

Robeco Lux-o-rente
Société d'Investissement à Capital Variable
Registered office: 11/13 Boulevard de la Foire, L-1528 Luxembourg
R.C.S. Luxembourg B 47.779
(the "Company")

By registered mail

Luxembourg, 20 January 2017

Notice of Extraordinary General Meeting of Shareholders

Dear Shareholder,

You are hereby convened to attend an extraordinary general meeting of the Company to be held in Luxembourg before a public notary on 10 February 2017 at 2.00 p.m. at the registered office of the Company with the following agenda (the "Meeting"):

SOLE RESOLUTION

Restatement of the articles of association of the Company (the "Articles") with effect from 31 March 2017 or such other date as the board of directors of the Company (the "Board") may decide in the form submitted to the Meeting, such amendments to include, *inter alia*:

- (i) amendment of article 1 of the Articles to change the name of the Company from "Robeco Lux-o-rente" to "Robeco QI Global Dynamic Duration";
- (ii) amendment of article 3 of the Articles to update the object of the Company so as to read as follows:
"The exclusive object of the Corporation is to place the funds available to it in transferable securities, money market instruments and other assets permitted to an undertaking for collective investment under Part I of the Luxembourg law of 17 December 2010 on undertakings for collective investment, as amended (the "2010 Law") with the purpose of spreading investment risks and affording its Shareholders the results of the management of its portfolio.
The Corporation may take any measures and carry out any operation which it may deem useful in the development and accomplishment of its purpose to the full extent permitted by the 2010 Law.";
- (iii) amendment of article 4 of the Articles in order to provide that in case of transfer of the registered office of the Company to any other place in the Grand Duchy of Luxembourg, the Board shall have the power to amend the Articles accordingly;
- (iv) amendment of article 5 of the Articles to provide, *inter alia*, for the possibility for the Board to decide to liquidate, consolidate or to split a class of shares;

- (v) amendment of articles 6, 8 and 11 in order to provide, *inter alia*, for the possibility for the Board to decide to issue shares in dematerialised form and maintain the flexibility to issue bearer shares;
- (vi) amendment of article 6 of the Articles to introduce a new paragraph relating to the data protection policy of the Company which shall be further described in the sales documents of the Company;
- (vii) amendment of article 8 of the Articles to clarify the cases where the Company may restrict or prevent the ownership of shares;
- (viii) amendment of article 10 of the Articles to reflect the changes to Luxembourg company law and so as to read as follows:
*“The annual general meeting of Shareholders shall be held, in accordance with the Luxembourg laws, in Luxembourg at the registered office of the Corporation, or at such other place in the Grand Duchy of Luxembourg as may be specified in the notice of meeting at any date and time decided by the Board of Directors but no later than within six months from the end of the Corporation’s previous financial year.
Other meetings of Shareholders may be held at such place and time as may be specified in the respective notices of meeting. Class of Shares meetings may be held to decide on any matters which solely relates to such Class of Shares.”*
- (ix) amendment of article 11 of the Articles to provide, *inter alia*, for the possibility under specific circumstances for the Board to suspend the voting right of a shareholder;
- (x) amendment of article 16 of the Articles to provide for the possibility for the Board to convert the Company into a feeder undertaking for collective investment in transferable securities (“UCITS”);
- (xi) amendment of article 21 of the Articles to clarify the rules governing conversion and redemption requests;
- (xii) amendment of article 22 of the Articles to introduce new cases of suspension of the valuation of, and orders relating to, the shares (mainly where the Company is unable to repatriate funds or decides to liquidate the Company or a share class or in cases of circumstances outside the control of the Company justifying it);
- (xiii) amendment of article 23 of the Articles to especially clarify the valuation principles applicable per asset class and the fees and expenses part of the Company's liabilities;
- (xiv) amendment of the current article 28 of the Articles relating to dividend policies and especially interim dividend distributions;
- (xv) deletion of current articles 25, 26, 29 and 30 of the Articles and consequential renumbering of the subsequent articles;
- (xvi) general update of the Articles by amending articles 2, 12, 14, 15, 16, 17, 18, 19, 20, 21, 24 and current article 3, amongst others, to especially reflect the new provisions set out in Luxembourg law of 10 August 1915 on commercial companies recently amended and/or to align the Articles within those of similar undertakings for collective investment in transferable securities promoted by the Robeco group.

Shareholders are informed that the full text of the proposed amendments to the Articles is available, free of charge, at the registered office of the Company and at the local representative office.

VOTING

In order to be able to deliberate validly on the agenda, the Meeting will require a quorum of at least 50% of the capital. The sole resolution on the agenda will be adopted if approved by two thirds of the votes cast. Votes cast shall not include votes attached to shares represented at the Meeting but in respect of which shareholders have not taken part in the vote, have abstained or have returned a blank or invalid vote. The quorum and majority requirements will be determined in accordance with the outstanding shares on 6 February 2017 at 12.00 p.m. CET (the "Record Date I") and the voting rights of shareholders shall be determined by the number of shares held at the Record Date I.

