

Notice of Extraordinary General Meeting

This Notice is important. It requires your immediate attention. If you have any doubt about the contents of this Notice, you should seek independent professional financial advice. Capitalised terms, unless otherwise specified herein, shall have the same meanings as defined in the Extract Prospectus and the Information for Hong Kong Investors of DWS Invest, SICAV (the "Company").

DWS Investment S.A. has taken all reasonable care to ensure that the facts stated in this Notice are true and accurate in all material respects and that there are no other material facts, the omission of which would make any statement herein misleading and accepts responsibility for the accuracy of the contents of this Notice accordingly.

Dear Shareholder,

We are writing to inform you that the Board of Directors of DWS Invest, SICAV (the "Company") has resolved to convene an extraordinary general meeting of Shareholders to be held on April 10, 2014, at 10.00 am to consider and vote upon the amendments to the Articles of Incorporation of the Company (the "Articles").

A convening notice of the extraordinary general meeting (the "Convening Notice"), together with a proxy form are attached for your information and action.

A summary of the key changes to the Articles which may affect the investment restrictions and dealing arrangements of the Company and DWS Invest Chinese Equities (the "Sub-Fund") and the reasons for the proposed changes is set out below.

Investment restriction related changes

1. Amend Article 9 (Investment Policies and Restrictions) to replace the reference of "*by another OECD Member State*" with "*a non-member state of the EU accepted by the Commission de Surveillance du Secteur Financier (the CSSF) and further disclosed in the Sales Prospectus*". This is to allow flexibility such that the Articles will not need to be further amended in the event that the countries which come within the exception to the principle of risk diversification changes in the future. Instead, a reference to the Hong Kong offering documents (comprising the Extract Prospectus, the Information for Hong Kong Investors and the Product Key Facts statements) (the "**Hong Kong Offering Documents**") will be made.

Dealing arrangement related changes

2. Amend Article 13.1 (Suspension of the Issue and Redemption of Shares and of Calculation of the Net Asset Value per Share) to include two additional circumstances justifying the temporary suspension of the issue and redemption of shares and calculation of the net asset value:

“(d) in the event that a sub-fund is feeder of another undertaking for collective investment (or a sub-fund thereof), if and so long the other undertaking for collective investment (or the relevant sub-fund thereof) has temporarily suspended the issue and redemption of its shares or the calculation of net asset value per share;

“(e) in the event of a merger between a sub-fund and another sub-fund or another undertaking for collective investment (or a sub-fund thereof), if a suspension is considered to be appropriate in order to protect the rights of the investors.”

The new clauses in the Articles seek to cover circumstances where the net asset value calculation is suspended as a result of a merger or whenever a sub-fund is a feeder of another UCITS or a sub-fund thereof and the net asset value calculation of the master UCITS is temporarily suspended. The new clauses are added in light of the incorporation of the master-feeder and merger provisions under the 2010 Act in the Articles.

3. Amend Article 16.3 (Merger) to read as follows:

“(a) In accordance with the definitions and conditions set out in the 2010 Act, any sub-fund may be merged, either as a merging sub-fund or as a receiving sub-fund, with another sub-fund of the Company, with a foreign or a Luxembourg UCITS or sub-fund of a foreign UCITS or Luxembourg UCITS. The Board of Directors of the Company is competent to decide on such mergers and on the effective date of such mergers.

“(b) The Board of Directors may decide to merge share classes within a sub-fund. Such a merger means that the investors in the share class to be cancelled receive shares of the receiving share class, the number of which is based on the ratio of the net asset values per share of the share classes involved at the time of the merger, with a provision for settlement of fractions if necessary.”

4. Amend Article 22 (Dissolution of the Company) under the new heading “DISSOLUTION / MERGER OF THE COMPANY” to include the following new clauses:

“22.5. The Company may, either as a merging UCITS or as a receiving UCITS, be subject to cross-border and domestic mergers in accordance with the definitions and conditions set out in the 2010 Act.

22.6. The Board of Directors of the Company is competent to decide on such a merger and on the effective date of such a merger in case the Company is the receiving UCITS.

