



Templeton Global Growth Fund Ltd

ABN 44 006 558 149

Dear Shareholder,

It is my pleasure to invite you to the 2016 Annual General Meeting of Templeton Global Growth Fund Ltd.

The Annual General Meeting will be held at the Westin, Room IV, 205 Collins Street, Melbourne on Friday 4 November 2016 at 11.00am (Melbourne time).

I enclose your Notice of Meeting together with a personalised Proxy Form.

If you will be attending the Annual General Meeting, please bring this letter with you to facilitate processing of your registration. Registration will commence at 10.30am (Melbourne time) on Friday 4 November 2016.

If you are unable to attend the meeting, I encourage you to complete the enclosed Proxy Form and to consider how you wish your proxy to vote. I particularly draw your attention to agenda item 4, which relates to a potential spill of the Board of Directors of the Company.

To be effective, your completed Proxy Form must be received at the Company's Share Registry or Registered Office or by facsimile to the Share Registry or to the Company or online to the Company's Share Registry no later than 11.00am (Melbourne time) on Wednesday 2 November 2016. For further details, see the notes set out on the back of the Notice of Meeting and on the back of the Proxy Form.

I shall look forward to welcoming you to the meeting.

Yours sincerely,

A handwritten signature in dark ink, appearing to read 'J.A. Killen', with a stylized flourish at the end.

J.A. (Tony) Killen
Chairman
4 October 2016

TEMPLETON GLOBAL GROWTH FUND LTD

ABN 44 006 558 149

Registered Office: Level 19, 101 Collins Street Melbourne, Victoria 3000, Australia
Telephone (03) 9603 1209 Fax (03) 9603 1266

Notice of Annual General Meeting

Notice is given that the Annual General Meeting of shareholders of Templeton Global Growth Fund Ltd ("Company") will be held at the Westin, Room IV, 205 Collins Street, Melbourne on Friday 4 November 2016 at 11.00am (Melbourne time).

Items of Business

Ordinary Business:

Item 1: Reports

To receive and consider the Financial Report of the Company and the Reports of the Directors and the Company's auditor, PricewaterhouseCoopers ("Auditor") for the financial year ended 30 June 2016.

Item 2(a): Re-election of Jennifer M Johnson

To consider, and if thought fit, to pass the following as an ordinary resolution:

- (a) "That Jennifer M Johnson, who retires in accordance with Article 10.3 of the Company's Constitution and, being eligible, offers herself for election, be elected as a Director."

Item 2(b): Re-election of Gregory E McGowan

To consider, and if thought fit, to pass the following as an ordinary resolution:

- (b) "That Gregory E McGowan, who retires in accordance with Article 10.3 of the Company's Constitution and, being eligible, offers himself for election, be elected as a Director."

Item 3: Remuneration Report

To consider, and if thought fit, to pass the following as an ordinary resolution:

"That the Remuneration Report for the Company (which forms part of the Directors' Report) for the year ended 30 June 2016 is adopted."

A voting exclusion applies to this resolution (please refer to the Explanatory Notes section of this Notice).

Note: If this resolution attracts an 'against' vote of less than 25%, the Conditional Spill Resolution at Item 4 will not need to be put to the Annual General Meeting.

Item 4: Conditional Spill Resolution

The following resolution is conditional on at least 25% of the votes cast on the resolution proposed in Item 3 (Remuneration Report) being cast against the adoption of the Remuneration Report.

**Note: If you do not want the Spill Meeting to take place – vote 'against' this resolution.
If you want the Spill Meeting to take place – vote 'for' this resolution.**

To consider, and if thought fit, to pass the following resolution as an ordinary resolution:

“That, subject to and conditional on at least 25% of the votes cast on the resolution proposed in Item 3 (Remuneration Report) being cast against the adoption of the Remuneration Report:

- (a) an extraordinary general meeting of the Company (“Spill Meeting”) be held within 90 days after the passing of this resolution;
- (b) all of the Directors of the Company in office at the time when the Board resolution to make the Directors’ Report for the financial year ended 30 June 2016 was passed and who remain Directors at the time of the Spill Meeting, cease to hold office immediately before the end of the Spill Meeting; and
- (c) resolutions to appoint persons to offices that will be vacated immediately before the end of the Spill Meeting be put to the vote of shareholders at the Spill Meeting.”

