

SHAREHOLDER CIRCULAR

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. When considering what action you should take, you are recommended immediately to seek your own personal financial advice from an appropriately qualified independent adviser authorised under the Financial Services and Markets Act 2000.

If you have disposed of all your Ordinary Shares in the Company, please pass this document (and the enclosed Form of Proxy and/or Voting Instruction Form) as soon as possible to the purchaser or transferee or to the stockbroker or other agent through whom you made the disposal for onward transmission to the purchaser or transferee. The distribution of this document and/or the accompanying documents in jurisdictions other than the UK, including the United States, Australia, Canada, Japan, New Zealand or the Republic of South Africa, may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any of those restrictions. Any failure to comply with any of those restrictions may constitute a violation of the securities laws of any such jurisdiction.

JPMorgan Brazil Investment Trust plc

*(Registered in England and Wales under the Companies Act 2006 with company no. 7141630.
An investment company within the meaning of Section 833 of the Companies Act 2006.)*

Notice of General Meeting to consider a proposal for the disapplication of pre-emption rights (the “Proposal”)

Notice of a General Meeting of the Company to be held at Finsbury Dials, 20 Finsbury Street, London EC2Y 9AQ on 30 September 2010 at 10.00 a.m. is set out at the end of this document. The Proposal described in this document is conditional upon Shareholder approval of the Resolution at the General Meeting. Shareholders are requested to complete and return their Form(s) of Proxy and/or Voting Instruction Form(s).

Numis Securities Limited, which is authorised and regulated in the United Kingdom by the Financial Services Authority, is acting for the Company in relation to the Proposal and is not advising any other person or treating any other person as its client in relation to the matters referred to in this document and will not be responsible to anyone other than the Company for providing the protections afforded to clients of Numis Securities Limited nor for providing advice in connection with the Proposal or the contents of this document or any other matters referred to herein.

To be valid, Forms of Proxy for use at the General Meeting must be completed and returned in accordance with the instructions printed thereon to the Company’s Registrars, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6ZL, or delivered by hand during office hours only to the same address as soon as possible and in any event so as to arrive by not later than 10.00 a.m. on 28 September 2010.

Voting Instruction Forms are enclosed for use by individuals who hold their Ordinary Shares through the Plans. To be valid, Voting Instruction Forms must be completed and returned in accordance with the instructions printed thereon to the Company’s Registrars as soon as possible and in any event so as to arrive by not later than 10.00 a.m. on 27 September 2010.

TABLE OF CONTENTS

Expected Timetable	2
Letter from the Chairman	3
Definitions	6
Notice of General Meeting	8

TIMETABLE OF PRINCIPAL EVENTS

Latest time and date for receipt of Voting Instruction Forms from Plan Participants	10.00 a.m. on 27 September 2010
Latest time and date for receipt of Forms of Proxy	10.00 a.m. on 28 September 2010
General Meeting to approve the Proposal	10.00 a.m. on 30 September 2010

Note: All references to time in this document are to London time.

LETTER FROM THE CHAIRMAN

JPMORGAN BRAZIL INVESTMENT TRUST PLC

*(Registered in England and Wales under the Companies Act 2006 with registered no. 7141630.
An investment company within the meaning of Section 833 of the Companies Act 2006.)*

Directors:

Howard Myles (*Chairman*)
Mark Bridgeman
Victor Bulmer-Thomas

Registered Office:

Finsbury Dials
20 Finsbury Street
London EC2Y 9AQ

7 September 2010

To Shareholders and Plan Participants

Dear Sir or Madam

Introduction

Further to the Company's announcement on 13 August 2010 that the Board was considering proposals to enable the Company to continue to issue further new Ordinary Shares once its existing share allotment authorities have been exhausted, the Board has today announced details of the Proposal, which will require the approval of Shareholders. The Proposal is conditional on the passing of the Resolution to be proposed at the General Meeting of the Company to be held on 30 September 2010. The purpose of this document is to provide you with details and to explain the benefits of the Proposal and to set out the reasons why the Directors are recommending that you vote in favour of the Resolution at the General Meeting.

