

NINETY ONE UK LIMITED
(the "Company")

Written Resolutions of the sole Member of the Company

Circulation date: 31 March 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the Directors propose that the following resolutions are passed (the "**Resolutions**"). The Resolution is proposed as a special resolution.

SPECIAL RESOLUTIONS

1. That a distribution be declared and made by the Company to Ninety One Global Limited consisting of:
 - a. the transfer of the beneficial interest in the entire issued share capital of Investec Asset Management Switzerland GmbH (to be satisfied by the release of trust currently declared in favour of the Company over Investec Asset Management Switzerland GmbH);
 - b. the transfer of the entire issued share capital of Investec Asset Management Luxembourg S.A;
 - c. the transfer of the entire issued share capital of Investec Asset Management Guernsey Limited; and
 - d. the transfer of the entire issued share capital of Investec Asset Management North America, Inc.



AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being a person entitled to vote on the Resolutions on 31 March 2020, hereby irrevocably agrees to the Resolutions:



Hendrik du Toit
Director



Kim McFarland
Director

For and on behalf of Ninety Global Limited

Date: 31 March 2020

NOTES:

- 1** If you agree with the Resolutions please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand or by post.
- 2** If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 3** Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 4** Unless, by midnight on 28 April 2020, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before this time.

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