

**CONVENING NOTICE**  
**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**INSINGERGILISSEN UMBRELLA FUND N.V.**

*an investment company with variable capital, with its corporate seat in Amsterdam*

Shareholders are kindly invited to attend the extraordinary general meeting ("**EGM**") of: **InsingerGilissen Umbrella Fund N.V.**, a company with limited liability (*naamloze vennootschap*) and an investment company with variable capital (*beleggingsmaatschappij met veranderlijk kapitaal*), with its corporate seat in Amsterdam, the Netherlands, its place of business at Herengracht 537, 1017 BV Amsterdam, the Netherlands and registered with the Dutch Commercial Register under number 17067513 ("**Company**"), to be held at the office of the Company, Herengracht 537, 1017 BV Amsterdam, the Netherlands on **27 November 2024** at **3.30pm CET**.

The items on the agenda for the EGM are the following:

1. Opening
2. Legal merger between the Company as disappearing company and Beheerstrategie N.V. as acquiring company based on the proposal of the management board of the Company (*voting item*)
3. Any other business
4. Closing

Explanatory notes to agenda item 2

The Management Board, jointly with the management board of **Beheerstrategie N.V.**, a company with limited liability (*naamloze vennootschap*), with its corporate seat in Amsterdam, the Netherlands, its place of business at Herengracht 537, 1017 BV Amsterdam, the Netherlands and registered with the Dutch Commercial Register under number 73872180 ("**Acquiring Company**"), proposed a legal merger (the "**Merger**"), pursuant to which:

1. the Acquiring Company shall acquire all assets and liabilities of the Company by way of universal title (*algemene titel*), upon which the Acquiring Company will assign the assets and liabilities of the subfund H – Dynamic Fixed Income Fund in the capital

- of the Company ("**Disappearing Subfund**") to a newly created administratively separated subfund in the capital of the Acquiring Company ("**Acquiring Subfund**");
2. each shareholder in the Disappearing Subfund will, by operation of law, be allotted a number of new shares of a class of shares in the capital of the Acquiring Company relating to the Acquiring Subfund;
  3. each holder of priority shares in the capital of the Company will, by operation of law, be allotted a number of priority shares in the capital of the Acquiring Company; and
  4. the Company will cease to exist.

The Management Board deems that the Merger is in the Company's corporate interest, as it believes that the Merger will lead to efficiencies and structural reduction of ongoing charges for investors.

#### Miscellaneous

Shareholders who wish to attend the EGM or be represented at the EGM must have deposited their share certificate with the Management Board no later than 15 November 2024.

The voting rights and meeting rights can be exercised by a person holding a written power of attorney, if desired. Votes can also be cast in writing prior to the EGM. To this end, shareholders should register their shares in the manner described above. Forms to grant a power of attorney or to vote are available free of charge at [assetmanagement@insingergilissen.nl](mailto:assetmanagement@insingergilissen.nl). The written power of attorney of the voting form should be received by the Management Board no later than 15 November 2024.

The agenda for the EGM, together with the explanatory notes, is available for inspection at the offices of the Company at op Herengracht 537, 1017 BV Amsterdam, the Netherlands, as of today and can be requested free of charge in writing from the Management Board at the same address or by email: [assetmanagement@insingergilissen.nl](mailto:assetmanagement@insingergilissen.nl). The documents are also available at the website of the Company via the following link: [Aanvullende informatie \(insingergilissen.nl\)](https://www.insingergilissen.nl/Aanvullende_informatie)

Shareholders in the Disappearing Subfund may sell their shares at the current terms until 30<sup>th</sup> December 2024 (= last trading date of the Disappearing Fund). After 2<sup>nd</sup> January 2025 shareholders can trade their shares in the Acquiring Subfund on a daily basis at the new terms.

Amsterdam, 16 October 2024