

**GAMCO International SICAV**  
Société d'Investissement à Capital Variable  
Registered office: 11-13, boulevard de la Foire, L-1528 Luxembourg  
Grand Duchy of Luxembourg  
R.C.S. Luxembourg B 155 657

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**BY REGISTERED MAIL**

**Notice of Annual General Meeting of Shareholders  
of  
GAMCO International SICAV**

Luxembourg, 8 April 2019

Dear Shareholder,

You are invited to attend the Annual General Meeting of Shareholders (the "Meeting") of GAMCO International SICAV (the "Company") which will be held on April 18, 2019 at 3 p.m. (Luxembourg time) at the registered office of the Company, as set out above, with the following agenda:

**AGENDA**

1. Approval of the Audited Annual Report, including the Board of Directors' Report to the Shareholders and the Report of the Auditors, for the accounting year ended December 31, 2018;
2. Discharge to be granted to the Directors with respect to the performance of their duties carried out during the accounting year ended December 31, 2018;
3. Re-election of Mr Anthonie C. van Ekris, Mr Oliver Stahel, Mr Michael Gabelli, Mr Henry Van der Eb, Mr Christopher Desmarais and Mr John Birch and the election of Ms Laurissa Martire, originally appointed by co-optation, as Directors of the Company until the next Annual General Meeting of Shareholders for the accounting year ending on December 31, 2019;
4. Reappointment of Deloitte Audit as the auditor of the Company until the next Annual General Meeting of Shareholders for the accounting year ending on December 31, 2019;
5. Allocation of the results for the accounting year ended December 31, 2018;
6. Ratification of Directors' fees due for the accounting year ended December 31, 2018;
7. Approval of the Directors' fees due for the accounting year ending on December 31, 2019;
8. Any other business.

Shareholders who cannot personally attend the Meeting and wish to be represented are entitled to appoint a proxy to vote for them. A proxy does not need to be a shareholder of the Company. To be valid, the proxy form, which is enclosed for your convenience, must be completed and sent to the attention of Ms Severina Trifonova (fax number +352 2460 3331) prior to April 17, 2018 at

## **GAMCO International SICAV**

5p.m. (Luxembourg time). We would be grateful if you could send the signed original by mail to the following address:

RBC Investor Services Bank S.A.  
Ms Severina Trifonova, Fund Corporate Services  
14, Porte de France,  
L-4360 Esch-sur-Alzette  
Grand-Duchy of Luxembourg

Please note that each share is entitled to one vote.

Resolutions on the above mentioned agenda will require no quorum and the resolutions will be passed by a simple majority of the votes cast.

The Proxy will remain in force if the Meeting, for whatever reason, is postponed.

Upon request, the Annual Audited Report will be sent free of charge to any Shareholder and copies may also be obtained free of charge by any person at the registered office of the Company.

Yours faithfully,

The Board of Directors