A voting exclusion applies to this resolution (please refer to the Explanatory Notes section of this Notice).

By order of the Board of Directors

A handwritten signature in dark ink, appearing to be 'Mat Sund', written over a horizontal line.

Mat Sund

Company Secretary

4 October 2016

EXPLANATORY NOTES - ORDINARY BUSINESS

Item 1: Reports

As required by section 317 of the Corporations Act 2001 (Cth) ("Corporations Act"), the Financial Report, Directors' Report and Auditor's Report of the Company for the most recent financial year will be laid before the Annual General Meeting. There is no formal resolution for this item.

Note in relation to Items 2(a) and 2(b)

In addition to the resolution to re-elect Ms Jennifer M Johnson and Mr Gregory E McGowan, shareholders are advised that, as part of a recent review of the composition of the Board, the Company has commenced the process of seeking and appointing a new Chair of the Board. At the time of writing the Notice of Meeting, this process is underway but not yet finalised.

Item 2(a): Re-election of Jennifer M Johnson

Article 10.3 of the Company's Constitution and ASX Listing Rule 14.4 prohibit a Director from holding office (without re-election) past the third Annual General Meeting following the Director's appointment or three years, whichever is longer.

In accordance with these provisions, Ms Jennifer M Johnson will retire at the Annual General Meeting on 4 November 2016.

In accordance with Article 10.3 of the Company's Constitution, Ms Jennifer M Johnson is eligible, and being eligible, offers herself for election at the Annual General Meeting. Further information on Ms Jennifer M Johnson is set out below.

JENNIFER M JOHNSON, BA (Economics) – Non-Independent Non-Executive Director
Appointed September 2007.

As Co-President of Franklin Resources Inc., Ms Johnson jointly oversees investment management and all related investment management support services, including trading and risk management. In addition, she is responsible for Global Transfer Agency Operations, Investment Management Services, Global HR and Compensation and Fiduciary Trust Company International. She also has global responsibilities for software development and infrastructure/systems support.

Ms Johnson was previously Executive Vice President and Chief Operating Officer of Franklin Resources Inc. She is an officer of Franklin Resources, Inc. and serves as a director of Fiduciary Trust Company International and several other subsidiaries of Franklin Resources, Inc. She joined Franklin Resources Inc. in 1988.

Ms Johnson was one of ten executives named on Money Management Executive's inaugural list of Top Women in Asset Management in 2014 and was chosen by her peers as one of Ignites.com's Most Influential Women in Funds Management. Ms Johnson received the 2012 Robert L. Gould Award presented by global investment management association NICSA, recognising outstanding achievement in helping the mutual fund industry better serve investors through customer service, thought leadership and technology. In 2010 and 2011, she was recognised by the San Francisco Business Times as one of the Most Influential Women in Bay Area business. In 2002, she was named E-commerce Executive of the Year by mutual fund industry publication, Fund Action (now Fund Industry Intelligence).

Ms Johnson holds a BA in Economics from the University of California at Davis. She is one of two Non-Executive Directors who are currently or have been senior officers of the Franklin Templeton organisation and she is one of the most senior officers of the Franklin Templeton organisation. Having regard to the core business and investment strategy and the responsibilities delegated to the investment manager, it is considered appropriate that the Board should include non-executive directors who are suitably senior and qualified officers of the Franklin Templeton organisation.

Ms Johnson is a director of Riva Financial Systems. She is also a trustee at Crystal Springs Uplands School, a director of the BizWorld Foundation and a director of Lucile Packard Children's Hospital.

The Board (other than Ms Johnson who is the subject of this resolution) unanimously recommends that shareholders vote in favour of Item 2(a).

The proposed resolution in Item 2(a) is an ordinary resolution.

Item 2(b): Re-election of Gregory E McGowan

Article 10.3 of the Company's Constitution and ASX Listing Rule 14.4 prohibit a Director from holding office (without re-election) past the third Annual General Meeting following the Director's appointment or three years, whichever is longer.

