

MERRILL LYNCH INVESTMENT SOLUTIONS

Société d'Investissement à Capital Variable
49 Avenue J.F. Kennedy, L-1855 Luxembourg,
Grand Duchy of Luxembourg
R.C.S. Luxembourg B 133.445
(the « **Company** »)

CONVENING NOTICE TO THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY

18 July, 2019

Dear shareholders,

On 30th November, 2018, the Generali group (Generali), one of the world's leading insurance and asset management groups, acquired the management company of the Company, CM Investment Solutions Limited, from Bank of America N.A. (BAML), having received all required regulatory approvals for this change of shareholder. As part of this acquisition a re-branding of the Company has been agreed. Please note that the proposed renaming of the Company will have no impact on your investments.

The board of directors of the Company (the “**Board of Directors**”) therefore contemplates proceeding with amendments to the articles of incorporation of the Company (the “**Articles of Incorporation**”), as further detailed below.

In that context, for the purposes of implementing these amendments in the Articles of Incorporation, an extraordinary general meeting of the Company was convened before a notary in Luxembourg at the registered office of the Company on 8 July 2019, with the same agenda as below. The extraordinary general meeting could not validly deliberate on the items of the agenda, as the quorum required by article 450-3 of the law of 10 August 1915 on commercial companies, as amended (the “Law of 1915”) had not been reached.

Consequently, we hereby give you notice of the second call to the extraordinary general meeting, as reconvened, to be held before a notary in Luxembourg at the registered office of the Company at 49, Avenue J.F Kennedy L-1855 Luxembourg, Grand Duchy of Luxembourg, on 29 July 2019 at 12 noon (Luxembourg time), with the following agenda (the “Extraordinary General Meeting”):

AGENDA

Amendments of the Articles of Incorporation as follows:

1. Amendment to article 1 "Definitions" to amend the definition of "Company" to read "Company means Lumyna Funds."
2. Amendment to article 2 "Name" to foresee that the name of the Company shall be Lumyna Funds.

ORGANISATION OF THE MEETING

Voting: As the Extraordinary General Meeting is reconvened, in accordance with the provisions of Article 450-3 of the Law of 1915, shareholders are advised that no quorum will be required to hold the Extraordinary General Meeting but a majority of two-thirds of the votes validly cast will still be required to adopt a resolution on the matters of the above agenda.

Voting arrangements: If you do not expect to attend the Extraordinary General Meeting in person, please sign and date the enclosed proxy form and return it as soon as possible by fax to the following number: +352/464010413 and/or by mail to the registered office of the Company at the address indicated above.

In order to be valid for the Extraordinary General Meeting, proxy forms should be received by 26 July 2019 at 12 noon (Luxembourg time).

The quorum and the majority at the Extraordinary General Meeting will be determined according to the shares issued by the Company and outstanding at midnight (Luxembourg time) on 24 July 2019 being the fifth day prior to the Extraordinary General Meeting (the "**Record Date**"). The rights of a shareholder to attend and vote at the Extraordinary General Meeting are determined in accordance with the shares held by such shareholder at the Record Date.

Shareholders who already sent a proxy form for the previous extraordinary general meeting of shareholders of the Company held on 8 July 2019 do not need to send a new proxy form. The previous proxy form remains valid for the Extraordinary General Meeting on 29 July 2019 unless expressly revoked.

Document available for inspection: The revised draft of the Articles of Incorporation is available for inspection at the current registered office of the Company at the address indicated above.

Yours sincerely,

For the Board of Directors
Annex: Proxy Form

PROXY FORM

for use at the second call of the Extraordinary General Meeting of Shareholders to be held on 29 July 2019 at 12 noon (Luxembourg time)

The undersigned _____, holder of _____ shares of

Merrill Lynch Investment Solutions (the “Company”)

.....
.....
.....
.....

(Please enter the name of the sub-fund(s) in which you are invested and the number of shares you are holding in each sub-fund)

and duly entitled to vote on behalf of these shares, hereby authorises with power of substitution the Chairman of the extraordinary general meeting of shareholders of the Company, to represent the undersigned at the extraordinary general meeting of shareholders of the Company which will take place in the presence of a Luxembourg public notary in Luxembourg on 29 July 2019, at 12 noon (Luxembourg time), at 49, Avenue J.F. Kennedy L-1855, Luxembourg, Grand Duchy of Luxembourg with the following agenda:

AGENDA

Amendments of the Articles of Incorporation as follows:

1. Amendment to article 1 “Definitions” to amend the definition of “Company” to read “Company means Lumyna Funds.”.
2. Amendment to article 2 “Name” to foresee that the name of the Company shall be Lumyna Funds.

Please indicate your vote direction by checking the below boxes as appropriate. Failure to complete any or all the boxes will entitle your proxy to cast their votes at their discretion.

Items	Yes	No	Abstention
1			
2			

This proxy will remain in force and allow to validly represent the undersigned in the extraordinary general meeting of shareholders which will state on the above agenda if, for whatsoever reason, the extraordinary general meeting is to be continued, postponed or adjourned. The person authorised may vote on any items of the agenda and sign all necessary documents.

The undersigned declares that he/she will, if required, ratify the votes made by his/her representative.

This proxy shall be governed by and construed in accordance with the laws of Grand Duchy of Luxembourg. The parties irrevocably agree that any disputes arising out of or in connection with this proxy shall be submitted exclusively to the courts of the city of Luxembourg, Grand Duchy of Luxembourg.

Shareholder name

Date and place

Signature