

**Schroder International Selection Fund** Société d'Investissement à Capital Variable

ociété d'Investissement à Capital Variable 5, rue Höhenhof, L-1736 Senningerberg Grand Duchy of Luxembourg

> Tel: +352 341 342 202 Fax:+352 341 342 342

IMPORTANT: This letter is important and requires your immediate attention. If you have any questions about the content of this letter, you should seek independent professional advice. Schroder Investment Management (Europe) S.A., as the Management Company to Schroder International Selection Fund, accepts full responsibility for the accuracy of the information contained in this letter and confirms, having made all reasonable enquiries, that to the best of its knowledge and belief there are no other facts the omission of which would make any statement misleading.

#### 30 May 2024

Dear Shareholder,

Annual general meeting of shareholders of Schroder International Selection Fund (the "Company")

Please find enclosed the convening notice of the annual general meeting of shareholders of the Company (the "**AGM**") and a form of proxy.

#### **Notice**

We hereby give notice to all shareholders of the AGM to be held in Luxembourg, at 5, rue Höhenhof, L-1736 Senningerberg, Grand Duchy of Luxembourg on Thursday, 27 June 2024, at 3:00 p.m. (Luxembourg time) or any adjournment thereof, to vote on the resolutions which are outlined in the enclosed notice (the "**Notice**"). The majority represented at the AGM shall be determined according to the shares issued and outstanding at midnight (Luxembourg time) on 22 June 2024 (referred to as the "**Record Date**"). At the AGM, each represented share entitles the holder to one vote. The rights of shareholders represented at the AGM to exercise the voting right attached to their shares are determined in accordance with the shares held at the Record Date.

## Form of proxy

If you cannot attend the AGM in person, you can appoint the Chairman or any other person to vote on your behalf by using the enclosed form of proxy, which must be completed and returned prior to 5:00 p.m. (Hong Kong time) on 26 June 2024 by e-mail to schrodersicavproxies@schroders.com or to the Company's Hong Kong Representative, Schroder Investment Management (Hong Kong) Limited, Level 33, Two Pacific Place, 88 Queensway, Hong Kong.

## **Audited annual report**

Copies of the Company's audited annual report as at 31 December 2023 can be obtained, free of charge, from the Hong Kong Representative. It is also available on Schroders' internet site <a href="http://www.schroders.com.hk">http://www.schroders.com.hk</a>. This website has not been reviewed by the Securities and Futures Commission.

## Recommendation

Your Board recommends that shareholders vote in favour of all the resolutions set out in the Notice of the AGM, which they consider to be in the best interests of shareholders as a whole.

For further details or assistance, please contact your usual professional adviser or the Hong Kong Representative at the address above or calling the Schroders Investor Hotline on (+852) 2869 6968; or by fax (+852) 2524 7094.

Yours faithfully,

## **The Board of Directors**

Enclosed: AGM convening notice and form of proxy

**Schroder International Selection Fund** 

Société d'Investissement à Capital Variable 5, rue Höhenhof, L-1736 Senningerberg Grand Duchy of Luxembourg

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#### NOTICE OF THE ANNUAL GENERAL MEETING OF THE SHAREHOLDERS

#### 30 May 2024

Dear Shareholder,

## Schroder International Selection Fund (the "Company")

We have the pleasure of inviting you to attend the annual general meeting of the Shareholders of the Company to be held on Thursday, 27 June 2024 at 3:00 p.m. (Luxembourg time) or any adjournment thereof (the "AGM") in Luxembourg.

Holders of registered shares who cannot attend the AGM may vote by proxy by returning the enclosed form of proxy duly completed and signed prior to 5:00 p.m. (Hong Kong time) on 26 June 2024, by e-mail to schrodersicavproxies@schroders.com or to the Company's Hong Kong Representative, Schroder Investment Management (Hong Kong) Limited, Level 33, Two Pacific Place, 88 Queensway, Hong Kong.

Shareholders, or their representatives, wishing to participate in the AGM in person are requested, for organizational purposes, to kindly notify the Company Secretary in writing of their attendance by no later than 11:00 am, Luxembourg time, on 26 June 2024, either by mail to the Company at 5, rue Höhenhof, L-1736 Senningerberg, Luxembourg or by e-mail to schrodersicavproxies@schroders.com or by fax on (+352) 341 342 342.

