

**UBS (Lux) Investment SICAV**  
*Société d'investissement à capital variable*  
Organised under the form of a *société anonyme*  
33A, avenue J.F. Kennedy  
L-1855 Luxembourg  
Grand Duchy of Luxembourg  
R.C.S. Luxembourg: B 115356  
(the **Company**)

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**CONVENING NOTICE TO AN EXTRAORDINARY GENERAL MEETING OF THE  
SHAREHOLDERS OF THE COMPANY**

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**By registered mail**

Luxembourg, 25 September 2020

Dear Shareholder,

The board of directors of the Company (the **Board**), write to you in your capacity as shareholder of UBS (Lux) Investment SICAV, a Luxembourg investment company with variable capital (*société d'investissement à capital variable*) established as a public limited liability company (*société anonyme*), subject to Part II of the Luxembourg law of 17 December 2010 on undertakings for collective investment (UCI), as amended (the **2010 Law**).

You are hereby informed that at the first extraordinary general meeting of the shareholders of the Company, which was held before Maître Henri HELLINCKX, notary residing in Luxembourg, Grand Duchy of Luxembourg, on 10 September 2020 at 2.00 PM CET at 101, rue Cents, L-1319 Luxembourg, Grand Duchy of Luxembourg (the **First General Meeting**), only 106,696.814 shares, representing 1.26% of the 8,465,129.122 shares of the Company were present or represented, and the quorum required by article 450-3 of the Luxembourg law of 10 August 1915 on commercial companies, as amended (the **1915 Law**) was therefore not reached.

You are hereby convened to a second extraordinary general meeting of the shareholders (the **Second General Meeting**) in accordance with article 450-3 of the 1915 Law, to be held on 15 October 2020 at 2.30 PM CET at 101, rue Cents, L-1319 Luxembourg, Grand Duchy of Luxembourg, with the following agenda:

- (1) Decision to change the legal regime of the Company and to convert the Company from an undertaking for collective investment (**UCI**) subject to part II of the Luxembourg law dated 17 December 2010 relating to undertakings for collective investment, as amended (the **2010 Law**) into a UCITS subject to, and authorised under, part I of the 2010 Law.
- (2) Decision to simplify the procedure to change the registered office of the Company by a resolution of the board of directors of the Company and subsequent amendments of the third paragraph of article 2 of the Articles of Incorporation.
- (3) Decision to change the corporate object of the Company to that of an investment company with variable capital subject to part I of the 2010 Law as a consequence of the decision to change the legal regime of the Company and subsequent amendment to the article 4 regarding corporate object clause of the Articles of Incorporation, which will read as follows:

“The Company may take any measures or carry out any transactions that it considers appropriate to achieve and promote its corporate object and will do this in the broadest possible sense in accordance

with Part I of the law dated 17 December 2010 on undertakings for collective investment, as amended from time to time (the "2010 Law").”

- (4) Decision to remove the tenth paragraph of article 6 of the Articles providing that in the event that a shareholder does not provide an address, the Board may permit a notice to this effect to be entered into the register of shareholders and the shareholder’s address will be deemed to be at the registered office of the Company, or such other address as may be so entered into the register of shareholders by the Company from time to time, until another address shall be provided to the Company by the Shareholder.
- (5) Decision to amend the first paragraph of article 10 of the Articles of Incorporation to provide that the net asset value of each share class will be calculated not less than twice every month.
- (6) Decision to amend article 12 of the Articles of Incorporation to provide that the Company's board of directors may appoint a designated management company for the Company.
- (7) Decision to amend the investment policy clause of the Articles of Incorporation in order to bring it in line with the provisions of part I of the 2010 Law and subsequent amendment and restatement of article 17 of the Articles of Incorporation.
- (8) Decision to amend article 18 of the Articles of Incorporation to provide that the Board of Directors or the management company may appoint investment advisers or portfolio managers.
- (9) Decision to amend the fifth paragraph of article 23 of the Articles of Incorporation to provide that the convening notices may also be made by e-mail, by ordinary mail or by any other means of communication if individually accepted by the relevant investor.
- (10) Decision to amend article 24 of the Articles of Incorporation to reflect the renumbering of the articles of the Luxembourg company’s act of 10 August 1915, as amended.
- (11) Decision to amend the liquidation and merger clause of the Articles of Incorporation in order to bring it in line with the provisions of part I of the 2010 Law and subsequent amendment and restatement of article 25 of the Articles of Incorporation.
- (12) Decision to replace the term “custodian bank” by “depository” throughout the Articles of Incorporation and subsequent amendment of articles 5, 7, 10, 19, 25 and 28 of the Articles of Incorporation.

