

Zeus Capital SICAV
*Société d'investissement à capital variable organisée
sous la forme d'une société anonyme*
36, rue des Aubépines, L-8252 Bertrange
Grand Duchy of Luxembourg
R.C.S. Luxembourg: B159523
(the **Company**)

**CONVENING NOTICE TO THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF
ZEUS CAPITAL SICAV TO BE HELD ON 25 MAY 2022 AT 04:00 pm (LUXEMBOURG TIME)**

Dear Shareholder,

You are hereby convened to the ordinary general meeting of the shareholders of the Company (the **Meeting**) which will be held at 36, rue des Aubépines, L-8052 Bertrange, Grand Duchy of Luxembourg, on **25 May 2022 at 04:00 pm** (Luxembourg time), with the following

AGENDA

- (1) Presentation and approval of the reports of the Directors and the independent auditor of the Company (the **Auditor**) for the fiscal year ended 31 December 2021 (the **Fiscal Year**).
- (2) Presentation and approval of the annual accounts of the Company for the Fiscal Year.
- (3) Allocation of the results for the Fiscal Year.
- (4) Release (*quitus*) to be granted to the Directors and the Auditor in respect of their respective duties carried out during the Fiscal Year.
- (5) Decision to ratify the payments of the remunerations of the Directors for the Fiscal Year.
- (6) Renewal of the mandates as Directors of Mr. Fabio Mazzali, Mr. Paolo Tortorella and Mrs. Barbara Romiti for a term of office that will expire at the next annual general meeting of shareholders of the Company to be held in 2023.
- (7) Renewal of the mandate of ERNST&YOUNG SA as independent auditor for a term of office that will expire at the next annual general meeting of shareholders of the Company to be held in 2023.
- (8) Decision to pay the Directors a gross remuneration for the fiscal year ending on 31 December 2022.
- (9) Miscellaneous.

ORGANISATION OF THE MEETING

In compliance with article 21.9 of the articles of incorporation of the Company, the resolutions of the Meeting will be validly adopted by simple majority votes of validly cast votes, regardless of the proportion of the capital present and represented expressed at the relevant Meeting.

In order to be represented at the Meeting, please return the duly signed power of attorney attached herewith to Zeus Asset Management S.A. by e-mail to m.fellag@zeus-am.lu at the latest on **24 May 2022 at 04:00 pm**.

Considering the current circumstances related to COVID-19 and the measures implemented by the EU governments and in particular the Grand Ducal Regulation dated 20th March 2020, as amended from time to time, regarding meetings in companies, the Board of Directors of the Company decided to hold meetings of shareholders by proxy voting only.

Please do not hesitate to contact Mr. FELLAG by e-mail at m.fellag@zeus-am.lu or by phone at +352 2060221125 in case of questions.

Yours sincerely,

The board of directors of Zeus Capital SICAV