

OSSIAM LUX

Société anonyme - Société d'investissement à capital variable

Registered office: 49 Avenue J.F. Kennedy

L-1855 Luxembourg

R.C.S. Luxembourg B160071

(the "Company")

FORM OF PROXY

for use at the Extraordinary General Meeting of shareholders of the sub-Fund Ossiam US Minimum Variance ESG NR (the "Meeting")

I.....
(see Note 2) being a shareholder in the Company hereby appoint

Name: _____

Address: _____

failing whom or failing such appointment, the Chairman of the Meeting, to act as my proxy to vote on my behalf at the Meeting to be held at the registered office of the Company on April 17, 2020 at 2.00 p.m (CET) and at any Meeting adjourned or reconvened for the same purpose, with the same agenda and in my name and on my behalf to act and vote on the matters set out in the agenda, to the extent I am still shareholder at the time of the adjourned or reconvened Meeting, as aforementioned.

Please indicate with an "X" in the space below how you wish your vote to be cast in respect of the sole resolution. If no specific direction or conflicting direction as to voting is given, the proxy will vote or abstain from voting at his discretion.

Sole Resolution:	FOR	AGAINST	ABSTENTION
<i>To approve, on the basis of the common merger proposal and with an effective date on 24th April, 2020 (or at any other date as may be proposed by the Chairman at the meeting), the merger of the sub-fund OSSIAM LUX – Ossiam US Minimum Variance ESG NR into OSSIAM IRL ICAV – Ossiam US Minimum Variance ESG NR UCITS ETF, a sub-fund of OSSIAM IRL ICAV, incorporated in Ireland, having its registered office at 70, Sir John Rogerson’s Quay, Dublin 2, Ireland, Registration number C173953 and qualifying as an open-ended umbrella type Irish collective asset-management vehicle (“ICAV”) and established as an undertaking for collective investment in transferable securities pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulation, 2011 (S.I. No. 352 of 2011) as amended, as a consequence of which the sub-fund OSSIAM LUX - Ossiam US Minimum Variance ESG NR will cease to exist.</i>			

I hereby expressly acknowledge and accept all provisions and disclosures relating to the processing of personal data which are contained in the Notice to the Shareholders of OSSIAM LUX – Ossiam US Minimum Variance ESG NR dated April 1, 2020, and in particular represent and warrant to adequately

inform the other data subjects about the processing of their personal data and to obtain their consent where necessary for such processing in accordance with the Data Protection Legislation.

I hereby give and grant full power and authorisation to do and perform all and everything necessary or incidental to the exercise of the powers herein specified and I hereby ratify and confirm all that said proxy shall lawfully do or cause to be done by virtue hereof.

Date: _____ 2020

Name and address of shareholder

Signature of shareholder (see Note 3)

Notes:

1. To be valid the proxy form must be completed and sent to State Street Bank International GmbH, Luxembourg Branch, attention of Domiciliary Department, either by fax to +352 46.40.10-413 or by email to Luxembourg-Domiciliarygroup@statestreet.com or by mail to 49, Avenue J.F. Kennedy, L-1855 Luxembourg no later than April 15, 2020 at 5 p.m. (CET). We should be grateful if you would send the signed original proxy form by mail to:

State Street Bank International GmbH, Luxembourg Branch, attention of the Domiciliary Department, 49, Avenue J.F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg.

2. The Form of Proxy must:
 - i. in the case of an individual shareholder be signed by the shareholder or his attorney; and
 - ii. in the case of a corporate shareholder be given either under its common seal or signed on its behalf by an attorney or by a duly authorised officer of the corporate shareholder.
3. A proxy need not be a shareholder of the Company but must attend the Meeting in person to represent you.