The agenda of the AGM is as follows:

#### **AGENDA OF AGM**

- 1. Presentation of the report of the Board of Directors for the financial year ended on 31 December 2023.
- 2. Presentation of the report of the auditor for the financial year ended on 31 December 2023.

- 3. Approval of the audited annual accounts and of the allocation of the results for the financial year ended on 31 December 2023.
- 4. Ratification of the distributions as detailed in the audited annual accounts for the financial year ended 31 December 2023.
- 5. Granting of discharge to the directors of the Company with respect to the performance of their duties for the financial year ended 31 December 2023.
- 6. Appointment of Mr. Wim NAGLER as a new member of the board of directors of the Company, subject to the receipt of the letter of non-objection from the CSSF. Appointment to be effective as from the date of the AGM or as from the date of the approval by the CSSF, whichever is latest and until the next annual general meeting of shareholders to be held in 2025 to approve the Company's annual accounts as of 31 December 2024.
- 7. Re-appointment of the following persons as directors of the Company until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2024, or until their successors are appointed:
  - Mrs. Inés Carla BERGARECHE GARCIA-MIÑAUR;
  - Mr. Richard MOUNTFORD (non-executive director);
  - Mr. Eric BERTRAND (non-executive director);
  - Mr. Bernard HERMAN (non-executive director);
  - Mr. Peter NELSON;
  - Mr. Hugh MULLAN (non-executive director);
  - Mr. Ross LEACH; and
  - Mr. Yves Francis (non-executive director).
- 8. Ratification and approval of the payment of the remuneration approved at the last AGM to the non-executive directors of the Company identified in item 7, for the financial year ended 31 December 2023;
- 9. Approval of revised fees for the non-executive directors of the Company identified in section 7 of this notice, at the levels shown in the table below, with effect from 1 January 2024 and for the financial year ended 31 December 2024 and to be ratified at each subsequent AGM unless an alternative proposal is made to the shareholder.

Appointment	Annual fee in EUR (gross of any applicable taxes and paid quarterly)
Member of the Board of Directors of the Company	65,000
Chairman of the Board of Directors of the Company	25,000
Member of the Audit Committee of the Board of Directors of the Company	15,000
Chairman of the Audit Committee of the Board of Directors of the Company	5,000

10. Re-appointment of the auditor of the Company, KPMG, to serve until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2024.

## **QUORUM AND MAJORITY**

Shareholders are advised that no quorum is required to validly deliberate on the agenda of the AGM and that the decisions will be taken at the simple majority of the validly cast votes at the AGM. Votes cast shall not include votes attaching to shares in respect of which the shareholders have not taken part in the vote or have abstained or have returned a blank or invalid vote.

## **RECORD DATE**

The majority applicable for this AGM will be determined by reference to the shares issued and outstanding at midnight (Luxembourg time) on 22 June 2024 (the "Record Date"). Each shareholder's right to be represented at the AGM and to exercise the voting rights attached to his shares will be determined by reference to the shares held by the shareholder at the Record Date.

## **VOTING**

Each eligible shareholder is entitled to as many votes as he holds shares excluding fractional shares.

The proxy attached to this convening notice will remain valid for any reconvened, adjourned or postponed general meeting with the same agenda, unless expressly revoked.

Yours faithfully,

The Board of Directors

施羅德環球基金系列

可變資本投資有限公司 5, rue Höhenhof, L-1736 Senningerberg

Grand Duchy of Luxembourg

電話:+352 341 342 202

傳真: +352 341 342 342

此乃重要函件,務請閣下即時垂閱。閣下如對本函件的內容有任何疑問,應尋找獨立專業的

意見。施羅德環球基金系列的管理公司 Schroder Investment Management (Europe) S.A.