Background to and reasons for the Proposal

The Company was launched on 26 April 2010. On this date the Company issued 46,741,350 Ordinary Shares and 9,348,270 Subscription Shares. Since launch, the Ordinary Shares have traded on average at a premium to the Net Asset Value per Ordinary Share, which indicates that there is reasonable demand in the market. In order to partially satisfy this demand, the Company issued a further 4.4 million Ordinary Shares in the period from launch to the date of this document. These Ordinary Shares were all issued at a premium to the Net Asset Value per Ordinary Share prevailing at the time of their issue, which has resulted in an aggregate uplift to the Company's Net Asset Value of approximately £192,200. This issuance has almost exhausted both the Company's authority to allot Ordinary Shares on a non-pre-emptive basis (i.e. an issue of shares other than an issue to existing Shareholders *pro rata* to their holdings of Ordinary Shares) and the limit on the number of new Ordinary Shares that can be admitted to the Official List without the publication of a new prospectus.

Despite these share issues, the Ordinary Shares have continued to trade at a premium to their Net Asset Value, currently 1.9 per cent. Although the Directors have authority to undertake an issue of up to 100 million C Shares on a non-pre-emptive basis, as described in the Company's launch prospectus, in the face of this continuing demand and having regard to the benefits of enlarging the Company, the Directors have resolved to convene the General Meeting in order to seek Shareholder authority to issue further Ordinary Shares on a non-pre-emptive basis. In doing so the Directors have taken into account the desirability of limiting the premium to Net Asset Value at which the Company's Ordinary Shares trade in order to ensure that long term shareholders who subscribe to the Company's Ordinary Shares through regular savings plans are not disadvantaged by being required to acquire additional shares at a high premium. The Directors do not intend to issue any further Subscription Shares at this time.

The Resolution, if passed, will give the Directors the authority to issue up to 5,115,090 new Ordinary Shares on a non-pre-emptive basis, which is equal to approximately 10 per cent. of the Company's issued Ordinary Share capital as at the date of this document. The Directors intend to use this authority to satisfy continuing demand for the Company's Ordinary Shares. The new Ordinary Shares will not be issued at prices less than the prevailing Net Asset Value per Ordinary Share, and, as with the issues to date, will be accretive to the Net Asset Value per Ordinary Share.

The Directors have also resolved to publish a new prospectus in order to obtain Admission to the Official List of any Ordinary Shares issued pursuant to the authority conferred by the Resolution. The Directors intend to actively consider opportunities to grow the Company through a placing of Ordinary Shares and the new prospectus will provide the flexibility to undertake such a placing. However, if the placing were to exceed the authority conferred by the Resolution, the Directors would seek further shareholder approval to conduct such a placing. It is expected that the new prospectus will be published shortly after the General Meeting.

Furthermore, if the authority conferred by the Resolution is exhausted before the Company's annual general meeting in 2011, the Directors intend to seek Shareholder authority to issue further Ordinary Shares on a non-pre-emptive basis at one or more subsequent General Meetings.

Benefits of the Proposal

The Directors believe that the Proposal and any Ordinary Share issuance pursuant to the authority conferred by the Resolution should be beneficial in that they will:

- maintain the Company's ability to issue new Ordinary Shares tactically, such as to better manage the premium at which the Ordinary Shares trade to NAV per share;
- enhance the NAV per share of existing Ordinary Shares through new share issuance at a premium;
- grow the Company, thereby spreading operating costs over a larger capital base which will cause the total expense ratio per Ordinary Share to fall; and
- improve liquidity in the market for the Company's shares.

Use of proceeds

The net proceeds of any new Ordinary Shares issued pursuant to the authority conferred by the Resolution will be invested by the Manager on behalf of the Company in accordance with the Company's published investment policy.

Costs of the Proposal

The Company's fixed expenses, in connection with seeking Shareholders' authority at the General Meeting and publishing a new prospectus in order to obtain Admission of any new Ordinary Shares issued pursuant to the authority conferred by the Resolution, are estimated to amount to approximately £212,000 (inclusive of VAT).

Dilution

The allotment of new Ordinary Shares pursuant to the authority conferred by the Resolution will dilute the voting control of existing Shareholders. Assuming that the authority is used in full, this will result in a dilution of approximately 9.1 per cent. in existing shareholders' voting control of the Company.

