

**Vilhena Funds SICAV p.l.c.**  
**TWENTY-FOURTH ANNUAL GENERAL MEETING**  
3 September 2021

**NOTICE OF THE TWENTY-FOURTH ANNUAL GENERAL MEETING**

*In terms of Article 19 of the Articles of Association*

Notice to shareholders is hereby being given of the Twenty-Fourth Annual General Meeting (the “**Meeting**”) of the Vilhena Funds SICAV p.l.c. (the “**Company**”) to be held remotely, in accordance with Legal Notice 288 of 2020 - Companies Act (Public Companies - Annual General Meetings) Regulations, 2020, (The “**Regulations**”) on Friday, 3 September 2021 at 10.00 hours for the purpose of considering and, if thought fit, approving the resolutions set out below:

**AGENDA**

**ORDINARY RESOLUTIONS**

**Approval of Accounts**

That the financial statements of the Company as at 30 April 2021 and the Directors’ and Auditors’ report thereon be hereby approved.

**Auditors - Appointment and Remuneration**

That the re-appointment of KPMG Malta as auditors be hereby approved, and the Board of Directors be hereby authorised to fix their remuneration.

**Appointment of Directors**

That any proposed changes to the Board of Directors be considered and decided by the General meeting.

By order of the Board



**Simone Braddick**  
*For and on behalf of*  
**BOV Fund Services Limited**  
**Company Secretary**

16 July 2021

**NOTES:**

1. This Notice has been mailed to all shareholders registered as at the 15 July 2021 which shareholders are entitled to attend and vote at the Meeting . Please note that if you have sold or transferred ALL your shares in the Vilhena Funds SICAV p.l.c., you are kindly requested to disregard this Notice.
2. In accordance with the Regulations, the Meeting will be held remotely. The quorum for the Meeting will consist of 2 members, and such quorum may consist of members present by proxy. No physical attendance of shareholders shall be allowed.
3. A member may participate and vote by submitting a proxy form to the Company nominating the Chairman and indicating voting preferences. To be valid, the form of proxy must reach the Office of the Company Secretary at BOV Fund Services Limited, TG Complex, Suite 2, Level 3, Triq il-Birrerija, Central Business District, Birkirkara, CBD3040, Malta not less than 48 hours before the appointed date and time of the Meeting. Members are to complete all details required on the proxy form fully, clearly and accurately and a mark or cross ought to be made in the appropriate box indicated in the proxy form. Where the member wishes to have his/her proxy to vote in a particular manner then he/she should indicate his/her voting preference in the appropriate box.
4. Members may submit questions which are pertinent and related to the items on the agenda of the Meeting, by submitting such questions by email on vilhenaagm@bov.com or in writing at the address of the Company Secretary (which is set out in point (3) above), within forty-eight (48) hours prior to the Meeting.
5. The Directors or any person/s delegated by them will answer the questions subsequent to the meeting by posting a reply on the following website: <https://www.bovassetmanagement.com/Content/agm-updates-for-shareholders>.
6. In the case of joint holders of a share the vote of the first-named of joint holders who tenders a vote by proxy shall be accepted to the exclusion of the votes of the other joint holders.
7. The Company shall receive nominations for Directors at the registered office indicated above pursuant to Article 22.7 of the Articles of Association.
8. Any body corporate which is a Member may authorise by resolution of its Directors or other governing body such person as it thinks fit to sign the Proxy as its representative at the Meeting and the person so authorised shall be entitled to exercise the same powers on behalf of the body corporate which s/he represents as that body corporate could exercise if it were an individual Member and such body corporate shall for the purposes of these presents be deemed to be present in person at any such meeting if a person so authorised is present thereat.

**Vilhena Funds SICAV p.l.c.**  
**ERBGHA U GHOXRIN LAQGHA ĠENERALI ANNWALI**  
3 ta' Settembru 2021

**AVVIŻ TA' L-ERBGHA U GHOXRIN LAQGHA ĠENERALI ANNWALI**

**F'termini tal-Artiklu 19 tal-Artikli ta' Assoċjazzjoni**

Bil-preżenti, l-azzjonisti huma avżati li l-Erbgħa u Għoxrin Laqgħa Ġenerali Annwali (il-**"Laqgħa"**) tal-Vilhena Funds SICAV p.l.c. (il-**"Kumpanija"**) se ssir b'mod remot, skont l-Avviż Legali 288 tal-2020 - Att dwar il-Kumpaniji (Kumpaniji Pubbliċi - Laqgħat Ġenerali Annwali) Regolamenti, 2020 (ir-**"Regolamenti"**) nhar il-Ġimgħa, 3 ta' Settembru 2021, fl-għaxra ta' filgħodu bil-għan li l-jigu kkunsidrati u, jekk jinhass xieraq, jigu approvati r-risoluzzjonijiet segwenti:

**AĠENDA**

**RIŻOLUZZJONIJIET ORDINARJI**

**Approvazzjoni tal-Kontijiet**

Illi r-rapporti finanzjarji tal-Kumpanija fit-30 ta' April 2021 u r-rapporti tad-Diretturi u tal-Awdituri dwarhom, huma hawn approvati.

