

Company Number: 03173591
THE COMPANIES ACT 2006
PUBLIC LIMITED COMPANY
SENECA GLOBAL INCOME & GROWTH TRUST PLC
SPECIAL RESOLUTION
(Passed on 22 December 2020)

At the General Meeting of Seneca Global Income & Growth Trust plc (the "Company"), duly convened and held at the offices of PATAC Limited, 28 Walker Street, Edinburgh on 22 December 2020 at 10.00am, the following resolution was passed:-

SPECIAL RESOLUTION

THAT, in addition to the existing authority, the Company be and is hereby generally and unconditionally authorised in accordance with section 701 of the Companies Act 2006 (the "Act") to make market purchases (within the meaning of section 693 of the Act) of ordinary shares of 25 pence each in the capital of the Company (the "Ordinary Shares"), provided that:

- (a) the maximum aggregate number of Ordinary Shares to be purchased shall be 5,856,645 or, if less, 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 proposed;
- (b) the minimum price which may be paid for an Ordinary Shares shall be 25 pence;
- (c) the maximum price, excluding expenses, which may be paid for an Ordinary Share shall be an amount equal to the higher 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 such purchase is made; and (ii) the higher of the last independent trade and the highest current independent bid relating to an Ordinary Share on the trading venue where the purchase is carried out;
- (d) the authority hereby conferred shall expire at the conclusion of the annual general meeting to be held in 2021 unless such authority is renewed prior to such time; and
- (e) the Company may enter into a contract to purchase Ordinary Shares under this authority prior to the expiry of such which will or may be completed or executed wholly or partly after the expiration of such authority.



For PATAC Limited
Company Secretary
Seneca Global Income & Growth Trust plc
Date: 22 December 2020