VITRUVIUS
Société d'investissement à capital variable
11, rue Aldringen, L-1118 Luxembourg
R.C.S. Luxembourg: B 71.899
(the **Company**)

Luxembourg, 15 April 2019

REGISTERED MAIL

CONVENING NOTICE TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholder,

We are pleased to convene you to the annual general meeting of shareholders of the Company (the **Meeting**) that will be held at the registered office of the Company on 30 April 2019 at 3:00 p.m. (Luxembourg time) with the following agenda:

AGENDA

1. Hearing of the reports of the board of directors and of the independent auditor
2. Approval of the annual accounts as at 31 December 2018 and allocation of the results
3. Discharge to be granted to the directors
4. Statutory appointments
5. Miscellaneous

VOTING AND MAJORITY RULES

Decisions on all items of the agenda require no quorum of presence and are adopted at the simple majority of the votes cast at the Meeting. Each share is entitled to one vote.

If you cannot personally attend the Meeting, you may use the enclosed proxy form to appoint a proxyholder who shall vote on your behalf upon your instruction.

Any original proxy has to be received by 5:00 p.m. (Luxembourg time) one working day prior to the Meeting at the offices of Kredietrust Luxembourg S.A., to the attention of Mrs Maddy Roose at 11, rue Aldringen, L-2960 Luxembourg. A copy may be sent by email (maddy.roose@kbl-bank.com), provided that the original proxy follows by post at the address mentioned above.

Should you intend to participate in person to this Meeting, we would be grateful to confirm your participation by email (maddy.roose@kbl-bank.com) or by phone (+352 4797 4550) at least 48 hours before the date of the Meeting.

Yours faithfully,

On behalf of **VITRUVIUS**



Kredietrust Luxembourg S.A.
Authorised signatory

FORM OF PROXY

I/We the undersigned, ...

being the holder of ..... shares of the Vitruvius - Asian Equity

..... shares of the Vitruvius - Emerging Markets Equity

..... shares of the Vitruvius - European Equity

..... shares of the Vitruvius - Greater China Equity

..... shares of the Vitruvius - Growth Opportunities

..... shares of the Vitruvius - Japanese Equity

..... shares of the Vitruvius - Swiss Equity

..... shares of the Vitruvius - UCITS Selection

..... shares of the Vitruvius - US Equity

hereby appoint .....
or failing him the Chairman of the Meeting

as proxy, with full power of substitution, to represent me/us at the annual general meeting of shareholders of **VITRUVIUS** to be held in Luxembourg on 30 April 2019 at 3:00 p.m. and at any meeting to be held thereafter for the same purpose and with the same agenda and in name and on my/our behalf to act and vote on the matters set out in the following agenda:

1.	Hearing of the reports of the board of directors and of the independent auditor	No voting required		
2.	Approval of the annual accounts as at 31 December 2018 and allocation of the results *Proposal of the board of directors: to approve the annual accounts and to bring forward the year's results*	☐ For	☐ Against	☐ Abstention
3.	Discharge to be granted to the directors *Proposal of the board of directors: to grant discharge to the directors for the financial year ended 31 December 2018*	☐ For	☐ Against	☐ Abstention

4. Statutory appointments *Proposal of the board of directors:* ▪ *To take note of the resignation of Mr Marco Petronio as director of the Company as at 30 April 2019*	☐ For	☐ Against	☐ Abstention
▪ *To re-elect Mr Rafik Fischer as director for a new term ending at the annual general meeting of 2020*	☐ For	☐ Against	☐ Abstention
▪ *To re-elect Mr Raffaele Martinelli as director for a new term ending at the annual general meeting of 2020*	☐ For	☐ Against	☐ Abstention
▪ *To re-elect Mr Tiziano Brianza as director for a new term ending at the annual general meeting of 2020*	☐ For	☐ Against	☐ Abstention
▪ *To re-elect Mr Serge D'Orazio as director for a new term ending at the annual general meeting of 2020*	☐ For	☐ Against	☐ Abstention
▪ *To re-elect PricewaterhouseCoopers as independent auditor for a new term ending at the annual general meeting of 2020*	☐ For	☐ Against	☐ Abstention
5. Miscellaneous	No voting required		

Please tick the relevant box

I/We hereby give and grant unto the said proxies and each of them full power and authorisation 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 me/us if I/we were personally present and I/we hereby ratify and confirm all that said proxies or any of them shall lawfully do or cause to be done by virtue hereof.

Signed this ..... in .....

Name *(in block letters)*: .....

Signature: .....