

**Neuberger Berman Investment Funds plc**  
**70 Sir John Rogerson's Quay**  
**Dublin 2, Ireland**

An umbrella fund with segregated liability between sub-funds

**The Directors of the Company (the “Directors”) accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries, that, to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement misleading.**

**This circular is important and requires your immediate attention. If you are in doubt as to the action to be taken, you should seek advice from your stockbroker, bank manager, solicitor, accountant, tax adviser or other independent financial adviser. If you have sold or transferred all of your Shares please pass this circular at once to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee as soon as possible.**

17 August 2022

Dear Hong Kong Shareholder,

**ANNUAL GENERAL MEETING OF NEUBERGER BERMAN INVESTMENT FUNDS PLC  
(THE “COMPANY”)**

We are writing to you in your capacity as a Shareholder of the Company. The purpose of this circular is to convene the Annual General Meeting (the “**AGM**”) of the Company.

The matters to be addressed at the AGM are as follows:

**Ordinary Business**

1. To read the notice convening the AGM;
2. To consider the report of the Directors and the Company's statutory financial statements for the period ended 31 December 2021 together with the report of the Company's auditors' thereon and review the Company's affairs\*;
3. To re-appoint EY as auditors of the Company to hold office until the conclusion of the next general meeting at which the statutory financial statements are laid before the Company and to authorise the Directors to agree the remuneration of the auditors; and
4. To transact any other ordinary business of the Company.

\* Please be advised that the audited financial statements for the year ended 31 December 2021 were circulated on 27 April 2022. Should you require an additional copy of the audited financial statements, it can be obtained free of charge from the Hong Kong Representative. It is also available on the Hong Kong Representative's website at the following address: [www.nb.com](http://www.nb.com) (Note: this website has not been reviewed by the Hong Kong Securities and Futures Commission).

All capitalised terms used in this circular and not defined herein shall have the meanings ascribed to them in the Company's prospectus dated 6 April 2022 and the Hong Kong Covering Document dated 27 May 2022.

**1 Ordinary Business**

In accordance with the Memorandum and Articles of Association of the Company (the “**M&A**”) and Irish company law, the Company must convene an AGM each year to consider and transact certain specific items of ordinary business, being the receipt and consideration of the directors' report and the Company's financial statements, with the auditor's report thereon, for the last accounting period, being the year ended 31 December 2021. The AGM will also

consider the re-appointment of the Company's auditors and the authorisation of the Directors to fix the auditor's remuneration.

## 2 **Procedure**

If the resolutions are passed by the requisite majority, they will be binding on all Shareholders irrespective of how (or whether) they voted. The quorum for the AGM is two Shareholders present either in person or by proxy. If within half an hour of the time appointed for a meeting a quorum is not present, the meeting will be adjourned to the same day in the next week, being 22 September 2022, at the same time and place or to such other time and place as the Directors may determine.

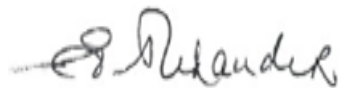
A proxy form to enable you to vote at the AGM is enclosed with this circular at Appendix I to the notice of the AGM. Please read the notes printed on the form, which will assist you in its completion and return. To be valid, your form of proxy must be received not later than forty-eight hours before the time appointed for the AGM. You may attend and vote at the AGM even if you have appointed a proxy but, in such circumstances, the proxy is not entitled to vote. If you are a corporate entity, you may wish to appoint a representative to attend and vote at the AGM on your behalf and a form of Letter of Representation is attached as Appendix II to notice of the AGM for this purpose.

## 3 **Recommendation**

The Directors are of the opinion that the resolutions are in the best interests of Shareholders as a whole and recommend that you vote in favour of the resolutions set out in the notice of the AGM.

Should you have any queries in relation to this matter, do not hesitate to contact your sales representative, or contact Neuberger Berman's client services team in Hong Kong at 20/F., Jardine House, 1 Connaught Place, Central, Hong Kong (tel: +852 3664 8868).

Yours sincerely



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**Director**  
**Neuberger Berman Investment Funds plc**

**NEUBERGER BERMAN INVESTMENT FUNDS PLC  
(THE "COMPANY")**

**REGISTERED OFFICE**  
70 Sir John Rogerson's Quay  
Dublin 2  
Ireland

**AGM NOTICE**

**NOTICE IS HEREBY GIVEN** that the annual general meeting of the Company (the "**AGM**") will be held at 70 Sir John Rogerson's Quay, Dublin 2 on 15 September 2022 at 10.00 am (Irish time) for the transaction of the following business:

1. To read the notice convening the AGM.
2. To consider the report of the Company's directors and the Company's statutory financial statements for the year ended 31 December 2021 together with the report of the Company's auditors' thereon\* and review the Company's affairs.
3. To re-appoint Ernst & Young as the auditors of the Company (the "**Auditors**") to hold office until the conclusion of the next general meeting at which the statutory financial statements are laid before the Company and to authorise the directors of the Company to agree the remuneration of the Auditors.
4. To transact any other ordinary business of the Company.

\*Please be advised that the statutory financial statements for the year ended 31 December 2021 were circulated on 27 April 2022. Should you require an additional copy of the statutory financial statements, it can be obtained free of charge from the Hong Kong Representative. It is also available on the Hong Kong Representative's website at the following address: [www.nb.com](http://www.nb.com) (Note: this website has not been reviewed by the Hong Kong Securities and Futures Commission).

**DATED 17 AUGUST 2022**

**BY ORDER OF THE BOARD**



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**For and on behalf of  
Matsack Trust Limited  
SECRETARY**

**REGISTERED IN DUBLIN, IRELAND - NUMBER 336425**

**NOTES**

- A member entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote instead of him or her.