The Luxembourg parliament voted a law on 20 June 2020 aiming to implement an emergency facility to clarify the rules applicable to the attendance to meeting of legal entities during the Corona virus’s crisis. According to this law, for meetings of bodies of a Luxembourg company, no physical attendance is required and said meetings could be held via circular written resolutions or video conferencing or any other telecommunication allowing the identification of the shareholder participating to that meeting.

The Company has decided shareholder participation at the Meeting will be by proxy voting only by the appointment of the Chairman of the meeting as proxyholder. Should you wish to be represented at the Second General Meeting, please return the duly signed power of attorney attached as Appendix 1 to the company secretary at Northern Trust Global Services SE by fax at fax number (+352) 441010 6248 or by e-mail to NTGSL\_CoSec\_Clients@ntrs.com, as soon as possible and in any case 5 days before the date of the Second General Meeting.

You are informed that any completed power of attorney which was returned for attendance at the First General Meeting held on 10 September 2020 (even, for the avoidance of doubt, after the deadline set for return of the same in respect of the First General Meeting) will remain valid for the Second General Meeting, provided that the Shareholders having submitted their forms of power of attorney in respect of the First General Meeting

have not notified the Company in writing of the withdrawal of their form of power of attorney in respect of the First General Meeting, at the time on which the deadline for posting of forms of power of attorney in respect of the Second General Meeting expires (it being understood that a completed power of attorney returned on time for the Second General Meeting shall be deemed to constitute a withdrawal of any power of attorney returned with respect to the First General Meeting).

**You are advised that no quorum is required for the Second General Meeting to validly deliberate and vote upon items of its agenda and that resolutions to be adopted at the Second General Meeting require a two-thirds majority of the votes validly cast, abstentions, blank (*blanc*) and spoilt (*nul*) votes not being taken into account. Each share of the Company is entitled to one vote. The majority at the Second General Meeting shall be determined according to the shares issued and outstanding at midnight (Luxembourg time) five days prior to the Second General Meeting (referred to as “Record Date”).**

You should note that if the Second General Meeting votes in favour of the above resolutions, the Articles will be amended accordingly. Shareholders who voted against the resolutions, abstained from voting, cast a blank (*blanc*) or spoilt (*nul*) vote at the Second General Meeting will be bound by the decision of the Second General Meeting.

This convening notice (including its attachments) shall be governed by and construed in accordance with the laws of the Grand Duchy of Luxembourg and the parties submit to the exclusive jurisdiction of the courts of the district of Luxembourg-City.

Yours faithfully,

For the Board

## APPENDIX 1– POWER OF ATTORNEY

**UBS (Lux) Investment SICAV**  
*Société d'investissement à capital variable*  
organised under the form of a *société anonyme*  
33A, avenue J.F. Kennedy, L-1855 Luxembourg  
Grand Duchy of Luxembourg  
R.C.S. Luxembourg: B 115356  
(the **Company**)

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### POWER OF ATTORNEY

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I/We, the undersigned \_\_\_\_\_  
with client account number \_\_\_\_\_ holding \_\_\_\_\_ (number) Shares in  
UBS (Lux) Investment SICAV – China A Opportunity (USD) with ISIN number \_\_\_\_\_, a  
sub-fund of **UBS (Lux) Investment SICAV**, a Luxembourg SICAV established as a public limited liability  
company (*société anonyme*), subject to part II of the 2010 Law having its registered office at 33A avenue J.F.  
Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg, registered with the *Registre de Commerce et  
des Sociétés, Luxembourg* under number B 115 356 (the **Company**),

hereby gives special power of attorney to the Chairman of the meeting (the **Attorney**) in order to represent the  
undersigned at the second extraordinary general meeting of the shareholders of the Company (the **Second  
General Meeting**) to be held at the office of Maître Henri HELLINCKX, at 101, rue Cents, L-1319  
Luxembourg, Grand Duchy of Luxembourg on 15 October 2020 at 2.30 PM CET, and at any adjournment  
thereof, and to vote in its name and on its behalf on the following agenda.

In respect of the following resolutions, the Attorney will vote as indicated by an 'X' below and where no  
indication is given, the Attorney will vote or abstain as he/she thinks fit and in respect of our total holding.

