

**致 MORGAN STANLEY INVESTMENT FUNDS
股東之通知**

盧森堡，2024年4月16日

各位股東：

謹通知 台端，Morgan Stanley Investment Funds（「**本公司**」）即將召開股東年度大會（「**會議**」）。本次會議詳情已載於隨附的開會通知書中。本公司亦希望藉此機會提供本公司於 2023 年的概覽。

本公司概覽

本公司於 2023 年出現多項重要變動。此等變動包括：

- 截至2023年12月31日止12個月推出6檔子基金：

Morgan Stanley Investment Funds Floating Rate ABS Fund於2023年2月7日展開營運。

Morgan Stanley Investment Funds Global Credit Opportunities Fund於2023年2月28日展開營運。

Morgan Stanley Investment Funds Short Maturity Euro Corporate Bond Fund於2023年2月28日展開營運。

Morgan Stanley Investment Funds Tailwinds Fund於2023年11月21日展開營運。

Morgan Stanley Investment Funds Calvert Global Equity Fund於2023年11月28日展開營運。

Morgan Stanley Investment Funds Calvert Global High Yield Bond Fund於2023年11月28日展開營運。

- 截至2023年12月31日止12個月關閉3檔子基金：

Morgan Stanley Investment Funds Multi-Asset Risk Control Fund於2023年3月22日清算。

Morgan Stanley Investment Funds Global Multi-Asset Opportunities Fund於2023年9月18日清算。

Morgan Stanley Investment Funds China Equity Fund於2023年12月15日清算。

- 截至2023年12月31日止12個月，自本公司公開說明書（「**公開說明書**」）中移除未能在CSSF第12/540號通函規定的18個月推出期內推出之2檔子基金：

Morgan Stanley Investment Funds Frontier Markets Local Debt Fund於2023年1月18日自公開說明書中移除。

Morgan Stanley Investment Funds Calvert Sustainable Global Equity Engagement Fund於2023年11月8日自公開說明書中移除。

- 截至2023年12月31日止12個月變更下列子基金名稱：

Morgan Stanley Investment Funds Sustainable US High Yield Bond Fund於2023年8月31日更名為Morgan Stanley Investment Funds US High Yield Bond Fund。

Morgan Stanley Investment Funds US Dollar High Yield Bond Fund於2023年8月31日更名為Morgan Stanley Investment Funds US High Yield Middle Market Bond Fund。

Morgan Stanley Investment Funds International Equity (Ex US) Fund於2023年9月29日更名為Morgan Stanley Investment Funds International Resilience Fund。

Morgan Stanley Investment Funds Sustainable Global High Yield Bond Fund於2023年10月20日更名為Morgan Stanley Investment Funds Global High Yield Bond Fund。

- 截至2023年12月31日止12個月合併下列子基金：

Morgan Stanley Investment Funds Global High Yield Bond Fund於2023年10月20日併入Morgan Stanley Investment Funds Sustainable Global High Yield Bond Fund（後者並於同日更名為Morgan Stanley Investment Funds Global High Yield Bond Fund）。

摩根士丹利拉丁美洲股票基金於2023年10月27日併入摩根士丹利新興領先股票基金。

- 截至2023年12月31日止12個月推出182個股份類別。完整清單請參閱年報。截至2023年12月31日止12個月關閉33個股份類別（不包括被合併之股份類別）。完整清單請參閱年報。

本公司認為上述發展及措施將持續改善本公司的成本效益及管理。截至2023年12月底，本公司的資產約為667億美元。

年報

請注意，年報可於以下網址下載：

<http://www.morganstanleyinvestmentfunds.com>

若 台端要求本公司寄發報告副本，請致電以下號碼，與盧森堡及其他地區的客戶服務行政團隊聯絡。

Morgan Stanley Investment Management 客戶服務行政團隊 – 聯絡方式

一般事宜：cslux@morganstanley.com

英國／北歐國家：電話：(+352) 34 64 61 10

德國／奧地利／瑞士／列支敦斯登：電話：(+352) 34 64 61 20

法國／比荷盧：電話：(+352) 34 64 61 30

西班牙／葡萄牙／南美洲：電話：(+352) 34 64 61 40

義大利／希臘：電話：(+352) 34 64 61 50

亞洲：電話：(+65) 6834 6232 電郵：sgcsa@morganstanley.com

美國境外及美洲：電話：(+1) 800 231 2026
電郵：latamclientservice@morganstanley.com

董事會

Morgan Stanley

INVESTMENT MANAGEMENT

Morgan Stanley Investment Funds

Société anonyme - Société d'investissement à Capital Variable

Registered office: 6B, route de Trèves, L-2633 Senningerberg, Grand Duchy of Luxembourg

