

## Allianz Institutional Investors Series

Allianz Institutional Investors Series P.O. Box 179 L-2011 Luxembourg

January 2026

### Allianz Institutional Investors Series

Dear Shareholder,

Notice is hereby given that the

#### **EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

the “**Meeting**” of Allianz Institutional Investors Series (the “**Company**”) will be held at the registered office of the Company at 6A, route de Trèves, 2633 Senningerberg, Luxembourg, on **Wednesday, 25 February 2026 at 3:00 p.m. CET**.

As the Extraordinary General Meeting of the Company dated 16 January 2026 did not have the necessary quorum to pass resolutions, the second Meeting will be held to deliberate and vote on the following agenda:

#### **RESOLUTIONS**

1. Update of the articles of incorporation of the Company (the “Articles”) in order to implement the relevant provisions regarding the application of liquidity management tools (LMTs) in compliance with (i) directive 2024/927 of 13 March 2024 amending directive 2009/65/EC (the “UCITS Directive”) as regards delegation arrangements, liquidity risk management, supervisory reporting, the provision of depositary and custody services and loan origination by alternative investment fund, as well as (ii) relevant applicable regulatory requirements and accordingly amend articles 7, 8, 9, 9a, 11, 12a, 12b of the Articles.
2. Update of the Articles to reflect the amended Luxembourg Law of 10 August 1915 on commercial companies as well as other minor changes and, accordingly amend articles 2, 4, 5, 6, 10, 11, 12, 12a, 12b, 14, 17, 18, 19, 22, 23, 24, 27, 28 of the Articles.

**To review the updated Articles (including a version reflecting the proposed changes made by these resolutions) both in English, go to the regulatory website: <https://regulatory.allianzgi.com>, select your country and go to Shareholder Information.**

#### **BACKGROUND TO RESOLUTIONS**

As regards the proposed changes of the Articles to be made with the above resolutions, the Board of Directors of the Company would like to provide the following additional information on the background of these changes:

1. The Board of Directors informs the shareholders of the Company that the ESMA published their final reports on (i) the Draft Regulatory Technical Standards on Liquidity Management Tools (“**LMTs**”) under the AIFMD and UCITS Directive as well as (ii) Guidelines on LMTs of UCITS and open-ended AIFs following the entry into force of directive 2024/927 amending the AIFMD and UCITS Directive with regards in particular to LMTs

6A, route de Trèves  
L-2633 Senningerberg  
P.O. Box 179  
L-2011 Luxembourg  
Phone +352 463 463-1

Allianz Institutional Investors Series  
Société d'Investissement à Capital  
Variable  
Registered Office: Senningerberg  
R.C.S. Luxembourg: B 159.495

Board of Directors:  
Claudia Celani  
Carina Feider  
Heiko Tilmont

measures to be implemented by EU investment funds as well as LMTs related requirements (together the “**LMTs Rules**”).

In anticipation to the entry into force of the LMTs Rules, it is considered to update the Company’s Articles by implementing the relevant required provisions on LMTs so as to comply with the LMTs Rules. The Board of Directors has decided to cover the whole catalogue of LMTs permitted under the LMTs Rules in the Articles and make them available to the Company. The Company and the Management Company will then select the applicable LMTs on a subfund-by-subfund basis, considering in all instances the best interest of investors as well as the pursued investment strategy of each subfund, its dealing terms, its liquidity profile, the results of liquidity stress testing, the characteristics of the subfund’s investor base, its distribution policy, its redemption policy and any other relevant operational barriers and complexities that may impact on the feasibility of implementing certain LMTs as well as relevant regulatory requirements. Shareholders will be informed about the details of each LMTs and their selection, activation and calibration for each subfund as described in the Prospectus of the Company.

2. The above-described contemplated amendments would be the opportunity to restate and update the Articles in light of the reform of the amended Luxembourg Law of 10 August 1915 on commercial companies (the “**Companies Law**”) as well as implement any minor amendments that are standard provisions. This includes the deletion of provision referring to the issuance of bearer shares by the Company. Since the entry into force of the Law of 28 July 2014 regarding immobilisation of bearer shares and units (the “**2014 Law**”), all shares have been issued as registered shares. The 2014 Law also provided that bearer shares in issuance at that time needed to be deposited with the Depositary by 18 February 2016. Bearer shares deposited with the Depositary have been converted into registered shares. Bearer shares not deposited by 18 February 2016 have been cancelled and the cash equivalent of such cancelled shares, or, absent such cash equivalent, other assets of equivalent value, were deposited with the Luxembourg Caisse de consignation. Given that bearer shares no longer have any practical relevance for the Company, the references to such instruments within the Articles can be removed.

## **VOTING**

The aforementioned resolutions will require no quorum and will be passed by a majority of two thirds of the votes cast. Votes cast shall not include votes attaching to shares in respect of which the shareholders have not taken part in the vote or have abstained or have returned a blank or invalid vote. The majority requirements will be determined with accordance to the outstanding shares on **19 February 2026 midnight CET** (the “**Record Date**”). The voting rights of shareholders shall be determined by the number of shares held at the Record Date.

Each share entitles to one (1) vote and each shareholder may vote in person or by proxy.

## **VOTING ARRANGEMENTS**

Authorized to attend and vote at the meeting are shareholders who are able to provide a confirmation from their depository bank or institution showing the number of shares held by the shareholder as per the Record Date to State Street Bank International GmbH, Luxembourg Branch, Domiciliary Department, in 49, Avenue J.F. Kennedy, L-1855 Luxembourg (the “Registrar and Transfer Agent”), to arrive in Luxembourg no later than **6 p.m. CET on 23 February 2026**.

Any shareholders entitled to attend and vote at the meeting shall be entitled to appoint a proxy to vote on his/her behalf. The proxy form, in order to be valid, must be duly completed and signed under the hand of the appointer or his/her attorney or if the appointer is a corporation, under its common seal or under the hand of a duly authorised officer, and sent to the Registrar and Transfer Agent to arrive in Luxembourg no later than **6 p.m. CET on 23 February 2026**.

Proxy forms for use by registered shareholders can be obtained from the Registrar and Transfer Agent. A proxy does not have to be a shareholder of the Company. The appointment of a proxy will not preclude a shareholder from attending the meeting.

A current list of relevant securities identification numbers for this meeting can be accessed on a daily basis online at [www.allianzgi.lu/AIIS](http://www.allianzgi.lu/AIIS).

Should you have any further queries, please consult your financial advisor or contact the Management Company or one of the Information Agents as disclosed in the prospectus of the Company.

If you have your residence in the Federal Republic of Germany, please contact Allianz Global Investors GmbH, Bockenheimer Landstraße 42–44, D-60323 Frankfurt am Main, E-Mail: [info@allianzgi.de](mailto:info@allianzgi.de) as Information Agent in the Federal Republic of Germany.

Yours faithfully,

The Board of Directors