

**Annual General Meeting of Shareholders**

**Rolinco N.V.**

**To be held on 28 May 2021**

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## **Rolinco N.V.** **Robeco Sustainable Global Stars Equities Fund N.V.** *(the 'Companies', investment companies with variable capital under Dutch law)*

### **Annual General Meetings of Shareholders (the 'AGMs')**

to be held on 28 May 2021 at:

9:30h for Rolinco N.V.

11:00h for Robeco Sustainable Global Stars Equities N.V.

In light of the Covid-19 (coronavirus) pandemic and the related safety measures, it is not possible to attend the AGMs in person. You can cast your vote before the AGMs by proxy or by using a voting form (see below in this advertisement). Please send any questions you have about subjects on the agenda to [meetings@robeco.nl](mailto:meetings@robeco.nl) up to 72 hours before the meeting. It will be possible to follow the meetings by electronic means. You will receive further information about this after registering. If the circumstances so require, we may decide to move the shareholder meeting to a later date. This will be announced in the usual manner and via [www.robeco.com/riam](http://www.robeco.com/riam). This website also contains other relevant information regarding the AGMs, shareholders who wish to participate in one of the AGMs are advised to consult this website regularly.

### **Agenda for the AGMs:**

1. Opening and announcements
2. Report of the management board for the past financial year
3. Adoption of the annual financial statements for the 2020 financial year (decision)
4. Adoption of the profit appropriation (decision)
5. Discharge of the management board (decision)
6. Granting of the assignment to audit the 2021 annual financial statements to KPMG Accountants N.V. (decision)
7. Any other business and closure

The agendas are available for inspection and can be obtained free of charge at the offices of the Companies (Weena 850, 3014 DA Rotterdam), via [www.robeco.com/riam](http://www.robeco.com/riam), and at ACOLIN Fund Services AG.

The date on which the 2020 Annual Report will be available is to be announced separately.

Persons entitled to vote and attend the AGMs and wishing to attend or be represented at the AGMs can apply via ACOLIN Fund Services AG from 1 May through 21 May 2021. This application should be accompanied by a statement from the custody bank stating the number of shares the person concerned, who is entitled to vote and attend the meeting, held on the Record date (30 April 2021).

If so desired, the rights to vote at and attend the meeting can be exercised by a proxy duly authorized in writing, votes can also be cast in writing before the meeting. To this end, shareholders should register in the manner described above. Proxy forms and voting forms are available via [www.robeco.com/riam](http://www.robeco.com/riam), via [www.robeco.ch](http://www.robeco.ch) and at ACOLIN Fund Services AG. The proxy form or the voting form must be received no later than 21 May 2021 at one of the addresses given on the form. The prospectuses (including the articles of association), key investors information document, as well as the annual and semi-annual reports can be obtained free of charge at the Companies' representative in Switzerland.

Zurich, 14 April 2021

The representative of the Companies in Switzerland: ACOLIN Fund Services AG, Leutschenbachstrasse 50, CH-8050 Zürich

The paying agent of the companies in Switzerland: UBS Switzerland AG, Bahnhofstrasse 45, CH-8001 Zürich (Postal address: Badenerstrasse 574, Postfach, CH-8098 Zürich)

## **Rolinco N.V.**

*(the Company, investment company with variable capital)*

### **ANNUAL GENERAL MEETING OF SHAREHOLDERS**

to be held on 28 May 2021 at 09:30 hours.  
Shareholders can only 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 2020 financial year (decision)**

It is proposed to approve the annual financial statements for the year 2020 as published on 30 April 2021.

**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 1.00)
- on shares Rolinco - EUR G: EUR 0.80 (previous year EUR 1.00)

with payment date 30 June 2021.

This proposal is based partly on the taxable profits for the purposes of the tax distribution requirement and the number of shares outstanding on 31 December 2020. 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 Funds are 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 2021 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 2021 financial year to KPMG Accountants N.V.

**7. Any other business and closure**

## 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 28 May 2021 (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 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 2020 financial year			
4. Confirmation of the profit appropriation			
5. Discharge of the management board			
6. Granting of the assignment to audit the 2021 annual financial statements to KPMG Accountants N.V.			

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](mailto:Meetings@robeco.nl), or by regular mail to Weena 850, 3014 DA Rotterdam and must be received on **21 May 2021** 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 28 May 2021 (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 2020 financial year			
4. Confirmation of the profit appropriation			
5. Discharge of the management board			
6. Granting of the assignment to audit the 2021 annual financial statements to KPMG Accountants N.V.			

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](mailto:Meetings@robeco.nl), or by regular mail to Weena 850, 3014 DA Rotterdam and must be received on **21 May 2021** at the latest.

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