R.C.S. Luxembourg: B 29 192

謹啟

**致 MORGAN STANLEY INVESTMENT FUNDS
股東之通知**

盧森堡，2024 年 4 月 16 日

各位股東：

謹此邀請 台端出席 Morgan Stanley Investment Funds (「**本公司**」) 於 2024 年 5 月 14 日星期二歐洲中部時間上午 10 時 30 分於本公司註冊辦事處召開之股東年度大會 (「**會議**」)，會議議程如下：

1. 提呈截至 2023 年 12 月 31 日止會計年度的董事會報告及審計師報告。
2. 批准截至 2023 年 12 月 31 日止會計年度的經查核年度帳目及業績之分配。
3. 確認截至 2023 年 12 月 31 日止會計年度的經查核年度帳目詳述之分派。
4. 准予解除本公司董事於截至 2023 年 12 月 31 日止會計年度履行的職責。
5. 重新委任 Susanne van Dootingh、Diane Hosie、Zoë Parish、Carine Feipel 及 Arthur J. Lev 擔任本公司董事，任期至將審議截至 2024 年 12 月 31 日止會計年度的經查核年度帳目的下一次股東年度大會，或至其繼任者獲委任為止。
6. 確認及批准向本公司董事支付截至 2023 年 12 月 31 日止會計年度的薪酬¹。
7. 批准向本公司董事支付自 2024 年 1 月 1 日開始之會計年度的薪酬²。
8. 就截至 2022 年 12 月 31 日止會計年度的董事薪酬的文書錯誤向股東發出通知³。
9. 重新委任 Ernst & Young 作為本公司審計師，任期至將審議截至 2024 年 12 月 31 日止會計年度的經查核年度帳目的下一次股東年度大會為止。

董事會建議股東投票贊成所提議案。

經查核年度帳目、審計師報告及董事會報告將可於法定時限內在 www.morganstanleyinvestmentfunds.com 下載。任何或所有該等文件均可於向本公司的註冊辦事處作出書面請求後寄發予 台端。

股東出席會議的資格將參考本公司於 2024 年 5 月 10 日 (「**記錄日期**」) 的股東登記冊釐定。各股東參加會議及行使其股份所附帶的投票權的權利將參考該股東於記錄日期所持股份釐定。

¹本公司之非執行董事已按比例收取每年 80,000 歐元的薪酬。如本公司公開說明書所揭露，該等薪酬從固定行政管理費中支取。換言之，董事薪酬不會對本公司任何子基金的總開支比率造成任何影響。Zoë Parish 並未就其擔任董事一職自本公司收取任何酬金，蓋其屬摩根士丹利全職員工，薪酬由摩根士丹利支付。此外，獲任命之主席已按比例收取每年 10,000 歐元的額外薪酬，同樣從固定行政管理費中支取。

²本公司之非執行董事將按比例收取每年 80,000 歐元的薪酬。如本公司公開說明書所揭露，該等薪酬從固定行政管理費中支取。換言之，董事薪酬不會對本公司任何子基金的總開支比率造成任何影響。Zoë Parish 不會就其擔任董事一職自本公司收取任何酬金，蓋其屬摩根士丹利全職員工，薪酬由摩根士丹利支付。此外，獲任命之主席將按比例收取每年 10,000 歐元的額外薪酬，同樣從固定行政管理費中支取。

³本公司之非執行董事於截至 2022 年 12 月 31 日止會計年度收取的年度薪酬為 65,000 歐元，而非每年 80,000 歐元。增加的 15,000 歐元僅適用於截至 2023 年 12 月 31 日止之會計年度，而不適用於截至 2022 年 12 月 31 日止之會計年度。

