

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

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

**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 19 September 2019 at 11.00 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 2018 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 2018 were circulated on 30 April 2019. Should you require an additional copy of the statutory financial statements please contact [Neuberger.ta@bbh.com](mailto:Neuberger.ta@bbh.com)

**DATED 19 AUGUST 2019**

**BY ORDER OF THE BOARD**



---

**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 or faxed copy will be accepted and can be sent for the attention of [fscompliance@matheson.com](mailto:fscompliance@matheson.com) or Jessica Hartnell on fax number (+) 353 1 232 3333.
- 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.

**NEUBERGER BERMAN INVESTMENT FUNDS PLC**  
(the "Company")

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), Jim Murphy 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 19 September 2019 and at any adjournment of the meeting.

*The proxy is to vote as follows:*

<b>Voting instructions to Proxy</b> (choice to be marked with an "X")			
<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 2018 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 [fscompliance@matheson.com](mailto:fscompliance@matheson.com) or Jessica Hartnell on fax number (+) 353 1 232 3333.

- (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.

**LETTER OF REPRESENTATION**

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

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 Coughlan 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), Jim Murphy 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 19 September 2019, at the time set out in the notice dated [●] August 2019, 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 business on behalf of the Company.

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

\_\_\_\_\_  
Date