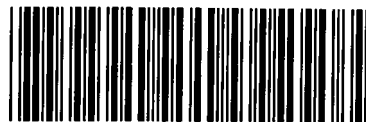


Company Number: 03928569

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COMPANIES HOUSE

OXFORD TECHNOLOGY 2 VENTURE CAPITAL TRUST PLC

(Company)

(Passed on 20 June 2022)

At the general meeting of the Company, duly convened and held on 20 June 2022, the following resolutions were duly passed as ordinary and special resolutions of the Company (as indicated below):

ORDINARY RESOLUTIONS

- 1 THAT, subject to the OT1 Scheme (as defined in and provided for in the circular to shareholders dated 18 May 2022 ("Circular")) becoming unconditional:
 - 1.1 the acquisition of the assets and liabilities of Oxford Technology Venture Capital Trust Plc on the terms set out in the Circular be and hereby is approved; and
 - 1.2 in addition to existing authorities, the directors of the Company be and hereby are generally and unconditionally authorised in accordance with section 551 of the CA 2006 to exercise all the powers of the Company to allot New OT1 Ordinary Shares in the Company up to an aggregate nominal amount of £54,316.55 in connection with the OT1 Scheme, provided that the authority conferred by this paragraph 1.2 of resolution 1 shall expire on the date falling 18 months from the date of the passing of this resolution (unless renewed, varied or revoked by the Company in general meeting).
- 2 THAT, subject to the OT3 Scheme (as defined in and provided for in the Circular) becoming unconditional:
 - 2.1 the acquisition of the assets and liabilities of Oxford Technology 3 Venture Capital Trust Plc on the terms set out in the Circular be and hereby is approved; and
 - 2.2 in addition to existing authorities, the directors of the Company be and hereby are generally and unconditionally authorised in accordance with section 551 of the CA 2006 to exercise all the powers of the Company to allot New OT3 Ordinary Shares in the Company up to an aggregate nominal amount of £62,545.96 in connection with the OT3 Scheme, provided that the authority conferred by this paragraph 2.2 of resolution 2 shall expire on the date falling 18 months from the date of the passing of this resolution (unless renewed, varied or revoked by the Company in general meeting).
- 3 THAT, subject to the OT4 Scheme (as defined in and provided for in the Circular) becoming unconditional:
 - 3.1 the acquisition of the assets and liabilities of Oxford Technology 4 Venture Capital Trust Plc on the terms set out in the Circular be and hereby is approved; and
 - 3.2 in addition to existing authorities, the directors of the Company be and hereby are generally and unconditionally authorised in accordance with section 551 of the CA 2006 to exercise all the powers of the Company to allot New OT4 Ordinary Shares in the Company up to an aggregate nominal amount of £115,196.46 in connection with the OT4 Scheme, provided that the authority conferred by this paragraph 3.2 of resolution 3 shall expire on the date falling 18 months from the date of the passing of this resolution (unless renewed, varied or

revoked by the Company in general meeting).

- 4 THAT, in addition to existing authorities and the authority conferred by resolutions 1 to 3 (inclusive), the directors of the Company be and hereby are generally and unconditionally authorised in accordance with section 551 of CA 2006 to exercise all the powers of the Company to allot Leisure Shares and to grant rights to subscribe for or to convert any security into Leisure Shares up to an aggregate nominal amount of £200,000, provided that, the authority so conferred shall expire (unless renewed, varied or revoked by the Company in general meeting) 18 months following the date of the passing of this resolution, save that the Company shall be entitled to make offers or agreements before the expiry of such authority which would or might require shares to be allotted or rights to be granted after such expiry and the directors shall be entitled to allot shares and grant rights pursuant to any such offer or agreement as if this authority had not expired.
- 5 THAT, the amended and restated investment policy set out under the heading "Proposed Investment Policy" described in this Circular and produced to the meeting, and for the purpose of identification signed by the chairman, be and hereby is approved and adopted as the investment policy of the Company, subject to such amendments of a non-material nature as the directors may consider necessary or desirable.
- 6 THAT, the entry by the Company into the revised arrangements pursuant to the Amended IMA (as described in the Circular), a copy of which is produced to the meeting and, for the purposes of identification only, is initialled by the chairman be and it is hereby approved as a related party transaction for the purpose of Chapter 11 of the Listing Rules, and the directors be and they are hereby authorised to do or procure to be done all such acts and things on behalf of the Company as they consider necessary or expedient for the purpose of giving effect to the Amended IMA and this resolution and to carry the same into effect with such modifications, variations, revisions, waivers or amendments as the directors may in their absolute discretion think fit, provided such variations, revisions, waivers or amendments are not of a material nature.
- 7 THAT, the Company be and hereby is empowered to make one or more market purchases within the meaning of Section 693(4) of CA 2006 of its own shares (either for cancellation or for the retention as treasury shares for future re-issue or transfer) provided that:
 - 7.1 The aggregate number of shares which may be purchased shall not exceed 2,853,508;
 - 7.2 the minimum price which may be paid per share is the nominal value thereof (being 1p);
 - 7.3 the maximum price which may be paid per share is an amount equal to the higher of (i) 105% of the average of the middle market quotation per share (of the relevant class) taken from the London Stock Exchange daily official list for the five business days immediately preceding the day on which such share is to be purchased; and (ii) the amount stipulated by Article 5(1) of the Buy Back and Stabilisation Regulation 2003;
 - 7.4 the authority conferred by this resolution 7 shall expire (unless renewed, varied or revoked by the Company in general meeting) 18 months following the date of the passing of this resolution; and
 - 7.5 the Company may make a contract to purchase shares under the authority conferred by this resolution 7 prior to the expiry of such authority which will or may be executed wholly or partly after the expiration of such authority and may