會議議案之決議並無最低出席人數之限制，議案之可決，以代表過半數股份的股東投票同意即通過。

所有有權投票之股東均有權委派代理人代其出席會議及投票。代理人毋須為股東，但可為本公司董事。

台端可使用隨附於開會通知書之委託書並透過以下方式擲回，以便於會議上進行投票：(i) 於隨附之委託書上簽名並註明日期後，將該填妥之委託書於 2024 年 5 月 10 日歐洲中部時間下午 5 時前寄回（請註明：收件人：Maria Parasiliti，c/o J.P. Morgan SE, Luxembourg Branch, Company Secretarial Department, European Bank & Business Centre, 6C, route de Trèves, L-2633 Senningerberg, Grand-Duchy of Luxembourg），或 (ii) 以電郵寄至 Luxembourg.company.secretarial@jpmorgan.com。在合理可行情況下，於此截止時間之後但在會議之前收取的委託書將獲接納，但概不保證一定會獲接納。倘若所收到之委託書未指明帳戶號碼，則將不予以考慮。

董事會

謹啟

<稱謂> <名字> <姓氏>
 <地址行 1>
 <地址行 2>
 <地址行 3>
 <郵遞區號> <鎮/市>
 <國家>

委託書

本人/吾等，即以下簽署人 _____，為 Morgan Stanley Investment Funds (「公司」) 股東，謹就本人/吾等於公司登記冊或透過登記名義人持有之股份，特此委任 _____ 或會議主席為本人/吾等之代理人（此等委任不可撤回），以在本人於 2024 年 5 月 10 日仍為股東的情況下，全權代表本人/吾等於 2024 年 5 月 14 日歐洲中部時間上午 10 時 30 分於本公司註冊辦事處召開之股東年度大會及其任何延會或續會（「會議」），就以下議程進行審議，及以本人/吾等的名義代表本人/吾等就下列議程中的事宜投票⁴：

	贊成	反對	棄權
1. 提呈截至2023年12月31日止會計年度的董事會報告及審計師報告。		毋須投票	
2. 批准截至2023年12月31日止會計年度的經查核年度帳目及業績之分配。	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. 確認截至2023年12月31日止會計年度的經查核年度帳目詳述之分派。	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. 准予解除公司董事於截至2023年12月31日止會計年度履行的職責。	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. 重新委任 Susanne van Dootingh、Diane Hosie、Zoë Parish、Carine Feipel 及 Arthur J. Lev 擔任公司董事，任期至將審議截至2024年12月31日止會計年度的經查核年度帳目的下一次股東年度大會，或至其繼任者獲委任為止。			
5.1 重新委任 Susanne van Dootingh	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.2 重新委任 Diane Hosie	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.3 重新委任 Zoë Parish	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.4 重新委任 Carine Feipel	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.5 重新委任 Arthur J. Lev	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

⁴ 若未在相應方格中作出標記，委託書持有人將有權自行決定如何進行投票。

	贊成	反對	棄權
6. 確認及批准向公司董事支付截至2023年12月31日止會計年度的薪酬 ⁵ 。	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. 批准向公司董事支付自2024年1月1日開始之會計年度的薪酬 ⁶ 。	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. 就截至2022年12月31日止會計年度的董事薪酬的文書錯誤向股東發出通知 ⁷ 。		毋須投票	
9. 重新委任Ernst & Young作為公司審計師，任期至將審議截至2024年12月31日止會計年度的經查核年度帳目的下一次股東年度大會為止。	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

委託書持有人亦獲授權得根據盧森堡法律規定為任何陳述、進行所有投票、簽署所有會議記錄及其他文件，以及從事及辦理就完成及履行其基於本委託書之職責而言係屬合法、必要或有助益之一切行為。

