

Threadneedle (Lux)

Société d'Investissement à Capital Variable
Registered Office: 31, Z.A. Bourmicht, L-8070 Bertrange
Grand Duchy of Luxembourg
R.C.S. LUXEMBOURG B50216
(the “**Company**”)

Bertrange, 07/08/2023

Dear Shareholder

We are writing to inform you of changes that the Board of Directors of the Company (the “**Board**”) proposes to make to the Company and its sub-funds (the “**Portfolios**”).

Renaming the Company

Columbia Threadneedle Investments has acquired BMO’s asset management business in EMEA (Europe, Middle East and Africa), resulting in the renaming of various funds and entities within the combined business to reflect a unified Columbia Threadneedle Investments brand. Consistent with these changes, the Board proposes to amend and restate the Company’s articles of incorporation (the “**Articles**”) to change the name of the Company from “Threadneedle (Lux)” to “**Columbia Threadneedle (Lux) I**” to reflect the Columbia Threadneedle Investments brand.

Renaming the Portfolios

In addition to renaming the Company, the Board proposes to change the names of the Portfolios, by replacing the pre-fix “Threadneedle (Lux)” with “**CT (Lux)**”, with effect from 20 November 2023, as described in Appendix 1. This will better align the Portfolio names with the Columbia Threadneedle Investments brand. The renaming of the Portfolios shall not affect in any way the way in which the Portfolios are managed or their respective investment objectives and policies.

Further changes to the Articles

The Board further proposes to add a new article 9 to allow greater flexibility for the Board to switch an investor into a more appropriate share class in the event that an investor does not meet the eligibility criteria, or no longer satisfies the eligibility criteria for a particular share class.

“In the event that a shareholder ceases to satisfy the eligibility requirements applicable to the classes of shares as described in the Prospectus (for example, if a shareholder holding shares reserved to institutional investors ceases to qualify as such or if a shareholder’s holding ceases to comply with the applicable minimum shareholding), the Corporation may, in its sole discretion and to the extent permitted by the Prospectus, switch such shares into the most appropriate share class of the same Portfolio. In this case, shareholders will receive prior written notification, at least 30 calendar days in advance. By subscribing in a share class with eligibility requirements, shareholders irrevocably instruct the Corporation at its discretion to switch on their behalf should they cease to be eligible to invest in such share class. All costs (including potential tax liability which might be applicable because of the country of citizenship, residence or domicile of the relevant shareholder) associated with such switch will be borne by the relevant shareholder.”

For such purposes, the shareholder shall be granted a grace period for remedying the situation causing the compulsory redemption as described in the Prospectus, and/or it shall

be proposed to convert the shares held by any shareholder who fails to satisfy the eligibility requirements for such class of shares into shares of another class available for such shareholder to the extent that the eligibility requirements would then be satisfied.”

In light of AML/CFT requirements, the Board further proposes to delete the second last paragraph of article 6 of the Articles as all investors need to be properly identified (this includes knowing investors' actual addresses). Consequently, the Board proposes that Article 6 of the Articles should be amended and read as follows:

“Article 6. Form of Shares

[...]

The Corporation shall consider the person in whose name the Shares are registered in the Register, as owner of the Shares.

Each registered shareholder must provide the Corporation with an address. All notices and announcements from the Corporation to shareholders may be sent to such address which will also be entered in the Register.

~~*In the event that a shareholder does not provide such an address, the Corporation may permit a notice to this effect to be entered in the Register and his or her address will be deemed to be at the registered office of the Corporation or such other address as may be so entered by the Corporation from time to time, until another address shall be provided to the Corporation.*~~

The shareholder may, at any time, change his or her address as entered in the Register by means of a written notification to the Corporation at its registered office, or at such other address as may be set by the Corporation from time to time.”

In light of the adoption of the Bill of Law N°8183 which introduces, among others, regulatory changes to the Law of 17 December 2010 relating to undertakings for collective investments (the “**2010 Law**”), the Board further proposes to add a new paragraph 4 to current article 23 of the Articles with respect to suspension of issuance, exchange and redemption of shares, as well as a new paragraph 3 to current article 26 of the Articles with respect to termination of the depositary. The referred articles should be amended to read as follows:

“Article 23. Form of Shares

[...]

