

## **NATIXIS AM FUNDS**

Société d'investissement à capital variable under the laws of the Grand Duchy of Luxembourg  
Registered Office: 5 allée Scheffer, L-2520 Luxembourg  
Grand Duchy of Luxembourg  
R.C.S Luxembourg B 177 509

### **CONVENING NOTICE**

Luxembourg, 7 May 2014

The shareholders of NATIXIS AM Funds, (hereinafter the "SICAV") are kindly invited to attend the Extraordinary General Meeting of the shareholders of the SICAV (the "Extraordinary General Meeting") which will take place at the office of CACEIS Bank Luxembourg, 5 Allée Scheffer, L-2520 Luxembourg, on :

**May 23, 2014 at 10.00 a.m.**

for the purpose of considering and voting upon the following agenda:

### **EXTRAORDINARY GENERAL MEETING AGENDA**

#### **1. Amendment of Article 17 - paragraph 2 "Delegation of Power" so as to read as follows:**

*"The SICAV has appointed a management company ("the Management Company") duly authorized and has delegated to the Management Company all powers related to the investment management, administration and distribution of the SICAV. The Management Company may delegate some of its responsibilities to affiliated and non affiliated parties".*

Shareholders are advised that the decisions on the agenda of this Extraordinary General Meeting, at a first meeting, require a quorum of 50% of the shares issued. Decisions, in order to be adopted, must be carried by at least two thirds of the votes validly cast of the shareholders present or represented.

If you want to participate to this Meeting we would be grateful if you could inform us of your intention at least 48 hours before the date of the Meeting.

If you cannot be personally present at the meeting, you may vote by completing and sending by post either the enclosed postal voting form or the enclosed proxy at the following address: Caceis Bank Luxembourg in Luxembourg, 5 Allée Scheffer, L-2520 Luxembourg, to the attention of Mrs. Alexandra Schmitt or send it by fax to (+352) 47 67 33 45 no later than May 21, 2014. These forms may also be requested at the facilities agent Société Générale Securities Custody London, 9th Floor Exchange House 12 Primrose Street EC2A 2EG London England.

The updated prospectus, the key investor information documents, the articles of association and the most recent periodic reports, may be obtained, without charge, at the facilities agent Société Générale Securities Custody London, 9th Floor Exchange House 12 Primrose Street EC2A 2EG London England.

## **THE BOARD OF DIRECTORS**

## NATIXIS AM FUNDS

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### VOTING FORMS

**for the extraordinary general meeting of shareholders of Impact Funds which will take place at the office of CACEIS Bank Luxembourg, 5 Allée Scheffer, L-2520 Luxembourg, on May 23, 2014 at 10.00 a.m. (the "Extraordinary General Meeting")**

To be sent by post or Facsimile to the following address:  
CACEIS Bank Luxembourg, 5 Allée Scheffer, L-2520 Luxembourg, to the attention of Mrs.  
Alexandra Schmitt or send it by fax to (+352) 47 67 33 45 **no later than May 21, 2014**

Pursuant to article 67 of the Law on Commercial Companies dated August 10, 1915 (as amended from time to time) and the Articles of Incorporation of NATIXIS AM Funds (the "SICAV"), each shareholder may vote through voting forms sent by post or facsimile to the SICAV's registered office or the address specified in the convening notice/voting form.

Each shareholder may also act at any meeting of shareholders by appointing another person as his proxy.

### **Instruction for completion:**

- If the shareholder wishes to attend the meeting personally, tick the box below.  
 I wish to attend the shareholders' meeting.
- Otherwise, the shareholder may use the enclosed "Postal Voting Form" or give a proxy to the chairman of the meeting or to another shareholder by completing the enclosed Proxy. (Please tick the box below)  
 I prefer to use the Postal Voting Form or the Proxy.

### **Proposed Resolutions submitted to the Extraordinary General Meeting**

**1. Amendment of Article 17 paragraph 2- "Delegation of Power" so as to read as follows:**  
*"The SICAV has appointed a management company ("the Management Company") duly authorized and has delegated to the Management Company all powers related to the investment management, administration and distribution of the SICAV. The Management Company may delegate some of its responsibilities to affiliated and non affiliated parties".*

\_\_\_\_\_  
Name of the shareholder

\_\_\_\_\_  
Address of the Shareholder

\_\_\_\_\_  
Date & Signature

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POSTAL VOTING FORM (or to be sent by Fax)

<p>To be sent by post or Facsimile to the following address: <u>CACEIS Bank Luxembourg, 5 Allée Scheffer, L-2520 Luxembourg, to the attention of Mrs. Alexandra Schmitt or send it by fax to (+352) 47 67 33 45 <b>no later than May 21, 2014.</b></u></p>
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**Only the forms provided for by the SICAV and received by the SICAV at least two business days before the meeting and within the conditions determined by law shall be taken into account. Voting forms which show neither a vote in favour, nor against the proposed resolution, nor an abstention are void.**

