

No: 00736898

**THE COMPANIES ACT 2006 (as amended)**

**PUBLIC COMPANY LIMITED BY SHARES**

**Resolutions**

**of**

**RIGHTS AND ISSUES INVESTMENT TRUST PLC  
(THE "COMPANY")**

**Passed on 26 September 2022**

At the GENERAL MEETING of the Company duly convened and held on 26 September 2022, the following Resolution was passed as a Special Resolution:

**THAT**, without prejudice to and in addition to all existing authorities of the Company from time to time, 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) of ordinary shares of 25p each in the capital of the Company (the "**Ordinary Shares**") pursuant to, and for the purposes of, or in connection with, a tender offer for Ordinary Shares (the "**Tender Offer**") as described, and on the terms and in accordance with the arrangements, set out in the circular to shareholders of the Company dated 1 September 2022, provided that:

- (i) the maximum aggregate number of Ordinary Shares hereby authorised to be purchased shall be 706,904;
- (ii) the price which may be paid for an Ordinary Share shall be the Tender Price as defined in the Circular (which in each case shall be both the maximum and minimum price for the purposes of section 701 of the Companies Act 2006); and
- (iii) the authority conferred by this Resolution shall expire on the earlier of (i) completion of the Tender Offer; or (ii) one year from the date of passing of this Resolution, unless previously revoked, varied or renewed by the Company in a general meeting prior to such time.

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Maitland Administration Services Limited,  
Secretary to Rights and Issues Investment Trust PLC

