

NN (L) Flex  
Société d'investissement à capital variable  
Registered office: 80, Route d'Esch, L-1470 Luxembourg  
Grand-Duchy of Luxembourg  
R.C.S. Luxembourg: B 41873

**FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS  
OF NN (L) FLEX TO BE HELD ON 11 JULY 2019 AT 1.30 P.M. LUXEMBOURG TIME**

PLEASE COMPLETE IN BLOCK CAPITAL LETTERS

I/We \_\_\_\_\_ First Name(s) \_\_\_\_\_ Last Name \_\_\_\_\_ Account Number \_\_\_\_\_

First holder: \_\_\_\_\_

Second holder: \_\_\_\_\_  
(if applicable)

(IF THERE ARE MORE THAN TWO JOINT SHAREHOLDERS, ATTACH THE OTHER NAMES IN FULL)

holder(s) of \_\_\_\_\_ (number of) shares<sup>1</sup> of sub-fund \_\_\_\_\_ of **NN (L) Flex** (the "Company") hereby appoint(s) the Chairman of the Annual General Meeting of Shareholders (the "Meeting") of the Company or

(insert name of representative:) \_\_\_\_\_

as my/our proxy to vote for me/us and on my/our behalf on the resolutions on the agenda of the Meeting to be held at 2 rue Gerhard Mercator, L-1014 Luxembourg, Grand Duchy of Luxembourg, on 11 July 2019 at 1.30 p.m. (Luxembourg time).

If you have appointed the Chairman as your proxy, please indicate with an 'X' in the boxes below how you wish your votes to be cast on each of the resolutions on the agenda of the Meeting<sup>2</sup>. If you have appointed another representative, he or she will be entitled to attend the Meeting and to vote on your behalf according to your instructions on the resolutions on the agenda of the Meeting and on any other business as may properly come before the Meeting.

AGENDA	For	Against	Abstain
1. Presentation of the report of the independent auditor			
2. Approval of the annual accounts for the financial year ended 31 March 2019			
3. Allocation of the result for the financial year ended 31 March 2019			
4. Discharge to the directors for the execution of their mandates during the financial year ended March 2019			
5. Approval of director fees			
6. Statutory appointments: resignation(s) and/or appointment(s)			

Date: \_\_\_\_\_

Signature(s): \_\_\_\_\_

*Proxy form to return to the Legal Department of NN Investment Partners B.V. at Schenkkade 65, 2595 AS Den Haag, Netherlands no later than by 08 July 2019, 05:00 p.m. Luxembourg time by email (email address: [Secretariat.Luxfunds@nnip.com](mailto:Secretariat.Luxfunds@nnip.com)), followed by the original by regular mail.*

<sup>1</sup> Please insert total number of shares held in the relevant sub-fund. If you hold shares in more than one sub-fund, please list all your holdings on the reverse side of this form of proxy.

<sup>2</sup> If the boxes are left blank, the proxy will be considered as giving a general mandate to the Chairman of the Meeting to vote on the resolutions.

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(the « **Company** »)

Notice is hereby given that the:

**Annual General Meeting of Shareholders**

of **NN (L) Flex** will be held at 2 rue Gerhard Mercator, L-1014 Luxembourg, Grand Duchy of Luxembourg, on 11 July 2019 at 1.30 p.m. with the following Agenda:

**Agenda**

1. Presentation of the report of the independent auditor;
2. Approval of the annual accounts for the financial year ended 31 March 2019;
3. Allocation of the result for the financial year ended 31 March 2019;
4. Discharge to the directors for the execution of their mandates during the financial year ended 31 March 2019;
5. Approval of director fees;
6. Statutory appointments: resignation(s) and/or appointment(s).

Registered shareholders will be admitted upon proof of their identity, provided they inform the Board of Directors of their intention to attend the meeting at least five clear days prior to the meeting.

The Board of Directors of NN (L) Flex