

**Company Number 02954692**

**THE COMPANIES ACT 2006**

**Company Limited by Shares**

**Liontrust Asset Management Plc**

**Resolutions passed on 7 July 2023**

At the General Meeting of Liontrust Asset Management Plc (the 'Company') which was duly convened and held at The Savoy Hotel, Strand, London WC2R 0EZ on 7 July 2023 at 10.30am, the following resolutions were passed as ordinary resolutions:

**ORDINARY RESOLUTIONS**

1. THAT:

- (a) The acquisition of the entire issued share capital of GAM Holding AG ("**GAM**") to be implemented by way of recommended public exchange offer by the Company for all publicly held shares of GAM (the "**Proposed Acquisition**"), substantially on the terms and subject to the conditions as described in:
  - (i) the Swiss Offer Prospectus dated 13 June 2023; and
  - (ii) the circular to shareholders of the Company dated 13 June 2023, of which this Notice forms part,

be and is hereby approved; and

- (b) the directors of the Company (the "**Directors**") (or any duly constituted committee thereof) be and are hereby authorised to take all necessary or appropriate steps and to do all necessary or appropriate things to implement, complete or procure the implementation of or completion of the Proposed Acquisition and give effect thereto with such modifications, variations, revisions, waivers or amendments (not being modifications, variations, revisions, waivers or amendments of a material nature) as the Directors (or any duly authorised committee thereof) may deem necessary, expedient or appropriate in connection with the Proposed Acquisition.

2. THAT, subject to and conditional upon:

- (a) the passing of Resolution 1 and without prejudice to all existing authorities (which will remain in full force and effect), and
- (b) the Proposed Acquisition becoming or being declared wholly unconditional, except for Admission,

the Directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot the New Ordinary Shares and to grant rights to subscribe for, or to convert any security into, ordinary shares in the Company up to an aggregate nominal amount of £94,053.03, in each case, credited as fully paid, with authority to deal with fractional entitlements arising out of such allotment as they think fit, subject always to the

terms of the Proposed Acquisition and to take all such other steps as they may in their absolute discretion deem necessary, expedient or appropriate to implement such allotments in connection with the Proposed Acquisition, provided that this authority shall expire after 31 March 2024 (unless previously revoked, renewed or varied by the Company in general meeting), save that the Company may, before such expiry, make an offer or agreement which would, or might, require the New Ordinary Shares to be allotted after such expiry, and the Directors may allot New Ordinary Shares in pursuance of such offer or agreement as if the authority conferred hereby had not expired.



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Sally Buckmaster, Company Secretary