

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

By registered mail

Name + Address
Shareholder

Luxembourg, April 7, 2020

Dear Sir or Madam,

Convening notice for the Annual General Meeting of Shareholders

In accordance with the Grand-Ducal Regulation of March 18, 2020 regarding the prevention of the spread of the COVID-19 virus, and the guidelines received by the authorities and the CSSF, 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 April 22, 2020, at 2:00 p.m.. The agenda is as follows:

1. To hear and acknowledge:
 - a) the management report of the Directors regarding the financial year 2019
 - b) the report of the auditor regarding the financial year 2019
2. To approve the statement of assets and liabilities and the statement of operations for the financial year 2019
3. To approve the allocation of the net results for the financial year 2019
4. To discharge the Directors with respect to the performance of their duties for the financial year 2019
5. 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 2024. The Class P shareholder proposes two candidates in order of preference:
 1. Mr. Dirk van Ommeren
 2. Mr. Georg Schürmann (subject to and effective as from the approval of the CSSF, if not received prior to the Meeting)
6. To re-elect the auditor, PricewaterhouseCoopers Luxembourg to serve for the financial year 2020
7. To approve the remuneration of Directors for the financial year 2020

The documents related to the Meeting can be found on www.triodos-im.com.

To vote we kindly ask you to send, prior to April 20, 2020, the attached proxy form, completed and duly signed, by email (rbcis_lu_fund_dom_corpsec@rbc.com) or by fax to TRIODOS SICAV II, c/o RBC Investor Services Bank S.A., for the attention of Fund Corporate Services – Domiciliary Services (fax number +352 2460 3331).

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