

**Robeco Institutional Solutions Fund** (the "Company")  
Société d'Investissement à Capital Variable  
Registered office: 11/13 Boulevard de la Foire, L-1528 Luxembourg  
RCS Luxembourg B205 487

## **Notice of Extraordinary General Meeting of Shareholders**

By registered mail

Luxembourg, 19 June 2017

Dear Shareholder,

We have the pleasure of inviting you to attend the Extraordinary General Meeting of Shareholders of the Company (the "Meeting"), to be held at 11/13 Boulevard de la Foire, L-1528 Luxembourg June 30, 2017 at 12.30 p.m.

### **Agenda**

1. Statutory appointments

- It is proposed to accept the resignation of Mr. A.M.M. Rodenburg and Mrs. E.J. Siermann as a director of the Company effective as of June 30, 2017.
- It is proposed to fill the consequent vacancies in the Board of Directors by appointing Mr. J.H. van den Akker and Mr. M.R. Glazener as directors of the Company effective immediately and for a period ending on the date of the next annual general meeting or until their successors are elected and qualify. Both the Luxembourg (CSSF) as the Dutch regulator (AFM) have already approved the appointments.

Resolutions on the agenda will not require a quorum and will be taken by a simple majority of the votes cast. Shareholders may vote in person or by proxy. The quorum and majority requirements will be determined in accordance to the outstanding shares by June 24, 2017 12 a.m. CET (the "Record Date") and the voting rights of shareholders shall be determined by the number of shares held at the Record Date.

If you wish to participate in person at the Meeting you have to inform the Company through your financial intermediary (bank, financial institution or other intermediary) or through RBC Investor Services Bank S.A. at the address mentioned below in writing of your intention not later than June 24, 2017.

If you are unable to attend the Meeting in person, you may authorize a proxy to exercise your voting rights in accordance with your instructions by means of the enclosed proxy form. In this case, please kindly return the proxy form not later than 9.00 a.m. (Luxembourg time) June 28, 2017 duly signed and dated, first by fax and then by mail to the attention of Mr. N. El Rhilani, RBC Investor Services Bank S.A., 14, Porte de France, L-4360 Esch-sur-Alzette, Luxembourg; fax number +352 2460 3331.

For more information please contact your usual (Robeco) sales person or the registered office of the Company or you can visit the website at [www.robeco.com/luxembourg](http://www.robeco.com/luxembourg).

Yours sincerely,

Robeco Institutional Solutions Fund  
The Board of Directors

## Proxy form

### Robeco Institutional Solutions Fund (the "Company")

Société d'Investissement à Capital Variable  
Registered office: 11/13 Boulevard de la Foire, L-1528 Luxembourg  
RCS Luxembourg B205 487

### Proxy

(for use at the Extraordinary general meeting of shareholders of the Company (the "Meeting")  
June 30, 2017 at 12.30 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 \_\_\_\_\_ (insert name of proxy)  
or failing him or failing such appointment, 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*
1.	Statutory appointments - It is proposed to accept the resignation of Mr. A.M.M. Rodenburg and Mrs. E.J. Siermann as a director of the Company effective June 30, 2017. - It is proposed to fill the consequent vacancies in the Board of Directors by appointing Mr. J.H. van den Akker and Mr. M.R. Glazener as directors of the Company effective immediately and for a period ending on the date of the next annual general meeting or until their successors are elected and qualify. Both the Luxembourg (CSSF) as the Dutch regulator (AFM) have already approved the appointments.			

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 authorised 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.

**Notes:**

1. A shareholder entitled to attend and vote at the above Meeting is entitled to appoint a proxy to attend and vote on his/her behalf. If you wish to appoint as your proxy some person other than the Chairman of the Meeting, insert in block capitals the full name of the person of your choice. A proxy need not be a shareholder of the Company.
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 Mr. N. El Rhilani, RBC Investor Services Bank S.A., 14, Porte de France, L-4360 Esch-sur-Alzette, Luxembourg (fax: +352 2460 3331) not later than 09.00 a.m. (Luxembourg time) June 28, 2017.
4. If the Shareholder is a corporation, this Proxy Form must be executed under the seal or under the hand of some officer or attorney duly authorized on its behalf. In the case of joint holders, any one holder may sign.
5. The completion and return of the Proxy Form will not preclude shareholders from attending and voting at the said Meeting should they decide to do so.