

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

BY REGISTERED MAIL

Luxembourg, September 29, 2015

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

October 9, 2015 at 10.00 a.m.

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

ANNUAL GENERAL MEETING AGENDA

- 1. Presentation and approval of the reports of the Board of Directors and of the Independent Auditor for the year ended on June 30, 2015.**
- 2. Approval of the Statement of Net Assets and of the Statement of changes in Net Assets for the year ended on June 30, 2015.**
- 3. Ratification of payment of dividends of the SICAV's sub-funds**
- 4. Discharge to be granted to the members of the Board of Directors (the "Directors") and to the SICAV's auditor for the year ended on June 30, 2015.**
- 5. Renewal of Natixis Asset Management, Natixis Bank and Natixis Life as Directors of the SICAV until the next Annual General Meeting to be held in 2016.**
- 6. Approval of the re-election of the SICAV's Independent Auditors until the next Annual General Meeting to be held on 2016**
- 7. Audit fees for the year ended June 30, 2015.**
- 8. Any other business which may be properly brought before the meeting.**

Shareholders are advised that no quorum is required for the adoption of resolutions by the Annual General Meeting and that resolutions will be passed by a majority of the votes validly cast of the shareholders present or represented at the Annual General 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, 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 October 7, 2015. 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.

We draw your attention to the fact that, in accordance with article 26 (3) of the Luxembourg law of 17 December 2010 on undertakings for investment collective that the director's report and auditor's report, as well as the annual report of the SICAV (including the audited accounts) (the "Audited Annual Report") for the fiscal year ended on June 30, 2015 will be available to shareholders at the registered office of the SICAV fifteen days before the Meeting. These documents 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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BY REGISTERED MAIL

VOTING FORMS

for the annual general meeting of shareholders of NATIXIS AM Funds which will take place at the office of CACEIS Bank Luxembourg, 5 Allée Scheffer, L-2520 Luxembourg, on October 9, 2015 at 10.00 a.m (the "Annual 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
[Alexandra Schmitt or send it by fax to (+352) 47 67 33 45 no later than October 7, 2015.

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 and to another shareholder by completing the enclosed Proxy. (Please tick the box below)
 I prefer to use the Postal Voting Form or the Proxy.

Agenda and Proposed Resolutions submitted to the Annual General Meeting

1. Presentation and approval of the reports of the Board of Directors and of the Independent Auditor for the year ended on to June 30, 2015.

The Meeting resolves to approve the reports of the Board of Directors and of the independent auditor for the year ended on June 30, 2015.

2. Approval of the Statement of Net Assets and of the Statement of changes in Net Assets for the year ended on June 30, 2015.

The Meeting resolves to approve the Statement of Net Assets and the Statements of changes in Net Assets for the year ended on June 30, 2015. The Meeting resolves to bring forward the net result of the year.

3. Ratification of payment of dividends of the SICAV's sub-funds

- *The Meeting resolves to ratify the payment of **interim dividends** to the shareholders on:*
- *October 7 2014,*

- January 13 2015,
- April 21 2015
- July 7 2015

Of the following sub funds:

- NATIXIS EURO CREDIT
- NATIXIS EURO SHORT TERM CREDIT
- NATIXIS EURO AGGREGATE
- NATIXIS GLOBAL RISK PARITY

- The Meeting resolves to ratify the payment of **annual dividends** on July 7 2015 to the shareholders of the following sub funds:

- NATIXIS EURO VALUE EQUITY
- SEEYOND EUROPE MINVARIANCE
- SEEYOND GLOBAL MINVARIANCE

4. Discharge to be granted to the members of the Board of Directors (the “Directors”) and to the SICAV’s auditor for the fiscal year ended on June 30, 2015.

The Meeting resolves to give discharge to the members of the Board of Directors for the fiscal year ended on June 30, 2015.

5. Renewal of Natixis Asset Management represented by Pascal Voisin, Natixis Bank represented by Eric Théron and Natixis Life represented by Jean Marchès as Directors of the SICAV until the next Annual General Meeting to be held in 2016.