In accordance with these provisions, Mr Gregory E McGowan will retire at the Annual General Meeting on 4 November 2016.

In accordance with Article 10.3 of the Company's Constitution, Mr Gregory E McGowan is eligible, and being eligible, offers himself for election at the Annual General Meeting. Further information on Mr Gregory E McGowan is set out below.

GREGORY E MCGOWAN, JD – Non-Independent Non-Executive Director
Appointed January 1999.

Gregory McGowan was formally an executive vice president, director and general counsel of Templeton International, Inc., the organisation responsible for the development and operation of Templeton businesses outside of North America and for Templeton Worldwide, Inc., the holding company of all the Templeton subsidiaries. Mr McGowan joined the Franklin Templeton organisation in 1986 and also served as an executive vice president of Templeton Global Advisors Limited (a Bahamas corporation). Mr McGowan also previously served as director of Franklin Templeton Investments Australia Limited.

Mr McGowan currently serves, or has previously served, on the Boards of Templeton Investment Counsel, L.L.C., Franklin Templeton Holding Limited (a Mauritius corporation), Franklin Templeton Investment Services GmbH, Franklin Templeton France S.A., Franklin Templeton Strategic Investments Ltd and China Life Franklin Asset Management Co., Ltd.

Prior to joining the Franklin Templeton organisation, Mr McGowan was a senior attorney for the United States Securities and Exchange Commission. He is one of two Non-Executive Directors who are currently or have been senior officers of the Franklin Templeton organisation. Having regard to the core business and investment strategy and the responsibilities delegated to the investment manager, it is considered appropriate that the Board should include non-executive directors who are suitably senior and qualified officers of Franklin Templeton organisation.

Mr McGowan holds a BA in Economics and International Affairs from the University of Pennsylvania, an MA from the University of Paris, and a JD from Georgetown University Law Center.

The Board (other than Mr McGowan who is the subject of this resolution) unanimously recommends that shareholders vote in favour of Item 2(b).

The proposed resolution in Item 2(b) is an ordinary resolution.

Item 3: Remuneration Report

The Corporations Act requires the Company to include, in the Directors' Report for the year ended 30 June 2016, a detailed Remuneration Report setting out certain prescribed information relating to the remuneration of the Company's key management personnel (KMP) and to submit the Remuneration Report for adoption by resolution of shareholders at the Annual General Meeting.

The Remuneration Report for the year ended 30 June 2016 is set out on pages 22 to 24 of the Company's Annual Report. Due to the nature of the Company being a listed investment vehicle, the management of the investment portfolio is conducted pursuant to a formal investment management agreement with Franklin Templeton Investments Australia Ltd ("FTIAL"). There is also an Administrative Services Agreement in place with FTIAL that details the responsibility for the provision of administrative services to the Company by FTIAL, including the roles of General Manager and Company Secretary. It is on this basis that the executive staff are reimbursed and employed by FTIAL and provide services pursuant to the Administrative Services Agreement. As such, the Company has had no employees since 1 July 2014.

The Non-Executive Directors who received remuneration during the 2016 financial year were Mr James A (Tony) Killen, Mr Martin F Warwick, Mr Michael J O'Brien and Ms Joanne Dawson. None of the Directors received an increase to their fees or superannuation in 2016. Directors are not eligible to receive cash bonuses, shares or options as components of their remuneration and are not eligible for loans, motor vehicles, rent, travel allowances or other benefits. The total remuneration paid in 2015 was \$280,428 and in 2016 was \$284,955, significantly less than the maximum amount of \$350,000 in aggregate remuneration payable determined by shareholders (amounts in Australian dollars).

At last year's Annual General Meeting, 36% of the votes cast on the resolution to adopt the 2015 Remuneration Report were against the resolution. Accordingly, as more than 25% of the votes cast on the resolution to adopt the 2015 Remuneration Report were against the resolution, the Company received a 'first strike'.

Subsequent discussion and feedback received from shareholders since the 2015 Annual General Meeting indicates that there was no undue concern with the remuneration arrangements at the Company. Rather, the vote denoted concerns over a range of matters which shareholders wished to bring to the Board's attention. These included timing of successive capital raisings and the impact on shareholders, pricing of the recent capital raising, shareholder engagement/communication and investment returns.