Consent

Numis Securities has given and not withdrawn its written consent to the issue of this document with the inclusion in it of references to its name in the form and context in which they appear.

General Meeting

The Proposal is conditional on the approval by Shareholders of the Resolution to be proposed at a General Meeting of the Company which has been convened for 30 September 2010. The Board is recommending that Shareholders vote in favour of the Resolution, which will be proposed as a special resolution.

All Ordinary Shareholders are entitled to attend and vote at the General Meeting. Subscription Shareholders are not entitled to attend or vote at the General Meeting. In accordance with the Articles, all Ordinary Shareholders present in person or by proxy shall upon a show of hands have one vote and upon a poll shall have one vote in respect of every Ordinary Share held. In order to ensure that a quorum is present at the General Meeting, it is necessary for two Shareholders entitled to vote to be present, whether in person or by proxy (or, if a corporation, by a representative).

The formal notice convening the General Meeting is set out on pages 8 to 9 of this document.

Action to be taken

The only action that you need to take is to complete the accompanying Form of Proxy or, if you hold Ordinary Shares through any of the Plans, the accompanying Voting Instruction Form(s) for use at the General Meeting.

Shareholders, other than Plan Participants, are asked to complete and return the Form of Proxy in accordance with the instructions printed thereon to the Company's Registrar, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6ZL, or deliver it by hand during office hours only to the same address so as to be received as soon as possible and in any event by not later than 10.00 a.m. on 28 September 2010.

Plan Participants are requested to complete their Voting Instruction Form(s) and return them to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6ZL, in accordance with the instructions printed thereon, or deliver them by hand during office hours only to the same address so as to be received as soon as possible and in any event by not later than 10.00 a.m. on 27 September 2010.

Shareholders and Plan Participants are requested to complete and return a Form of Proxy, or Voting Instruction Form, as appropriate, whether or not they wish to attend the General Meeting.

Recommendation

The Board, which has received financial advice from Numis Securities, considers that the passing of the Resolution is in the best interests of the Company and its Shareholders as a whole. In providing its financial advice, Numis Securities has taken into account the Board's commercial assessment of the effects of the Proposal. Accordingly the Directors unanimously recommend that Shareholders vote in favour of the Resolution to be proposed at the General Meeting. The Directors intend to vote in favour of the Resolution in respect of their holdings of Ordinary Shares amounting to 6,000 Ordinary Shares in aggregate.

Yours faithfully

Howard Myles
(Chairman)

DEFINITIONS

In this document the words and expressions listed below have the meanings set out opposite them, except where the context otherwise requires:

Admission	the admission of the new Ordinary Shares (i) to the Official List and (ii) to trading on the London Stock Exchange's main market for listed securities becoming effective in accordance with the Listing Rules and the Admission and Disclosure Standards
Admission and Disclosure Standards	the admission and disclosure standards of the London Stock Exchange for securities admitted or seeking to be admitted to trading, as amended from time to time
Articles	the articles of association of the Company, as amended from time to time
Board	the board of Directors of the Company or any duly constituted committee thereof
Business Day	any day on which banks are open for business in London (excluding Saturdays and Sundays)
Company	JPMorgan Brazil Investment Trust plc
CREST	the system for the paperless settlement of trades in securities and the holding of uncertificated securities operated by Euroclear in accordance with the Uncertificated Securities Regulations 2001
Directors	the directors of the Company or any duly constituted committee thereof
Disclosure and Transparency Rules	the disclosure rules made by the FSA under Part VI FSMA
Euroclear	Euroclear UK & Ireland Limited, being the operator of CREST
Financial Services Authority or FSA	the single regulatory authority for the UK financial services industry
FSMA	the Financial Services and Markets Act 2000
Form of Proxy	the form of proxy provided with this document for use in connection with the General Meeting
General Meeting or Meeting	the general meeting of the Company to consider the Proposal, convened for 30 September 2010 at 10.00 a.m. or any adjournment thereof
Listing Rules	the listing rules issued by the UK Listing Authority
London Stock Exchange	London Stock Exchange plc
NAV or Net Asset Value per Ordinary Share	the value of the Company's net assets (calculated in accordance with the Company's accounting policies and the Articles) per Ordinary Share
Notice of General Meeting or Notice	the notice of the General Meeting as set out at the end of this document
Official List	the Official List maintained by the UK Listing Authority

