

NORDEA FUND OF FUNDS, SICAV, in liquidation
Société d'investissement à capital variable
562, rue de Neudorf, L-2220 Luxembourg
RCS Luxembourg: B 66248
(the "**Company**")

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

Luxembourg, 20 February 2020

Dear Shareholder,

We are writing to you as a shareholder of the Company.

You are convened to the extraordinary general meeting of shareholders of the Company (the "**Meeting**") which will be held at the notary, Maître Edouard Delosch's office at 27 Boulevard Marcel Cahen L-1311 Luxembourg, on **28 February 2020 at 11:00 am** (Luxembourg time), to deliberate and vote on the following agenda:

AGENDA

1. Hearing of the reports of the board of directors of the Company and of the approved statutory auditor of the Company (the "Auditor") and approval of the audited financial statements of the Company for the financial period ended 23 December 2019, date of the decision of the shareholders of the Company to put the Company into liquidation (the "Abbreviated Financial Year 2019");
2. Discharge to be granted to the directors of the Company for the performance of their duties during the Abbreviated Financial Year 2019;
3. Discharge to be granted to the Auditor for the performance of its duties during the Abbreviated Financial Year 2019;
4. Approval of the report of the liquidator of the Company, Nordea Investment Funds S.A., represented by Michael Maldener (the "Liquidator"), on the liquidation of the Company (the "Liquidator's Report");
5. Hearing and approval of the report of the Auditor on the liquidation of the Company (the "Report of the Réviseur d'entreprises agréé");
6. Approval of the distribution of the net liquidation proceeds;
7. Discharge to be granted to the Auditor for the performance of its duties during the liquidation of the Company;
8. Discharge to be granted to the Liquidator for the performance of his duties during the liquidation of the Company;
9. Closure of the liquidation of the Company;
10. Decision to keep the Company's documents and books for a period of five (5) years from the date of publication of the closing of the liquidation at the address of Nordea Investment Funds S.A, at 562, rue de Neudorf, L-2220 Luxembourg;
11. Delegation to be granted to the Liquidator to perform all necessary matters, inclusive of any administrative steps and subsequent communications in relation to the above as well as instructions in connection with the sums which cannot be distributed to the shareholders;
12. Miscellaneous.

Majority requirements

The resolutions will be passed if approved by a simple majority of the votes cast at the Meeting.

Shareholders may vote in person or by proxy. Each share is entitled to one vote.

Shareholders who are unable to attend the Meeting are kindly requested to return the enclosed proxy form duly signed by mail to Nordea Investment Funds S.A., 562, rue de Neudorf, L-2220 Luxembourg or by fax to the attention of Administrative Agency, fax number +352 2786 5010. To be valid proxies should be received before the 25 February 2020, 17:00 CET.

Please refer to the Prospectus for further details. The Prospectus, the Key Investor Information documents, the constitutional documents of the Company and the annual and semi-annual reports may be obtained free of charge from the Swiss Representative and Paying Agent, BNP Paribas Securities Services, Paris, succursale de Zurich, Selnaustrasse 16, CH-8002 Zürich.

BY ORDER OF THE LIQUIDATOR OF THE COMPANY

The Representative and Paying Agent in Switzerland:
BNP Paribas Securities Services, Paris, succursale de Zurich
Selnaustrasse 16
CH-8002 Zürich