

CONVENING NOTICE TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

Luxembourg, 22 May 2020

Dear Shareholder

The board of directors of the Fund (the "**Board**") hereby convenes you to the annual general meeting of the Fund (the "**Meeting**") to be held at the registered office of the Fund located at 2, rue du Fort Bourbon, L-1249 Luxembourg on **Friday 5th June 2020 at 3.00 p.m. CET** or at any adjournment thereof, for the purpose of considering and voting upon the agenda below:

Agenda

1. Hearing of the directors' report and the independent auditor's report for the accounting year ended 31st December 2019;
2. Approval of the audited annual accounts of the Fund for the accounting year ended 31st December 2019;
3. Allocation of results as proposed by the Board for the accounting year ended 31st December 2019;
4. Ratification of dividends paid in 2019;
5. Discharge of the directors for the performance of their duties during the accounting year ended 31st December 2019;
6. Statutory nominations:
 - a. Ratification of the co-optation of Michael Minehan as director of the Fund as of 17th October 2019 in replacement of Mark Flaherty;
 - b. Ratification of the co-optation of Martin Bell as director of the Fund as of 25th March 2020 in replacement of Louise Kay;
 - c. Renewal of mandates as directors of:
 - i. Jacques Elvinger,
 - ii. Kunal Oak,
 - iii. Hanna Duer;
 - d. Appointment of Michael Minehan and Martin Bell as directors of the Fund.
7. Approval of director's fees for an aggregate amount up to EUR 100'000 per year;
8. Renewal of PricewaterhouseCoopers (PWC) mandate as independent auditor of the Fund and authorisation to the Board to agree on their terms of appointment;
9. Any other business which may be properly brought before the Meeting.

Quorum

Resolutions on the agenda of the Meeting may be passed without a quorum by a simple majority of votes expressed by the shareholders present or represented at the Meeting.

Voting arrangements

AVIVA INVESTORS

Société d'Investissement à Capital Variable (SICAV)
Registered office: 2, rue du Fort Bourbon, L-1249 Luxembourg
R.C.S. Luxembourg B 32 640
(the "Fund")

Your rights to attend a general meeting and to exercise a voting right attaching to your shares are determined in accordance with the shares you held at the record date (30th May 2020 at midnight).

In compliance with the Grand-Ducal regulation dated 20th March 2020 introducing the modalities of meetings for companies in the state of crisis due to the Covid-19 pandemic, you may vote exclusively by proxy, and you will not have the possibility to attend the meeting in person.

The audited annual accounts, the directors' report and the independent auditor's report are available, free of charge, upon request at the Registrar and Transfer Agent of the Fund, RBC Investor Services Bank S.A. at the following number: +352 40 28 20 201.

The enclosed proxy form should be sent electronically to legal.lu@avivainvestors.com before **6.00 p.m. CET on 4th June 2020**, with the original copy to follow as soon as materially practicable to PO Box 1375, L-1013 Luxembourg, to the attention of Aviva Investors Luxembourg S.A., Legal Department.

Yours faithfully,



For and on behalf of the Board