就本函件所載資料之準確性承擔全部責任,並在作出一切合理查詢後確認,盡其所知所信,

本函件並無遺漏足以令本函件的任何陳述具誤導成分的其他事實。

親愛的股東:

施羅德環球基金系列 (「本公司」) 年度股東大會

隨函附上本公司召開年度股東大會(「**年度股東大會**」)的通知和代表委任表格。

通知

我們特此通知所有股東在將於 2024 年 6 月 27 日(星期四)下午 3 時正(盧森堡時間)在盧森

堡(地址為 5, rue Höhenhof, L-1736 Senningerberg, Grand Duchy of Luxembourg)舉行的年

度股東大會或其任何續會上可就隨附通知(「通知」)概述之決議案進行表決。參與年度股東

大會的大多數應按照於 2024 年 6 月 22 日午夜(盧森堡時間)(稱為「紀錄日」)本公司已發

行及已發行在外的股份數目決定。每名股東就其持有的每股股份在年度股東大會上享有一票投

票權。股東參與年度股東大會以行使其持有股份所附的投票權的權利,將按照各股東在紀錄日

持有之股份數目決定。

代表委任表格

如閣下未能親自出席年度股東大會,閣下可透過隨函附上的代表委任表格,委任主席或任何其

他人士代表閣下在會上投票,已填妥的表格必須於2024年6月26日下午5時正(香港時間)前

透過電郵遞交至schrodersicavproxies@schroders.com或交回本公司香港代表人施羅德投資

管理(香港)有限公司(地址為香港金鐘道88號太古廣場二座33字樓)。

www.schroders.com R.C.S. Luxembourg – B. 8202 第2頁,共2頁

經審計年度報告

閣下可向香港代表人免費索取本公司截至2023年12月31日止的經審計年度報告。有關報告亦可

於施羅德網站www.schroders.com.hk 瀏覽。此網站未經證券及期貨事務監察委員會審閱。

建議

董事會認為年度股東大會通知所載的所有決議案符合股東的整體最佳利益,建議股東投票贊成

該等決議案。

閣下如需要更多資料或協助,請聯絡閣下常用的專業顧問或香港代表人(地址如上)或致電施

羅德投資熱線電話(+852) 2869 6968或傳真至(+852) 2524 7094查詢。

董事會

謹啟

2024年5月30日

隨附:年度股東大會通知和代表委任表格

施羅德環球基金系列

可變資本投資有限公司 5, rue Höhenhof, L-1736 Senningerberg

Grand Duchy of Luxembourg

電話: +352 341 342 202 傳真: +352 341 342 342

此乃重要函件,務請閣下即時垂閱。閣下如對本函件的內容有任何疑問,應尋找獨立專業的

意見。施羅德環球基金系列的管理公司 Schroder Investment Management (Europe) S.A.

就本函件所載資料之準確性承擔全部責任,並在作出一切合理查詢後確認,盡其所知所信,

本函件並無遺漏足以令本函件的任何陳述具誤導成分的其他事實。

年度股東大會通知

親愛的股東:

施羅德環球基金系列(「本公司」)

我們欣然邀請閣下出席本公司於 2024 年 6 月 27 日(星期四)下午 3 時正(盧森堡時間)在

盧森堡舉行的年度股東大會或其任何續會(「年度股東大會」)。

未能出席年度股東大會的註冊股份持有人可透過代表在會上投票,惟須於 2024 年 6 月 26 日

下午 5 時正(香港時間)前將隨函附上的代表委任表格填妥及簽署,並透過電郵遞交至

schrodersicavproxies@schroders.com 或交回本公司香港代表人施羅德投資管理(香港)有

限公司(地址為香港金鐘道 88 號太古廣場二座 33 字樓)。

股東或彼等的代表人如欲親自參加年度股東大會,謹請在不遲於 2024 年 6 月 26 日上午 11 時

正(盧森堡時間)以書面形式通知本公司秘書(透過郵寄至本公司地址 5, rue Höhenhof, L-

1736 Senningerberg, Luxembourg 或電郵至 schrodersicavproxies@schroders.com 或傳真

至(+352) 341 342 342) ,以作籌備目的。

年度股東大會的議程如下:

