

(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)

ROBECO
The Investment Engineers

荷寶資本成長基金
可變資本投資公司

註冊辦公室: 6 route de Trèves, L-2633 Senningerberg, Luxembourg

盧森堡商業登記編號: B 58 959

(下稱「本公司」)

年度股東大會通知

掛號信函

2020年4月30日，盧森堡

敬愛的股東：

本公司將於2020年5月28日下午3時，於盧森堡舉行年度股東大會（下稱「本會議」）。本會議之目的係為討論下述事項：

議程

1. 審議本公司2019會計年度之董事會報告與會計師之報告。
2. 審議與通過2019會計年度之年報。
3. 審議與通過2019會計年度之各子基金收益分配。
4. 解除董事會於2019會計年度間執行管理之責任。
5. 法定指派：
 - a. 董事會成員
 - b. 獨立會計師
6. 任何其他業務以及閉幕。

您得向本公司之註冊辦公室或透過 www.robeco.com/luxembourg 索取2019年年報。

本議程所載決議無法定出席人數之要求，並得經簡單多數投票表決通過。股東得委託他人代為投票。本會議之法定出席人數與多數決人數應依2020年5月22日歐洲中部時間午夜（下稱「基準日」）之已發行股數而定，而股東之投票權應以基準日當日所持之股數而定。

依據並遵循盧森堡大公國於2020年3月20日納入關於公司及其他法律實體舉行會議之相關方法之規則，本公司為全體安全考量，已決定股東僅得依附件所附之委託書表格，委託本會議主席依您的指示行使您的投票權。

敬請於2020年5月26日上午9時（盧森堡時間）前，於簽名並載明日日期後，將完整之委託書表格先以電子郵件(luxembourg.company.admin@jpmorgan.com)或傳真方式(+352 4626 85825)擲回，再以普通郵寄方式寄到6H route de Trèves, L-2633

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The Investment Engineers

Senningerberg, Luxembourg 予J.P. Morgan Bank Luxembourg S.A.的C. Biondi女士。

誠摯的，
荷寶資本成長基金
董事會

(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)

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委託書表格

荷寶資本成長基金

可變資本投資公司

註冊辦公室: 6 route de Trèves, L-2633 Senningerberg, Luxembourg

盧森堡商業登記編號: B 58 959

(下稱「本公司」)

委託書

供本公司 2020 年 5 月 28 日下午 3 時之年度股東大會 (下稱「本會議」)

或其任何再行召集或延會使用

本人/吾等 _____ (填入姓名)，居住
於 _____ (填入地址)，
股東帳戶號碼 _____ (填入帳戶號碼)，
為本公司 _____ 股 (填入股數) 股份之持有人，
茲指定本會議之主席為本人/吾等之受託人，代理本人/吾等於本會議及其任何再行召集
或延會，依下列指示代為投票：

編號		贊成*	反對*	棄權*
2.	審議與通過 2019 會計年度之年報。			
3.	審議與通過 2019 會計年度之各子基金收益分配。			
4.	解除董事會於 2019 會計年度間執行管理之責任。			
5.	法定指派：			
	a. 董事會成員			
	b. 獨立會計師			

如無任何特定指示，代理人得完全依其裁量進行投票。

謹此通知各股東，為確保本會議中議程之事項有效通過，無法定出席人數之要求，並將以簡單多數投票表決通過議案。

下述簽署人授權委託書持有人採取及執行任何及所有為完成代表委託所必需或有效之行為。

簽署 _____

日期：_____ 年 _____ 月 _____ 日

*請勾選適當欄位

(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)

ROBECO
The Investment Engineers

附註：

1. 依據並遵循盧森堡大公國於 2020 年 3 月 20 日之規則，有權出席並於本會議中投票之股東，須委任本會議之主席為其代理人代理出席並代為投票。
2. 若未就本會議之議案及其他會議中審酌之事項作出指示，代理人得依其裁量決定如何表決或是否對上述議案放棄投票。
3. 此委託書表格（及授權書或其他授權（如有），業經簽署或公證核實之副本）應於 2020 年 5 月 26 日上午 9 時（盧森堡時間）前寄回 6H route de Trèves, L-2633 Senningerberg, Luxembourg 之 J.P. Morgan Bank Luxembourg S.A. 予 C. Biondi 女士（電子郵件：luxembourg.company.admin@jpmorgan.com 或傳真：+352 4626 85825）。
4. 若股東為公司法人，此委託書表格應經其授權代表人以印鑑簽署，或經合法授權可代表其之高階人員或代理人親簽。

