

Extraordinary General Meeting of Shareholders

Robeco Sustainable Global Stars Equities Fund N.V.

To be held on 10 April 2025 at 09.30h

- 1. Advertisement**
- 2. Agenda**
- 3. Proxy Form**

Robeco Sustainable Global Stars Equities Fund N.V.

(la «Société»; société d'investissement à capital variable de droit néerlandais)

ROBECO
The Investment Engineers

Assemblée générale extraordinaire des actionnaires

se tiendra au siège de la Société, Weena 850 à Rotterdam aux Pays-Bas, le 10 avril 2025 à 9.30h.

Ordre du jour:

1. Ouverture et communications
2. Proposition de modification des statuts
3. Clôture

L'ordre du jour et le changement proposé des statuts peuvent être consulté par les actionnaires et autres personnes autorisées à l'adresse du siège de la Société (Weena 850, NL-3014 DA Rotterdam). L'ordre du jour, le changement proposé des statuts, les rapports annuels des trois dernières années, le prospectus et les documents d'informations clés sont également disponibles gratuitement via www.robeco.com/riam ainsi qu'auprès de BNP Paribas Securities Services, 9 rue du Débarcadère - 93500 Pantin (internet: www.robeco.fr.) En cas d'approbation de la proposition de modification des statuts lors de l'assemblée, cette décision ne sera pas communiquée séparément.

Le directoire de la Société a déterminé comme ayant droit de vote et étant habilitées à assister à l'assemblée, les personnes qui au 13 mars 2025 (la «Date d'enregistrement») sont enregistrées en tant qu'actionnaires de la Société. À cette fin, le nombre d'actions après traitement de tous les ajouts et suppressions à la Date d'enregistrement dans l'administration d'un établissement affilié à Euroclear Nederland sera pris en compte.

Les actionnaires qui souhaitent participer à cette assemblée ou donner une procuration peuvent s'inscrire à partir du 14 mars 2025 jusqu'au 3 avril 2025 inclus auprès d'ING Bank N.V. par l'intermédiaire de l'établissement financier où elles détiennent un compte-titres pour les séries d'actions de Robeco Sustainable Global Stars Equities Fund - EUR E. Ces inscriptions doivent être accompagnées d'une déclaration de cet établissement financier dans laquelle est indiqué le nombre d'actions détenues à la Date d'enregistrement par l'actionnaire concerné.

Les droits de vote et d'assister aux assemblées peuvent, si cela est souhaité, être exercés par un mandataire détenant une procuration écrite. Les formulaires de procuration sont disponibles gratuitement au siège de la Société et via www.robeco.com/riam. Pour donner une procuration, l'actionnaire doit enregistrer ses actions de la manière décrite ci-dessus. Le formulaire de procuration dûment rempli, y compris les instructions de vote, doit être reçu à l'une des adresses indiquées dans le formulaire au plus tard le 3 avril 2025. Le mandataire doit présenter la preuve de son inscription et une copie de la procuration au bureau d'inscription le jour de l'assemblée avant l'ouverture de l'assemblée.



Robeco Sustainable Global Stars Equities Fund N.V.
(investment company with variable capital)

EXTRAORDINARY GENERAL MEETING
OF
SHAREHOLDERS

to be held on 10 April 2025 at 9:30 hours at the office of the Company, Weena 850, Rotterdam.

A G E N D A

1. Opening and announcements
2. Proposal to amend the articles of association (decision)
3. Closure

Subject	Notes to the agenda for the Extraordinary General Meeting of Shareholders to be held on 10 April 2025	From	Management board and meeting of priority shareholders of Robeco Sustainable Global Stars Equities Fund N.V.
Date	February 2025	To	General meeting of shareholders of Robeco Sustainable Global Stars Equities Fund N.V.

Proposal to amend the articles of association (agenda item 2)

The management board (the “**MB**”) and the meeting of Priority Shareholders (the “**Priority**”) of Robeco Sustainable Global Stars Equities Fund N.V. (the “**Fund**”) propose to amend the articles of association of the Fund (the “**Articles**”) as below:

Current text	Proposed text
Article 2.1 The name of the company is: Robeco Sustainable Global Stars Equities Fund N.V.	Article 2.1 The name of the company is: Robeco Global Stars Equities Fund N.V.

Explanation

On 14 May 2024, the European Securities Markets Authority published its Final Report on the Guidelines on funds’ names using ESG or sustainability-related terms (the “**Guidelines**”). The Guidelines set minimum requirements that must be met by these funds. Fund names that include “Sustainable” (or related terms), such as Robeco Sustainable Global Stars Equities Fund N.V. must, among others, adhere to the exclusions under Paris-aligned Benchmarks (the “**PAB-exclusions**”).

The MB of the Fund, Robeco Institutional Asset Management B.V. (“**RIAM**”), considers it in the best interest of current investors to not adhere to the PAB-exclusions. Adherence to the PAB-exclusions would narrow the investment universe of the Fund, which could have meaningful implications for the risk-return profile of its portfolio. As the primary goal of the Fund is alpha generation against the MSCI World Index in a risk-controlled manner, RIAM has decided that the term “Sustainable” should be removed from the name of the Fund. The existing investment approach, including the sustainability framework, remains unchanged.

In order to change the name of the Fund, a change of the Articles is required and this proposal is hereby submitted to the General Meeting of Shareholders of the Fund (“**General Meeting**”).

Proposed amendment

The proposed amendment is included in a draft deed of amendment of the Articles, dated 24 January 2025, which was drawn up by Ploum (document 801250037/Documents/STATW akte Robeco Sustainable Global Stars Equities Fund N.V. - NL). This document will be available for inspection at the office of the Fund until after the meeting.

Formal procedure

In accordance with the provisions of Article 16 of the Articles, the General Meeting is authorized to amend the Articles, only upon the proposal of the meeting of priority shareholders. A resolution of the General Meeting to amend the Articles of Association requires a majority of two-thirds of the valid votes cast.

The Priority decided on 29 January 2025 to propose to the General Meeting to amend the Articles.

Recommendation

The Priority recommends that the General Meeting resolves to amend the Articles in accordance with the draft deed drawn up by Ploum dated 24 January 2025 (document 801250037/Documents/STATW akte Robeco Sustainable Global Stars Equities Fund N.V. - NL). and further authorize each of the directors and each employee of Ploum to make necessary amendments to the draft deed and to have the notarial deed of amendment of the Articles executed.

Proxy form

For holders of ordinary shares in Robeco Sustainable Global Stars Equities Fund N.V.
for the Extraordinary General Meeting of Shareholders
to be held on 10 April 2025 (the 'EGM')

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 Robeco Sustainable Global Stars Equities Fund – EUR E;
 - has registered for the meeting of shareholders mentioned above as a holder of _____ [number] shares Robeco Sustainable Global Stars Equities Fund – EUR G;
- and hereby gives mandate and power of attorney to:

☐ Mr./Mrs. _____ [name and address]

☐ a proxy to be appointed by Robeco Sustainable Global Stars Equities Fund N.V.

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

Meeting item	In favor*	Against*	Abstain*
2. Proposal to amend the articles of association			

This proxy remains valid if the EGM 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 **3 April 2025** 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.