年度股東大會議程

1. 表呈截至 2023 年 12 月 31 日止的財政年度的董事會報告。

2. 表呈截至 2023 年 12 月 31 日止的財政年度的核數師報告。

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- 3. 批准截至2023年12月31日止的財政年度的經審計年度帳目及業績分配。
- 4. 追認截至 2023 年 12 月 31 日止的財政年度的經審計年度帳目內詳述的派息。
- 5. 同意本公司各董事已履行其截至2023年12月31日止的財政年度的職務。
- 6. 根據從 CSSF 收到的不反對函件,任命 Wim NAGLER 先生為本公司董事會的新成員。任命將自年度股東大會之日期或獲 CSSF 批准之日期起生效(以日期較後者為準),直至將於 2025 年舉行的下屆年度股東大會以批准截至 2024 年 12 月 31 日的本公司年度帳目為止。
- 7. 重新任命以下人士為本公司董事,直至下屆年度股東大會(該大會將商議截至 2024 年 12 月 31 日止的財政年度的經審計年度帳目)或直至其繼任董事獲任命為 止:
  - Inés Carla BERGARECHE GARCIA-MIÑAUR 夫人;
  - Richard MOUNTFORD 先生(非執行董事);
  - Eric BERTRAND 先生(非執行董事);
  - Bernard HERMAN 先生(非執行董事);
  - Peter NELSON 先生;
  - Hugh MULLAN 先生(非執行董事);
  - Ross LEACH 先生;及
  - Yves Francis 先生(非執行董事)。
- 8. 追認及批准向截至 2023 年 12 月 31 日止的財政年度在第 7 項確定的本公司非執行 董事支付於上次年度股東大會批准的報酬。
- 9. 批准本通知第7條中確定的本公司非執行董事截至2024年12月31日止的財政年度的經修訂費用(水平如下表所示),自2024年1月1日起生效,並將於隨後的每次年度股東大會上追認,除非向股東提出替代建議則作別論。

任命	以歐元為單位的年度費用(任何適用		
	稅項的總額,每季支付)		
本公司董事會的成員	65,000		
本公司董事會的主席	25,000		

本公司董事會的審核委員會成員	15,000
本公司董事會的審核委員會主席	5,000

10. 重新任命 KPMG 擔任本公司的核數師,直至下屆年度股東大會(該大會將商議截至 2024 年 12 月 31 日止的財政年度的經審計年度帳目)為止。

## 法定人數及大多數

敬請股東注意,年度股東大會無須達到法定人數亦可有效商議年度股東大會的議程,通過決議 案將取決於年度股東大會上過半數的有效投票。投票不包括股東持有股份所附而股東沒有參與 的投票或已棄權或已交還的空白或無效的票。

## 紀錄日

適用於此年度股東大會的大多數將以於2024年6月22日(「紀錄日」)午夜(盧森堡時間) 已發行及已發行在外的股份數目決定。各股東出席年度股東大會的代表權及行使其持有股份所 附的投票權將參考股東於紀錄日持有之股份數目而決定。

## 表決

各合資格的股東均獲得其持股數目(不包括不足一股的股份)相應數量的票。

隨本通知附上的代表委任表格將繼續適用於任何再次召開、延期或推遲,且議程相同的股東大會,除非表格被明確廢除。

## 董事會

謹啟

2024年5月30日

#### Schroder International Selection Fund 施羅德環球基金系列

Société d'Investissement à Capital Variable 可變資本投資有限公司 5, rue Höhenhof, L-1736 Senningerberg Grand Duchy of Luxembourg

> Tel 電話: +352 341 342 202 Fax 傳真:+352 341 342 342

Form of Proxy for use at the annual general meeting of shareholders of Schroder International Selection Fund (the "Company") to be held on Thursday, 27 June 2024 at 3:00 p.m. (Luxembourg time) or any adjournment thereof (the "AGM").

