

**GUINNESS ASSET MANAGEMENT FUNDS PLC (the “Company”)**

**Form of Proxy for the Annual General Meeting to be held on Friday, 5 June 2020**

Please indicate with an “X” in the boxes below how you wish your votes to be cast.

<b>Number or description of resolution</b>	<b>For</b>	<b>Against</b>	<b>Vote Withheld</b>
<b>1.</b> To receive and consider the financial statements for the period ended 31 December 2019 and the reports of the Directors and Auditors thereon.			
<b>2.</b> To re-appoint Deloitte as auditors to the Company.			
<b>3.</b> To authorise the Directors to fix the remuneration of the Auditors for the year ended 31 December 2020.			

I/We the undersigned being a Shareholder(s) of the Company, HEREBY APPOINT the Chairman of the Meeting as my/ our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at 11.00a.m. on Friday, 5 June 2020 and at any adjournment thereof. I/We direct my/ our proxy to vote on the resolutions set out in the Notice convening the Meeting as instructed and in respect of other resolutions that may arise at the Meeting as the proxy thinks fit.

This proxy may be exercised in respect of all/ \_\_\_\_\_ shares registered in my/ our name(s).

Signature of member.....

Dated.....

**Notes:**

- 1** A member may appoint a proxy of his own choice. A proxy need not be a shareholder of the Company.
- 2** If the appointer is a corporation, this form must be under the Common seal or under the hand of some officer or attorney duly authorised on his behalf. In the case of joint holders, the signature of any one holder will be sufficient, but the names of all the joint holders should be stated.
- 3** If this form is returned without any indication as how the person appointed proxy shall vote he will exercise his discretion as to how he votes or whether he abstains from voting.
- 4** To be valid, this form must be completed and deposited at the offices of Link Fund Administrators (Ireland) Limited at least 48 hours in advance of the meeting or adjourned meeting by post or fax (for the attention of Fiona Beattie) + 353 (0) 1 4005350.
- 5** The completion and return of the proxy form will not preclude members from attending and voting at the Meeting should they decide to do so.

**NOTICE OF ANNUAL GENERAL MEETING**  
**of**  
**GUINNESS ASSET MANAGEMENT FUNDS PLC**

**NOTICE** is hereby given that the Annual General Meeting of Guinness Asset Management Funds plc (the “**Company**”) will be held at the offices of Link Fund Administrators (Ireland) Limited, Block C, Level 1, Maynooth Business Campus, Maynooth, Co. Kildare, Ireland on Friday, 5 June 2020, at 11.00a.m. for the following purposes:

- 1 To receive and consider the financial statements for the year ended 31 December 2019 and the reports of the Directors and Auditors thereon;
- 2 To review the Company’s affairs;
- 3 To re-appoint Deloitte as Auditors to the Company;
- 4 To authorise the directors to fix the remuneration of the Auditors for the year ended 31 December 2020.

And to transact any other business which may properly be brought before the meeting.

Following the Irish Government’s extension of the restrictions to reduce the spread of COVID-19 until 5th May 2020, the well-being of shareholders and other stakeholders is a primary concern for the Board and in this context, has been closely monitoring the developing COVID-19 situation. In order to adhere to the Irish Government’s restrictions on non-essential travel and the ongoing limitations on public gatherings, the Board has determined that the AGM will be conducted under very constrained circumstances, as out lined below:

- the AGM will proceed with the minimum number of shareholders required to satisfy the quorum requirements specified in the Company’s Articles of Association. This quorum will be satisfied by the attendance of officers of the Company Secretary;
- in the interests of the health, safety and wellbeing of shareholders and employees, other shareholders will not be admitted to the meeting;
- the meeting will be conducted as quickly and efficiently as possible and the format will be functional in nature.

By Order of the Board



For and on behalf of  
Link Fund Administrators (Ireland) Limited  
Secretary

**Registered Office**

1<sup>st</sup> Floor  
2 Grand Canal Square  
Grand Canal Harbour,  
Dublin 2.

Dated this 5 May 2020

A member entitled to attend and vote may appoint a proxy to attend, speak and vote on his behalf. A proxy need not be a member of the company. The proxy must be received at 2 Grand Canal Square, Grand Canal Harbour, Dublin 2 no later than 11.00a.m. on Wednesday 3 June 2020.