22.7 In case the Company is the merging UCITS and thereby ceases to exist, the general meeting of shareholders, deciding by simple majority of the votes cast by shareholders present or represented at the meeting, is competent to

decide on such merger and on the effective date of such merger. The effective date of merger shall be recorded by notarial deed."

The amendments to Articles 16.3 and 22 seek to make reference directly to applicable legislation instead of setting out in detail the requirements under the applicable legislation in order to allow flexibility such that the Articles do not need to be further amended as and when the applicable legislation changes.

Article 22 is proposed to be amended such that the board of directors is competent to decide on mergers of sub-funds (instead of by way of a simple majority at the shareholders' meeting) and in the case of the cessation of the Company, the conditions for approval of such a resolution will be changed from a two-thirds majority (with an attendance quorum of 50% of the issued shares at the first extraordinary general meeting) to a simple majority of the shares present or represented (with no quorum requirement) at the shareholders' meeting.

A duly called extraordinary general meeting represents all of the shareholders. The items on the agenda for the extraordinary general meeting require an attendance quorum of 50% of the issued shares as well as a two-thirds majority of the shares present or represented.

In the event that the above-mentioned quorum is not reached at the extraordinary general meeting, a second extraordinary general meeting will be reconvened on May 26, 2014, at 10.00 am (Luxembourg time) at the same address in accordance with Luxembourg law in order to decide on the items set out in the agenda of the Convening Notice. On the occasion of this meeting, no attendance quorum is required and the resolutions are passed by a two-thirds majority of the shares present or represented. A notice will be issued to inform you of the results of the extraordinary general meeting. A copy of the amended Articles signed and stamped by the notary will be available for inspection from the office of the Hong Kong Representative free of charge.

Participation in the extraordinary general meeting of shareholders and voting rights are limited to those shareholders who have submitted to the Company, by 5 pm April 4, 2014 (Luxembourg time), at the latest, the depositary's receipt of a credit institution indicating that the shares are blocked until the end of the extraordinary general meeting. Shareholders may appoint proxies to act on their behalf. Please find enclosed the form of proxy which shall remain valid at any subsequent or adjourned general meeting for the same purpose with the same agenda as set out in the Convening Notice. For Hong Kong investors, completed proxy forms should be submitted to HSBC Institutional Trust Services (Asia) Limited (who is acting on behalf of the Hong Kong Representative, Deutsche Asset Management (Hong Kong) Limited), by facsimile at +852 2801 4928 (please quote "DWS trust number: 046-6000052") on or before 12 noon on April 1, 2014 (Hong Kong time).

A draft of the amended Articles (detailing the full text of amendments) will be available for inspection free of charge, upon request, from the registered office of the Company. For Hong Kong investors, a draft of the amended Articles will be available for inspection free of charge at the address of the Hong Kong Representative at 52/F International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong, during

normal business hours on any weekday (Saturdays, Sundays and public holidays excepted).

Subject to the passing of a resolution by the shareholders at the extraordinary general meeting, the Hong Kong Offering Documents will be updated to reflect the relevant changes to the Articles and will be available for inspection in due course at the office of the Hong Kong Representative referred to above.

Subject to shareholders' approval and the requisite regulatory consents and/or approvals having been obtained, the changes to the Articles mentioned herein will take effect on May 26, 2014.

Shareholders who do not accept the amendments mentioned herein may redeem their shares without any redemption charges.

The costs associated with the changes to the Articles are borne by the Company.

For Hong Kong investors, please contact the Hong Kong Representative (by telephone at +852 2203 8968 or by fax at +852 2203 7230) if you have any questions regarding the above.

DWS Investment S.A.
12 March 2014

DWS Invest, SICAV
société d'investissement à capital variable
2, Boulevard Konrad Adenauer, L-1115 Luxembourg
R.C.S. Luxembourg B 86.435

The shareholders of the SICAV DWS Invest are hereby invited to the

First Extraordinary General Meeting

taking place on April 10, 2014 at 10:00 AM CET at the registered office of the SICAV.