施羅德環球基金系列(「本公司」)有關2024年6月27日(星期四)下午3時正(盧森堡時間)舉行之年度股東大會及其任何續會(「年度股東大會」)所使用的代表委任表格

PLEASE COMPLETE IN BLOCK CAPITAL LETTERS 請以正楷書寫

I/We 本人/吾等	First Name(s) 名	Last Name 姓	Account Number帳戶號碼
First holder:   _ 首名持有人:			
Second holder: <sub>_</sub> 次名持有人:			
(if applicable如適用	1)		
FULL)	RE THAN TWO JOINT 可名,其他股東的全名		ACH THE OTHER NAMES IN
the Company or IS vote for me/us and 為本公司或ISIN編碼	IN code hereby appo l on my/our behalf o	oint the Chairman of t n the resolutions on tl 子』	sub-fund of he AGM as my/our proxy to he agenda of the AGM.  基金股份數量
之捋有人,謹此安日 會上就議程的決議案		為本人/ 音等的代表,1	弋表本人/吾等於年度股東大
ロ 一つがかな エトランプルがい			

請填上在相關子基金所持的股份總數量。閣下如持有多於一項子基金的股份,請於本代表委任表格附上閣下所有持 股資料,並指明相關ISIN編碼。

Please insert the total number of shares held in the relevant sub-fund. If you hold shares in more than one sub-fund, please append all your holdings to this form of proxy indicating respective ISIN codes as well.

Please indicate with an 'X' in one of the spaces below how you wish your votes to be cast on the resolutions on the agenda of the AGM.

請於下面適當的空格填上「X」以表示閣下對年度股東大會議程的決議案的投票意願。

	AGENDA	For	Against	Abstain
	議程	贊成	反對	棄權
1.	Presentation of the report of the Board of Directors for the financial year ended on 31 December 2023. 表呈截至2023年12月31日止的財政年度的董事會報告。	N/A 不適用	N/A 不適用	N/A 不適用
2.	Presentation of the report of the auditor for the financial year ended on 31 December 2023. 表呈截至2023年12月31日止的財政年度的核數師報告。	N/A 不適用	N/A 不適用	N/A 不適用
3.	Approval of the audited annual accounts and of the allocation of the results for the financial year ended on 31 December 2023.  批准截至2023年12月31日止的財政年度的經審計年度帳目 及業績分配。			
4.	Ratification of the distributions as detailed in the audited annual accounts for the financial year ended 31 December 2023. 追認截至2023年12月31日止的財政年度的經審計年度帳目			
	內詳述的派息。			
5.	Granting of discharge to the directors of the Company with respect to the performance of their duties for the financial year ended 31 December 2023.  同意本公司各董事已履行其截至2023年12月31日止的財政			
	年度的職務。			
6.	Appointment of Mr. Wim NAGLER as a new member of the board of directors of the Company, subject to the receipt of the letter of non-objection from the CSSF. Appointment to be effective as from the date of the AGM or as from the date of the approval by the CSSF, whichever is latest and until the next annual general meeting of shareholders to be held in 2025 to approve the Company's annual accounts as of 31 December 2024.  根據從CSSF收到的不反對函件,任命 Wim NAGLER先生為			
	本公司董事會的新成員。任命將自年度股東大會之日期或獲			
	CSSF批准之日期起生效(以日期較後者為準),直至將於			

_			ı	ı	
	2025年舉	行的下屆年度股東大會以批准截至2024年12月31			
	日的本公司	<b>司年度帳目為止。</b>			
7.	the Comp sharehold annual a Decembe 重新任命 (該大會別	ntment of the following persons as directors of pany until the next annual general meeting of ders which will deliberate on the audited accounts for the financial year ending 31 or 2024, or until their successors are appointed: 以下人士為本公司董事,直至下屆年度股東大會等商議截至2024年12月31日止的財政年度的經審目)或直至其繼任董事獲任命為止:			
	•	Mrs. Inés Carla BERGARECHE GARCIA-MIÑAUR ;			
	•	Inés Carla BERGARECHE GARCIA-MIÑAUR 夫人;			
	•	Mr. Richard MOUNTFORD (non-executive director);			
	•	Richard MOUNTFORD 先生(非執行董事); Mr. Eric BERTRAND (non-executive director);			
		Eric BERTRAND 先生(非執行董事);			
	•	Mr. Bernard HERMAN (non-executive director);			
		Bernard HERMAN 先生(非執行董事);			
	•	Mr. Peter NELSON;			
		Peter NELSON 先生;			
	•	Mr. Hugh MULLAN (non-executive director);			
		Hugh MULLAN 先生(非執行董事);			
	•	Mr. Ross LEACH 在在:五			
		Ross LEACH 先生;及 Mr. Yves Francis (non-executive director).			
	•	Yves Francis 先生(非執行董事)。			
8.	remunera executive for the fir 追認及批准	on and approval of the payment of the ation approved at the last AGM to the nondirectors of the Company identified in item 7, nancial year ended 31 December 2023. 生向截至2023年12月31日止的財政年度在第7項確定			
<u> </u>		F執行董事支付於上次年度股東大會批准的報酬。 of revised fees for the pop-executive directors of			
9.	the Complevels sho 2024 and and to be	of revised fees for the non-executive directors of pany identified in section 7 of this notice, at the own in the table below, with effect from 1 January for the financial year ended 31 December 2024 ratified at each subsequent AGM unless an be proposal is made to the shareholders.			

