company")**

We have the pleasure of inviting you to attend the annual general meeting of the Shareholders of the Company to be held on Thursday, 18 June 2020 at 15:00 (Luxembourg time) or any adjournment thereof (the "AGM") in Luxembourg.

Having regard to (i) the Grand-Ducal Regulation of 18 March 2020 introducing certain measures in the fight against the spread of the Covid-19, which declared the state of emergency in Luxembourg for a period of three months in order to contain and slow the spread of Covid-19 and which imposed movement restrictions for Luxembourg residents, and to (ii) the Grand-Ducal Regulation of 20 March 2020 introducing certain measures on the holding of meetings in companies and other legal entities, which allows companies to invite shareholders to participate in general meetings by way of proxies, exercise their rights by distance vote in writing or in electronic format, we would like to inform you that physical presence at the AGM that is scheduled to be held on Thursday, 18 June 2020 at 15:00 (Luxembourg time) will not be possible.

You are therefore invited to appoint the Chairman of the AGM to vote on your behalf by using the enclosed form of proxy and returning a dated and signed version prior to 17:00 (Hong Kong time) on Thursday, 11 June 2020 to the attention of the Company's Hong Kong Representative, Schroder Investment Management (Hong Kong) Limited, Level 33, Two Pacific Place, 88 Queensway, Hong Kong.

The agenda of the AGM is as follows:

### **AGENDA OF AGM**

1. Presentation of the report of the Board of Directors for the financial year ended on 31 December 2019.
2. Presentation of the report of the auditor for the financial year ended on 31 December 2019.
3. Approval of the audited annual accounts and of the allocation of the results for the financial year ended on 31 December 2019.
4. Ratification of the distributions as detailed in the audited annual accounts for the financial year ended 31 December 2019.
5. Granting of discharge to the directors of the Company with respect to the performance of their duties for the financial year ended 31 December 2019.
6. Re-appointment of the following persons as directors of the Company until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2020, or until their successors are appointed:

- Mrs. Inés Carla BERGARECHE GARCIA-MIÑAUR ;
  - Mr. Eric BERTRAND;
  - Mr. Mike CHAMPION;
  - Mrs. Marie-Jeanne CHEVREMONT-LORENZINI;
  - Mr. Bernard HERMAN ;
  - Mr. Achim KUESSNER;
  - Mr. Richard MOUNTFORD; and
  - Mr. Neil WALTON;
7. Appointment of Mr. Hugh MULLAN as director of the Company until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2020, or until his successor is appointed, subject to regulatory approval.
  8. Ratification and approval of the payment of the remuneration to the directors of the Company for the financial year ended 31 December 2019.
  9. Re-appointment of the auditor of the Company, PriceWaterhouseCoopers, to serve until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2020.

#### **QUORUM AND MAJORITY**

Shareholders are advised that no quorum is required to validly deliberate on the agenda of the AGM and that the decisions will be taken at the simple majority of the validly cast votes at the AGM. 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.

#### **RECORD DATE**

The majority applicable for this AGM will be determined by reference to the shares issued and in circulation on Thursday, 30 April 2020 (the "**Record Date**"). Each shareholder's right to be represented at the AGM and to exercise the voting rights attached to his shares will be determined by reference to the shares held by the shareholder at the Record Date.

#### **VOTING**

Each eligible shareholder is entitled to as many votes as he holds shares excluding fractional shares.

The proxy attached to this convening notice will remain valid for any reconvened, adjourned or postponed general meeting with the same agenda, unless expressly revoked.

YOURS FAITHFULLY,

**THE BOARD OF DIRECTORS**

**Form of Proxy for use at the annual general meeting of shareholders of Schroder International Selection Fund (the "Company") to be held in Luxembourg at 15:00 (Luxembourg time) on Thursday, 18 June 2020 or any adjournment thereof**

施羅德環球基金系列（「本公司」）有關2020年6月18日（星期四）下午3時（盧森堡時間）於盧森堡舉行之股東年度大會及任何其後的延期會議的代表委任表格

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<sup>1</sup> of \_\_\_\_\_ sub-fund of the Company hereby appoint the Chairman of the annual general meeting of shareholders of the Company (the "AGM") as my/our proxy to vote for me/us and on my/our behalf on the resolutions on the agenda of the AGM to be held in Luxembourg on Thursday, 18 June 2020 at 15:00 (Luxembourg time) or any adjournment thereof.

