

**TRIPLE POINT INCOME VCT PLC**

(Incorporated in England and Wales: Registered Number 06421083)

Class Meeting of the holders of ORDINARY Shares

**Special Resolution**

- (1) THAT, conditional upon the passing of resolution 2 set out in the notice of general meeting of the Company convened to be held on 10 January 2019 (the "General Meeting"), the proposed reduction of capital and adoption of new articles of association proposed to be approved by special resolution of the Company at the General Meeting be approved and any variation, alteration or abrogation of the rights attaching to the Company's Ordinary Shares of 1 pence each thereby involved be approved.