ROBECO

Robeco Capital Growth Funds
Société d'Investissement à Capital Variable
Registered office: 6 route de Trèves, L-2633 Senningerberg, Luxembourg
RCS Luxembourg B 58 959
(the "Company")

Notice of Annual General Meeting of Shareholders

By registered mail

Luxembourg, 30 April 2020

Dear Shareholder,

The annual general meeting of shareholders of the Company will be held in Luxembourg on 28 May 2020 at 3.00 p.m. (the "Meeting"). The purpose of the Meeting is to discuss the following:

Agenda

1. Consideration of the report of the board of directors of the Company and auditors' report for the financial year 2019
2. Consideration and approval of the annual accounts for the financial year 2019
3. Consideration and approval of the profit appropriation (for each of the sub-funds) for the financial year 2019
4. Discharge of the board of directors for the management performed during the financial year 2019
5. Statutory appointments of:
 - a. The members of the board of directors
 - b. The independent auditor
6. Any other business and closing

The annual accounts 2019 are available at the registered office of the Company and via www.robeco.com/luxembourg. Resolutions on the agenda will not require a quorum and will be taken by a simple majority of the votes cast. Shareholders may vote by proxy. The quorum and majority requirements will be determined in accordance with the outstanding shares at midnight on 22 May 2020 (the "Record Date") and the voting rights of shareholders shall be determined by the number of shares held at the Record Date.

Pursuant to and in accordance with the Grand Ducal Regulation of 20 March 2020 introducing measures concerning the holding of meetings of companies and other legal entities, the Company has, in view of the safety of all, decided that Shareholders may only express their votes by granting a proxy to the Chairman of the Meeting, who will exercise your voting rights in accordance with your instructions by means of the enclosed proxy form.

Please kindly return the completed proxy form not later than 9.00 a.m. (Luxembourg time) on 26 May 2020 duly signed and dated, first by email (luxembourg.company.admin@jpmorgan.com) or fax (+352 4626 85825), and then by regular mail to the attention of Ms. C. Biondi, J.P. Morgan Bank Luxembourg S.A., 6H route de Trèves, L-2633 Senningerberg, Luxembourg.

Yours sincerely,
Robeco Capital Growth Funds
The board of directors

Proxy Form

Robeco Capital Growth Funds
Société d'Investissement à Capital Variable
Registered office at 6 route de Trèves, L-2633 Senningerberg, Luxembourg
R.C.S. Luxembourg B 58 959
(the "Company")

Proxy
for use at the annual general meeting of shareholders of the Company (the "Meeting")
on 28 May 2020 at 3.00 p.m. or any reconvening or adjournment thereof

I/We _____
(insert name)
at _____
(insert address)
shareholder account number _____ (insert account number)

holder(s) of _____ (insert number) shares in the Company

hereby appoint(s) the Chairman of the Meeting as my/our proxy to vote as indicated below on my/our behalf at the Meeting and any reconvening or adjournment thereof:

Nb.		For*	Against*	Abstain*
2.	Consideration and approval of the annual accounts for the financial year 2019			
3.	Consideration and approval of the profit appropriation (for each of the sub-funds) for the financial year 2019			
4.	Discharge of the board of directors for the management performed during the financial year 2019			
5.	Statutory appointments of:			
	a. the members of the board of directors			
	b. the independent auditor			

Failing any specific instruction, the proxy will vote at his/her complete discretion.
Shareholders are informed that in order to deliberate validly on the items of the agenda of the Meeting, no quorum is required and the resolutions will be passed by a simple majority of the votes cast.

The undersigned authorises the proxyholder to do and perform any and all acts and deeds necessary or useful in the accomplishment of the present proxy.

Signature _____

Dated this _____ day of _____

* Please tick the appropriate box.

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Notes:

1. In accordance with the considerations of the Grand Ducal regulation of 20 March 2020, shareholders who are entitled to attend and vote at the Meeting are requested to appoint the Chairman of the Meeting as their proxy to attend and vote on his/her behalf.
2. The proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting on the resolutions referred to above if no instruction is given in respect of the resolutions and on any business considered at the Meeting.
3. This Proxy Form (and the power of attorney or other authority, if any, under which it is signed or a certified copy by a notary thereof) must be returned to Ms. C. Biondi, J.P. Morgan Bank Luxembourg S.A., 6H route de Trèves, L-2633 Senningerberg, Luxembourg (email: luxembourg.company.admin@jpmorgan.com or fax: +352 4626 85825) not later than 09.00 a.m. (Luxembourg time) on 26 May 2020.
4. If the shareholder is a corporation, this Proxy Form must be executed by the authorized representative(s) of the corporation under the seal or under the hand of an officer or attorney duly authorized on its behalf.