為本公司 \_\_\_\_\_ 子基金股份數量 \_\_\_\_\_<sup>1</sup>之持有人，謹此委任本公司股東年度大會（「股東年度大會」）主席作為本人/吾等的代表，代表本人/吾等於2020年6月18日（星期四）下午3時正（盧森堡時間）或任何延期在盧森堡舉行的股東大會就議程的決議案（「決議案」）投票。

<sup>1</sup>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附上閣下所有持股資料。

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 AGM.

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議程的投票意願。

<b>AGENDA</b> 議程	<b>For</b> 贊成	<b>Against</b> 反對	<b>Abstain</b> 棄權
1. Approval of the audited annual accounts and of the allocation of the results for the financial year ended on 31 December 2019 通過截至2019年12月31日財政年度經審計的年度報表及業績分配。			
2. Ratification of the distributions as detailed in the audited annual accounts for the financial year ended 31 December 2019 就截至2019年12月31日財政年度經審計的年度報表內詳述的派息作出追認。			
3. Granting of discharge to the directors of the Company with respect to the performance of their duties for the financial year ended 31 December 2019 同意本公司各董事已履行截至2019年12月31日的職務。			
4. Re-appointment of the following persons as directors of the Company until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2020, or until their successors are appointed: 再任命以下人士為本公司的董事，直至下一個股東年度大會(將商議截至2020年12月31日財政年度的經審計年度報表)，或直至其繼任董事被任命： <ul style="list-style-type: none"> <li>• Mrs. Inés Carla BERGARECHE GARCIA-MIÑAUR ;</li> <li>• Mr. Eric BERTRAND;</li> <li>• Mr. Mike CHAMPION;</li> <li>• Mrs. Marie-Jeanne CHEVREMONT-LORENZINI;</li> <li>• Mr. Bernard HERMAN ;</li> <li>• Mr. Achim KUESSNER;</li> <li>• Mr. Richard MOUNTFORD; and</li> <li>• Mr. Neil WALTON;</li> </ul>			
5. Appointment of Mr. Hugh MULLAN as director of the Company until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2020, or until his successor is appointed, subject to regulatory approval. 任命Hugh MULLAN先生為本公司的董事，直至下一個股東年度大會(將商議截至2020年12月31日財政年度的經審計年度報表)，或直至其繼任董事被任命，任命受監管批准所限。			
6. Ratification and approval of the payment of the remuneration to the directors of the Company for the financial year ended 31 December 2019. 就截至2019年12月31日財政年度對本公司董事支付的報酬作出追認及批准。			
7. Re-appointment of the auditor of the Company, PriceWaterhouseCoopers, to serve until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2020. 再任命PriceWaterhouseCoopers擔任獨立核數師，直至下個股東年度大會(將商議截至2020年12月31日財政年度的經審計年度報表)。			

Name, address and signature(s) 姓名、地址及簽署<sup>2</sup>: \_\_\_\_\_

Date 日期: \_\_\_\_\_

## NOTES

- a) The majority represented at the AGM shall be determined according to the shares issued and outstanding at midnight (Luxembourg time) on Thursday, 30 April 2020 (referred to as the "Record Date"). At the AGM, each share represented entitles the holder to one vote. The rights of the shareholders represented at the AGM 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 vote at the AGM.

股東年度大會的大多數將按照於2020年4月30日（星期四）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，在股東年度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。就決定任何人在股東年度大會上投票的權利，股東名冊於紀錄日之後的變更將不予理會。

- b) Please return the relevant form of proxy duly dated and signed and marked prior to 17:00 (Hong Kong time) on Thursday, 11 June 2020 to the attention of the Company's Hong Kong Representative, Schroder Investment Management (Hong Kong) Limited, Level 33, Two Pacific Place, 88 Queensway, Hong Kong.

請填妥相關代表委任表格，在不遲於2020年6月11日(星期四)下午5時正（香港時間）交回位於香港金鐘道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。

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<sup>2</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。