In addition, the issue, exchange and redemption of Shares within a Portfolio shall be forbidden:

- for the whole period during which the Corporation does not have a depositary;*
- in cases where the Corporation declares bankruptcy, applies for a scheme of composition with creditors (bénéfice de concordat), suspension of payments (sursis de paiement) or controlled management (gestion contrôlée), or upon occurrence of any such event affecting the Depositary.*

[...]”

“Article 26. Depositary

[...]

In cases where the appointment of the Depositary has been terminated but a new depositary has not been appointed at the expiry of the notice period for termination set out in the agreement with the Depositary, the Depositary shall take all the measures necessary for the proper preservation of the interests of the shareholders and shall keep open or, if required, shall open all accounts necessary for the safekeeping of the Corporation’s assets until the completion of the liquidation process of the Corporation and its withdrawal from the list provided for in Article 130(1) of the 2010 Law.”

Action to be taken

The Board invites you to an extraordinary general meeting of shareholders of the Company to be held on 31 August 2023, so that you can vote on the changes to the Articles described above. The convening notice to this meeting is attached to this letter.

A draft of the restated Articles showing the relevant changes is available to shareholders free of charge at the Company’s registered office.

The Board strongly encourages you to vote at the EGM.

Yours sincerely,

Threadneedle (Lux) – The Board of Directors

Appendix 1: Change of Portfolio names

Current name of Portfolio	New Name
<i>The Bond Portfolios</i>	
Threadneedle (Lux) – Global Corporate Bond	CT (Lux) Global Corporate Bond
Threadneedle (Lux) – European Corporate Bond	CT (Lux) European Corporate Bond
Threadneedle (Lux) – European High Yield Bond	CT (Lux) European High Yield Bond
Threadneedle (Lux) – European Short-Term High Yield Bond	CT (Lux) European Short-Term High Yield Bond
Threadneedle (Lux) – European Social Bond	CT (Lux) European Social Bond
Threadneedle (Lux) – European Strategic Bond	CT (Lux) European Strategic Bond
Threadneedle (Lux) – Emerging Market Corporate Bonds	CT (Lux) Emerging Market Corporate Bonds
Threadneedle (Lux) – Emerging Market Debt	CT (Lux) Emerging Market Debt
Threadneedle (Lux) – Global Emerging Market Short-Term Bonds	CT (Lux) Global Emerging Market Short-Term Bonds
Threadneedle (Lux) – US High Yield Bond	CT (Lux) US High Yield Bond
Threadneedle (Lux) – Flexible Asian Bond	CT (Lux) Flexible Asian Bond
<i>The Equity Portfolios</i>	
Threadneedle (Lux) – Emerging Market ESG Equities	CT (Lux) Emerging Market ESG Equities
Threadneedle (Lux) – Global Focus	CT (Lux) Global Focus
Threadneedle (Lux) – Global Emerging Market Equities	CT (Lux) Global Emerging Market Equities
Threadneedle (Lux) – Global Equity Income	CT (Lux) Global Equity Income
Threadneedle (Lux) – Global Select	CT (Lux) Global Select
Threadneedle (Lux) – Global Smaller Companies	CT (Lux) Global Smaller Companies
Threadneedle (Lux) – American	CT (Lux) American
Threadneedle (Lux) – American Select	CT (Lux) American Select
Threadneedle (Lux) – American Smaller Companies	CT (Lux) American Smaller Companies
Threadneedle (Lux) – Asia Contrarian Equity	CT (Lux) Asia Contrarian Equity
Threadneedle (Lux) – Asia Equities	CT (Lux) Asia Equities
Threadneedle (Lux) – US Contrarian Core Equities	CT (Lux) US Contrarian Core Equities
Threadneedle (Lux) – US Disciplined Core Equities	CT (Lux) US Disciplined Core Equities

