

## APPLICATION FOR ADMISSION OF SECURITIES TO THE OFFICIAL LIST

Admission to the *official list* must be simultaneous with admission to trading on an RIE's market for listed securities. You will need to complete a separate application form to apply for trading on a *RIE*.

\* - Indicates a section that is mandatory for all applications. Sections that do not apply should be struck-through as necessary.

To: The FSA

Date: 14 February 2013

Triple Point Income VCT plc (the *applicant*) hereby applies for the *securities* described below to be admitted to the *official list* of the FSA.\*

**Amounts and descriptions of *securities* for which application is now being made (include distinctive numbers if any). Where the *securities* are to be issued under a programme, give a description of the programme and the maximum amount (if any) of *securities* which may be listed at any one time:**

Up to 45,936,802 Ordinary Shares of 1p each to be issued in substitution for existing Ordinary Shares pursuant to an enhanced share buy-back.

**Where application is made for the listing of *securities* without a *prospectus*, we confirm that a *prospectus* is not required pursuant to the Financial Services and Markets Act (the "Act") for the reasons set out below (please ensure a sufficiently detailed explanation is given as to why the relevant exemptions apply):**

Public Offer (quote relevant sub-section of *Prospectus Rule* 1.2.2, or relevant part of S85 or S86 of the *Act*, or relevant part of Schedule 11A of the *Act*, and give the reason for the application of that exemption, or confirm the transaction falls outside of the scope of the definition of an *offer* as defined in the *Prospectus Rules*).

Section 85(1) of the *Act* does not apply pursuant to PR 1.2.2(1) as the Ordinary Shares are shares issued in substitution for shares of the same class already listed, and the issue of the new Ordinary Shares does not involve any increase in the issued capital of the Company.

Admission to a *regulated market* (quote relevant part of S85 of the *Act* or the relevant sub-section of *Prospectus Rule* 1.2.3, or relevant part of Schedule 11A of the *Act*, and give the reason for the application of that exemption).

Section 85(2) of the *Act* does not apply pursuant to PR 1.2.3(2) as the Ordinary Shares are shares issued in substitution for shares of the same class already admitted to trading on the same regulated market, and the issue of the new Ordinary Shares does not involve

any increase in the issued capital  
of the Company

Furthermore we confirm that between the date of this application form and the date of *admission* we will not take any action that would otherwise require the publication of a *prospectus* in respect of the *securities* the subject of this application.

Where listing particulars would ordinarily be required in respect of the application but have not been prepared please confirm they are not required and the reason(s) why:

N/A

The ISIN code(s) for each security to be *admitted*†:

GB00B29KPN29

Type of issue for which application is being made: (for example: placing; rights issue; block listing; issuance programme)†:

Issue of substitution shares pursuant to an enhanced share buy-back

For issuance programme applications, please provide a primary contact(s) at the *issuer* for correspondence in relation to the programme for which admission is being sought:

Name(s):

Position(s):

E-mail Address(es):

Contact Telephone Number(s):

Please confirm which set of standards are applicable to the securities for which application is being made:

Note: For new lines of securities please ensure that the relevant Listing Category has been discussed and agreed with Listing Transactions prior to submitting the application.

Premium (Please tick the relevant box)

Equity Commercial Companies

Equity Closed Ended Investment Funds

Equity Open Ended Investment Companies

**Standard (Please tick the relevant box)**

Shares

CdRs

Debt

Securitised Derivatives

MISC Securities

**Please specify on which UK market(s) the *applicant* has applied to have these *securities* traded†:**

Main market of the London Stock Exchange

**Please specify where else these *securities* are, or will be listed and whether the listing(s) are Premium or Standard (if such a distinction is made)†:**

N/A

**Which EEA State do you regard as your home member state for the purposes of the Transparency Directive (2004/109/EC)?**

Queries in relation to this question should be directed to the Company Monitoring Helpdesk on 020 7006 8333, option 4.

UK

**Account/Audit Information†**

Accounting Standards used by Issuer

International Financial Reporting Standards

Auditing Standards used by Issuer

UK Auditing Standards

**Information to be provided by a *Public Sector Issuer* that seeks *admission of securities* without a *prospectus*‡**

Series Number:

N/A

Issue Price

N/A

Specified Denominations:

N/A

Issue Date:

N/A

Maturity Date:

N/A

Form of Securities:

Bearer Registered

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\*Where this information is already set out in some other document describing the issue (such as final terms) it is sufficient to simply attach that document.

### Confirmation

We acknowledge our obligations arising under the *listing rules* and the legal implications of listing under the Act. Accordingly, we confirm that:

1. all the requirements for *listing* in the *listing rules*, which are required to be fulfilled before the application is to be considered, have been fulfilled in relation to the *issuer* and the *securities* for which application is now made (save where otherwise agreed with the FSA);
2. all the documents and information required to be included in the application have been or will be supplied in line with the *listing rules*, and all other requirements of the FSA in respect of the application have been or will be complied with;
3. we undertake to comply with the *listing rules* so far as applicable to the *issuer*;
4. we acknowledge the obligation to comply with the requirement to publish a *supplementary prospectus* or *supplementary listing particulars* if, at any time after a *prospectus* or *listing particulars* have been approved such document would be required by the *Act*, the *Prospectus Rules* or the *Listing Rules*;
5. on *admission* the *securities* for which application has been made will be allotted (for *equity securities*) and in issue (for *debt securities*) pursuant to the appropriate board resolutions and with the appropriate authority (save in circumstances where the FSA has specifically agreed otherwise including *inter alia* block listings, applications by *open-ended investment companies*, applications for the *admission* of 'up to' amounts)

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company secretary suitably experienced employee duly authorised  
officer, for and on behalf of The Postmaster  
Manager & his Company Secretary

*Peter Hargreaves*  
Name of applicant

Application to be heard on: 18 February 2013

Admission expected to be effective on: 19 February 2013

Name(s) of contact(s) at applicant  
regarding the application: PETER HARGREAVES

Telephone number(s) of contact(s) at  
applicant regarding the application: 020 7201 8989