

## Ventus 2 VCT plc

### Results of AGM

At the Annual General Meeting of Ventus 2 VCT plc (the "Company") duly convened and held at the offices of Howard Kennedy LLP, No 1 London Bridge, London SE1 9BG at 12.30pm on 21 July 2015 the following resolutions were duly passed as ordinary and special resolutions respectively:

#### Ordinary Resolutions

1. To receive the Company's audited Annual Report and Financial Statements for the year ended 28 February 2015.
2. To declare a final dividend of 2.10p per ordinary share and 3.50p per "C" share in respect of the year ended 28 February 2015.
3. To approve the Directors' Remuneration Report for the year ended 28 February 2015.
4. To re-elect Mr Paul Thomas as a Director of the Company.
5. To re-elect Mr Alan Moore as a Director of the Company.
6. To re-elect Mr Colin Wood 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 general meeting 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 (as defined in section 693(4) of 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 an amount equal to 3,656,459 ordinary shares, 1,691,353 "C" shares and 298,415 "D" shares, representing 14.99% of the 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 2016 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.
10. The Company has the authority to issue shares in the capital of the Company and to grant rights to subscribe for or to convert any security into shares in each Company up to an aggregate nominal amount of £6,250,000.
11. The Company will be empowered to allot or make offers to or agreements to allot equity securities (which expression shall have the meaning ascribed to it in Section 560(1) of the

Act) for cash pursuant to the authority given pursuant to resolution 10 above, as if Section 561(1) of the Act did not apply to such allotment.

Proxy votes cast were as follows:

	<b>Resolution</b>	<b>For</b>	<b>Against</b>	<b>Withheld</b>
1.	Directors Report and Financial statements and Auditor's Report	882,122	-	20,100
2.	Final dividend 2.10p per ordinary share and 3.50p per "C" share	902,222	-	-
3.	Directors' Remuneration Report	752,410	128,912	20,900
4.	Re-elect Paul Thomas	845,641	5,546	51,035
5.	Re-elect Alan Moore	845,641	5,546	51,035
6.	Re-elect Colin Wood	844,111	7,076	51,035
7.	Re-appoint BDO LLP as auditor	881,905	20,317	-
8.	Remuneration of auditor	889,582	12,640	-
9.	Buy back shares	756,619	137,000	8,603
10.	Allot shares	862,987	15,550	23,685
11.	Disapply pre-emption rights	877,136	20,094	4,992

For further information please contact: The City Partnership (UK) Limited on 0131 243 7210