Threadneedle (Lux) – Pan European ESG Equities	CT (Lux) Pan European ESG Equities
Threadneedle (Lux) – Pan European Equity Dividend	CT (Lux) Pan European Equity Dividend
Threadneedle (Lux) – Pan European Small Cap Opportunities	CT (Lux) Pan European Small Cap Opportunities
Threadneedle (Lux) – Pan European Smaller Companies	CT (Lux) Pan European Smaller Companies
Threadneedle (Lux) – European Select	CT (Lux) European Select
Threadneedle (Lux) – European Smaller Companies	CT (Lux) European Smaller Companies
Threadneedle (Lux) – Asian Equity Income	CT (Lux) Asian Equity Income
Threadneedle (Lux) – Global Technology	CT (Lux) Global Technology
Threadneedle (Lux) – UK Equities	CT (Lux) UK Equities
Threadneedle (Lux) – UK Equity Income	CT (Lux) UK Equity Income
<i>The Asset Allocation Portfolios</i>	
Threadneedle (Lux) – Euro Dynamic Real Return	CT (Lux) Euro Dynamic Real Return
Threadneedle (Lux) – Global Dynamic Real Return	CT (Lux) Global Dynamic Real Return
Threadneedle (Lux) – Global Multi Asset Income	CT (Lux) Global Multi Asset Income
<i>The Absolute Return Portfolios</i>	
Threadneedle (Lux) – American Absolute Alpha	CT (Lux) American Absolute Alpha
Threadneedle (Lux) – Credit Opportunities	CT (Lux) Credit Opportunities
Threadneedle (Lux) – Global Investment Grade Credit Opportunities	CT (Lux) Global Investment Grade Credit Opportunities
Threadneedle (Lux) – Pan European Absolute Alpha	CT (Lux) Pan European Absolute Alpha
<i>The Extended Alpha Portfolios</i>	
Threadneedle (Lux) – American Extended Alpha	CT (Lux) American Extended Alpha
Threadneedle (Lux) – Global Extended Alpha	CT (Lux) Global Extended Alpha
<i>The Specialist Portfolio</i>	
Threadneedle (Lux) – Enhanced Commodities	CT (Lux) Enhanced Commodities

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT ABOUT THE ACTION TO BE TAKEN PLEASE CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT, RELATIONSHIP MANAGER OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

Unless otherwise stated herein, words and phrases used herein bear the same meaning as in the prospectus of the Company.

THREADNEEDLE (LUX)
Société d'Investissement à Capital Variable
Registered Office: 31, Z.A. Bourmicht, L-8070 Bertrange
Grand Duchy of Luxembourg
R.C.S. LUXEMBOURG B-50.216
(the "Company")

EXTRAORDINARY GENERAL MEETING

Notice is hereby given to the shareholders of the Company that an EXTRAORDINARY GENERAL MEETING (the "EGM") of the shareholders of the Company will be held at 31 Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg on 31 August 2023 at 2:00pm, with the following agenda:

AGENDA

1. Changing the corporate name of the Company from "Threadneedle (Lux)" to "Columbia Threadneedle (Lux) I", effective as of 20 November 2023
2. Amending article 1 of the articles of association of the Company, in order to reflect the above-mentioned change of corporate name, effective as of 20 November 2023
3. Inserting a new article 9 in the articles of association of the Company, allowing the board of directors of the Company to switch an investor into a more appropriate share class under certain conditions, and renumbering of the following articles as a result thereof, effective as of 20 November 2023
4. Deleting the second last paragraph of article 6 of the Articles, effective as of 20 November 2023
5. Adding a new paragraph 4 to current article 23 of the articles of association of the Company with respect to suspension of issuance, exchange and redemption of shares, as well as a new paragraph 3 to current article 26 of the articles of association of the Company with respect to termination of the depositary in light of certain regulatory changes introduced to the law of 17 December 2010 on undertakings for collective investment, effective as of 20 November 2023
6. Miscellaneous

A copy of the draft restated Articles is available for inspection free of charge at the registered office of the Company.

Subject to the passing of the resolution at the convening meeting, the effective date of the changes will be 20 November 2023.

Specific Rules of voting at the EGM

Shareholders are advised that a quorum of no less than 50% of the outstanding shares of the Company is required, and that the resolutions will be passed by a majority in favour of at least two-thirds of the votes cast.

If the EGM is not able to deliberate and vote on the above-mentioned proposal for lack of quorum, a second meeting will be convened on 27 September 2023 to deliberate and vote on the same agenda in accordance with the law of 10 August 1915 on commercial companies, as amended. No quorum will be required at the second meeting and resolutions on the agenda will be taken at the same majority requirements as set out above by the shareholders present or represented by proxy at the meeting.

Forms of proxy received for the EGM to be held on 31 August 2023 will remain valid and will be used to vote at the reconvened meeting, if any, having the same agenda unless expressly revoked.

