

**GOLDMAN SACHS FUNDS**  
**Investment Company with Variable Capital**  
**Registered Office: 49, Avenue J. F. Kennedy L-1855, Luxembourg**  
**R.C.S. Luxembourg B. 41.751**

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**FORM OF PROXY**

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I/we the undersigned, herewith give irrevocable proxy for all my/our shares of

**Goldman Sachs Funds**

to the chairman of the meeting with full power of substitution, to represent me/us at the annual general meeting of shareholders (the “Meeting”) of Goldman Sachs Funds (the “Company”) to be held in Luxembourg at the registered office of the Company on 29 March 2019 at 3.00 p.m. (CET) 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**

1. Approval of the audited financial statements of the Company including the Investment Adviser’s Report and the Auditor’s Report of the Company for the fiscal year ended 30 November 2018.

**FOR**

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**AGAINST**

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**ABSTAIN**

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2. Allocation of the results for the fiscal year ended 30 November 2018.

**FOR**

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**AGAINST**

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**ABSTAIN**

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3. Discharge to be granted to the directors of the Company (the “Directors”) for the financial year ended 30 November 2018.

**FOR**

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**AGAINST**

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**ABSTAIN**

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4. Statutory elections:

4.1. Re-election of the following Directors until the next annual general meeting to be held in 2020:

- Mr. Glenn Thorpe

**FOR**

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**AGAINST**

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**ABSTAIN**

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- Mr. Frank Ennis

**FOR**

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**AGAINST**

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**ABSTAIN**

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- Mrs. Gráinne Alexander.

**FOR**

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**AGAINST**

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**ABSTAIN**

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- Mrs. Katherine (Kaysie) Uniacke.

**FOR**

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**AGAINST**

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**ABSTAIN**

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- Mr. Karl Wianecki

**FOR**

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**AGAINST**

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**ABSTAIN**

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4.2. Re-election of PriceWaterhouseCoopers, Société *Coopérative* as statutory auditor of the Company until the next annual general meeting to be held in 2020.

**FOR**

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**AGAINST**

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**ABSTAIN**

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5. Ratification of the external Directors' fees as disclosed in the audited financial statements of the Company.

**FOR**

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**AGAINST**

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**ABSTAIN**

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6. Any other business which may be properly brought before the Meeting.

I/we hereby give and grant, unto the said proxy, full power and authorization to do and perform all and everything necessary or incidental to the exercise of the powers herein specified as might have been done or performed by myself/us if I/we was/were personally present and I/we hereby ratify and confirm all that said proxy shall lawfully do or cause to be done by virtue hereof.

**Name:** \_\_\_\_\_

**Account number:** \_\_\_\_\_

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

**Date:** \_\_\_\_\_ **2019**