

Nordea Institutional Investment Fund, SICAV-FIS

Société d'Investissement à Capital Variable

562, rue de Neudorf, L-2220 Luxembourg

R.C.S. Luxembourg B 143334

NOTICE OF MEETING

Notice is hereby given to the shareholders of Nordea Institutional Investment Fund, SICAV-FIS (the "**Company**") that the annual general meeting of shareholders shall be held at the registered office of the Company on **30 March 2017 at 11:00 CET** (the "**Meeting**"), with the following agenda:

1. Submission of the reports of the board of directors of the Company (the "**Board of Directors**" and each member individually a "**Director**") and of the report of the Company's approved statutory auditor for the fiscal year ended 31 December 2016 (the "**Auditor**");
2. Approval of the balance sheet and the profit and loss statement for the fiscal year ended 31 December 2016;
3. Allocation of net results;
4. Discharge to the Directors and the Auditor in respect of the carrying out of their duties during the financial year ended 31 December 2016;
5. Appointment of directors and the approved statutory auditor of the Company;
6. Miscellaneous.

The resolutions on the agenda require no quorum and will be taken at the majority of the shareholders present or represented at the Meeting and voting. Each share is entitled to one vote. Fractions of shares have no voting rights. The majority requirements for the Meeting shall be determined in accordance with the number of shares issued and outstanding at midnight 5 (five) days prior to the date of the Meeting.

In order to vote at the Meeting, shareholders may be present in person provided that proof of the shareholder's identity is given and that the shareholder has informed the Company, for organisational reasons, in writing of his intention to attend the Meeting **by 23 March 2017, 17:00 CET** at the latest (by mail to Nordea Bank S.A., Administrative Agency, 562, rue de Neudorf, L-2220 Luxembourg or by fax to the attention of Administrative Agency, fax number +352 433 940). The Meeting will be held in English language.

Shareholders who cannot personally attend the Meeting may act by proxy. Proxy forms can be obtained from the registered office of the Company. Shareholders not attending the Meeting in person are invited to send a duly completed and signed proxy form to arrive no later than **23 March 2017, 17:00 CET** (by mail to Nordea Bank S.A., Administrative Agency, 562, rue de Neudorf, L-2220 Luxembourg or by fax to the attention of Administrative Agency, fax number +352 433 940).

By order of the Board of Directors

Luxembourg, 9 March 2017