The quorum at the EGM will be determined according to the shares issued and outstanding at midnight (Luxembourg time) on the fifth day prior to the EGM (i.e. 26 August 2023 (the "**Record Date**"). The rights of a shareholder to participate at the EGM and to exercise a voting right attaching to his/her/its shares are determined in accordance with the shares held by this shareholder at the Record Date. Each share is entitled to one vote.

For shareholders who are holding shares in the Company through a financial intermediary or clearing agent, e. g. the bank where they safekeep their shareholding, it should be noted that the proxy form must be returned to the financial intermediary or clearing agent, e.g., the bank where they safekeep their shareholding, in good time for onward transmission to the Company.

Shareholders may be represented by a duly appointed agent and attorney-in-fact of their choice. Shareholders who cannot attend the meeting in person are thus invited to send a proxy duly filled in and executed to the registered office of the Company.

Please complete and sign the enclosed proxy form and return it either via mail to Citibank Europe plc, Luxembourg Branch, 31, Z.A. Bourmicht, L-8070 Bertrange, Grand-Duchy of Luxembourg, by fax for the attention of Elisabet Martínez at fax number +352 45 14 14 439 or email to fcslux@citi.com prior to 24 August, at 5.00pm CEST should you wish to be so represented.

Yours sincerely,

Threadneedle (Lux) – The Board of Directors

Threadneedle (Lux)
Société d'Investissement à Capital Variable
Registered Office: 31, Z.A. Bourmicht, L-8070 Bertrange
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R.C.S LUXEMBOURG B50216
(the "Company")

Proxy Form

Please return the completed proxy form by mail to the Company's Administrator, Citibank Europe plc, Luxembourg Branch at 31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg, by fax to (352) 45 14 14 439 for the attention of Elisabet Martínez or by email to fcslux@citi.com prior to 24 August at 5.00 p.m. CEST.

Investor Account Number: _____

The Undersigned, (company name / name of shareholder(s)):

represented by (Mrs/Ms/Mr): _____

Number of shares: _____

Hereby appoint (name of proxy): _____

Or failing whom, the chairman of the meeting to be my/our proxy to vote on my/our behalf at the Extraordinary General Meeting of Shareholders of THREADNEEDLE (LUX) (the "**Extraordinary General Meeting**") to be held on 31 August 2023 at 2.00 p.m. CEST at the registered office of the Company, and at any adjourned or reconvened meeting which shall consider the following agenda; there to consider and, in the name and on behalf of the undersigned, to vote on any and all matters relative to the agenda hereunder mentioned:

AGENDA

	<i>For</i>	<i>Against</i>	<i>Abstain</i>
1. Changing the corporate name of the Company from "Threadneedle (Lux)" to "Columbia Threadneedle (Lux) I", effective as of 20 November 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Amending article 1 of the articles of association of the Company, in order to reflect the above-mentioned change of corporate name, effective as of 20 November 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

3. Inserting a new article 9 in the articles of association of the Company, allowing the board of directors of the Company to switch an investor into a more appropriate share class under certain conditions, and renumbering of the following articles as a result thereof, effective as of 20 November 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Deleting the second last paragraph of article 6 of the Articles, effective as of 20 November 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Adding a new paragraph 4 to the newly renumbered article 24 of the articles of association of the Company with respect to suspension of issuance, exchange and redemption of shares, as well as a new paragraph 3 to the newly renumbered article 27 of the articles of association of the Company with respect to termination of the depositary in light of certain regulatory changes introduced to the law of 17 December 2010 on undertakings for collective investment, effective as of 20 November 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Miscellaneous	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

We would kindly refer you to the detailed changes set out in the attached shareholder notice. A draft of the restated articles showing the relevant changes is available to shareholders free of charge at the Company's registered office.

Resolutions will be passed by two thirds majority of the votes cast

Made in _____, on _____, 2023

(Signature)

NB. Please fill in the boxes to state your choices. If the boxes are left blank, the proxy will not be considered as valid. The Proxy form, to be valid, must reach Citibank Europe plc, Luxembourg Branch, attn. Ms Elisabet Martínez at fax number +352 45 14 14 439 or by email to fclux@citi.com prior to 24 August, at 5.00 p.m. CEST