Agenda:

1. Amendments to the following articles of the articles of association of the SICAV:
 - Article 9 will be changed so that the countries which come within the exception to the principle of risk diversification are no longer stated in the articles of association. Instead, a reference to the sales prospectus will be included.
 - Article 13 will be complemented by two further circumstances justifying the temporary suspension of the issue and redemption of shares as well as the calculation of the net asset value.
These are:
 - Where a sub-fund of the DWS Invest is a feeder fund and its master fund suspends the issue, redemption or calculation of the net asset value.
 - In the event that a sub-fund is subject to a merger, if the suspension is considered to be appropriate to protect investors' rights.
 - Articles 16 and 22, which cover the rules on mergers of sub-funds as well as of the SICAV, are shortened in that they mostly refer directly to applicable legislation. Amongst others, it is clarified that the board of directors is competent to decide on mergers of sub-funds and in the case of the cessation of the SICAV, the conditions for approval of such a resolution are changed. A simple majority of shareholders present or represented will suffice.
2. Miscellaneous points.

Shareholders who submit the depositary's receipt of a credit institution by April 4, 2014 at the latest, indicating that the shares are held and blocked until the end of the extraordinary general meeting, are entitled to participate and exercise their voting right at the extraordinary general meeting. Shareholders may also choose to be represented by a proxy, who is authorised for such purpose in writing.

The items on the agenda of the extraordinary general meeting require a quorum of 50% of issued shares as well as a two-third majority of the shares present or represented. In case the above-mentioned quorum is not met at the extraordinary general meeting, a second extraordinary general meeting will be convened at the same address in accordance with Luxembourg law to vote on the above-mentioned items on the agenda. No quorum is

applicable for such meeting and resolutions are passed by a two-third majority of the shares present or represented. Subject to shareholders' approval and the requisite regulatory consents and/or approvals having been obtained, the changes to the articles of association of the SICAV will take effect on May 26, 2014.

Shareholders may request the draft of the updated articles of association at the registered office of the SICAV.

Luxembourg, March 2014
The Board of Directors

DWS Invest, SICAV
2, Boulevard Konrad Adenauer
L-1115 Luxembourg
R.C.S. Luxembourg B 86435
(the "Company")

FORM OF PROXY

I/we the undersigned,

(Corporate Name/First Name(s))

(Last Name)

(If there is more than one holder, the names of all joint holders should be attached in full)

herewith give irrevocable proxy for all my/our shares held in all sub-funds of the Company, to the chairman of the meeting * or ()* (* please delete as appropriate) with full power of substitution, to represent me/us at the Extraordinary General Meeting of the shareholders of the Company to be held in Luxembourg on April 10, 2014 at 10:00 a.m. and at any meeting to be held thereafter for the same purpose, with the same agenda and in my/our name and on my/our behalf to act and vote on the matters set out in the following agenda:

Agenda	For	Against	Abstain
1. Article 9 will be changed so that the countries which come within the exception to the principle of risk diversification are no longer stated in the articles of association. Instead, a reference to the sales prospectus will be included.			
2. Article 13 will be complemented by two further circumstances justifying the temporary suspension of the issue and redemption of shares as well as the calculation of the net asset value. These are: - Where a sub-fund of the DWS Invest is a feeder fund and its master fund suspends the issue, redemption or calculation of the net asset value. - In the event that a sub-fund is subject to a merger, if the suspension is considered to be appropriate to protect investors' rights.			
3. Articles 16 and 22, which cover the rules on mergers of sub-funds as well as of the SICAV, are shortened in that they mostly refer directly to applicable legislation. Amongst others, it is clarified that the board of directors is competent to decide on mergers of sub-funds and in the case of the cessation of the SICAV, the conditions for approval of such a resolution are changed. A simple majority of shareholders present or represented will suffice.			
4. Miscellaneous.			

(Please indicate with an "X" in the spaces hereabove how you wish your votes to be cast on the resolutions on the agenda of the relevant Meeting. Subject to any voting instructions so given, the representative will vote on any of the resolutions on the agenda of the Meeting and such other business as may properly come before the Meeting as the chairman of the relevant Meeting may think fit. If no instruction is given, it will be counted 'for' as a vote in favor.)

I/We 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/we hereby ratify and confirm all that said proxy shall lawfully do or cause to be done by virtue hereof.

(Place and Date)

(Signed)