Henderson
GLOBAL INVESTORS

（中譯文僅供參考，如與英文原文有任何歧異，應以英文為準。）

（節譯文）

亨德森遠見基金（SICAV）（本公司）

可變資本投資公司

年度股東常會會議通知

謹通知亨德森遠見基金股東，亨德森基金之年度常會將在 2016 年 10 月 13 日星期四上午 11 點（盧森堡時間），於註冊營業地（盧森堡 2 Rue de Bitbourg L-1273）舉行，以討論並表決下列議案：

議程

1. 同意董事及獨立稽核就截至 2016 年 6 月 30 日為止之年度會計出具之報告。
2. 同意截至 2016 年 6 月 30 日經查核之年度會計。
3. 淨收益分派。
4. 董事提議之股利分派（若有）。
5. 解除董事執行委任職務時產生之責任。
6. 改選 Iain Clark、Les Aitkenhead、Tony Sugrue、Jean-Claude Wolter、Jeremy Vickerstaff, Steven de Vries 以及 James Bowers 為董事會成員。
7. 同意選任 Kevin Adams 以及 Joanna Dentskevich 為董事會成員。
8. 同意獨立董事 Iain Clark（董事長）、Les Aitkenhead、Tony Sugrue、Jean-Claude Wolter 以及 Joanna Dentskevich（董事們）之報酬。
9. 重新選任 PricewaterhouseCoopers, Société coopérative 為本公司之法定會計師。
10. 其他事項。

董事會

備註：

所有股東有權出席或委託出席上開會議。股東有權指定一個或一個以上之受託人代表其出席並表決。委託書持有人不須為股東。以RBC Investor Services Trust Singapore Limited為名義持有人之投資人，委託書應於2016年10月4日前提交予RBC Investor Services Trust Singapore Limited，地址為CSR Team, 77 Robinson Road #18-00, Robinson 77, Singapore 068896。

股東得自亨德森基金註冊營業地、代表人及經銷商辦公室以及www.henderson.com取得本公司經查核之年度報告及帳目。

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（節譯文）

亨德森遠見基金（「本公司」）　　委託書表格

以 RBC Investor Services Trust Singapore Limited 為名義持有人之投資人，請將本委託書於 2016 年 10 月 4 日前回傳給 RBC Investor Services Trust Singapore Limited，地址為 CSR Team, 77 Robinson Road #18-00, Robinson 77, Singapore 068896。

本人/我們，即下述簽署人

_____ 位於 _____

（姓名）　　（住址/公司地址）

_____　　_____

持有人　　股份

_____

子基金

茲委託_____*/或會議主席，於 **2016 年 10 月 13 日星期四上午 11 點（盧森堡時間）**召開之本公司年度常會中，代理本人/我們，並為本人/我們投票，並於會議延期而需討論年度常會通知所載議程之時，對該議程所及之任何或所有相關議案進行考量，及以簽署人名義並代簽署人投票。

* 若您有意委託主席以外之第三人，請完成本部分。若您希望選擇委託主席，則毋須填寫本表格。請勿填入您的姓名。

年度常會

議程

		同意	反對
1.	同意董事及獨立稽核就截至 2016 年 6 月 30 日為止之年度會計出具之報告	☐	☐
2.	同意截至 2016 年 6 月 30 日經查核之年度會計	☐	☐
3.	淨收益分派	☐	☐
4.	董事提議之股利分派（若有）	☐	☐
5.	解除董事執行委任職務時產生之責任	☐	☐

6. 改選董事會		
(a) 改選 Iain Clark（為獨立董事）	☐	☐
(b) 改選 Les Aitkenhead（為獨立董事）	☐	☐
(c) 改選 Tony Sugrue（為獨立董事）	☐	☐
(d) 改選 Jean-Claude Wolter（為獨立董事）	☐	☐
(e) 改選 Jeremy Vickerstaff	☐	☐
(f) 改選 Steven de Vries	☐	☐
(g) 改選 James Bowers	☐	☐
7. 同意選任 Kevin Adams 為董事會成員	☐	☐
8. 同意選任 Joanna Dentskevich 為董事會成員	☐	☐
9. 同意獨立董事之報酬：		
(a) 同意 Iain Clark（董事長）每年總報酬為 38,500 歐元	☐	☐
(b) 同意 Les Aitkenhead 每年總報酬為 33,500 歐元	☐	☐
(c) 同意 Tony Sugrue 每年總報酬為 33,500 歐元	☐	☐
(d) 同意 Jean-Claude Wolter 每年總報酬為 33,500 歐元	☐	☐
(e) 同意 Joanna Dentskevich 每年總報酬為 33,500 歐元	☐	☐
10. 同意重新選任 PricewaterhouseCoopers Société Cooperative 為本公司之法定會計師	☐	☐
11. 其他	☐	☐

備註：

簽署人知悉本會議通過有效決議並無出席法定人數限制。出席或代表出席股東之簡單多數決即得通過決議。
若無特定之投票指示，任何經簽署之年度常會委託書應就董事會提案投以贊成票。

經本人/多人於 2016 年____月____日簽署

簽署_____

Henderson
GLOBAL INVESTORS

HENDERSON HORIZON FUND (SICAV) (the "Company")

