

GOLDMAN SACHS FUNDS
Investment Company with Variable Capital
Registered Office: 49, Avenue J. F. Kennedy L-1855, Luxembourg
R.C.S. Luxembourg B. 41.751

FORM OF PROXY

I/we the undersigned, herewith give irrevocable proxy for all my/our shares of

Goldman Sachs Funds

to the chairman of the meeting with full power of substitution, to represent me/us at the annual general meeting of shareholders (the “**Meeting**”) of Goldman Sachs Funds (the “**Company**”) to be held in Luxembourg at the registered office of the Company on 30 April 2024 at 3.00 p.m. (CEST) and at any meeting to be held thereafter for the same purpose, with the same agenda and in my/our name and on my/our behalf to act and vote on the matters set out in the following agenda:

AGENDA

1. Presentation and approval of the audited financial statements of the Company including the Investment Adviser’s Report and the Auditor’s Report of the Company for the financial year ended 30 November 2023.

FOR

☐

AGAINST

☐

ABSTAIN

☐

2. Allocation of the results for the financial year ended 30 November 2023.

FOR

☐

AGAINST

☐

ABSTAIN

☐

3. Discharge to be granted to Mr. Jonathan Beinmer, Mrs. Gráinne Alexander, Mrs. Hilary Lopez, Mr. Dirk Buggenhout, Mr. Jan Jaap Hazenberg and Mrs. Sophie Mosnier with respect to the performance of their duties as directors of the Company (the “**Directors**”), for the financial year ended 30 November 2023.

FOR

☐

AGAINST

☐

ABSTAIN

☐

4.1 Re-election of Mr. Jonathan Beinner as Director until the next annual general meeting to be held in 2025.

FOR

☐

AGAINST

☐

ABSTAIN

☐

4.2 Re-election of Mrs. Gráinne Alexander as Director until the next annual general meeting to be held in 2025.

FOR

☐

AGAINST

☐

ABSTAIN

☐

4.3 Re-election of Dirk Buggenhout as Director until the next annual general meeting to be held in 2025.

FOR

☐

AGAINST

☐

ABSTAIN

☐

4.4 Re-election of Jan Jaap Hazenberg as Director until the next annual general meeting to be held in 2025.

FOR

☐

AGAINST

☐

ABSTAIN

☐

4.5 Re-election of Sophie Mosnier as Director until the next annual general meeting to be held in 2025.

FOR

☐

AGAINST

☐

ABSTAIN

☐

4.6 Re-election of Mrs. Hilary Lopez as Director until the next annual general meeting to be held in 2025.

FOR

☐

AGAINST

☐

ABSTAIN

☐

5. Re-election of PriceWaterhouseCoopers, Société *Coopérative* as statutory auditor of the Company until the next annual general meeting to be held in 2025.

FOR

☐

AGAINST

☐

ABSTAIN

☐

6. Ratification of the external Directors' fees as disclosed in the audited financial statements of the Company for the financial year ended 30 November 2023.

FOR

☐

AGAINST

☐

ABSTAIN

☐

7. Any other business which may be properly brought before the Meeting.

I/we confirm (i) having not waived all or part of my/our voting rights, (ii) that none of my/our voting rights have been suspended and (iii) that the exercise of any voting rights pursuant to this proxy does not result in a breach of any voting agreements to which I/we am/are a party.

I/we hereby give and grant, unto the said proxy, full power and authorization to do and perform all and everything necessary or incidental to the exercise of the powers herein specified as might have been done or performed by myself/us if I/we was/were personally present and I/we hereby ratify and confirm all that said proxy shall lawfully do or cause to be done by virtue hereof.

The present proxy will remain in force if the Meeting is, for whatsoever reason, to be adjourned or postponed or if a second general meeting is to be convened in order to decide on the same agenda.

This proxy shall be governed by and construed in accordance with the laws of the Grand Duchy of Luxembourg. The parties irrevocably agree that any disputes arising out of or in connection with this proxy shall be submitted exclusively to the courts of the city of Luxembourg, Grand Duchy of Luxembourg.

[Signature page to follow]

Name: _____

Account number: _____

Signature: _____

Date: _____ **2024**