The Meeting resolves to renew the director mandates of Natixis Asset Management represented by Mr. Pascal Voisin, Natixis Bank represented by Mr. Eric Théron and Natixis Life represented by Mr. Jean Marchès until the next Annual General Meeting to be held in 2016.

6. Approval of the re-election of the SICAV’s Independent Auditors until the next Annual General Meeting to be held in 2016.

The Meeting resolves to renew the mandate of KPMG Luxembourg as Independent Auditor of the SICAV until the next Annual General Meeting to be held in 2016.

7. Audit fees for the year ended June 30, 2015

The Meeting resolves to acknowledge the audit fees regarding the audit of the annual accounts for the year ended June 30, 2015.

8. Any other business which may be properly brought before the meeting.

Name of the shareholder

Address of the Shareholder

Date & Signature

NATIXIS AM FUNDS

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BY REGISTERED MAIL

POSTAL VOTING FORM (or to be sent by Fax)

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 October 7, 2015.

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 Multi Asset Conservative Growth Fund, 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 Equity Volatility 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 **October 9, 2015 at 10.00 a.m.** with the following agenda (the “Agenda”):

ANNUAL GENERAL MEETING AGENDA

1. Presentation and approval of the reports of the Board of Directors and of the Independent Auditor for the year ended on June 30, 2015.

The Meeting resolves to approve the reports of the Board of Directors and of the independent auditor for the year ended on June 30, 2015.

2. Approval of the Statement of Net Assets and of the Statement of changes in Net Assets for the year ended on June 30, 2015.

The Meeting resolves to approve the Statement of Net Assets and the Statements of changes in Net Assets for the year ended on June 30, 2015. The Meeting resolves to bring forward the net result of the year.

3. Ratification of payment of dividends of the SICAV’s sub-funds

The Meeting resolves to ratify the payment of interim dividends to the shareholders on:

- October 7 2014,
- January 13 2015,
- April 21 2015
- July 7 2015

of the following sub funds:

- NATIXIS EURO CREDIT
- NATIXIS EURO SHORT TERM CREDIT
- NATIXIS EURO AGGREGATE
- NATIXIS GLOBAL RISK PARITY

The Meeting resolves to ratify the payment of annual dividends on July 7 2015 to the shareholders of the following sub funds:

- NATIXIS EURO VALUE EQUITY
- SEEYOND EUROPE MINVARIANCE
- SEEYOND GLOBAL MINVARIANCE

4. Discharge to be granted to the members of the Board of Directors (the “Directors”) and to the SICAV’s auditor for the fiscal year ended on June 30, 2015.

The Meeting resolves to give discharge to the members of the Board of Directors for the fiscal year ended on June 30, 2015.

5. Renewal of Natixis Asset Management represented by Pascal Voisin, Natixis Bank represented by Eric Théron and Natixis Life represented by Jean Marchès as Directors of the SICAV until the next Annual General Meeting to be held in 2016.

The Meeting resolves to renew the director mandates of Natixis Asset Management represented by Mr. Pascal Voisin, Natixis Bank represented by Mr. Eric Théron and Natixis Life represented by Mr. Jean Marchès until the next Annual General Meeting to be held in 2016.

6. Approval of the re-election of the SICAV's Independent Auditors until the next Annual General Meeting to be held in 2016.

The Meeting resolves to renew the mandate of KPMG Luxembourg as Independent Auditor of the SICAV until the next Annual General Meeting to be held in 2016.

7. Audit fees for the year ended June 30, 2015

The Meeting resolves to acknowledge the audit fees regarding the audit of the annual accounts for the year ended June 30, 2015.

