

Annual General Meeting of Shareholders

Rolinco N.V.

To be held on 24 May 2022

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Robeco Sustainable Global Stars Equities Fund N.V. Rolinco N.V.

(the 'Companies', investment companies with variable capital under Dutch law)

Annual General Meetings of Shareholders (the 'AGMs')

to be held on 24 May 2022 at 14:00h and 15:30h respectively at the offices of the Companies at Weena 850, Rotterdam, the Netherlands.

It will also be possible to follow the meeting via a live stream. You will receive more information about this after you register.

If the situation necessitates, we may decide to hold the AGMs online only. This will be announced in the usual way and via www.robeco.com/riam. The website also provides other relevant information regarding the AGMs. Shareholders wishing to participate in one of the meetings are advised to check it regularly.

Agenda for the meetings:

1. Opening and announcements
2. Report of the management board regarding the last financial year
3. Adoption of the financial statements for the financial year 2021 (by resolution)
4. Adoption of the profit appropriation (by resolution)
5. Discharge of the management board (by resolution)
6. Assignment of the audit of the 2022 financial statements to KPMG Accountants N.V. (by resolution)
7. Change in the language of the formal annual report (by resolution)
8. Questions and conclusion

The agendas are available for inspection by shareholders and other authorized persons at and can be obtained free of charge from the office of the Companies (Weena 850, 3014 DA Rotterdam), via www.robeco.com/riam, and at Northern Trust Global Fund Services, Head of Investor Services, 50 Bank Street, Canary Wharf, London E14 5NT. The date on which the 2021 Annual Report will be made available is to be announced separately.

Persons entitled to vote and attend a meeting and wishing to attend or be represented at a meeting can apply to ING Bank N.V. via their bank from 27 April through 17 May 2022. This application should be accompanied by a statement from the custody bank specifying the number of shares the person concerned, who is entitled to vote and attend the meeting, held on the Record Date (26 April 2022). If you attend a meeting at the office of the Companies, you may cast your vote during the meeting. If you would like to follow a meeting via the live stream, you may cast your vote by proxy prior to the meeting using a proxy form or voting form (to be submitted no later than one week before the meeting) and you may send your questions about the items on the agenda to meetings@robeco.nl no later than 72 hours before the relevant meeting. If you are unable to attend the meeting, you can cast your vote by proxy. In all cases, you must register for the meeting in the manner described above.

Proxy and voting forms can be obtained free of charge from www.robeco.com/riam. Written proxies and voting forms must have been received at one of the addresses specified on the form by no later than 17 May 2022.

Rolinco N.V.

(the Company, investment company with variable capital)

ANNUAL GENERAL MEETING OF SHAREHOLDERS

to be held on 24 May 2022 at 15:30 hours at the office of the Company, Weena 850, Rotterdam.
Shareholders can also follow the meeting via a live stream.

A G E N D A

1. Opening and announcements

2. Report of the management board for the past financial year

Questions will be answered.

3. Adoption of the annual financial statements for the 2021 financial year (decision)

It is proposed to approve the annual financial statements for the year 2021 as published.

4. Confirmation of the profit appropriation (decision)

It is proposed to pay out the following (gross) dividends:

- on shares Rolinco: EUR 0.80 (previous year EUR 0.80)
- on shares Rolinco - EUR G: EUR 0.80 (previous year EUR 0.80)

with payment date 29 June 2022.

This proposal is based mainly on the taxable profits for the purposes of the distribution requirement under the applicable tax regime and the number of shares outstanding on 31 December 2021. If legislation and regulations or changes to the number of outstanding shares necessitate this, an amended dividend proposal will be submitted to the General Meeting of Shareholders.

The fund is required to deduct 15% Dutch dividend tax on these dividend payments, which will be borne by the shareholders.

5. Discharge of the management board (decision)

It is proposed to grant a release from liability [*“decharge”*] to the management board for its management.

6. Granting of the assignment to audit the 2022 annual financial statements to KPMG Accountants N.V. (decision)

Although the auditor must be reappointed every year, Robeco aims at a long-term relationship with an auditor, as it always takes some time to develop workable processes and to build up knowledge and skills and then use them.

