

THE COMPANIES ACTS 2006

PUBLIC COMPANY LIMITED BY SHARES

**TEMPLETON EMERGING MARKETS INVESTMENT TRUST PLC (No SC118022)
(the "Company")**

At an Annual General Meeting of the above Company duly convened and held at Barber-Surgeons' Hall, Monkwell Square, Wood St, Barbican, London EC2Y 5BL on the 14th day of July 2023 (the "**AGM**"), the following resolution numbered eight was passed as an ordinary resolution and the following resolutions numbered nine to eleven were passed as special resolutions:

SPECIAL BUSINESS

Ordinary Resolution

8. That, in substitution for any existing authority, the Directors be generally and unconditionally authorised to allot equity securities (as defined in Section 560 of the Companies Act 2006 (the "Act")) pursuant to Section 551 of the Act, up to an aggregate nominal amount of £2,883,000 (being an amount equal to 5% of the existing issued share capital of the Company as at 24 May 2023, being the latest practicable date before the date of this notice), provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 30 September 2024 or, if earlier, the conclusion of the annual general meeting of the Company to be held in 2024 save that the Company may, before such expiry, make offers or agreements which would or might require equity securities to be allotted and the Directors may allot equity securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

Special Resolutions

9. That, in substitution for any existing authority, subject to the passing of resolution 8, the Directors be given the general power pursuant to sections 570 and 573 of the Act to allot equity securities (as defined by Section 560 of the Act) for cash pursuant to the authority conferred by resolution 8, and/or to sell equity securities held as treasury shares for cash pursuant to Section 727 of the Act, in each case as if Section 561(1) of the Act did not apply to any such allotment or sale, provided that this power shall be limited to:
 - (a) any such allotment and/or sale of equity securities in connection with an offer or issue by way of rights or other pre-emptive offer or issue, open for acceptance for a period fixed by the directors, to holders of ordinary shares (other than the Company) on the register on any

record date fixed by the directors in proportion (as nearly as may be) to the respective number of ordinary shares deemed to be held by them, subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements, legal or practical problems arising in any overseas territory, the requirements of any regulatory body or stock exchange or any other matter whatsoever;

- (b) any such allotment and/or sale, otherwise than pursuant to sub paragraph (a) above, of ordinary shares having an aggregate nominal value, not exceeding the sum of £2,883,000 (being an amount equal to 5% of the existing issued share capital of the Company as at 24 May 2023); and
- (c) any allotment pursuant to sub-paragraph (b) above being at a price which is at or above the prevailing NAV per share at the time of issue.

The power granted by this resolution will expire on 30 September 2024 or, if earlier, at the conclusion of the annual general meeting of the Company to be held in 2024 (unless renewed, varied or revoked by the Company prior to or on such date) save that the Company may, before such expiry, make offers or agreements which would or might require equity securities to be allotted or equity securities held as treasury shares to be sold after such expiry and the Directors may allot and/or sell equity securities held as treasury shares in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

10. That in substitution for any existing authority, the Company be and is hereby authorised in accordance with Section 701 of the Companies Act 2006 to make market purchases (within the meaning of Section 693(4) of the Companies Act 2006), of its ordinary shares in issue, provided that:

- (i) the maximum number of ordinary shares hereby authorised to be purchased shall not exceed 14.99% of the Company's issued ordinary share capital, excluding treasury shares, at the date of the passing of this resolution;
- (ii) the minimum price which may be paid for a share shall be the nominal value of an ordinary share (excluding expenses);
- (iii) the maximum price which may be paid (excluding expenses) for a share shall not be more than the higher of: (a) an amount equal to 105 per cent of the average of the closing mid-market price for the ordinary shares (as derived from the Daily Official List of the London Stock Exchange) for the five business days immediately preceding the date of purchase; and (b) the higher of the last independent trade price and the highest current independent purchase bid price on the trading venue where the purchase is carried out;

(iv) unless renewed, the authority hereby conferred shall expire 15 months after the date of passing of this resolution or, if earlier, at the conclusion of the Company's annual general meeting to be held in 2024, save that the Company may, and prior to such expiry, enter into a contract to purchase shares which will or may be completed wholly or partly after such expiry; and

(v) shares will only be purchased at a price which is at a discount to the prevailing NAV per share at the time of purchase.

11. That a general meeting, other than an annual general meeting, may be called on not less than 14 clear days' notice, such authority to expire at the conclusion of the annual general meeting in 2024.

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Franklin Templeton Investment Trust Management Limited

Secretary