8. Any other business which may be properly brought before the meeting.

the undersigned hereby vote(s):

FOR	<input type="checkbox"/>	Item 1 of the Agenda
	<input type="checkbox"/>	Item 2 of the Agenda
	<input type="checkbox"/>	Item 3 of the Agenda
	<input type="checkbox"/>	Item 4 of the Agenda
	<input type="checkbox"/>	Item 5 of the Agenda
	<input type="checkbox"/>	Item 6 of the Agenda
	<input type="checkbox"/>	Item 7 of the Agenda
	<input type="checkbox"/>	Item 8 of the Agenda

AGAINST	<input type="checkbox"/>	Item 1 of the Agenda
	<input type="checkbox"/>	Item 2 of the Agenda
	<input type="checkbox"/>	Item 3 of the Agenda
	<input type="checkbox"/>	Item 4 of the Agenda
	<input type="checkbox"/>	Item 5 of the Agenda
	<input type="checkbox"/>	Item 6 of the Agenda
	<input type="checkbox"/>	Item 7 of the Agenda
	<input type="checkbox"/>	Item 8 of the Agenda

Or ABSTAIN from voting the:

<input type="checkbox"/>	Item 1 of the Agenda
<input type="checkbox"/>	Item 2 of the Agenda
<input type="checkbox"/>	Item 3 of the Agenda
<input type="checkbox"/>	Item 4 of the Agenda
<input type="checkbox"/>	Item 5 of the Agenda
<input type="checkbox"/>	Item 6 of the Agenda
<input type="checkbox"/>	Item 7 of the Agenda
<input type="checkbox"/>	Item 8 of the Agenda

Date: _____, 2015

Signature:

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PROXY FORM

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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 _____
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_____ shares of NATIXIS AM Funds – Seeyond Global Minvariance , class _____
_____ shares of NATIXIS AM Funds – Seeyond Equity Volatility 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 Annual General Meeting to be held at the office of CACEIS Bank Luxembourg, 5 Allée Scheffer, L-2520 Luxembourg, on **October 9, 2015 at 10.00 a.m** with the following agenda (the "Agenda"):

ANNUAL GENERAL MEETING AGENDA

1. Presentation and approval of the reports of the Board of Directors and of the Independent Auditor for the year ended on June 30, 2015.

The Meeting resolves to approve the reports of the Board of Directors and of the independent auditor for the year ended on June 30, 2015.

2. Approval of the Statement of Net Assets and of the Statement of changes in Net Assets for the year ended on June 30, 2015.

The Meeting resolves to approve the Statement of Net Assets and the Statements of changes in Net Assets for the year ended on June 30, 2015. The Meeting resolves to bring forward the net result of the year.

3. Ratification of payment of dividends of the SICAV's sub-funds

The Meeting resolves to ratify the payment of interim dividends to the shareholders on:

- October 7 2014,
- January 13 2015,

- April 21 2015

- July 7 2015

of the following sub funds:

- NATIXIS EURO CREDIT
- NATIXIS EURO SHORT TERM CREDIT
- NATIXIS EURO AGGREGATE
- NATIXIS GLOBAL RISK PARITY

The Meeting resolves to ratify the payment of annual dividends on July 7 2015 to the shareholders of the following sub funds:

- NATIXIS EURO VALUE EQUITY
- SEEYOND EUROPE MINVARIANCE
- SEEYOND GLOBAL MINVARIANCE

4. Discharge to be granted to the members of the Board of Directors (the “Directors”) and to the SICAV’s auditor for the fiscal year ended on June 30, 2015.

The Meeting resolves to give discharge to the members of the Board of Directors for the fiscal year ended on June 30, 2015.

5. Renewal of Natixis Asset Management represented by Pascal Voisin, Natixis Bank represented by Eric Théron and Natixis Life represented by Jean Marchès as Directors of the SICAV until the next Annual General Meeting to be held in 2016.

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The Meeting resolves to renew the mandate of KPMG Luxembourg as Independent Auditor of the SICAV until the next Annual General Meeting to be held in 2016.

7. Audit fees for the year ended June 30, 2015

The Meeting resolves to acknowledge the audit fees regarding the audit of the annual accounts for the year ended June 30, 2015.

8. Any other business which may be properly brought before the meeting.

The proxy authorizes to take part in the session of the Annual 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: _____, 2015

Signature: _____