## THE COMPANIES ACT 2006

**COMPANY LIMITED BY SHARES** 

## **SPECIAL BUSINESS**

**OF** 

## JPMORGAN EMERGING MARKETS INVESTMENT TRUST PLC

Passed on 7th November 2025

At the Annual General Meeting of the Company duly convened and held at 60 Victoria Embankment, London EC4Y 0JP at 2.30 p.m. on 7th November 2025, the following resolutions, as set out in the Notice of Meeting, were passed:

- 13. THAT the Directors of the Company be and they are hereby generally and unconditionally authorised, (in substitution for any authorities previously granted to the Directors), pursuant to and in accordance with Section 551 of the Companies Act 2006 (the 'Act') to exercise all the powers of the Company to allot shares in the Company ('Shares') and to grant rights to subscribe for, or to convert any security into, Shares ('Rights'), up to an aggregate nominal amount of £2,446,820 (representing approximately 10% of the issued Ordinary share capital of the Company (excluding shares held in Treasury)) generally from time to time and on such terms as the Directors may determine, provided that this authority shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2026 unless renewed at a general meeting prior to such time, save that the Company may before such expiry make offers or agreements which would or might require Shares to be allotted or Rights to be granted after such expiry and so that the Directors of the Company may allot Shares and grant Rights in pursuance of such offers or agreements as if the authority conferred hereby had not expired.
- 14. THAT, in substitution for all existing powers (but without prejudice to the exercise of any such power prior to the passing of this resolution) and subject to the passing of Resolution 13 set out in the notice of the 2025 annual general meeting ('Resolution 13'), the Directors of the Company be and they are hereby generally and unconditionally empowered, pursuant to Sections 570 to 573 of the Companies Act 2006 (the 'Act') to allot, or make offers or agreements to allot, equity securities (within the meaning of Section 560 of the Act) for cash pursuant to the authority conferred by Resolution 13 and/or by way of a sale of Treasury shares for cash as if Section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment or sale, of equity securities and the sale of Treasury shares for cash up to an aggregate nominal amount of £2,446,820 (representing approximately 10% of the issued Ordinary share capital of the Company (excluding shares held in Treasury)) at a price of not less than the net asset value per share and shall expire upon the expiry of the general authority conferred by Resolution 13 above, save that the Company may before such expiry make offers or agreements which would or might require equity securities to be allotted or Treasury shares to be sold

after such expiry and the Directors of the Company may allot equity securities or sell Treasury shares in pursuance of such offers or agreements as if the power conferred by this resolution had not expired.

15. THAT, in substitution for any existing authority but without prejudice to the exercise of any such authority prior to the passing of this resolution, the Company be generally and, subject as hereinafter appears, unconditionally authorised in accordance with Section 701 of the Companies Act 2006 (the 'Act') to make market purchases (within the meaning of Section 693 of the Act) of its issued Ordinary shares on such terms and in such manner as the Directors may from time to time determine (either for cancellation or for retention as treasury shares for future re-issue, resale, transfer or cancellation)

## PROVIDED ALWAYS THAT

- (i) the maximum number of Ordinary shares hereby authorised to be purchased shall be 146,711,304, or if less, that number of Ordinary shares which is equal to 14.99% of the issued share capital (excluding shares held in Treasury) as at the date of the passing of this Resolution;
- (ii) the minimum price which may be paid for an Ordinary share shall be the nominal value;
- (iii) the maximum price which may be paid for an Ordinary share shall be an amount equal to the highest of: (a) 105% of the average of the middle market quotations for an Ordinary share taken from and calculated by reference to the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the Ordinary share is contracted to be purchased; or (b) the price of the last independent trade; or (c) the highest current independent bid;
- (iv) any purchase of Ordinary shares will be made in the market for cash at prices below the prevailing net asset value per Ordinary share (as determined by the Directors);
- (v) the authority hereby conferred shall expire on 6th May 2027 unless the authority is renewed at the Company's Annual General Meeting in 2026 or at any other general meeting prior to such time; and
- (vi) the Company may make a contract to purchase Ordinary shares under the authority hereby conferred prior to the expiry of such authority which contract will or may be executed wholly or partly after the expiry of such authority and may make a purchase of Ordinary shares pursuant to any such contract.
- 16. THAT, a general meeting, other than an Annual General Meeting, may be called on not less than 14 clear days' notice.
- 17. THAT the Articles of Association produced to the meeting and signed by the chair of the meeting for the purposes of identification be approved and adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association with effect from the conclusion of the meeting.
- 18. THAT the proposed new investment policy of the Company as set out in the Appendix to the Company's Annual Report and Financial Statements for the year ended 30th June 2025 (produced to the meeting and signed by the chair of the meeting for the purposes of identification), be and is hereby approved and adopted as the investment policy of the Company with immediate effect in substitution for, and to the exclusion of, the Company's existing investment policy.

By order of the Board Divya Amin, for and on behalf of JPMorgan Funds Limited Secretary

7th November 2025

Divya Amin

Authorised Signatory