Company Number 01571089

The Companies Act 2006
Public Company Limited by Shares

ICG ENTERPRISE TRUST PLC
(the "Company")

At the Annual General Meeting of the Company held at Procession House, 55 Ludgate Hill, London EC4M 7JW on 25 June 2026 at 3.30 p.m., the ordinary resolution numbered 13 and the special resolutions numbered 14, 15 and 16 below were all passed:

ORDINARY RESOLUTON

13. Authority to allot shares

THAT, in substitution for all existing authorities but without prejudice to the exercise of any such authority prior to the passing of this resolution, the directors of the Company (the 'Directors') 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 ordinary shares of 10 pence each in the capital of the Company ('Shares') and to grant rights to subscribe for, or to convert any security into, Shares ('Rights'), up to an aggregate nominal amount of £2,022,795 (representing 20,227,952 Shares, such amount being equivalent to approximately 33% of the Company's issued ordinary Share capital (excluding Shares held as treasury shares) as at 30 April 2026) generally from time to time on such terms as the Directors may determine, such authority to expire at the conclusion of the next annual general meeting of the Company held after the passing of this resolution or, if earlier, at the close of business on 25 September 2027 (unless previously renewed, varied or revoked by the Company in general meeting), save that the Company may before such expiry make offers or enter into agreements which would or might require Shares to be allotted or Rights to be granted after such expiry and the Directors may allot Shares or grant Rights pursuant to any such offers or agreements as if the authority conferred by this resolution had not expired.

SPECIAL RESOLUTIONS

14. Disapplication of pre-emption rights

THAT, in substitution for all existing powers (but without prejudice to the exercise of any such power prior to the passing of this resolution) and subject to the passing of resolution 13 set out in the notice of the 2026 annual general meeting ('Resolution 13'), the directors of the Company (the 'Directors') be and are hereby generally and unconditionally authorised, pursuant to section 570 and section 573 of the Companies Act 2006 (the 'Act'), to allot, or make offers or agreements to allot, equity securities (as defined in section 560 of the Act) for cash pursuant to the authority conferred by Resolution 13, and/or by way of a sale of treasury shares for cash, as if section 561(1) of the Act did not apply to any such allotment or sale, provided that this power:

a. shall be limited to the allotment of equity securities and the sale of treasury shares up to an aggregate nominal amount of £612,968 (representing 6,129,682 ordinary shares of 10 pence each in the capital of the Company, such amount being equivalent to approximately 10% of the issued ordinary share capital of the Company (excluding shares held as treasury shares) as at 30 April 2026); and

b. shall expire at the conclusion of the next annual general meeting of the Company held after the passing of this resolution or, if earlier, at the close of business on 25 September 2027 (unless previously renewed, varied or revoked by the Company in general meeting), save that the Company may before such expiry make offers and enter into agreements which would or might require equity securities to be allotted or treasury shares to be sold after such expiry and the Directors may allot equity securities or sell treasury shares pursuant to any such offers or agreements as if the power conferred by this resolution had not expired.

15. <u>Authority to purchase shares</u>

THAT, in substitution for any existing authority 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, for the purposes of section 701 of the Companies Act 2006 (the 'Act'), to make market purchases (within the meaning of section 693(4) of the Act) of its ordinary shares of 10 pence each in the capital of the Company on such terms and in such manner as the directors of the Company may from time to time determine (either for cancellation or for retention as treasury shares for future re-issue, resale, transfer or cancellation), provided that:

a. the maximum aggregate number of ordinary shares hereby authorised to be purchased is 9,188,394 or, if less, the number being 14.99% of the issued ordinary share capital of the Company (excluding shares held as treasury shares) immediately prior to the passing of this resolution;

b. the minimum price (excluding expenses) which may be paid for an ordinary share purchased pursuant to this authority shall be 10 pence (being the nominal value of an ordinary share);

c. the maximum price (excluding expenses) which may be paid for an ordinary share purchased pursuant to this authority shall be an amount equal to the highest of (a) 105% of the average middle market quotations for an ordinary share as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the purchase is made, and (b) the higher of the price of the last independent trade of an ordinary share and the highest current independent bid for a share on the London Stock Exchange at the time the purchase is carried out;

d. the authority hereby conferred shall expire at the conclusion of the next annual general meeting of the Company held after the passing of this resolution or, if earlier, at the close of business on 25 September 2027, unless the authority is renewed, varied or revoked by the Company in general meeting prior to such time; and

e. the Company may, prior to the expiry of the authority hereby conferred, enter into a contract to purchase ordinary shares under such authority which will or may be completed or executed wholly or partly after such expiry, and may make a purchase of ordinary shares in pursuance of any such contract.

16. <u>General meeting on a minimum of 14 days' notice</u>

THAT a general meeting (other than an annual general meeting) of the Company may be called on not less than 14 clear days' notice, provided that this authority shall expire at the conclusion of the next annual general meeting of the Company.

Andrew Lewis
Signed for and on behalf of ICG FMC Limited
Company Secretary
Dated: 25 June 2026