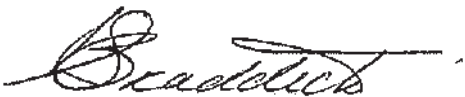
**Awdituri - Hatra u Rimunerazzjoni**

Illi jerġghu jigu mahtura KPMG bħala Awdituri, li l-hatra tagħhom tiġi hawn approvata, u l-Bord tad-Diretturi huwa hawn awtorizzat jistabbilixxi r-rimunerazzjoni tagħhom.

**Hatra tad-Diretturi**

Illi it-tibdiliet proposti fil-membri tal-Bord tad-Diretturi jigu kkunsidrati u deċizi fil-Laqgħa Ġenerali Annwali.

B'ordni tal-Bord



**Simone Braddick**

Għal u f'isem

**BOV Fund Services Limited**  
**Segretarju tal-Kumpanija**

16 ta' Lulju 2020

**NOTI:**

1. Dan l-Avviż intbagħat bil-posta lill-azzjonisti kollha li kienu rreġistrati fil-15 ta' Lulju 2021, liema azzjonisti għandhom id-dritt li jattendu u jivvutaw fil-Laqgħa. Jekk jogħġbok innota li jekk inti bight jew ittrasferajt l-ishma KOLLHA li kellek fil-Vilhena Funds SICAV p.l.c., inti ġentilment mitlub/a tinjora dan l-Avviż.
2. Skont ir-Regolamenti, il-Laqgħa se ssir b'mod remot. Il-kworum għal-Laqgħa se jikkonsisti minn 2 membri, u dan il-kworum jista' jikkonsisti minn membri preżenti bil-prokura. L-ebda attendenza fiżika tal-azzjonisti mhi se tkun permessa.
3. Kull membru jista' jipparteċipa u jivvota billi jibgħat il-formola tal-prokura lill-Kumpanija u jinnomina liċ-Chairman u jindika l-preferenzi tal-vot tiegħu. Biex tkun valida, il-formola tal-prokura trid tasal fl-Uffiċċju tas-Segretarju tal-Kumpanija għand il-BOV Fund Services Limited, TG Complex, Suite 2, Livell 3, Triq il-Birrerija, Central Business District, Birkirkara, CBD3040, Malta, mhux aktar tard minn 48 siegħa qabel id-data u l-hin stipulati għal-Laqgħa. Il-membri għandhom jimlew id-dettalji kollha meħtieġa fuq il-formola tal-prokura b'mod sħiħ, ċar u preċiż u jagħmlu marka jew salib fil-kaxxa xierqa indikata fil-formola tal-prokura. Jekk il-membri jixtieq jidher fuq il-proxy tiegħu jew tagħha jivvota b'mod partikolari, mela huwa/hija għandu jindika l-preferenza tal-vot tiegħu/tagħha fil-kaxxa xierqa.
4. Il-membri jistgħu jibagħtu mistoqsijiet li huma pertinenti u relatati mal-punti fuq l-aġenda tal-Laqgħa, billi jibagħtu dawn il-mistoqsijiet permezz tal-email fuq vilhenaagm@bov.com jew bil-miktub fl-indirizz tas-Segretarju tal-Kumpanija (li jinsab imniżel fil-punt (3) hawn fuq), sa tmienja u erbghin (48) siegħa qabel il-Laqgħa.
5. Id-Diretturi jew kwalunkwe persuna/i ddelegati minnhom se jwieġbu l-mistoqsijiet wara l-laqgħa billi jipostjaw it-tweġibiet fuq il-websajt li ġejja: <https://www.bovassetmanagement.com/Content/agm-updates-for-shareholders>
6. Fil-każ ta' pussessuri kongunti ta' sehem, il-vot ta' min hu msemmi l-ewwel mill-pussessuri kongunti li jifja l-vot tiegħu permezz ta' prokura għandu jkun aċċettat bl-esklużjoni tal-voti tal-pussessuri kongunti l-oħra.
7. Il-Kumpanija tista' tircievi nominazzjonijiet għad-Diretturi fl-uffiċċju rreġistrat indikat hawn fuq skont l-Artiklu 22.7 tal-Artikli ta' Assoċjazzjoni.
8. Kull kumpanija li hija Membru tista' tawtorizza permezz ta' riżoluzzjoni tad-Diretturi tagħha jew ta' korp ta' governanza ieħor lil dik il-persuna li fil-fehma tagħha hija adatta biex tiffirma l-Prokura bħala r-rappreżentant tagħha fil-Laqgħa u dik il-persuna hekk awtorizzata għandha tkun intitolata li teżerċita l-istess poteri f'isem il-kumpanija li hija tirrappreżenta daqslikieku l-kumpanija tista' teżerċita li kieku kienet Membru individwali u dik il-kumpanija għandha għall-finijiet ta' dawk preżenti titqies li hija preżenti *in persona* f'kull laqgħa bhal din jekk il-persuna hekk awtorizzata tkun preżenti fihom.

*N.B: Il-verżjoni bl-Ingliż hija l-verżjoni uffiċjali.*