

Result of AGM

VENTUS 2 VCT PLC

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Ventus 2 VCT PLC
22 July 2021

Ventus 2 VCT plc

Results of AGM and poll

The Annual General Meeting of Ventus 2 VCT plc (the "Company") was held at 12.15pm on Thursday, 22 July 2021. The results were as follows.

All resolutions were passed on a poll.

Ordinary Resolutions

1. To receive the Company's audited Annual Report and Financial Statements for the year ended 28 February 2021.
2. To declare a final dividend of 5.00p per ordinary share, 6.00p per "C" share and 10.00p per "D" share in respect of the year ended 28 February 2021.
3. To approve the Directors' Remuneration Report for the year ended 28 February 2021.
4. To re-elect Lloyd Chamberlain as a Director of the Company.
5. To re-elect Jane Tozer as a Director of the Company.
6. To re-elect Christopher Zeal as a Director of the Company.
7. To re-appoint BDO LLP as Auditor of the Company to hold office until the conclusion of the next AGM at which accounts are laid before the Company.
8. To authorise the Directors to determine the remuneration of the Auditor.

Special Resolution

9. That the Company be and is hereby generally and unconditionally authorised to make market purchases within the meaning of Section 693(4) of the Companies Act 2006 (the "Act") of ordinary shares of 25p each, "C" shares of 25p each and "D" shares of 25p each in the capital of the Company provided that:
 - (i) The maximum aggregate number of shares hereby authorised to be purchased is 3,656,459 ordinary shares, 1,698,233 "C" shares and 298,415 "D" shares, representing 14.99% of the current issued share capital of each class;
 - (ii) The minimum price which may be paid for a share is 25p per share;

- (iii) The maximum price, exclusive of any expenses, which may be paid for a share is an amount equal to the higher of; (a) 105% of the average of the middle market prices shown in the quotations for a share in The London Stock Exchange Daily Official List for the five business days immediately preceding the day on which that share is purchased; and (b) the amount stipulated by Article 5(1) of the Buy-back and Stabilisation Regulation 2003;
- (iv) The authority hereby conferred shall (unless previously renewed or revoked) expire on the earlier of the AGM of the Company to be held in 2022 and the date which is 18 months after the date on which this resolution is passed; and
- (v) The Company may make a contract or contracts to purchase its own shares under this authority before the expiry of the authority which will or may be executed wholly or partly after the expiry of the authority, and may make a purchase of its own shares in pursuance of any such contract or contracts as if the authority conferred hereby had not expired.

The full results of the poll are below:

| | Resolution | For | Against | Withheld |
|----|---|------------|----------------|-----------------|
| 1. | Audited Annual Report and Financial Statements | 4,968,477 | 3,027 | 64,903 |
| 2. | Final dividend 5.00p per ordinary share, 6.00p per "C" share and 10.00p per "D" share | 5,027,196 | 0 | 9,211 |
| 3. | Directors' Remuneration Report | 4,808,747 | 84,083 | 143,577 |
| 4. | Re-elect Lloyd Chamberlain | 4,876,518 | 41,999 | 117,890 |
| 5. | Re-elect Jane Tozer | 4,884,043 | 19,374 | 132,990 |
| 6. | Re-elect Christopher Zeal | 4,869,888 | 43,529 | 122,990 |
| 7. | Re-appoint BDO LLP as auditor | 4,919,743 | 9,620 | 107,044 |
| 8. | Remuneration of auditor | 4,937,632 | 13,740 | 85,035 |
| 9. | Buy back shares | 4,663,378 | 217,091 | 155,938 |