

T. ROWE PRICE FUNDS SICAV
Société d'Investissement à Capital Variable
Registered Office: 6c, route de Trèves,
L-2633 Senningerberg
Grand Duchy of Luxembourg
R.C.S. Luxembourg: B82218
(the “Company”)

**Notice of the Annual General Meeting of the shareholders of
the Company**

Luxembourg, 08 May 2025

IMPORTANT – This notice is important and requires your immediate attention. If you have any questions about the content of this notice, you should seek independent professional advice.

Dear Shareholder,

Notice is hereby given that the annual general meeting (the “**Meeting**”) of the Company, which will be held on **9 June 2025 at 3:00 pm CET** at the registered office of the Company.

The agenda of the Meeting will be as follows:

AGENDA:

1. Approval of the audited annual accounts (“**Audited Annual Accounts**”), including the report of the Board of Directors of the Company (the “**Report of the Board of Directors**”) and the report of PricewaterhouseCoopers, organised as a société coopérative under the laws of the Grand Duchy of Luxembourg with registered office at 2, rue Gerhard Mercator, L-2182 Luxembourg, Grand Duchy of Luxembourg, and registered with the Luxembourg Trade and Companies Register (*Registre de Commerce et des Sociétés*) under number B65477 (the “**Statutory Auditor**”), as the statutory auditor of the Company (the “**Report of the Statutory Auditor**”), for the financial year of the Company ended on 31 December 2024.
2. Discharge of the Statutory Auditor and each of the Directors of the Company for the performance of their duties carried out for the financial year ended on 31 December 2024.
3. Re-appointment of Mr Freddy Brausch, Ms Caron Ditchburn (Carter), Ms Helen Ford, Mr Scott Eric Keller, Ms Louise Ellen Lenel (McDonald), Mr Nicholas Trueman, Ms Tracey Mc Dermott Darlington and Ms Maria Elena Drew (Rigby) as Directors of the Company until the next annual general meeting of shareholders of the Company approving the Audited Annual Accounts for the financial year ending on 31 December 2025.
4. Re-appointment of the Statutory Auditor as statutory auditor of the Company until the next annual general meeting of the shareholders of the Company approving the Audited Annual Accounts for the financial year ending on 31 December 2025.
5. Allocation of the net results in compliance with the proposal(s) of the Board of Directors in the form of dividend payments and ratification of the dividends distributed during the financial year ended on 31 December 2024.

T. ROWE PRICE FUNDS SICAV
Société d'Investissement à Capital Variable
Registered Office: 6c, route de Trèves,
L-2633 Senningerberg
Grand Duchy of Luxembourg
R.C.S. Luxembourg: B82218
(the "Company")

6. Consideration of such other business as may be properly brought before the Meeting.

VOTING:

Resolutions on the abovementioned agenda will require no quorum and the resolutions will be passed by a simple majority of the shares present or represented at the Meeting.

VOTING ARRANGEMENTS:

Should you be unable to attend the Meeting in person and wish to be represented, you are entitled to appoint a proxy to vote on your behalf and in this regard, we have enclosed a proxy form for your attention. To be valid, the proxy form, which is enclosed for your convenience, must be completed, signed and sent to the attention of Company Secretarial by email to Luxembourg.company.secretarial@jpmorgan.com by **5:00 pm CET on 6 June 2025**. We would be grateful if you could send the signed original by mail to the following address:

J.P. Morgan SE – Luxembourg Branch
Attn: Company Secretarial
6H, Route de Trèves
L-2633 Senningerberg
Grand-Duchy of Luxembourg

Should you have any queries in relation to this matter, please do not hesitate to contact the Hong Kong Representative at 6/F, Chater House, 8 Connaught Road Central, Hong Kong (Tel: +852 2536 7800).

The Proxy will remain in force if the Meeting, for whatever reason, is postponed.

By order of the Board of Directors of the Company

普徠仕(盧森堡)系列
資本可變投資公司
(Société d'Investissement à Capital Variable)
註冊辦事處：
6c, route de Trèves, L-2633 Senningerberg
Grand Duchy of Luxembourg
R.C.S. Luxembourg: B82218
(「本公司」)

本公司
股東週年大會通告

重要提示 本通告乃重要文件，務須閣下即時垂注。如閣下對本通告的內容有任何疑問，應尋求獨立專業意見。

親愛的股東：

茲通告本公司的股東週年大會（「大會」）將於 **2025 年 6 月 9 日下午 3 時正**（歐洲中部時間）於本公司的註冊辦事處舉行。

大會議程如下：

議程：

1. 批准本公司截至 2024 年 12 月 31 日止財政年度的經審核年度賬目（「**經審核年度賬目**」），包括本公司董事會報告（「**董事會報告**」）及 PricewaterhouseCoopers（根據盧森堡大公國法律組建為 société coopérative，註冊辦事處位於 2, rue Gerhard Mercator, L-2182 Luxembourg, Grand Duchy of Luxembourg，並於盧森堡貿易及公司登記處(Registre de Commerce et des Sociétés) 以註冊編號 B65477 註冊）作為本公司的法定核數師（「**法定核數師**」）的報告（「**法定核數師報告**」）。
2. 解除本公司的法定核數師及各董事履行彼等就截至 2024 年 12 月 31 日止財政年度履行的職責之責任。
3. 再度委任 Freddy Brausch 先生、Caron Ditchburn (Carter)女士、Helen Ford 女士、Scott Eric Keller 先生、Louise Ellen Lenel (McDonald)女士、Nicholas Trueman 先生、Tracey Mc Dermott Darlington 女士及 Maria Elena Drew (Rigby) 女士為本公司的董事，直至本公司下一個股東週年大會批准截至 2025 年 12 月 31 日止財政年度的經審核年度賬目為止。
4. 再度委任法定核數師作為本公司的法定核數師，直至本公司下一個股東週年大會批准截至 2025 年 12 月 31 日止財政年度的經審核年度賬目為止。
5. 遵照董事會的建議以股息派付的方式分配淨業績及追認於截至 2024 年 12 月 31 日止財政年度內已分派的股息

普徠仕(盧森堡)系列
資本可變投資公司
(Société d'Investissement à Capital Variable)
註冊辦事處：
6c, route de Trèves, L-2633 Senningerberg
Grand Duchy of Luxembourg
R.C.S. Luxembourg: B82218
(「本公司」)

6. 考慮其他可能在大會上正式提呈審議的事務。

表決：

上述議程上的決議案將沒有法定人數規定，各決議案將由親身或由代表出席大會的過半數股份通過。

投票安排：

如閣下未能親自出席大會並希望由代表代為出席，閣下有權委派代表代閣下投票，就此，我們已隨附代表委任表格以便閣下垂注。就所隨附的代表委任表格，閣下務必填妥有關表格及作出簽署並於 **2025 年 6 月 6 日下午 5 時正（歐洲中部時間）**前將表格電郵至 Luxembourg.company.secretarial@jpmorgan.com（收件人：公司秘書），方為有效。謹請閣下將已簽署的正本郵寄至以下地址：

J.P. Morgan SE – Luxembourg Branch
收件人：公司秘書
6H, Route de Trèves
L-2633 Senningerberg
Grand-Duchy of Luxembourg

閣下如對上文有任何疑問，請隨時聯絡香港代表，地址為香港中環干諾道中 8 號遮打大廈 6 樓（電話：+852 2536 7800）。

如大會因任何理由而押後舉行，代表委任表格將仍然有效。

承本公司董事會命

2025 年 5 月 8 日，盧森堡