若本次會議因故休會或延期，本委託書仍屬有效。

請透過以下方式交回本委託書：(i) 於委託書上簽名並註明日期後，將該填妥之委託書於 2024 年 5 月 10 日歐洲中部時間下午 5 時前寄回（請註明：收件人：Maria Parasiliti, c/o J.P. Morgan SE, Luxembourg Branch, Company Secretarial Department, European Bank & Business Centre, 6C, route de Trèves, L-2633 Senningerberg, Grand-Duchy of Luxembourg），或 (ii) 以電郵寄至 luxembourg.company.secretarial@jpmorgan.com。在合理可行情況下，於此截止時間之後但在會議之前收取的委託書將獲接納，但概不保證一定會獲接納。

帳戶號碼

若未註明帳戶號碼，投票將不計入考慮

2024 年 _____ 於 _____ 簽署

簽名⁸ _____

⁵公司之非執行董事已按比例收取每年 80,000 歐元的薪酬。如公司公開說明書所揭露，該等薪酬從固定行政管理費中支取。換言之，董事薪酬不會對公司任何子基金的總開支比率造成任何影響。Zoe Parish 並未就其擔任董事一職自公司收取任何酬金，蓋其屬摩根士丹利全職員工，薪酬由摩根士丹利支付。此外，獲任命之主席已按比例收取每年 10,000 歐元的額外薪酬，同樣從固定行政管理費中支取。

⁶公司之非執行董事將按比例收取每年 80,000 歐元的薪酬。如公司公開說明書所揭露，該等薪酬從固定行政管理費中支取。換言之，董事薪酬不會對公司任何子基金的總開支比率造成任何影響。Zoe Parish 不會就其擔任董事一職自公司收取任何酬金，蓋其屬摩根士丹利全職員工，薪酬由摩根士丹利支付。此外，獲任命之主席將按比例收取每年 10,000 歐元的額外薪酬，同樣從固定行政管理費中支取。

⁷公司之非執行董事於截至 2022 年 12 月 31 日止會計年度收取的年度薪酬為 65,000 歐元，而非每年 80,000 歐元。增加的 15,000 歐元僅適用於截至 2023 年 12 月 31 日止之會計年度，而不適用於截至 2022 年 12 月 31 日止之會計年度。

⁸簽名毋須公證。

**NOTICE TO THE SHAREHOLDERS OF
MORGAN STANLEY INVESTMENT FUNDS**

Luxembourg, 16 April 2024

Dear Shareholder,

We wish to inform you of the upcoming Annual General Meeting (the “**Meeting**”) of Morgan Stanley Investment Funds (the “**Company**”). Details of this meeting are contained in the enclosed notice of Meeting. We would also like to take this opportunity to provide an overview of the Company during 2023.

Company Overview

A number of important changes to the Company occurred during 2023. These changes included:

- In the twelve months to 31 December 2023, 6 sub-funds were launched:

On 7 February 2023, Morgan Stanley Investment Funds Floating Rate ABS Fund commenced operations.

On 28 February 2023, Morgan Stanley Investment Funds Global Credit Opportunities Fund commenced operations.

On 28 February 2023, Morgan Stanley Investment Funds Short Maturity Euro Corporate Bond Fund commenced operations.

On 21 November 2023, Morgan Stanley Investment Funds Tailwinds Fund commenced operations.

On 28 November 2023, Morgan Stanley Investment Funds Calvert Global Equity Fund commenced operations.

On 28 November 2023, Morgan Stanley Investment Funds Calvert Global High Yield Bond Fund commenced operations.

- In the twelve months to 31 December 2023, 3 sub-funds were closed:

On 22 March 2023, Morgan Stanley Investment Funds Multi-Asset Risk Control Fund was liquidated.

On 18 September 2023, Morgan Stanley Investment Funds Global Multi-Asset Opportunities Fund was liquidated.

On 15 December 2023, Morgan Stanley Investment Funds China Equity Fund was liquidated.

- In the twelve months to 31 December 2023, 2 sub-funds were removed from the prospectus of the Company (the “**Prospectus**”) because they had not been launched within the 18-month launching period provided by the CSSF Circular 12/540:

On 18 January 2023, Morgan Stanley Investment Funds Frontier Markets Local Debt Fund was removed from the Prospectus.

On 8 November 2023, Morgan Stanley Investment Funds Calvert Sustainable Global Equity Engagement Fund was removed from the Prospectus.