As a result of continued engagement with shareholders and in response to concerns raised, the Directors initiated a range of actions during the 2016 financial year including:

- The commencement of an on-market capital buy-back of up to 10% of outstanding share capital that was announced on 26 February 2016. The buy-back has since been actively pursued at a range of discounts to net tangible asset ("NTA") backing, which has been value accretive to the Company and has also increased liquidity in its traded stock.
- A commitment to annual investor briefings around Australia, which included briefings that were held in Sydney, Melbourne and Perth in March 2016.
- The weekly disclosure and publishing of estimated NTAs.
- Instituting quarterly mail-outs that include the Quarterly Investment Manager's Review.

Shareholders will have a reasonable opportunity at the Annual General Meeting to ask questions about or make comments on the Remuneration Report.

If the votes cast against this year's resolution to adopt the 2016 Remuneration Report are at least 25% of the total votes cast, the Company will receive a "second strike". If a Company receives two strikes, it is required to put a resolution to the Annual General Meeting to determine whether the Company's Directors (who were in office at the time the 2016 Directors' Report was approved) will need to stand for re-election at a special meeting.

As a result, this Notice of Annual General Meeting includes a "conditional" resolution (Item 4). This resolution will only be put at the Annual General Meeting if the Company receives a "second strike". Further details are included in the Explanatory Notes to Item 4 below.

The Directors unanimously recommend that shareholders vote IN FAVOUR of the resolution to adopt the 2016 Remuneration Report.

Subject to the voting restrictions set out below, the Chairman of the Annual General Meeting intends to vote unrestricted proxies in favour of the resolution proposed in Item 3.

Item 4: Conditional Spill Resolution

This resolution will only be put at the Annual General Meeting if 25% or more of the votes cast on the resolution to adopt the Remuneration Report (Item 3) are cast 'against' the adoption of the report and the Company receives a "second strike". If less than 25% of the votes on Item 3 are cast 'against' the adoption of the Remuneration Report, then there will be no 'second strike' and this Item 4 resolution will not be put to the meeting.

This resolution will be considered as an ordinary resolution, which means that, to be passed, the resolution requires the approval of a simple majority of the votes cast by or on behalf of shareholders entitled to vote on the matter.

If a Spill Resolution is put to the vote and passed at the annual general meeting, the effect of the resolution would be that:

- (a) the Company would be required to hold another meeting (the Spill Meeting) of the Company's members within 90 days after the Spill Resolution was passed;
- (b) all of the Company's Directors in office at the date of this Notice would cease to be Directors immediately before the end of the Spill Meeting, unless re-elected at that meeting; and
- (c) resolutions to appoint persons to the offices that will be vacated immediately before the end of the Spill Meeting must be put to the vote at the Spill Meeting.

If a Spill Meeting is held, the following Directors (the "Relevant Directors") will automatically cease to hold office as Directors of the Company at the conclusion of the Spill Meeting, unless they are willing to stand for re-election and are re-elected at that meeting:

- James A (Tony) Killen
- Gregory E McGowan
- Martin F Warwick
- Michael J O'Brien
- Joanne Dawson
- Jennifer M Johnson

Each of the Relevant Directors would be eligible to seek re-election at the Spill Meeting.

Even if Gregory E McGowan and Jennifer M Johnson, who are seeking re-election at this year's Annual General Meeting are elected at the Annual General Meeting, they will need to be re-elected at the Spill Meeting to remain in office after the Spill Meeting.

If a Spill Meeting is required, the date of the Spill Meeting will be notified to shareholders in due course.

The Board considers that a Spill Meeting would be extremely disruptive to the Company and that it would be inappropriate to remove all of the Relevant Directors in the circumstances.

Each Relevant Director has a personal interest in the Spill Resolution and each of them (and their closely related parties) are excluded from voting on the Spill Resolution.

The Directors of the Company unanimously recommend that shareholders vote AGAINST the Spill Resolution.

