



WELLINGTON MANAGEMENT FUNDS (LUXEMBOURG) III SICAV

*société d'investissement à capital variable*

33, avenue de la Liberté

L-1931 Luxembourg

R.C.S. Luxembourg B 240.609

(the "Company")

NOTICE OF ANNUAL GENERAL MEETING OF THE COMPANY

[Shareholder's name]

[Shareholder's address]

Dear Shareholder,

The board of directors (the "Board of Directors") of the Company hereby invites you to attend:

THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY

You have been convened to the annual general meeting of shareholders of the Company on 30 January 2024 at 11.30am (Luxembourg time), at 33, avenue de la Liberté, L-1931 Luxembourg (the "AGM" or the "Annual General Meeting") on first call to discuss the following agenda:

AGENDA

1. To approve the annual audited financial report of the Company for the accounting year ended 30 September 2023.
2. To discharge the current and former members of the Board of Directors of the Company for the execution of their duties during the accounting year ended 30 September 2023.
3. In addition, to discharge Mr. Alain Mandy for the execution of his duty during the period between 30 September 2023 and his resignation, effective on 22 December 2023.
4. To re-elect Mr. Michael McKenna as a member of the Board of Directors of the Company for a period ending at the general meeting of shareholders approving the annual accounts for the accounting year ending on 30 September 2024.
5. To re-elect Mr. James Barton as a member of the Board of Directors of the Company for a period ending at the general meeting of shareholders approving the annual accounts for the accounting year ending on 30 September 2024.
6. To acknowledge the cooptation by the Board of Directors of the Company on 23 August 2023 of Mr. Jonathan Paul Griffin as a member of the Board of Directors of the Company with effect from 1 January 2024 and to appoint him as a member of the Board of Directors of the Company for a period ending at the general meeting of the shareholders approving the annual accounts for the accounting year ending on 30 September 2024.
7. To re-elect PricewaterhouseCoopers, Société coopérative as auditors to the Company for a period ending at the general meeting of the shareholders approving the annual accounts for the accounting year ending on 30 September 2024.
8. To transact any other business which may properly be brought before the meeting.

VOTING QUORUM AND MAJORITY

Resolutions on the Agenda may be passed without a quorum, by a simple majority of the votes cast thereon at the Annual General Meeting.

VOTING ARRANGEMENTS

In order to vote at the Annual General Meeting, the holder of Shares (the “**Shareholder**”) may be present in person or represented by a duly appointed proxy.

Shareholders who cannot attend the Annual General Meeting in person are invited to send a duly completed and signed proxy form to the registered office of the Company or by fax to 00352 28 482 7099 or by email to WMFGFSTransferAgency@wellington.com to arrive no later than midnight CET on 24 January 2024.

A person appointed proxy need not be a Shareholder in the Company.

Only Shareholders on record at the close of business on 24 January 2024 are entitled to vote at the Annual General Meeting and at any adjournments thereof.

The Prospectus, the Key Investor Documents, the Articles of Incorporation as well as the Annual and Semi-annual reports may be obtained free of charge upon request from the Swiss Representative.

**Representative and paying agent in Switzerland:**

BNP PARIBAS, Paris, Zurich branch  
Selnaustrasse 16  
CH - 8002 Zurich

Zurich, 16 January 2024

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FORM OF PROXY

I/We \_\_\_\_\_, incorporated and existing under the laws of \_\_\_\_\_, having its registered office at \_\_\_\_\_ duly represented by \_\_\_\_\_, being a holder of \_\_\_\_\_ shares of the Company (the "Shareholder"), hereby give irrevocable proxy to the chairman (the "Chairman") of the following general meeting, or \_\_\_\_\_ to represent the undersigned at the annual general meeting of the Company (the "Annual General Meeting") on 30 January 2024 at 11.30am (Luxembourg time)

AGENDA

Please indicate with an 'X' in the space below how you wish your vote to be cast.

Resolutions

	For	Against	Abstain
1. To approve the annual audited financial report of the Company for the accounting year ended 30 September 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To discharge the current and former members of the Board of Directors of the Company for the execution of their duties during the accounting year ended 30 September 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. In addition, to discharge Mr. Alain Mandy for the execution of his duty during the period between 30 September 2023 and his resignation, effective on 22 December 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Mr. Michael McKenna as a member of the Board of Directors of the Company for a period ending at the general meeting of shareholders approving the annual accounts for the accounting year ending on 30 September 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Mr. James Barton as a member of the Board of Directors of the Company for a period ending at the general meeting of shareholders approving the annual accounts for the accounting year ending on 30 September 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

For Against Abstain

6. To acknowledge the cooptation by the Board of Directors of the Company on 23 August 2023 of Mr. Jonathan Paul Griffin as a member of the Board of Directors of the Company with effect from 1 January 2024 and to appoint him as a member of the Board of Directors of the Company for a period ending at the general meeting of the shareholders approving the annual accounts for the accounting year ending on 30 September 2024.
7. To re-elect PricewaterhouseCoopers, Société coopérative as auditors to the Company for a period ending at the general meeting of the shareholders approving the annual accounts for the accounting year ending on 30 September 2024.

The proxyholder is also authorised to vote on item 8 of the agenda in order to transact any other business which may properly be brought before the Annual General Meeting.

Should you not be able to attend the Annual General Meeting in person, please date and sign the proxy and return to the registered office of the Company or by fax to 00352 28 482 7099 or by email to [WMFGFSTransferAgency@wellington.com](mailto:WMFGFSTransferAgency@wellington.com) to arrive no later than midnight CET on 24 January 2024.

If you wish to appoint as your proxy some person other than the Chairman of the Annual General Meeting, insert in block capitals the full name of the person of your choice. The proxy may also vote in the Shareholder's best interests on any business or resolution considered at the meeting on item 8 of the agenda, other than the resolutions referred to above. The completion and return of the proxy form will not preclude Shareholders from attending and voting at the Annual General Meeting should they decide to do so.

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Place: \_\_\_\_\_