- In the twelve months to 31 December 2023, the following sub-funds names were changed:

On 31 August 2023, Morgan Stanley Investment Funds Sustainable US High Yield Bond Fund changed its name to Morgan Stanley Investment Funds US High Yield Bond Fund.

On 31 August 2023, Morgan Stanley Investment Funds US Dollar High Yield Bond Fund changed its name to Morgan Stanley Investment Funds US High Yield Middle Market Bond Fund.

On 29 September 2023, Morgan Stanley Investment Funds International Equity (Ex US) Fund changed its name to Morgan Stanley Investment Funds International Resilience Fund.

On 20 October 2023, Morgan Stanley Investment Funds Sustainable Global High Yield Bond Fund changed its name to Morgan Stanley Investment Funds Global High Yield Bond Fund.

- In the twelve months to 31 December 2023, the following sub-funds were merged:

On 20 October 2023, the Morgan Stanley Investment Funds Global High Yield Bond Fund was merged into the Morgan Stanley Investment Funds Sustainable Global High Yield Bond Fund (this latter was renamed Morgan Stanley Investment Funds Global High Yield Bond Fund on the same date).

On 27 October 2023, the Morgan Stanley Investment Funds Latin American Equity Fund was merged into the Morgan Stanley Investment Funds Emerging Leaders Equity Fund.

- In the twelve months to 31 December 2023, 182 share classes were launched. For a complete list, please refer to the Annual Report. In the twelve months to 31 December 2023, 33 (not including merged share classes) share classes were closed. For a complete list, please refer to the Annual Report.

We believe the developments and initiatives outlined above continue to improve the cost effectiveness and governance of the Company. The assets of the Company are approximately \$66.7bn at end of December 2023.

Annual Report

Please be advised that the annual report will be available to download at:

<http://www.morganstanleyinvestmentfunds.com>

If you require a copy of the report to be sent to you, please call our Client Service Administrator team in Luxembourg and elsewhere on the numbers below.

Morgan Stanley Investment Management Client Service Administration - Contacts

General email: cslux@morganstanley.com

United Kingdom / Nordic Countries: Tel: (+352) 34 64 61 10

Germany / Austria / Switzerland / Liechtenstein: Tel: (+352) 34 64 61 20

France / Benelux: Tel: (+352) 34 64 61 30

Spain / Portugal / South America: Tel: (+352) 34 64 61 40

Italy / Greece: Tel: (+352) 34 64 61 50

Asia: Tel: (+65) 6834 6232 email: sgcsa@morganstanley.com

US Offshore and Americas: Tel: (+1)800 231 2026

Morgan Stanley

INVESTMENT MANAGEMENT

Morgan Stanley Investment Funds

Société anonyme - Société d'Investissement à Capital Variable

Registered office: 6B, route de Trèves, L-2633 Senningerberg, Grand Duchy of Luxembourg

R.C.S. Luxembourg: B 29 192

[email: latamclientservice@morganstanley.com](mailto:latamclientservice@morganstanley.com)

Board of Directors

**NOTICE TO THE SHAREHOLDERS OF
MORGAN STANLEY INVESTMENT FUNDS**

Luxembourg, 16 April 2024

Dear Shareholder,

You are invited to attend the Morgan Stanley Investment Funds (the “**Company**”) annual general meeting to be held on Tuesday, 14 May 2024, at 10.30 a.m. CET at the registered office of the Company with the following agenda (the “**Meeting**”):

1. Presentation of the report of the Board of Directors and the report of the auditor for the financial year ended 31 December 2023.
2. Approval of the audited annual accounts and of the allocation of the results for the financial year ended 31 December 2023.
3. Ratification of the distributions as detailed in the audited annual accounts for the financial year ended 31 December 2023.
4. Granting of discharge to the directors of the Company with respect to the performance of their duties for the financial year ended 31 December 2023.
5. Re-appointment of Susanne van Dootingh, Diane Hosie, Zoë Parish, Carine Feipel, and Arthur J. Lev as directors of the Company until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2024, or until their successors are appointed.
6. Ratification and approval of the payment of the remuneration to the directors of the Company for the financial year ended 31 December 2023¹.
7. Approval of the payment of the remuneration to the directors of the Company for the financial year commencing 1 January 2024².
8. Notification to shareholders of a clerical error regarding the remuneration of the directors for the financial year ended 31 December 2022³.
9. Re-appointment of the auditor of the Company, Ernst & Young S.A., to serve until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2024.