Ordinary Share	an ordinary share of 1 penny in the capital of the Company with a ticker of JPB and ISIN of GB00B602H543
Plans	together, the J.P. Morgan Investment Trust Individual Savings Account, the J.P. Morgan Investment Trust Share Plan and the J.P. Morgan Investment Trust SIPP
Plan Participant	a person who holds their Ordinary Shares through the Plans
Proposal	the proposed disapplication of pre-emption rights by the passing of the Resolution, as described in this document
Register	the register of members of the Company
Registrars	Equiniti Limited
Resolution	the resolution to be proposed at the General Meeting, details of which are contained in the Notice of General Meeting
Shares	the Ordinary Shares and/or the Subscription Shares as the context requires
Shareholder	a holder of Ordinary Shares
Subscription Shares	the subscription shares of one penny each in the capital of the Company with a ticker of JPBS and an ISIN of GB00B3NYCF82
UK Listing Authority	the Financial Services Authority acting in its capacity as the competent authority for the purposes of admissions to the Official List
UK or United Kingdom	the United Kingdom of Great Britain and Northern Ireland
United States	the United States of America, its territories and possessions, any state of the United States of America and the District of Columbia
Voting Instruction Form	the voting instruction form provided with this document for use in connection with the General Meeting by Shareholders who hold Ordinary Shares through any of the Plans

NOTICE OF GENERAL MEETING

JPMORGAN BRAZIL INVESTMENT TRUST PLC

*(Incorporated and registered in England and Wales under the Companies Act 2006 with company number 7141630.
An investment company within the meaning of Section 833 of the Companies Act 2006.)*

Notice is hereby given that a General Meeting (the **Meeting**) of JPMorgan Brazil Investment Trust plc (the **Company**) will be held at Finsbury Dials, 20 Finsbury Street, London EC2Y 9AQ on 30 September 2010 at 10.00 a.m. to consider and, if thought fit, approve the following resolution as a special resolution:

SPECIAL RESOLUTION

THAT, in addition to any subsisting authorities, the Directors be and they are hereby empowered pursuant to section 570 and section 573 CA 2006 to allot equity securities (within the meaning of section 560 CA 2006) for cash pursuant to the authority conferred by paragraph (b) of the special resolution passed by the Company on 24 February 2010, as if section 561(1) CA 2006 did not apply to any such allotment, provided that this power shall:

- (i) be limited to the allotment or sale of equity securities up to an aggregate nominal amount of £51,150.90, equal to approximately 10 per cent. of the issued share capital of the Company as at the date of this notice of general meeting; and
- (ii) expire at the conclusion of the next Annual General Meeting of the Company after the passing of this Resolution, except that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

BY ORDER OF THE BOARD

JPMorgan Asset Management (UK) Limited
Secretary

Date: 7 September 2010

Registered Office:
Finsbury Dials
20 Finsbury Street
London EC2Y 9AQ

Notes:

- (i) A member entitled to attend and vote at the Meeting convened by the above Notice is entitled to appoint one or more proxies to exercise all or any of the rights of the member to attend and speak and vote in his place. A proxy need not be a member of the Company.
- (ii) To appoint a proxy you may use the Form of Proxy enclosed with this Notice of Meeting. To be valid, the Form of Proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy of the same, must be completed and returned in accordance with the instructions printed thereon to the Company's Registrar, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6ZL, or delivered by hand during office hours only to the same address as soon as possible and in any event by not later than 10.00 a.m. on 28 September 2010.
- (iii) Completion of the Form of Proxy will not prevent you from attending and voting in person.
- (iv) Any person receiving a copy of this Notice as a person nominated by a member to enjoy information rights under section 146 of the Companies Act 2006 (a "Nominated Person") should note that the provisions in Notes (i) to (iii) above concerning the appointment of a proxy or proxies to attend the Meeting in place of a member, do not apply to a Nominated Person as only Shareholders have the right to appoint a proxy. However, a Nominated Person may have a right under an agreement between the