#### 1. AGENDA

|   | For | Against | Abstain |
|---|-----|---------|---------|
| 1. Decision to change the legal regime of the Company and to convert the Company from an undertaking for collective investment (UCI) subject to part II of the Luxembourg law dated 17 December 2010 relating to undertakings for collective investment, as amended (the <b>2010 Law</b> ) into a UCITS subject to, and authorised under, part I of the 2010 Law. |     |         |         |
| 2. Decision to simplify the procedure to change the registered office of the Company by a resolution of the board of directors of the Company and subsequent amendments of the third paragraph of article 2 of the Articles of Incorporation.   |     |         |         |
| 3. Decision to change the corporate object of the Company to that of an investment company with variable capital subject to part I of the 2010 Law as a consequence of the decision to change   |     |         |         |

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| <p>the legal regime of the Company and subsequent amendment to article 4 regarding the corporate object clause of the Articles of Incorporation, which will read as follows:</p> <p><i>“The Company may take any measures or carry out any transactions that it considers appropriate to achieve and promote its corporate object and will do this in the broadest possible sense in accordance with Part I of the law dated 17 December 2010 on undertakings for collective investment, as amended from time to time (the “2010 Law”).”</i></p> |  |  |  |
| <p>4. Decision to remove the tenth paragraph of article 6 of the Articles providing that in the event that a shareholder does not provide an address, the Board may permit a notice to this effect to be entered into the register of shareholders and the shareholder’s address will be deemed to be at the registered office of the Company, or such other address as may be so entered into the register of shareholders by the Company from time to time, until another address shall be provided to the Company by the Shareholder.</p>     |  |  |  |
| <p>5. Decision to amend the first paragraph of article 10 of the Articles of Incorporation to provide that the net asset value of each share class will be calculated not less than twice every month</p>  |  |  |  |
| <p>6. Decision to amend article 12 of the Articles of Incorporation to provide that the Company's board of directors may appoint a designated management company for the Company.</p>  |  |  |  |
| <p>7. Decision to amend the investment policy clause of the Articles of Incorporation in order to bring it in line with the provisions of part I of the 2010 Law and subsequent amendment and restatement of article 17 of the Articles of Incorporation.</p>  |  |  |  |
| <p>8. Decision to amend article 18 of the Articles of Incorporation to provide that the Board of Directors or the management company may appoint investment advisers or portfolio managers.</p>  |  |  |  |
| <p>9. Decision to amend the fifth paragraph of article 23 of the Articles of Incorporation to provide that the convening notices may also be made by e-mail, by ordinary mail or by any other means of communication if individually accepted by the relevant investor.</p>  |  |  |  |
| <p>10. Decision to amend article 24 of the Articles of Incorporation to reflect the renumbering of the articles of the Luxembourg company’s act of 10 August 1915, as amended.</p>   |  |  |  |
| <p>11. Decision to amend the liquidation and merger clause of the Articles of Incorporation in order to bring it in line with the provisions of part I of the 2010 Law and subsequent</p>  |  |  |  |

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|---|--|--|--|
| amendment and restatement of article 25 of the Articles of Incorporation.   |  |  |  |
| 12. Decision to replace the term “custodian bank” by “depository” throughout the Articles of Incorporation and subsequent amendment of articles 5, 7, 10, 19, 25 and 28 of the Articles of Incorporation. |  |  |  |

The full text of the articles of incorporation of the Company after the restatement is available free of charge upon request.

No quorum is required for the Second General Meeting to validly deliberate and vote upon items of its agenda and that resolutions to be adopted at the Second General Meeting require a two-thirds majority of the votes validly cast, abstentions, blank (*blanc*) and spoilt (*nul*) votes not being taken into account. Votes relating to shares for which the shareholder did not participate in the vote, abstain from voting, cast a blank (*blanc*) or spoilt (*nul*) vote are not taken into account to calculate the above majority requirements.

The present power of attorney will remain in force if this Second General Meeting, for any reason whatsoever, is to be continued or postponed.

The shareholder undertakes to ratify whatever the Attorney may do or purport to do in its name and on its behalf in exercising the powers contained in this power of attorney.

The shareholder agrees that (i) no liability of the Attorney shall arise out of or in connection with the entering into of this power of attorney or any exercise by the Attorney of any powers granted under this power of attorney, (ii) he/she shall not make any demand or bring any claim or action of any kind against the Attorney, and (iii) he/she shall indemnify the Attorney against all claims, losses, demands or other actions of any kind against him/her or incurred by him/her that may arise or be made as a consequence of the exercise of the powers granted under this power of attorney.

This power of attorney is governed by, and shall be construed in accordance with, the laws of the Grand Duchy of Luxembourg. The competent courts of the district of the city of Luxembourg shall have exclusive jurisdiction to hear any dispute or controversy arising out of or in connection with this power of attorney.

Signed in \_\_\_\_\_ on \_\_\_\_\_ 2020

\_\_\_\_\_

By: \_\_\_\_\_

In its capacity as \_\_\_\_\_