

THE COMPANIES ACTS 2006

TUESDAY



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 Stationers' Hall, Ave Maria Lane, London EC4M 7DD on the 13th day of July 2017 (the "**AGM**"), the following resolutions were passed as special resolutions:

SPECIAL RESOLUTIONS

14. That, in substitution for any existing authority, subject to the passing of resolution 13 at the AGM, the Directors be given the general power to allot equity securities (as defined by Section 560 of the Act) for cash pursuant to the authority conferred by resolution 13, 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 the allotment and/or sale of equity securities up to an aggregate nominal amount of £3,511,109 (being an amount equal to 5% of the existing issued share capital of the Company as at 25 May 2017, being the latest practicable date before the date of the notice of the AGM). The power granted by this resolution will expire on conclusion of the Annual General Meeting of the Company to be held in 2018 (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 sold after such expiry and the Directors may allot or sell equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.
15. 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 shares of 25 pence each in the capital of the Company ("**shares**") provided that:
 - (i) the maximum number of shares hereby authorised to be purchased shall not exceed 14.99 per cent of the shares in issue on 13 July 2017, or 42,105,217 shares, whichever is lower;

- (ii) the minimum price which may be paid for a share shall be 25 pence;
 - (iii) the maximum price which may be paid 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 of 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 bid price on the London State Exchange; and
 - (iv) unless renewed, the authority hereby conferred shall expire on the conclusion of the Annual General Meeting of the Company to be held in 2018, 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.
16. That a General Meeting, other than an Annual General Meeting, may be called on not less than 14 clear days'



Franklin Templeton International Services S.à r.l.

Secretary