The Board of Directors recommends that Shareholders vote in favour of the proposed resolutions.

¹ Non-executive directors of the Company received a remuneration amounting to EUR 80,000 *per annum* on a pro rata basis. The amount is taken from the fixed administration charge, as disclosed in the Company's prospectus. This means that the directors' remuneration does not have any impact on the total expense ratio of any of the Company's sub-funds. Zoë Parish did not receive any compensation from the Company for her role as director as she is a full-time employee of, and remunerated by, Morgan Stanley. Separately, the appointed chairperson received an additional remuneration amounting to EUR 10,000.- *per annum* on a pro rata basis also taken from the fixed administration charge.

² Non-executive directors of the Company will receive a remuneration amounting to EUR 80,000 *per annum* on a pro rata basis. The amount is taken from the fixed administration charge, as disclosed in the Company's prospectus. This means that the directors' remuneration will not have any impact on the total expense ratio of any of the Company's sub-funds. Zoë Parish will not receive any compensation from the Company for her role as director as she is a full-time employee of, and remunerated by, Morgan Stanley. Separately, the appointed chairperson will receive an additional remuneration amounting to EUR 10,000.- *per annum* on a pro rata basis also taken from the fixed administration charge.

³ Non-executive directors of the Company received a remuneration amounting to EUR 65,000.- for the financial year ended 31 December 2022 and not EUR 80,000.- per annum. This increase of EUR 15,000.- was applied only for the financial year ended 31 December 2023 and not for the financial year ended 31 December 2022.

The audited annual accounts, the report of the auditor and the report of the Board of Directors will be available to download within the legal timeframe at www.morganstanleyinvestmentfunds.com. Any or all of such documents may be sent to you upon request in writing to the registered office of the Company.

Shareholder's eligibility to attend the Meeting will be determined by reference to the Company's register of shareholders on 10 May 2024 (the "**Record Date**"). Each shareholder's right to participate at the Meeting and to exercise the voting right attached to his/its/her shares will be determined by reference to the shares held by this shareholder as at the Record Date.

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

All shareholders entitled to vote are entitled to appoint proxies to attend and vote instead of them. A proxy need not be a Shareholder but may be a director of the Company.

You may indeed vote at the Meeting by using the proxy form attached to the convening notice and returning it (i) by post duly completed, dated, signed and marked for the attention of Maria Parasiliti to c/o J.P. Morgan SE, Luxembourg Branch, Company Secretarial Department, European Bank & Business Centre, 6C, route de Trèves, L-2633 Senningerberg, Grand-Duchy of Luxembourg prior to 10 May 2024 at 5 p.m. CET, or (ii) by email at Luxembourg.company.secretarial@jpmorgan.com. Where reasonably possible, proxies received after this deadline, but prior to the Meeting, will be accepted but this cannot be guaranteed. Proxies received without the indication of an account number will NOT be taken into account.

Yours faithfully

Board of Directors

<Title> <Forename> <Surname>
 <Address Line 1>
 <Address Line 2>
 <Address Line 3>
 <Postal Code> <Town/City>
 <Country>

Proxy Form

I / We the undersigned _____, being shareholder(s) of Morgan Stanley Investment Funds (the “Company”), and with respect to my/our shares held on the Register of the Company or via a nominee, hereby give(s) irrevocable proxy to _____ or to the Chairperson of the Meeting with full power of substitution, to represent me/us at the annual general meeting to be held on 14 May 2024 at 10.30 am CET at the registered office of the Company and at any postponement or adjournment thereof in order to deliberate upon the following agenda (the “Meeting”), to the extent that I am still a shareholder on 10 May 2024, and in my/our name and on my/our behalf to vote on the matters in the following agenda⁴:

