

DUNEDIN ENTERPRISE INVESTMENT TRUST PLC

(the "Company")

(Registered No. SC052844)

NOTICE OF PASSING OF RESOLUTIONS

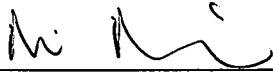
NOTICE is hereby given that at a general meeting of the Company held at the offices of Dickson Minto W.S., 16 Charlotte Square, Edinburgh EH2 4DF on 12 May 2021 at 2.00 p.m. (the "**Meeting**"), the following resolutions of the Company were passed.

SPECIAL RESOLUTIONS

1. **"THAT** new articles of association of the Company contained in the document annexed hereto be and are hereby adopted in substitution for, and to the entire exclusion of, all existing articles of association of the Company.
2. **THAT**, in substitution for any existing authority, the Company be and is hereby authorised in accordance with Section 701 of the Companies Act 2006 (the "**Act**") to make market purchases (within the meaning of Section 693(4) of the Act) of up to a maximum of 2,713,216 ordinary shares of 25 pence each in the capital of the Company; the authority hereby conferred shall expire at the conclusion of the next Annual General Meeting of the Company after the passing of this resolution (or, if earlier, the date which is 15 months after the passing of this resolution) unless the authority is varied, revoked or renewed prior to such time; and the Company may make a contract to purchase shares under the authority hereby conferred prior to the expiry of such authority and may make a purchase of shares pursuant to any such contract notwithstanding such expiry.
3. **THAT** a general meeting other than an annual general meeting may be called at not less than 14 clear days' notice.
4. **THAT** subject to the confirmation of the Court of Session, the capital redemption reserve of the Company be reduced by cancelling the entire amount standing to the credit of the Company's capital redemption reserve and subject to any undertaking required by the Court of Session, the credit thereby arising in the Company's books of account from the cancellation of the Company's capital redemption reserve be applied by crediting a special reserve which shall be applied in any manner in which the Company's profits available for distributing are to be applied (as determined in accordance with the Companies Act and The Companies (Reduction of Share Capital) Order 2008) including by way of dividends and buyback of shares."



Save where the context requires otherwise, the definitions contained in the Report shall have the same meanings where used in these Resolutions.

A handwritten signature in black ink, consisting of stylized cursive letters, positioned above a horizontal line.

Chair

Date: 12 May 2021