Voting Exclusion Statement

Items 3 and 4 (Remuneration Report and Conditional Spill Resolution)

The Company will disregard any votes cast on the proposed resolutions in Items 3 and 4:

- (a) by or on behalf of members of the Company's KMP disclosed in the Annual Report for the financial year ended 30 June 2016, or their closely related parties, regardless of their capacity in which the vote is cast; or
 - (b) as a proxy by a person who is a member of the Company's KMP at the date of the Annual General Meeting or their closely related parties,
- unless the vote is cast as a proxy for a person entitled to vote on the resolutions in Items 3 or 4:
- (c) in accordance with a direction on the Proxy Form; or
 - (d) by the Chairman of the Annual General Meeting pursuant to an express authorisation to vote undirected proxies as the Chairman sees fit.

A "closely related party" includes a spouse, dependent and certain other close family members of KMP, as well as companies controlled by a member of KMP.

If you appoint the Chairman of the Annual General Meeting as your proxy, and you do not direct your proxy how to vote on Item 3 or 4 on the Proxy Form, you will be expressly authorising the Chairman of the meeting to exercise the proxy even if the resolution is connected, directly or indirectly, with the remuneration of the KMP (which includes the Chairman of the Annual General Meeting).

The Chairman of the Annual General Meeting intends to vote unrestricted proxies in **favour** of Item 3.

The Chairman of the Annual General Meeting intends to vote unrestricted proxies **against** Item 4.

ADDITIONAL NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

Voting entitlements

For the purpose of voting at the Annual General Meeting, the Directors have determined in accordance with the Company's Constitution and Regulation 7.11.37 of the Corporations Regulations 2001 that all shares of the Company that are quoted on the ASX as at 7.00pm (Melbourne time) on Wednesday 2 November 2016 will be taken to be held by the persons who are registered as holding them at that time. Accordingly, those persons will be entitled to attend and vote at the Annual General Meeting.

Shareholder questions

Shareholders entitled to vote at the Annual General Meeting may submit written questions for the Company or the Auditor. Please ensure that written questions are received by the Company's Share Registry by Thursday 27 October 2016.

Attending the Annual General Meeting

In the case of joint shareholders, all holders may attend the Annual General Meeting but only one holder may vote at the meeting in respect of the relevant shares (including by proxy). If more than one joint holder is present (including by proxy), and more than one of the joint holders vote in respect of the relevant shares, only the vote of the joint holder whose name stands first in the register in respect of the relevant shares is counted.

A corporate shareholder may appoint one or more persons to act as its representative(s), but only one representative may exercise the corporate shareholder's powers at any one time. If a representative of a corporate shareholder is to attend the Annual General Meeting, the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission to the Annual General Meeting.

Proxies

A Proxy Form accompanies this Notice of Annual General Meeting.

A member entitled to attend and vote is entitled to appoint:

- (a) a person; or
- (b) if the member is entitled to cast two or more votes at the Annual General Meeting, two persons,

as the member's proxy or proxies to attend and vote on behalf of the member at the Annual General Meeting. A proxy need not be a member of the Company.

A proxy can be an individual or a body corporate.

A corporate shareholder must sign a Proxy Form in accordance with that shareholders' constitution or otherwise in accordance with the Corporations Act.

Where more than one proxy is appointed, each proxy may be appointed to represent a specified proportion of the member's voting rights. If no such proportion is specified, each proxy may exercise half of the member's votes. A separate Proxy Form should be used for each proxy. You can obtain an additional Proxy Form from the Company's Share Registry or you may copy the Proxy Form.

To be effective, a duly completed Proxy Form and any authority under which it is signed or a copy of that power of attorney certified by statutory declaration must be received at the Company's Share Registry or at the Company's Registered Office, by no later than 11.00am (Melbourne time) on Wednesday 2 November 2016 in the ways outlined below.

Under the Corporations Act, if the appointment of a proxy specifies the way the proxy is to vote on a particular resolution:

- the proxy is not required to vote on a show of hands, but if the proxy does so, the proxy must vote as directed (subject to any applicable voting exclusions);
- if the proxy has two or more appointments that specify different ways to vote on the resolutions, the proxy must not vote on a show of hands;
- if the proxy is not the Chairman of the Annual General Meeting, the proxy need not vote on a poll but if the proxy does so, the proxy must vote as directed (subject to any applicable voting restrictions); and
- if the proxy is the Chairman of the Annual General Meeting, the proxy must vote on a poll and must vote as directed.

