

Company No: SC013958

The Companies Act 2006

A PUBLIC COMPANY LIMITED BY SHARES

RESOLUTION

of

FINSBURY GROWTH & INCOME TRUST PLC (the "Company")

Passed 23 August 2024

AT a General Meeting (the "**Meeting**") of the Company, duly convened and held on Friday, 23 August 2024, the following Resolution was duly passed as an Special Resolution.

RESOLUTION

1. THAT in substitution of all existing powers but without prejudice to the exercise of any such authority prior to the passing of this resolution, the Company be and is hereby generally and unconditionally authorised in accordance with Section 701 of the Companies Act 2006 (the "Act") to make one or more market purchases (within the meaning of Section 693(4) of the Act) of ordinary shares of 25 pence each in the Company ("Ordinary Shares") (either for retention as treasury shares (as defined in Section 724 of the Act ("Treasury Shares") or for future reissue, resale, transfer or cancellation) provided that:

(i) the maximum aggregate number of Ordinary Shares authorised to be purchased is 25,779,973 or, if changed, the number representing 14.99 per cent. of the issued share capital of the Company at the date of the meeting at which this resolution is passed;

(ii) the minimum price (exclusive of expenses) which may be paid for an Ordinary Share is 25 pence;

(iii) the maximum price (exclusive of expenses) which may be paid for an Ordinary Share is an amount equal to the greater of (i) 105 per cent. of the average of the middle market quotations for an Ordinary Share as derived from the Daily Official List of the London Stock Exchange for the five business days immediately preceding the day on which that Ordinary Share is purchased and (ii) the higher of the last independent trade in an Ordinary Share and the highest then current independent bid for Ordinary Shares on the London Stock Exchange;

(iv) this authority shall expire at the conclusion of the next annual general meeting of the Company to be held in 2025, unless such authority is renewed prior to such time; and

(v) the Company may make a contract to purchase Ordinary Shares under this authority before the expiry of the authority which will or may be executed wholly or partly after the expiration of such authority, and may make a purchase of Ordinary Shares in pursuance of any such contract.

Victoria Hale

Frostrow Capital LLP
Company Secretary