- Nominated Person and the member by whom he or she was nominated to be appointed, or to have someone else appointed, as a proxy for the Meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may have a right under such an agreement to give instructions to the member as to the exercise of voting rights at the Meeting.
- (v) Nominated persons should also remember that their main point of contact in terms of their investment in the Company remains the member who nominated the Nominated Person to enjoy information rights (or perhaps the custodian or broker who administers the investment on their behalf). Nominated Persons should continue to contact that member, custodian or broker (and not the Company) regarding any changes or queries relating to the Nominated Person's personal details and interest in the Company (including any administrative matter). The only exception to this is where the Company expressly requests a response from a Nominated Person.
 - (vi) Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, only Shareholders registered in the register of members of the Company by not later than 6.00 p.m. two days prior to the time fixed for the Meeting shall be entitled to attend and vote at the Meeting in respect of the number of Shares registered in their name at such time. If the Meeting is adjourned, the time by which a person must be entered on the register of members of the Company in order to have the right to attend and vote at the adjourned Meeting is 6.00 p.m. two days prior to the time of the adjournment. Changes to the register of members after the relevant times shall be disregarded in determining the rights of any person to attend and vote at the Meeting.
 - (vii) In the case of joint holders, the vote of the senior holder who tenders a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.
 - (viii) Holders of Ordinary Shares held through the Plans are entitled to attend and vote at the Meeting if the Voting Instruction Form, which is enclosed with this document, is correctly completed and returned in accordance with the instructions printed thereon.
 - (ix) CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by following the procedures described in the CREST manual which can be viewed at www.euroclear.com/CREST. CREST personal members or other CREST sponsored members, and those CREST members who have appointed (a) voting service provider(s), should refer to their CREST sponsor or voting provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear's specifications and must contain the information required for such instructions, as described in the CREST manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (RA19) by not later than 10.00 a.m. on 28 September 2010. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST applications host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
 - (x) CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed (a) voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST manual concerning practical limitations of the CREST system and timings.
 - (xi) The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5) of the Uncertificated Securities Regulations 2001.
 - (xii) If the Chairman, as a result of any proxy appointments, is given discretion as to how the votes the subject of those proxies are cast and the voting rights in respect of those discretionary proxies, when added to the interests in the Company's securities already held by the Chairman, result in the Chairman holding such number of voting rights that he has a notifiable obligation under the Disclosure and Transparency Rules, the Chairman will make the necessary notifications to the Company and the Financial Services Authority. As a result, any member holding 3 per cent. or more of the voting rights in the Company who grants the Chairman a discretionary proxy in respect of some or all of those voting rights and so would otherwise have a notification obligation under the Disclosure and Transparency Rules, need not make a separate notification to the Company and the Financial Services Authority.
 - (xiii) Any question relevant to the business of the Meeting may be asked at the Meeting by anyone permitted to speak at the Meeting. A holder of Ordinary Shares may alternatively submit a question in advance by a letter addressed to the Company Secretary at the Company's registered office. Under Section 319A of the Companies Act 2006, the Company must answer any question a shareholder asks relating to the business being dealt with at the Meeting, unless (i) answering the question would interfere unduly with the preparation for the Meeting or involve the disclosure of confidential information; (ii) the answer had already been given on a website in the form of an answer to a question; or (iii) it is undesirable in the interests of the Company or the good order of the Meeting that the question be answered.
 - (xiv) In accordance with Section 311A of the Companies Act 2006, the contents of this Notice, details of the total number of Ordinary Shares in respect of which members are entitled to exercise voting rights at the Meeting and, if applicable, any members' statements, members' resolutions or members' matters of business received by the Company after the date of this Notice will be available on the Company's website www.jpmbrazil.co.uk.
 - (xv) As at 3 September 2010, being the last business day prior to the printing of this Notice, the Company's issued capital consisted of 51,150,972 Ordinary Shares carrying one vote each and 9,338,650 Subscription Shares which do not carry the right to vote. Therefore, the total voting rights in the Company as at 3 September 2010 are 51,150,972.
 - (xvi) You may not use the any electronic address provided either in this Notice or any related documents (including the Form of Proxy) to communicate with the Company for any purpose other than those expressly stated.