If the Meeting is not able to deliberate and vote on the agenda for lack of quorum, a further meeting will be reconvened at the registered office of the Company, on 3 March 2017 at 2.00 p.m. (CET) to deliberate and vote on the same agenda. At such reconvened meeting, there will be no quorum required and the sole resolution on the agenda will be taken at a majority of two thirds of the votes cast. Votes cast shall not include votes attaching to shares represented at the meeting but in respect of which shareholders have not taken part in the vote, have abstained or have returned a blank or invalid vote. Proxy forms already received for the meeting will remain valid and be used at the reconvened meeting, if any, having the same agenda unless expressly revoked. The majority requirements will be determined in accordance with the outstanding shares on 27 February 2017 at 24.00 p.m. CET (the "Record Date II") and the voting rights of shareholders shall be determined by the number of shares held at the Record Date II.

VOTING ARRANGEMENTS

Shareholders may vote in person or by proxy. Shareholders wishing to attend and/or vote at the respective meetings should inform the Company through Mrs. V. Delvael, RBC Investor Services Bank S.A., 14, Porte de France, L-4360 Esch-sur-Alzette, Luxembourg (fax. +352 24603331) in writing not later than 6 February 2017 for the Meeting or not later than 27 February 2017 for the reconvened meeting.

Shareholders who are not able to attend the relevant meeting may appoint a proxy to attend and vote on their behalf. For these votes to be valid, a proxy form must be deposited at the above mentioned office of RBC Investor Services Bank S.A. not later than 9.00 a.m. CET on 8 February 2017 for the Meeting and not later than 9.00 a.m. CET on 1 March 2017 for the reconvened meeting.

For any further questions, you may contact your financial adviser or usual (Robeco) sales Representative or you can visit the website at www.robeco.com/luxembourg.

Yours faithfully,
Robeco Lux-o-rente
The Board of Directors

PROXY FORM

Robeco Lux-o-rente
Société d'Investissement à Capital Variable
Registered office at 11/13 Boulevard de la Foire, L-1528 Luxembourg
R.C.S. Luxembourg B 47.779
(the "Company")

PROXY

For use at the Extraordinary General Meeting of Shareholders of the Company on 10 February 2017
(the "Meeting") or any reconvening or adjournment thereof

I/We _____ (name)
of _____ (address)
shareholder account number _____
holder(s) of _____ (number) shares in the
Company hereby appoint _____ (name of proxy) or
failing him or failing such appointment, the Chairman of the Meeting as my/our proxy to vote on
my/our behalf at the Meeting to be held at 11/13 Boulevard de la Foire, L-1528 Luxembourg, on
10 February 2017 and any reconvening or adjournment thereof on the agenda contained in the
convening notice of the Meeting and as indicated below.

AGENDA	FOR*	AGAINST*	ABSTAIN*
<p><u>Sole Resolution:</u></p> <p>Restatement of the articles of association of the Company (the "Articles") as set out in the convening notice.</p>			

Failing any specific instruction, the proxy will vote at his/her complete discretion.
Having been informed of the agenda of the Meeting, the undersigned waives its right to prior notice.

Signature _____

Dated this _____ day of _____

* Please tick the appropriate box. Failing any specific instruction, the proxy will vote at his/her complete discretion.

NOTES:

1. A shareholder entitled to attend and vote at the above Meeting/reconvened meeting is entitled to appoint a proxy to attend and vote on his/her behalf. If you wish to appoint as your proxy some person other than the Chairman of the Meeting/reconvened meeting, insert in block capitals the full name of the person of your choice. A proxy need not be a shareholder of the Company.
2. The proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting on the sole resolution referred to above if no instruction is given in respect of the sole resolution and on any business considered at the Meeting/reconvened 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 duly signed and dated, first by fax and then by mail to the Company to the attention of Mrs. V. Delvael , RBC Investor Services Bank S.A., 14, Porte de France, L-4360 Esch-sur-Alzette, Luxembourg (fax: +352 2460 3331) not later than 9.00 a.m. CET on 8 February 2017 for the Meeting and not later than 9.00 a.m. CET on 1 March 2017 for the reconvened meeting. Proxy forms already received for the Meeting will remain valid and be used at the reconvened meeting, if any, having the same agenda unless expressly revoked.
4. If the shareholder is a corporation, this Proxy Form must be executed under the seal or under the hand of some officer or attorney duly authorized on its behalf. In the case of joint holders, any one holder may sign.
5. The completion and return of the Proxy Form will not preclude shareholders from attending and voting at the said Meeting/reconvened meeting should they decide to do so.