It is proposed to grant the assignment to audit the financial statements for the 2022 financial year to KPMG Accountants N.V.

7. Changing the language of the formal annual report (decision)

It is therefore proposed to change the language of the formal annual report from Dutch to English with effect from the annual report for the 2022 financial year, please refer to the annex for an explanation.

8. Any other business and closure

Annex to the agenda for the General Meeting of Shareholders of Rolinco N.V., to be held on 24 May 2022

Proposal to change the language of the formal annual reports

Since the outsourcing of the Company's administration to J.P. Morgan, the draft annual reports are prepared in English. Pursuant to Sections 2:362 and 2:392 of the Dutch Civil Code, an annual report must be drawn up in Dutch (unless the AGM decides otherwise). That is why, in the final phase of the process, a Dutch translation must be made and checked by the external auditor. This is complicated and time-consuming, and also leads to additional costs and risks.

It is therefore proposed to change the language of the formal annual report from Dutch to English with effect from the annual report for the 2022 financial year.

A Dutch translation will remain available to the fund's Dutch shareholders.

Pursuant to Sections 2:362 and 2:392 of the Dutch Civil Code, the proposed change in the language of the annual report requires a resolution of the AGM. Such a decision requires an absolute majority of votes.

Proxy form

For holders of ordinary and cumulative preference shares in Rolinco N.V.
for the Annual General Meeting of Shareholders
to be held on 24 May 2022 (the 'AGM')

The undersigned,

Name: _____

Address: _____

Place of residence: _____

Telephone number: _____

hereby declares that he/she:

- has registered for the meeting of shareholders mentioned above as a holder of _____ [number] shares Rolinco;
- has registered for the meeting of shareholders mentioned above as a holder of _____ [number] shares Rolinco – EUR G;
- has registered for the meeting of shareholders mentioned above as a holder of _____ [number] cumulative preference shares Rolinco;

and hereby gives mandate and power of attorney to:

Mr./Ms _____ [name and address]

a proxy to be appointed by Rolinco N.V.

This proxy will represent him/her and speak and vote on his/her behalf at the AGM in the manner described below:

Meeting item	In favor*	Against*	Abstain*
3. Adoption of the annual financial statements for the 2021 financial year			
4. Confirmation of the profit appropriation			
5. Discharge of the management board			
6. Granting of the assignment to audit the 2022 annual financial statements to KPMG Accountants N.V.			
7. Changing the language of the formal annual report			

This proxy remains valid if the AGM is held on a later date.

Signed in _____ on _____

Name and signature

This form must be sent to the Robeco Group Secretariat, preferably by e-mail to Meetings@robeco.nl, or by regular mail to Weena 850, 3014 DA Rotterdam and must be received on **17 May 2022** at the latest.

* Check the boxes as appropriate. Only fully completed forms will be processed. In case no voting instructions are given, the proxy may vote as he or she sees fit.

Voting form

For holders of ordinary and cumulative preference shares in Rolinco N.V.
for the Annual General Meeting of Shareholders
to be held on 24 May 2022 (the 'AGM')

The undersigned,

Name: _____

Address: _____

Place of residence: _____

Telephone number: _____

hereby declares that he/she

- has registered for the meeting of shareholders mentioned above as a holder of _____ [number] shares Rolinco;
- has registered for the meeting of shareholders mentioned above as a holder of _____ [number] shares Rolinco – EUR G;
- has registered for the meeting of shareholders mentioned above as a holder of _____ [number] cumulative preference shares Rolinco;

and casts his/her vote as below:

Meeting item	In favor*	Against*	Abstain*
3. Adoption of the annual financial statements for the 2021 financial year			
4. Confirmation of the profit appropriation			
5. Discharge of the management board			
6. Granting of the assignment to audit the 2022 annual financial statements to KPMG Accountants N.V.			
7. Changing the language of the formal annual report			

This vote remains valid if the AGM is held on a later date.

Signed in _____ on _____

Name and signature

This form must be sent to the Robeco Group Secretariat, preferably by e-mail to Meetings@robeco.nl, or by regular mail to Weena 850, 3014 DA Rotterdam and must be received on **17 May 2022** at the latest.

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