Shareholders should consider directing their proxy as to how to vote on each resolution by crossing either the "For", "Against", or "Abstain" box when completing their Proxy Form to ensure that their proxy is permitted to vote on their behalf in accordance with their instructions.

Default to the Chairman of the Annual General Meeting

If:

- A poll has been called on a resolution; and
- A shareholder has appointed a proxy other than the Chairman of the Annual General Meeting and the appointment of the proxy directs the proxy how to vote on the resolution; and
- The shareholder's proxy either:
 - Does not attend the Annual General Meeting; or
 - Attends the Annual General Meeting but does not vote on the resolution.

Then the Chairman of the Annual General Meeting will, before voting on the resolution closes, be taken to have been appointed as the proxy for that shareholder for the purposes of voting on that resolution. In these circumstances, the Chairman of the Annual General Meeting must vote in accordance with the written direction of that shareholder.

Proxies may be lodged:

- online by going to www.investorvote.com.au or by scanning the QR Code, found on the enclosed Proxy Form, with your mobile device;
- by mail or facsimile to Templeton Global Growth Fund Ltd Share Registry:
 - c/- Computershare Investor Services Pty Limited GPO Box 242 Melbourne Victoria 3001
 - Facsimile (within Australia) 1800 783 447, (outside Australia) +61 3 9473 2555; or
- by delivery or facsimile to the registered office of the Company, being Level 19, 101 Collins Street, Melbourne, Victoria 3000, facsimile (03) 9603 1266.

For Intermediary Online subscribers only (custodians) please visit www.intermediaryonline.com to submit your voting intentions.

For more information concerning the appointment of proxies, please refer to the enclosed Proxy Form.



Templeton Global Growth Fund Ltd

ABN 44 006 558 149

Lodge your vote:



Online:

www.investorvote.com.au



By Mail:

Computershare Investor Services Pty Limited
GPO Box 242 Melbourne
Victoria 3001 Australia

Alternatively you can fax your form to
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For Intermediary Online subscribers only
(custodians) www.intermediaryonline.com

For all enquiries call:

(within Australia) 1300 850 505
(outside Australia) +61 3 9415 4000

Proxy Form



Vote and view the annual report online

- Go to www.investorvote.com.au or scan the QR Code with your mobile device.
- Follow the instructions on the secure website to vote.

Your access information that you will need to vote:

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

For your vote to be effective it must be received by 11.00am (Melbourne time) on Wednesday 2 November 2016

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appointment of Proxy

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each Item of Business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

Signing Instructions for Postal Forms

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney to be used to execute this form with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

Comments & Questions: If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

**GO ONLINE TO VOTE,
or turn over to complete the form** ➔



Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

Proxy Form

Please mark ☒ to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of hereby appoint

☐

the Chairman
of the Meeting OR



PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the Meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Templeton Global Growth Fund Ltd to be held at the Westin, Room IV, 205 Collins Street, Melbourne on Friday 4 November at 11.00am (Melbourne time) and at any adjournment or postponement of that Meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Items 3 and 4 (except where I/we have indicated a different voting intention below) even though Items 3 and 4 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

The Chairman of the Meeting intends to vote undirected proxies in favour of each Item of business with the exception of Item 4 where the Chairman of the Meeting intends to vote against.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Items 2(a), 2(b), 3 and 4 by marking the appropriate box in step 2 below.

STEP 2 Items of Business



PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

The Chair of the Meeting intends to vote all available undirected proxies **FOR** the following:

	For	Against	Abstain
Item 2(a) Re-election of Director - Jennifer M Johnson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 2(b) Re-election of Director - Gregory E McGowan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3 Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chair of the Meeting intends to vote all available undirected proxies **AGAINST** the following:

	For	Against	Abstain
Item 4 Conditional Spill Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of Item 2(a), 2(b) and 3, and to vote against Item 4.

SIGN

Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact
Name

Contact
Daytime
Telephone

Date / /

TGG

2 1 4 6 3 2 A

Computershare

