

## Ventus 2 VCT plc

### Results of AGM and poll

The Annual General Meeting of Ventus 2 VCT plc was duly convened and held at 12.15pm on Thursday 20 August 2020.

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 29 February 2020.
2. To declare a final dividend of 2.50p per ordinary share, 4.00p per "C" share and 2.50p per "D" share in respect of the year ended 29 February 2020.
3. To approve the Directors' Remuneration Policy (which is set out in the Directors' Remuneration Report on page 36 of the Annual Report and Financial Statements).
4. To approve the Directors' Remuneration Report for the year ended 29 February 2020.
5. To elect Lloyd Chamberlain as a Director of the Company.
6. To re-elect Jane Tozer as a Director of the Company.
7. To elect Chris Zeal as a Director of the Company.
8. 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.
9. To authorise the Directors to determine the remuneration of the Auditor.
10. To authorise the Company to continue in being as a venture capital trust.

#### Special Resolution

11. 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 2016 (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 2021 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:

	<b>Resolution</b>	<b>For</b>	<b>Against</b>	<b>Withheld</b>
1.	Directors Report and Financial statements and Auditor's Report	4,817,057	14,435	65,624
2.	Final dividend 2.50p per ordinary share, 4.00p per "C" share and 2.50p per "D" share	4,882,681	14,435	-
3.	Directors' Remuneration Policy	4,606,580	135,547	154,989
4.	Directors' Remuneration Report	4,624,856	130,430	141,830
5.	Re-elect Lloyd Chamberlain	4,424,135	289,646	183,335
6.	Re-elect Jane Tozer	4,262,167	452,666	182,283
7.	Re-elect Chris Zeal	4,172,602	544,732	179,782
8.	Re-appoint BDO LLP as auditor	4,674,968	170,284	51,864
9.	Remuneration of auditor	4,853,557	20,457	23,102
10.	Continue as a venture capital trust	4,570,349	90,639	236,128
11.	Buy back shares	4,408,088	448,118	40,910