

## The Income & Growth VCT plc

### Annual General Meeting - 6 February 2019

Total number of shares in issue (5 February 2019)	105,088,384
Valid forms of proxy received	387
Total number of shares held by members appointing proxies	5,695,041
Percentage of Company or Fund represented by proxy votes	5.42%

	For		Discretion of proxy		Against		Withheld Votes
	Votes	% of total	Votes	% of total	Votes	% of total	
<b>Ordinary Resolutions</b>							
<u>Resolution 1</u>							
To receive and adopt the annual report and financial statements	5,289,965	92.92%	394,092	6.92%	9,019	0.16%	1,965
<u>Resolution 2</u>							
To approve the annual remuneration report	4,835,218	87.42%	408,448	7.39%	287,108	5.19%	164,267
<u>Resolution 3</u>							
To re-elect Colin Hook as a Director	4,949,032	87.45%	394,092	6.96%	316,055	5.58%	35,862
<u>Resolution 4</u>							
To re-elect Jonathan Cartwright as a Director	5,188,007	91.47%	394,092	6.95%	89,750	1.58%	23,192
<u>Resolution 5</u>							
To re-elect Helen Sinclair as a Director	5,014,928	88.38%	401,670	7.08%	257,524	4.54%	20,919
<u>Resolution 6</u>							
To re-appoint BDO LLP as auditor and authorise the Directors to determine their remuneration	5,087,196	89.87%	396,144	7.00%	176,982	3.13%	34,719
<u>Resolution 7</u>							
To approve the payment of a final dividend of 3.50 pence per share	5,275,622	92.96%	386,514	6.81%	12,905	0.23%	20,000
<u>Resolution 8</u>							
To authorise the Directors to allot shares in the Company	4,979,094	87.60%	564,780	9.94%	140,109	2.46%	11,058
<b>Special Resolutions</b>							
<u>Resolution 9</u>							
To authorise the Directors to disapply the pre-emption rights of members	4,587,041	81.60%	564,780	10.05%	469,463	8.35%	73,757
<u>Resolution 10</u>							
To authorise the Company to make market purchases of its own shares	4,937,782	86.84%	557,202	9.80%	190,964	3.36%	9,093
<u>Resolution 11</u>							
To authorise the Company to cancel its share premium account and redemption reserve	4,965,564	88.38%	566,963	10.09%	85,830	1.53%	76,684
<b>Ordinary resolution</b>							
<u>Resolution 12</u>							
To adopt the new Investment Policy of the Company	5,100,847	89.93%	557,202	9.82%	13,810	0.24%	23,182

Note: votes withheld do not count in the total of votes cast