## **Planetarium Fund**

Société d'Investissement à Capital Variable 106, Route d'Arlon, L-8210 Mamer, Grand Duchy of Luxembourg R.C.S. Luxembourg B-59.775 (the "Company")

## NOTICE OF AN ANNUAL GENERAL MEETING OF THE SHAREHOLDERS

Dear shareholder,

You are hereby invited to attend the annual general meeting of shareholders of the Company (the "Meeting") which will be held at 106, Route d'Arlon, L-8210 Mamer, Grand Duchy of Luxembourg, on **30 April 2020** at **11:00** a.m. (Luxembourg time) with the following agenda:

## **AGENDA**

- 1. Approval of the reports of the board of directors and the independent auditor of the Company relating to the financial year of the Company ended 31 December 2019 (the "Financial Year").
- 2. Approval of the annual accounts of the Company for the Financial Year.
- 3. Allocation of the results relating to the Financial Year.
- 4. Statutory appointments
  - a. Renewal of the appointment of Katia Bolzoni, Patrizia Rivera, Jean Philippe Claessens, Giovanni Castellino, Antonio Vegezzi and Filippo Casolari as directors of the Company, until next annual general meeting of the shareholders.
  - b. Appointment of Umberto Trabaldo Togna (subject to CSSF approval) as new director of the Company, until next annual meeting of the shareholders.
  - c. Renewal of the appointment of Deloitte Audit, *Société à responsabilité limitée* as independent auditor of the Company until next annual general meeting of the shareholders.
- 5. Granting of discharge (*quitus*) to the directors in respect of their duties carried out during the Financial Year.
- 6. Approval of Director's remuneration:
  - a. Recommendation to pay to Edio Delcò and Antonio Vegezzi in their capacity as directors of the Company a net remuneration of EUR 36,000, detailed as follows: Edio Delcò: EUR 21,000 and Antonio Vegezzi: EUR 15,000 for the financial year ended 31 December 2019.
  - Suggestion to pay to Umberto Trabaldo Togna and Antonio Vegezzi in their capacity as directors of the Company a net remuneration of EUR 65,000, detailed as follows: Umberto Trabaldo Togna: EUR 50,000 and Antonio Vegezzi: EUR 15,000 for the financial year ending on 31 December 2020.
- 7. Miscellaneous.

The shareholders of the Company (the "Shareholders") are advised that no quorum is required for the items of the agenda and that the decisions will be taken at the simple majority of the votes expressed at the Meeting.

On 18 March 2020, the Luxembourg Government declared a state of emergency for a period of three months based on article 32(4) of the Luxembourg Constitution. Under the emergency powers granted by the Constitution, the Government has enacted by way of decree a number of temporary measures. These comprise new rules allowing all Luxembourg companies, including investment funds in corporate form, to hold their shareholder meetings (including the annual general meeting) exclusively in digital form.

If you intend to participate this Meeting, we would be grateful if you could confirm your participation by fax or email at least three business days before the date of the Meeting in order to grant you the access to a video conference.

The Shareholders who cannot join a video conference may sign and date the attached proxy form and return it at least one business day(s) before the date of the Meeting to the registered office of the Company (email: domiciliation@lemanik.lu).

The financial statements for the accounting year ended 31 December 2019 will be made available free of charge per email (please send a request to domiciliation@lemanik.lu).

Yours faithfully,

The Board of Directors

## **PROXY FORM**

I/We the undersigned,	(Name in block letters)
being the holder of (number) shares of the sub-fund	
hereby appoint	

or failing whom the Chairman of the Meeting as proxy, with full power of substitution, to represent me/us at the annual general meeting of the shareholders of **Planetarium Fund** (the "Company") to be held in video conference at the registered office of the Company on **30 April 2020** at **11:00 a.m.** (Luxembourg time) or any other date on which such meeting may be duly reconvened thereafter for the same purpose and with the same agenda and in our name and on our behalf to act and vote on the matters set out in the following agenda:

- 1. Approval of the reports of the board of directors and the independent auditor of the Company relating to the financial year of the Company ended 31 December 2019 (the "Financial Year").
- 2. Approval of the annual accounts of the Company for the Financial Year.
- 3. Allocation of the results relating to the Financial Year.
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- 7. Miscellaneous.

I/we instruct my/our proxy to vote as follows on these resolutions:

Resolution 1:	For □	Against □	Abstain $\square$
Resolution 2:	For □	Against □	Abstain $\square$
Resolution 3:	For □	Against □	Abstain $\square$
Resolution 4 a:	For □	Against □	Abstain $\square$
Resolution 4 b:	For □	Against □	Abstain $\square$
Resolution 4 c:	For □	Against □	Abstain $\square$
Resolution 5:	For □	Against □	Abstain $\square$
Resolution 6 a:	For □	Against □	Abstain $\square$
Resolution 6 b:	For □	Against □	Abstain $\square$
Resolution 7:	For □	Against □	Abstain $\square$

I/We hereby give and grant unto the said proxy full power and authorisation to do and perform all and everything necessary or incidental to the exercise of the powers herein specified as might have been done or performed by me/us if I/we were personally present and I/we hereby undertake to ratify and confirm all that said proxy shall lawfully do or cause to be done by virtue hereof.

DATE and PLACE : in	on
NAME:	
Signature:	

Failing any specific instruction, the vote will be considered as void.