Société d'investissement à capital variable

NOTICE OF MEETING OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE is hereby given to the shareholders of Henderson Horizon Fund that the ANNUAL GENERAL MEETING of Henderson Horizon Fund will be held at its registered office at 2 Rue de Bitbourg L-1273 Luxembourg at 11 am (Luxembourg time) on Thursday 13th October 2016 for the purpose of considering and voting upon the following matters:

AGENDA

1. Approval of the Reports of the Directors and of the Independent Auditor on the annual accounts for the period ended 30th June 2016.
2. Approval of the audited annual accounts at 30th June 2016.
3. Allocation of net results.
4. Distribution of dividends (if any) as recommended by the Directors.
5. Discharge of liabilities to the Directors for the exercise of their mandate.
6. Re-election of Iain Clark, Les Aitkenhead, Tony Sugrue, Jean-Claude Wolter, Jeremy Vickerstaff, Steven de Vries and James Bowers to the Board of Directors.
7. Approval of the Election of Kevin Adams and Joanna Dentskevich to the Board of Directors.
8. Approval of the remuneration of the Independent Directors Iain Clark (as Chairman of the Board), Les Aitkenhead, Tony Sugrue, Jean-Claude Wolter and Joanna Dentskevich (as Directors).
9. Re-Election of PricewaterhouseCoopers, Société coopérative as the Statutory Auditor of the Company.
10. Miscellaneous.

The Board of Directors

Notes:

All shareholders are entitled to attend or be represented at the above Meeting. A shareholder is entitled to appoint one or more proxies to attend and vote in his place. A proxy holder is not required to be a shareholder. For investors using RBC Investor Services Trust Singapore Limited as nominee, Forms of Proxy must be lodged at RBC Investor Services Trust Singapore Limited, Attention: CSR Team, 77 Robinson Road #18-00, Robinson 77, Singapore 068896 not later than October 4th 2016.

The audited Annual Report and Accounts of the Company may be obtained from the registered office of Henderson Horizon Fund, at the offices of the representatives and distributors and electronically at www.henderson.com.

Henderson
GLOBAL INVESTORS

Henderson Horizon Fund (the "Company") **Form of Proxy**

For investors using RBC Investor Services Trust Singapore Limited as nominee, please return this Form of Proxy to RBC Investor Services Trust Singapore Limited, Attention: CSR Team, 77 Robinson Road #18-00, Robinson 77, Singapore 068896 not later than October 4th 2016.

I/We, the undersigned

_____ of _____

(Name) (Residing at / registered office at)

_____ _____

Being the holder(s) of shares

_____

of the sub –fund (s)

hereby appoint _____*/ or the Chairman of the Meeting to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held **on Thursday 13th October 2016 at 11 am (Luxembourg time)** and at any adjournment thereof which shall consider the Agenda as shown in the Notice of Annual General Meeting, 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.

* Please complete this space only if you wish to appoint a third party proxy other than the Chairman. Please leave this box blank if you want to select the Chairman. Do not insert your own name(s).

Annual General Meeting

Agenda

		FOR	AGAINST
1.	Approval of the Reports of the Directors and of the Independent Auditor on the annual accounts for the period ended 30th June 2016.	☐	☐
2.	Approval of the audited annual accounts for the year ended 30th June 2016.	☐	☐
3.	Allocation of net results.	☐	☐
4.	Distribution of dividends (if any) as recommended by the Directors.	☐	☐
5.	Discharge of liabilities to the Directors for the exercise of their mandate.	☐	☐
6.	Re-election of the Board of Directors:		
	a) Re-election of Iain Clark (as an Independent Director)	☐	☐
	b) Re-election of Les Aitkenhead (as an Independent Director)	☐	☐
	c) Re-election of Tony Sugrue (as an Independent Director)	☐	☐
	d) Re-election of Jean-Claude Wolter (as an Independent Director)	☐	☐
	e) Re-election of Jeremy Vickerstaff	☐	☐

	f) Re-election of Steven de Vries	☐	☐
	g) Re-election of James Bowers	☐	☐
7.	Approval of the election of Kevin Adams to the Board of Directors.	☐	☐
8.	Approval of the election of Joanna Dentskevich to the Board of Directors.	☐	☐
9.	Approval of the remuneration of the Independent Directors:		
	a) Approval of the remuneration of €38,500 gross per annum for Iain Clark (Chairman).	☐	☐
	b) Approval of the remuneration of €33,500 gross per annum for Les Aitkenhead.	☐	☐
	c) Approval of the remuneration of €33,500 gross per annum for Tony Sugrue.	☐	☐
	d) Approval of the remuneration of €33,500 gross per annum for Jean-Claude Wolter.	☐	☐
	e) Approval of the remuneration of €33.500 gross per annum for Joanna Dentskevich	☐	☐
10.	Re-election of PricewaterhouseCoopers Société Cooperative as the Statutory Auditor of the Company.	☐	☐
11.	Miscellaneous.	☐	☐

Notes:

The undersigned is aware that no quorum is needed for the Meeting to pass a valid resolution. Resolutions will be passed by a simple majority of the shareholders present or represented.
In case no specific voting instructions are given, any signed proxy for the AGM shall be voted in favour of the proposals made by the Board of Directors.

As witness my/our hand (s) this____day of _____2016.

Signature_____