- A proxy need not be a member of the Company.
- In the case of a body corporate, the proxy form must be either under seal of the body corporate or under the hand of an officer or attorney duly authorised in writing.
- The proxy form together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of that power or authority, must be deposited at 70 Sir John Rogerson's Quay, Dublin 2 **no later than 48 hours before the time of the meeting**. An emailed copy will be accepted and can be sent for the attention of Fidelma Burke / Sarah Hogan to [fscompliance@matheson.com](mailto:fscompliance@matheson.com).
- The accidental omission to give notice of the AGM to, or the non-receipt of notice of the AGM by, any person entitled to receive notice shall not invalidate the proceedings at the AGM.
- If you have subscribed through a distributor or other intermediary and your shares are held in their name, please contact your distributor or other intermediary if you wish to vote or appoint a proxy with respect to the AGM and for information regarding the deadlines for doing so.

APPENDIX I

NEUBERGER BERMAN INVESTMENT FUNDS PLC  
(the "Company")

PROXY CARD

I / We \_\_\_\_\_

of \_\_\_\_\_ (the "Member")

being a member of the Company hereby appoint the Chairperson (or failing him/her), Philip Lovegrove of 70 Sir John Rogerson's Quay, Dublin 2 or (failing him), Dualta Counihan of 70 Sir John Rogerson's Quay, Dublin 2 or (failing him), Gavin Coleman of 70 Sir John Rogerson's Quay, Dublin 2 or (failing him), Fidelma Burke of 70 Sir John Rogerson's Quay, Dublin 2 or (failing him), \_\_\_\_\_ of \_\_\_\_\_

as the proxy of the Member to attend, speak and vote for the Member on behalf of the Member at the annual general meeting of the Company to be held on 15 September 2022 at 10:00 am and at any adjournment of the meeting.

The proxy is to vote as follows:

<b>Voting instructions to Proxy (choice to be marked with an "X")</b>			
<b>Name or description of resolution:</b>	<i>In Favour</i>	<i>Abstain</i>	<i>Against</i>
To consider the report of the Company's directors and the Company's statutory financial statements for the year ended 31 December 2021 together with the report of the Company's auditors' thereon* and review the Company's affairs.			
To re-appoint Ernst & Young as the auditors of the Company (the "Auditors") to hold office until the conclusion of the next general meeting at which the statutory financial statements are laid before the Company and to authorise the directors of the Company to agree the remuneration of the Auditors.			
<i>Unless otherwise indicated the proxy shall vote as he or she thinks fit</i>			
Signature of Member _____			
Dated : _____			

NOTES:

- (a) In the case of a body corporate, the proxy form must be either under seal of the body corporate or under the hand of an officer or attorney duly authorised in writing.
- (b) The proxy form together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of that power or authority, must be deposited at 70 Sir

John Rogerson's Quay, Dublin 2 no later than 48 hours before the time of the meeting. An emailed or faxed copy will be accepted and can be sent for the attention of Fidelma Burke / Sarah Hogan at [fscompliance@matheson.com](mailto:fscompliance@matheson.com).

- (c) Unless otherwise instructed the proxy will vote as he/she thinks fit.
- (d) In the case of joint shareholders the signature of the first named shareholder will suffice.
- (e) If you wish to appoint a proxy of your choice delete the words "the Chairperson" and insert the name of the proxy you wish to appoint (who need not be a member of the Company).
- (f) The returning of a form of proxy duly completed will not prevent a member in the Company from attending and voting in person.
- (g) If you have subscribed through a distributor or other intermediary and your shares are held in their name, please contact your distributor or other intermediary if you wish to vote or appoint a proxy with respect to the annual general meeting and for information regarding the deadlines for doing so.

APPENDIX II

NEUBERGER BERMAN INVESTMENT FUNDS PLC  
(the "Company")

LETTER OF REPRESENTATION

To: The Directors  
Neuberger Berman Investment Funds plc  
70 Sir John Rogerson's Quay, Dublin 2  
Ireland

Dear Sirs

We, \_\_\_\_\_,  
of \_\_\_\_\_

(the "**Company**") being a shareholder in Neuberger Berman Investment Funds plc hereby notify you that pursuant to a resolution of our board of directors, the chairperson of the shareholders' meeting to consider the ordinary resolutions, or (failing him/her), Philip Lovegrove of 70 Sir John Rogerson's Quay, Dublin 2 or (failing him), Dualta Counihan of 70 Sir John Rogerson's Quay, Dublin 2 or (failing him), Gavin Coleman of 70 Sir John Rogerson's Quay, Dublin 2 or (failing him), Fidelma Burke of 70 Sir John Rogerson's Quay, Dublin 2 or (failing him), \_\_\_\_\_ of \_\_\_\_\_ has been appointed as the Company's representative to attend and vote on the Company's behalf at the annual general meeting of Neuberger Berman Investment Funds plc to be held at 70 Sir John Rogerson's Quay, Dublin 2, Ireland, on 15 September 2022, at the time set out in the notice dated 17 August 2022, or any adjournment thereof.

Such person so appointed shall be entitled to exercise the same powers at any such meeting in respect of our shares in Neuberger Berman Investment Funds plc as we could exercise if we were an individual shareholder and is empowered to sign any necessary consents in connection with any such annual general meeting, with respect to any ordinary and special business on behalf of the Company.

Signed \_\_\_\_\_  
Duly authorised officer  
For and on behalf of

\_\_\_\_\_  
Date