

Robeco (LU) Funds III

Société d'Investissement à Capital Variable

Registered office: 6 route de Trèves, L-2633 Senningerberg, Luxembourg
RCS Luxembourg B 40 490
(the "Company")

Notice of Annual General Meeting of Shareholders

By registered mail

Luxembourg, 30 April 2021

Dear Shareholder,

The annual general meeting of shareholders of the Company will be held in Luxembourg on 27 May 2021 at 1.30 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 2020
2. Consideration and approval of the audited annual accounts for the financial year 2020
3. Consideration and approval of the profit appropriation (for each of the sub-funds) for the financial year 2020
4. Consider and approval of the fees paid to the independent member of the board of directors of the Company during the financial year 2020, as disclosed in the audited annual accounts 2020
5. Discharge of the board of directors (Mr. J.H. van den Akker, Mrs. S. van Dootinck, Mr. H.P. de Knijff and Mr. H.J. Ris) for their duties performed during the financial year 2020
6. Acknowledgment of the resignations of the following members of the board of directors:
 - A. Mr. H.P. de Knijff effective as of 1 January 2021
 - B. Mrs. S. van Dootinck as of 1 May 2021
7. Ratification of the appointment of Mr. C.M.A. Hertz as the member of the board of directors of the Company, by way of cooptation and effective as of 8 January 2021
8. Statutory appointments of:
 - A. Mr. M.O. Nijkamp as new member of the board of directors of the Company, effective as from the day of the Meeting or the Luxembourg regulator, the Commission de Surveillance du Secteur Financier ("CSSF") non-objection date (if later) until the next annual general meeting which will deliberate on the annual accounts for the financial year ending 31 December 2021 or the end of his employment contract with Robeco, if this contract should terminate before the end of his term (for approval)
 - B. Mr. J.H. van den Akker and Mr. H.J. Ris as the members of the board of directors of the Company until the next annual general meeting which will deliberate on the annual accounts for the financial year ending 31 December 2021 or the end of their employment contracts with Robeco, if their contracts should terminate before the end of their term (for approval)
 - C. Mr. C.M.A. Hertz as the member of the board of directors of the Company until the next annual general meeting which will deliberate on the annual accounts for the financial year ending 31 December 2021 (for approval)
 - D. KPMG Luxembourg Société coopérative as the independent auditor until the next annual general meeting which will deliberate on the annual accounts for the financial year ending 31 December 2021 and power to the board of directors of the Company to agree to the terms of appointment of KPMG Luxembourg Société coopérative (for approval)
9. Any other business and closing

The annual accounts 2020 are available at the registered office of the Company and via www.robeco.com/riam.

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.

Pursuant to and in accordance with the Grand Ducal Regulation of 25 November 2020 extending 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 25 May 2021 duly signed and dated, first by email (luxembourg.company.admin@ipmorgan.com) or fax (+352 4626 85825), and then by regular mail to the attention of Ms. K. Hercules, J.P. Morgan Bank Luxembourg S.A., 6H route de Trèves, L-2633 Senningerberg, Luxembourg.

Yours sincerely,
Robeco (LU) Funds III
The board of directors

Proxy Form

Robeco (LU) Funds III
Société d'Investissement à Capital Variable
 Registered office at 6 route de Trèves, L-2633 Senningerberg, Luxembourg
 R.C.S. Luxembourg B 40 490
 (the "Company")

Proxy
 for use at the annual general meeting of shareholders of the Company (the "Meeting")
 on 27 May 2021 at 1.30 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(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 audited annual accounts for the financial year 2020			
3.	Consideration and approval of the profit appropriation (for each of the sub-funds) for the financial year 2020			
4.	Consider and approval of the fee ad. EUR 8,000 paid to the independent member of the board of directors of the Company for the duties performed during the financial year 2020, as disclosed in the the audited annual accounts 2020			
5.	Discharge of the board of directors (Mr. J.H. van den Akker, Mrs. S. van Dootingh, Mr. H.P. de Knijff and Mr. H.J. Ris) for their duties performed during the financial year 2020			
6.	Acknowledgment of the resignations of the following members of the board of directors:			
	A. Mr. H.P. de Knijff effective as of 1 January 2021			
	B. Mrs. S. van Dootingh as of 1 May 2021			
7.	Ratification of the appointment of Mr. C.M.A. Hertz as the member of the board of directors of the Company, by way of cooptation and effective as of 8 January 2021			
8.	Statutory appointments of:			
	A. Mr. M.O. Nijkamp as new member of the board of directors of the Company, effective as from the day of the Meeting or the CSSF non-objection date (if later) until the next annual general meeting which will deliberate on the annual accounts for the financial year ending 31 December 2021 or the end of his employment contract with Robeco, if this contract should terminate before the end of his term			
	B. Mr. J.H. van den Akker and Mr. H.J. Ris as the members of the board of directors of the Company until the next annual general meeting which will deliberate on the annual accounts for the financial year ending 31 December 2021 or the end of their employment contracts with Robeco, if their contracts should terminate before the end of their term			
	C. Mr. C.M.A. Hertz as the member of the board of directors of the Company until the next annual general meeting which will deliberate on the annual accounts for the financial year ending 31 December 2021			
	D. KPMG Luxembourg Société coopérative as the independent auditor until the next annual general meeting which will deliberate on the annual accounts for the financial year ending 31 December 2021 and power to the board of directors of the Company to agree to the terms of appointment of KPMG Luxembourg Société cooperative.			

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.

Notes:

1. In accordance with the considerations of the Grand Ducal regulation of 25 November 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. K. Hercules, 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 25 May 2021.
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.