

**TRIODOS SICAV II**  
**Société d'Investissement à Capital Variable**  
**Registered Office: 11-13 Boulevard de la Foire, L-1528 Luxembourg**  
**Companies' Register: Luxembourg Section B-115 771**

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**By registered mail**

Name + Address  
Shareholder

Luxembourg, 9 April 2021

Dear Madam, dear Sir,

**Convening notice for the Annual General Meeting of Shareholders**

In accordance with the Grand-Ducal law dated 25 November 2020 extending the measures of article 1 (1) of the law of 23 September 2020 until 30 June 2021, the Annual General Meeting of Shareholders (the "Meeting") of **Triodos SICAV II** (the "Company") will be held without physical presence. The shareholders of the Company are invited to participate digitally to the Meeting, which will be held on 28 April 2021 at 2.00 p.m. In order to vote, the shareholders need to return the attached proxy form.

The agenda is as follows:

1. To hear and acknowledge:
  - a) the management report of the Directors regarding the financial year 2020
  - b) the report of the auditor regarding the financial year 2020
  - c) the notice of passing of Ms. Molitor
2. To approve the statement of assets and liabilities and the statement of operations for the financial year 2020
3. To approve the allocation of the net results for the financial year 2020
4. To discharge the Directors with respect to the performance of their duties for the financial year 2020
5. a) To elect a Class P Director to serve for a period of four years ending on the date of the Meeting to be held in 2025, as Mr. Jeroen Smakman's mandate will expire on 28 April 2021.  
The Class P shareholder proposes two candidates for the (re-) election as Class P Director in order of preference (one candidate to be selected):
  1. Mr. Jeroen Smakman (for re-election)
  2. Mr. Georg Schürmann (subject to and effective as from the approval of the CSSF, if not received prior to the Meeting)b) To elect Ms. Jane Wilkinson as Independent and non-Class P Director to serve for a period of four years ending on the date of the Meeting to be held in 2025, to replace Ms. Corinne Molitor, who passed away in August 2020. The CSSF issued a non-objection letter dated 21 January 2021 in relation to Ms. Wilkinson's proposed appointment.
6. To re-elect the auditor, PricewaterhouseCoopers Luxembourg, to serve for the financial year 2021
7. To approve the remuneration of Directors for the financial year 2021

The documents related to the Meeting can be found on [www.triodos-im.com](http://www.triodos-im.com).

To participate digitally to the Meeting we kindly ask you to inform us prior to 22 April 2021 9.00 a.m. by email ([rbcis\\_lu\\_fund\\_dom\\_corpsec@rbc.com](mailto:rbcis_lu_fund_dom_corpsec@rbc.com)).

To vote we kindly ask you to send, prior to 26 April 2021 9.00 a.m., the attached proxy form, completed and duly signed, by email ([rbcis\\_lu\\_fund\\_dom\\_corpsec@rbc.com](mailto:rbcis_lu_fund_dom_corpsec@rbc.com)) or by fax (fax number +352 2460 3331) to TRIODOS SICAV II, c/o RBC Investor Services Bank S.A., for the attention to Fund Corporate Services – Domiciliary Services.

Shareholders are advised that resolutions will be passed by a simple majority vote of the shareholders present or represented. Abstaining votes will not be counted.

Shareholders are also informed that copies of the latest annual report are available at the Registered Office of the Company.

Yours faithfully,

**TRIODOS SICAV II**  
The Board of Directors

Annex: proxy form