

## 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.**

(the "Company", investment company with variable capital under Dutch law)

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

to be held at the office of the Company, Weena 850 in Rotterdam, the Netherlands, on 10 April 2025 at 9.30h.

#### **Agenda:**

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

The agenda for the meeting and the proposed amendment of the articles of association are available for viewing by shareholders and other authorized persons at the office of the Company (Weena 850, 3014 DA Rotterdam). These documents are also available free of charge via [www.robeco.com/riam](http://www.robeco.com/riam), and at ING Bank N.V. Issuer Services, Foppingadreef 7, 1102 BD Amsterdam (agm.pas@ing.com). The annual reports for the last three years, the prospectus and key information documents are also available via [www.robeco.com/riam](http://www.robeco.com/riam). If the meeting decides to approve the proposal to amend the articles of association, this will not be announced separately.

The management board of the Company has determined that those eligible to attend or vote at the meeting are those registered on 13 March 2025 (the "Registration Date") as shareholders of the Company. This takes into account the number of shares after processing of all transactions per the Registration Date in the administration of an institution affiliated with Euroclear Nederland.

Shareholders wishing to participate in the meeting or submit a proxy may, from 14 March 2025 through 3 April 2025, register with ING Bank N.V. via the financial institution where they hold a securities account for the share class Robeco Sustainable Global Stars Equities Fund - EUR E. Shareholders of other share classes may register with the Company from 14 March 2025 through 3 April 2025 via [meetings@robeco.nl](mailto:meetings@robeco.nl). These registrations must be accompanied by a statement from this financial institution indicating the number of shares held by the relevant shareholder on the Registration Date.

The parties eligible to attend or vote at the meeting may, if required, exercise these rights through a written proxy. Proxy forms are available free of charge at the office of the Company, via [www.robeco.com/riam](http://www.robeco.com/riam) and at ING Bank N.V. To submit a proxy, shareholders must have registered their shares in the way described above. The fully completed proxy form, including voting instructions, must have been received no later than 3 April 2025 at one of the addresses stated on the form. The proxy holder must present proof of registration and a copy of the proxy to the registration desk on the day of the meeting before the meeting commences.



**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 F;
- 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](mailto:Meetings@robeco.nl), or by regular mail to Weena 850, 3014 DA Rotterdam and must be received on **3 April 2025** at the latest.

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\* 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.