批准本通知第 7條中確定的本公司非執行董事截至2024年12月 31日止的財政年度的經修訂費用(水平如下表所示),自 2024年1月1日起生效,並將於隨後的每次年度股東大會上 追認,除非向股東提出替代建議則作別論。

Appointment 任命	Annual fee in EUR (gross of any applicable taxes and paid quarterly) 以歐元為單位的年度費用 (任何適用稅項的總額,	
Member of the Board of Directors of the Company 本公司董事會的成員	65,000	
Chairman of the Board of Directors of the Company 本公司董事會的主席	25,000	
Member of the Audit Committee of the Board of Directors of the Company 本公司董事會的審核委員會 成員	15,000	
Chairman of the Audit Committee of the Board of Directors of the Company 本公司董事會的審核委員會 主席	5,000	

10. Re-appointment of the auditor of the Company, KPMG, to serve until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2024.

重新任命KPMG擔任本公司的核數師,直至下屆年度股東大會(該大會將商議截至2024年12月31日止的財政年度的經審計年度帳目)為止。

Name, address and signature(s)	
姓名、地址及簽署 <sup>1</sup> :	
Date 日期:	

## NOTES 附註

a) The majority represented at the AGM shall be determined according to the shares issued and outstanding at midnight (Luxembourg time) on 22 June 2024 (referred to as the "Record Date"). At the AGM, each represented share entitles the holder to one vote. The rights of the shareholders represented at the AGM to exercise the voting right attached to their shares are determined in accordance with the shares held at the Record Date. Changes to the register of shareholders after this time will be disregarded in determining the rights of any person to vote at the AGM. 

参與年度股東大會的大多數應按照於2024年6月22日午夜(盧森堡時間)(稱為「紀錄日」)本公司已發行及已發行在外的股份數目決定。每名股東就其持有的每股股份在年度股東大會上享有一票投票權。代表股東出席年度股東大會以行使其持有股份所附的投票權

日」) 本公司已發行及已發行在外的股份數百決定。每名股東就具持有的母股股份任年度 股東大會上享有一票投票權。代表股東出席年度股東大會以行使其持有股份所附的投票權 的權利,將參考股東在紀錄日持有之股份數目而決定。就決定任何人在年度股東大會上投 票的權利,股東名冊於紀錄日之後的變更將不予理會。

b) Please return the relevant form of proxy duly completed and signed prior to 5:00 p.m. (Hong Kong time) on 26 June 2024 by e-mail to schrodersicavproxies@schroders.com or to the Company's Hong Kong Representative, Schroder Investment Management (Hong Kong) Limited, Level 33, Two Pacific Place, 88 Queensway, Hong Kong. 請填妥相關代表委任表格並簽署,於2024年6月26日下午5時正(香港時間)前透過電郵遞交至schrodersicavproxies@schroders.com或交回本公司香港代表人施羅德投資管理(香港)有限公司(地址為香港金鐘道88號太古廣場二座33字樓)。

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<sup>&</sup>lt;sup>1</sup> A shareholder must insert his full name and registered address in CAPITAL LETTERS. The form of proxy must, in the case of an individual shareholder, be signed by the shareholder or his appointed agent, and in the case of a corporate shareholder be signed on its behalf by duly authorised officer(s) or its/their appointed agent(s).

股東必須以正楷填寫全名和註冊地址。如股東為個人,本代表委任表格必須由該股東或其委任代理人簽署。如股東為公司,則必 須由該公司的授權人或其委任代理人簽署。