	In Favour	Against	Abstention
1. Presentation of the report of the Board of Directors and the report of the auditor for the financial year ended 31 December 2023.		no vote required	
2. Approval of the audited annual accounts and of the allocation of the results for the financial year ended 31 December 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Ratification of the distributions as detailed in the audited annual accounts for the financial year ended 31 December 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Granting of discharge to the directors of the Company with respect to the performance of their duties for the financial year ended 31 December 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Re-appointment of Susanne van Dootingh, Diane Hosie, Zoë Parish, Carine Feipel, and Arthur J. Lev as directors of the Company until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2024, or until their successors are appointed.			
5.1 Re-appointment of Susanne van Dootingh	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.2 Re-appointment of Diane Hosie	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

⁴ In absence of mark in the appropriate box, the proxyholder is empowered to cast votes at his discretion.

	In Favour	Against	Abstention
5.3 Re-appointment of Zoë Parish	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.4 Re-appointment of Carine Feipel	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.5 Re-appointment of Arthur J. Lev	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Ratification and approval of the payment of the remuneration to the directors of the Company for the financial year ended 31 December 2023 ⁵ .	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Approval of the payment of the remuneration to the directors of the Company for the financial year commencing 1 January 2024. ⁶	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Notification to shareholders of a clerical error regarding the remuneration of the directors for the financial year ended 31 December 2022. ⁷	no vote required		
9. Re-appointment of the auditor of the Company, Ernst & Young S.A., to serve until the next annual general meeting of shareholders which will deliberate on the audited annual accounts for the financial year ending 31 December 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The proxyholder is furthermore authorised to make any statement, cast all votes, sign all minutes of meetings and other documents, do everything which is lawful, necessary, or simply useful in view of the accomplishment and fulfilment of the present proxy and to proceed, in accordance with the requirements of Luxembourg law.

The present proxy will remain in force if this Meeting, for whatever reason, is postponed or adjourned.

⁵ Non-executive directors of the Company received a remuneration amounting to EUR 80,000 *per annum* on a pro rata basis. The amount is taken from the fixed administration charge, as disclosed in the Company's prospectus. This means that the directors' remuneration does not have any impact on the total expense ratio of any of the Company's sub-funds. Zoë Parish did not receive any compensation from the Company for her role as director as she is a full-time employee of, and remunerated by, Morgan Stanley. Separately, the appointed chairperson received an additional remuneration amounting to EUR 10,000.- *per annum* on a pro rata basis also taken from the fixed administration charge.

⁶ Non-executive directors of the Company will receive a remuneration amounting to EUR 80,000 *per annum* on a pro rata basis. The amount is taken from the fixed administration charge, as disclosed in the Company's prospectus. This means that the directors' remuneration will not have any impact on the total expense ratio of any of the Company's sub-funds. Zoë Parish will not receive any compensation from the Company for her role as director as she is a full-time employee of, and remunerated by, Morgan Stanley. Separately, the appointed chairperson will receive an additional remuneration amounting to EUR 10,000.- *per annum* on a pro rata basis also taken from the fixed administration charge.

⁷ Non-executive directors of the Company received a remuneration amounting to EUR 65,000.- for the financial year ended 31 December 2022 and not EUR 80,000.- per annum. This increase of EUR 15,000.- was applied only for the financial year ended 31 December 2023 and not for the financial year ended 31 December 2022.

Please return the present proxy (i) by post duly completed, dated and signed and marked for the attention of Maria Parasiliti, c/o J.P. Morgan SE, Luxembourg Branch, Company Secretarial Department, European Bank & Business Centre, 6C, route de Trèves, L-2633 Senningerberg, Grand-Duchy of Luxembourg, prior to 10 May 2024 at 5 p.m. CET, or (ii) by email at luxembourg.company.secretarial@jpmorgan.com. Where reasonably possible, proxies received after this deadline, but prior to the Meeting, will be accepted but this cannot be guaranteed.

Account Number

if the account number is not indicated, then the vote will NOT be taken into account

Made in _____ dated this _____ 2024

Signature⁸ _____

⁸ It is not necessary that the signature(s) be notarised.