**For the resolution proposed or agreed by the board of directors (the "Board of Directors"), you can:**

- either vote "for" by ticking the corresponding box (on the following page)
  - or vote "against" by ticking the corresponding box (on the following page)
  - or vote "abstention" by ticking the corresponding box (on the following page)
-

By the present voting form, the undersigned,

Holder(s) of:

\_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Euro Bonds Opportunities 12M, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Euro Credit, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Euro Short Term Credit, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Euro Inflation, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Euro Aggregate, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds - Natixis Credit Opportunities, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Euro Value Equity, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Global Risk Parity, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Seeyond Global Flexible Strategies, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Seeyond Europe Minvariance, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Seeyond Global Minvariance , class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Seeyond Volatility Equity Strategies, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Global Emerging Bonds, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Global Emerging Equity, class \_\_\_\_\_  
\_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Global Currency, class \_\_\_\_\_

Wish(es) to vote at the Extraordinary General Meeting of NATIXIS AM Funds which will take place at the office of CACEIS Bank Luxembourg, 5 Allée Scheffer, L-2520 Luxembourg, on **May 23, 2014 at 10.00 a.m.** with the following agenda (the “Agenda”):

**EXTRAORDINARY GENERAL MEETING AGENDA**

**1. Amendment of Article 17. “Delegation of Power” so as to read as follows -**

*“The SICAV has appointed a management company (“the Management Company”) duly authorized and has delegated to this Management Company all powers related to the investment management, administration and distribution of the SICAV. The Management Company may delegate some of its responsibilities to affiliated and non affiliated parties”.*

the undersigned hereby vote(s):

**FOR**

Item 1 of the Agenda

**AGAINST**

Item 1 of the Agenda

**Or ABSTAIN from voting the:**

Item 1 of the Agenda

\_\_\_\_\_  
Date: \_\_\_\_\_, 2014

\_\_\_\_\_  
Signature:

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PROXY FORM

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CACEIS Bank Luxembourg, 5 Allée Scheffer, L-2520 Luxembourg, to the attention of Mrs. Alexandra Schmitt  
or send it by fax to (+352) 47 67 33 45 **no later than May 21, 2014.**

By the present proxy form, the undersigned,

\_\_\_\_\_

Holder(s) of:

- \_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Euro Bonds Opportunities 12M, class \_\_\_\_\_
- \_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Euro Credit, class \_\_\_\_\_
- \_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Euro Short Term Credit, class \_\_\_\_\_
- \_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Euro Inflation, class \_\_\_\_\_
- \_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Euro Aggregate, class \_\_\_\_\_
- \_\_\_\_\_ shares of NATIXIS AM Funds - Natixis Credit Opportunities, class \_\_\_\_\_
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- \_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Global Risk Parity, class \_\_\_\_\_
- \_\_\_\_\_ shares of NATIXIS AM Funds – Seeyond Global Flexible Strategies, class \_\_\_\_\_
- \_\_\_\_\_ shares of NATIXIS AM Funds – Seeyond Europe Minvariance, class \_\_\_\_\_
- \_\_\_\_\_ shares of NATIXIS AM Funds – Seeyond Global Minvariance , class \_\_\_\_\_
- \_\_\_\_\_ shares of NATIXIS AM Funds – Seeyond Volatility Equity Strategies, class \_\_\_\_\_
- \_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Global Emerging Bonds, class \_\_\_\_\_
- \_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Global Emerging Equity, class \_\_\_\_\_
- \_\_\_\_\_ shares of NATIXIS AM Funds – Natixis Global Currency, class \_\_\_\_\_

Hereby appoint the Chairman of the Meeting or

Mr./Mrs. \_\_\_\_\_

as its proxy to vote on its behalf on all items of the agenda of the Extraordinary General Meeting to be held at the office of CACEIS Bank Luxembourg, 5 Allée Scheffer, L-2520 Luxembourg, on **May 23, 2014 at 10.00 a.m.** with the following agenda (the "Agenda"):

**EXTRAORDINARY MEETING AGENDA**

**1. Amendment of Article 17. "Delegation of Power" so as to read as follows -**

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The proxy authorizes to take part in the session of the Extraordinary General Meeting, and as the case may be, in the subsequent session if the first session of such meeting could not deliberate; to take part in all deliberations and to vote on all the items of the agenda; to take any measures, which the attorney considers as useful or necessary in the interest of the company and in particular the drafting and signing of the minutes or any other documents, which the attorney deems necessary for the execution of the present proxy.

Date: \_\_\_\_\_, 2014

Signature: \_\_\_\_\_