make a purchase of such shares.

SPECIAL RESOLUTIONS

- 1 THAT, the draft articles of association produced to the meeting and, described in the Circular and, for the purposes of identification, initialled by the chairman be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.
- 2 THAT, in addition to existing authorities, the directors of the Company be and hereby are empowered pursuant to sections 570 and 573 of CA 2006 to allot or make offers or agreements to allot equity securities (which expression shall have the meaning ascribed to it in section 560(1) of CA 2006) for cash pursuant to the authority conferred or by way of a sale of treasury shares, as if section 561(1) of CA 2006 did not apply to such allotment, provided that the authority shall be limited to the allotment of equity securities with an aggregate value not exceeding £200,000 in connection with offer(s) for subscription where the proceeds may be used in whole or part to purchase shares in the capital of the Company, such authority conferred provided by this resolution shall expire (unless renewed, varied or revoked by the Company in general meeting) 18 months following the date of the passing of this resolution, save that the Company shall be entitled to make offers or agreements before the expiry of such authority which would or might require shares to be allotted or rights to be granted after such expiry and the directors shall be entitled to allot shares and grant rights pursuant to any such offer or agreement as if this authority had not expired.
- 3 THAT, the amount standing to the credit of the share premium account of the Company and the capital redemption reserve of the Company at the date an order is made confirming such cancellation by the Court, be and hereby is cancelled.



Chairman

Date: 20 June 2022

Company Number: 03928569

OXFORD TECHNOLOGY 2 VENTURE CAPITAL TRUST PLC

(Company)

(Passed on 20 June 2022)

At the annual general meeting of the Company, duly convened and held on 20 June 2022, the following resolutions were duly passed as ordinary and special resolutions of the Company (as indicated below):

ORDINARY RESOLUTIONS

1. AUTHORITY TO ALLOT SHARES IN THE COMPANY

That the Directors be and are generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 ("Act") to exercise all the powers of the Company to allot shares or grant rights ("Rights") to subscribe for, or convert any security into, shares in the capital of the Company up to a maximum number of 533,189 (representing approximately 10% of the ordinary share capital in issue at 21 April 2022) provided that such authority shall expire at the later of the conclusion of the Company's next Annual General Meeting following the passing of this Resolution and the expiry of 15 months from the passing of this Resolution (unless previously revoked, varied or extended by the Company in a general meeting, but so that such authority allows the Company to make offers or agreements before the expiry thereof, which would or might require relevant securities to be allotted after the expiry of such authority).

SPECIAL RESOLUTIONS

2. AUTHORITY TO ALLOT SHARES ON A NON-RIGHTS ISSUE BASIS

That the Directors be empowered, pursuant to section 570(1) of the Act, to allot or make offers or agreements to allot equity securities (as defined in s560(1) of the said Act) for cash pursuant to the authority referred to in Resolution 9 as if s561(1) of the Act did not apply to any such allotments and so that:

- a. reference to allotment in this Resolution shall be construed in accordance with s560(2) of the Act; and
- b. the power conferred by this Resolution shall enable the Company to make any offer or agreement before the expiry of the said power which would or might require equity securities to be allotted after the expiry of the said power and the Directors may allot equity securities in pursuance of such offer or agreement notwithstanding the expiry of such power

and this power, unless previously varied, revoked or renewed, shall come to an end at the conclusion of the next Annual General Meeting of the Company following the passing of this Resolution or, if earlier, on the expiry of 15 months from the passing of this Resolution.

3. SHARE CAPITAL: CANCELLATION OF SHARE PREMIUM ACCOUNT AND CAPITAL REDEMPTION RESERVE

Subject to the confirmation of the High Court, (i) the amount standing to the credit of the share premium account of the Company as at the date an order is made confirming such cancellation by the Court and (ii) the amount standing to the credit of the capital redemption reserve of the Company as at the date an order is made confirming such cancellation by the Court, in each case be cancelled and the appropriate amounts be credited to a distributable reserve.

A handwritten signature in black ink, appearing to be 'A. L. A.', written in a cursive style.

Chairman

Date: 20 June 2022