

**Amati AIM VCT plc**  
**(Company number 04138683)**

**Notice of Resolutions Passed**

At the Annual General Meeting of Amati AIM VCT plc held on Wednesday 26 June 2019 the following resolutions were duly passed:

**Ordinary Resolutions**

1. To receive and adopt the Directors' Report and Financial Statements of the Company for the financial year ended 31 January 2019 together with the Independent Auditor's Report thereon.
2. To approve the Directors' Annual Report on Remuneration for the financial year ended 31 January 2019.
3. To approve a final dividend of 4.0p per share payable on 26 July 2019 to shareholders on the register at 21 June 2019.
4. To re-appoint BDO LLP of 55 Baker Street, London, W1U 7EU as auditor of the Company from the conclusion of the Meeting until the conclusion of the next annual general meeting of the Company to be held in 2020 at which financial statements are laid before the Company.
5. To authorise the directors to fix the remuneration of the auditor.
6. To re-elect Peter Lawrence as a director of the Company.
7. To re-elect Susannah Nicklin as a director of the Company.
8. To re-elect Julia Henderson as a director of the Company.
9. To re-elect Brian Scouler as a director of the Company.
10. THAT, in substitution for all subsisting authorities to the extent unused, the directors of the Company be and are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the "Act"), to exercise all the powers of the Company to allot and issue Ordinary Shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company ("Rights") up to an aggregate nominal value of £1,500,000, provided that:
  - (i) the authority hereby conferred by this Resolution shall expire (unless previously renewed or revoked) on the earlier of the date of the annual general meeting of the Company to be held in 2020 and the date which is 15 months after the date on which this Resolution is passed;
  - (ii) the directors may make an offer or agreement which would or might require Ordinary Shares to be allotted, or the Rights are granted, after the authorisation had expired; and
  - (iii) the directors may allot Ordinary Shares, or grant Rights, under the authority conferred by this Resolution after authorisation has expired if the Ordinary Shares are allotted, or the Rights are granted, in pursuance of an offer or agreement made by the Company before the authorisation expired.

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## Special Resolutions

11. THAT, subject to the passing of Resolution 10 set out in the Notice of this Meeting and in substitution for any existing authorities, the directors be and hereby are empowered pursuant to sections 570 and 573 of the Act to allot or make offers or agreements to allot equity securities (which expression shall have the meaning ascribed to it in section 560 of the Act) for cash pursuant to the authority given in Resolution 10 set out in the Notice to this Meeting, or by way of sale of treasury shares, as if section 561(1) of the Act did not apply to any such allotment (that is, that the directors' authority to disapply pre-emption rights is renewed), up to an aggregate nominal amount of £1,500,000. The authority hereby conferred by this Resolution shall expire (unless previously renewed or revoked) on the earlier of the date of the annual general meeting of the Company to be held in 2020 and the date which is 15 months after the date on which this Resolution is passed.
12. THAT, in substitution for existing authorities, the Company be and is hereby empowered to make one or more market purchases within the meaning of Section 701 of the Act, of the Ordinary Shares (either for cancellation or for the retention of treasury shares for future re-issue or transfer) provided that:
- (i) the maximum aggregate number of Ordinary Shares authorised to be purchased is such number thereof being 14.99% of the issued ordinary share capital of the Company as at the date of this resolution;
  - (ii) the minimum price which may be paid per Ordinary Share is 5p per share, the nominal amount thereof;
  - (iii) the maximum price (exclusive of expenses) which may be paid per Ordinary Share is an amount equal to 105% of the average of the middle market quotation of such Ordinary Share taken from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which such Ordinary Share is to be purchased;
  - (iv) the authority hereby conferred shall expire on the earlier of the annual general meeting of the Company to be held in 2020 and the date which is 15 months after the date on which this Resolution is passed; and
  - (v) the Company may make a contract to purchase its own Ordinary Shares under the authority conferred by this Resolution 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 Ordinary Shares pursuant to any such contract.

By Order of the Board



For and on behalf of The City Partnership (UK) Limited  
Secretary