

EMIRATES NBD SICAV
Société d'Investissement à Capital Variable
49, Avenue J.F. Kennedy L-1855 Luxembourg
Grand-Duchy of Luxembourg
R.C.S. Luxembourg B180066

NOTICE OF MEETING

Dear Shareholder,

We have the pleasure of inviting you to attend the Annual General Meeting of Shareholders (the "**Meeting**") of Emirates NBD SICAV (the "**Company**") which will be held on **26 July 2018 at 9:00 a.m.** (Luxembourg Time) at the registered office of the Company in Luxembourg, with the following agenda:

AGENDA

1. Presentation and approval of the Board of Directors' report, the Investment Manager's report, the Independent Auditor's Report and the audited financial statements of the Company for the period ended 31 March 2018.
2. Allocation of the results for the period ended 31 March 2018.
3. Discharge to be granted to the Directors of the Company with respect to the performance of their duties carried out during the period ended 31 March 2018.
4. Statutory elections:
 4. 1. Acknowledgement of the resignation of:
 - Tariq Bin Hendi effective February 15th, 2018.
 4. 2. Ratification of the co-optation on February 15th, 2018 of Timothy Denton as Director of the Company.
 4. 3. Election of Timothy Denton as Director of the Company until the next Annual General Meeting of Shareholders to be held in 2019.
 4. 4. Re-election of Martin Vogel as Director of the Company until the next Annual General Meeting of Shareholders to be held in 2019.
 4. 5. Re-Election of Salman Bajwa as Director of the Company until the next Annual General Meeting of Shareholders to be held in 2019.
 4. 6. Re-Election of Mark Creasey as Director of the Company until the next Annual General Meeting of Shareholders to be held in 2019.
 4. 7. Re-election of Ernst & Young S.A as Independent Auditor of the Company until the next Annual General Meeting to be held in 2019.
5. Approval of the annual compensation to the independent Directors for 2019 as follows:
 - Euro 20,000 to Martin Vogel.
 - Euro 20,000 to Mark Creasey.



6. Any other business.

The shareholders are advised that no quorum for the items of the agenda is required and that the decisions will be taken at the simple majority of the votes validly cast at the Meeting. Each share is entitled to one vote and a shareholder may act at any Meeting by proxy.

Should you not be able to attend this meeting, kindly date, sign and return the enclosed form of proxy by courier to the registered office of the Company before 24 July 2018, to the attention of the Domiciliary Department, by fax at : (+352) 46 40 10 413 and/or by email at :Luxembourg-domiciliarygroup@statestreet.com.

We draw your attention to the fact that, in accordance with article 26 (3) of the Luxembourg law of 17 December 2010 on undertakings for investment collective, the annual accounts, the report of the Independent Auditor and the Investment Manager's report of Emirates NBD SICAV are available at the registered office of the Company and may be sent, on request, to your attention free of charge.

By order of the Board of Directors.

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49, Avenue J.F. Kennedy L-1855 Luxembourg
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FORM OF PROXY

I/We the undersigned,....., holder of Account Number.....

herewith give irrevocable proxy for all our shares of

Emirates NBD SICAV

to the Chairman of the meeting, to represent us at the Annual General Meeting of the Shareholders of Emirates NBD SICAV (the "Company") to be held in Luxembourg on **26 July 2018 at 9:00 a.m.** (Luxembourg Time) at the registered office of the Company and at any meeting to be held thereafter for the same purpose, with the same agenda and in our name and on our behalf to act and vote on the matters set out in the following agenda:

AGENDA

1. Presentation and approval of the Board of Directors' report, the Investment Manager's report, the Independent Auditor's report and the audited financial statements of the Company for the period ended 31 March 2018.

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2. Allocation of the results for the period ended 31 March 2018.

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3. Discharge to be granted to the Directors of the Company with respect to the performance of their duties carried out during the period ended 31 March 2018.

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4. Statutory elections:

- 4.1. Acknowledgement of the resignation of :

- Tariq Bin Hendi effective February 15th, 2018.

NO VOTE REQUIRED

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4.2. Ratification of the co-optation on February 15th, 2018 of Timothy Denton as Director of the Company.

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4.3. Election of Timothy Denton as Director of the Company until the next Annual General Meeting of Shareholders to be held in 2019.

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4.4. Re-election of Martin Vogel as Director of the Company until the next Annual General Meeting of Shareholders to be held in 2019.

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4.5. Re-Election of Salman Bajwa as Director of the Company until the next Annual General Meeting of Shareholders to be held in 2019.

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4.6. Re-Election of Mark Creasey as Director of the Company until the next Annual General Meeting of Shareholders to be held in 2019.

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4.7. Re-election of Ernst & Young S.A. as Independent Auditor of the Company until the next Annual General Meeting to be held in 2019.

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5. Approval of the annual compensation to the independent Directors for 2019 as follows:

- Euro 20, 000 to Martin Vogel.
- Euro 20, 000 to Mark Creasey.

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6. Any other business.

We hereby give and grant full power and authorization to do and perform all and everything necessary or incidental to the exercise of the powers herein specified and we hereby ratify and confirm all that said proxy shall lawfully do or cause to be done by virtue hereof.

Signed: _____ Date: _____ 2018.

Note: to be valid, this form of Proxy must be received at the registered office of the Company (to the attention of the Domiciliary department, by fax to fax number **+352 46 40 10 413** or by email to Luxembourg-domiciliarygroup@statestreet.com before 24 July 2018.

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