



F&C Global Smaller Companies PLC

## Attendance Card

Please bring this card with you to the meeting and present it at Shareholder registration/accreditation.

Shareholder Reference Number

Annual General Meeting at The Chartered Accountants' Hall, One Moorgate Place, London EC2R 6EA on Thursday 24 July 2014 at 12 noon.

## Form of Proxy

Dear Shareholder

25 June 2014

As a shareholder in F&C Global Smaller Companies PLC you are encouraged to attend the Annual General Meeting of the Company to be held at **The Chartered Accountants' Hall, One Moorgate Place, London EC2R 6EA on Thursday 24 July 2014 at 12 noon.**

The Annual Report and Accounts, including the Notice of Annual General Meeting, has now been published. You will therefore find enclosed either the 2014 Annual Report or a notification explaining where to view this online. Shareholders who have received the notification but wish to receive the Annual Report in paper form, or to elect for electronic communication, may do so using the contact details set out in the notification.

The Board is recommending that shareholders vote in favour of all resolutions at the Annual General Meeting, which the Directors intend to do in respect of their own personal holdings.

You are encouraged to lodge your proxy votes by completing and returning this form in the reply paid envelope to the Company's registrars, Computershare Investor Services PLC. Alternatively, you may use the internet as directed below.

**To be effective, all proxy appointments will need to be lodged by Tuesday 22 July 2014 at 12 noon.**

Yours faithfully

F&C Management Limited  
Secretary

### YOU CAN LODGE YOUR PROXY USING THE INTERNET 24 HOURS A DAY 7 DAYS A WEEK

All Named Holders:



**To view the 2014 Annual Report**

Go to the following website:  
**[www.fandcglobalsmallers.com](http://www.fandcglobalsmallers.com)**

**To lodge a voting direction using the internet**

Go to the following website:  
**[eproxyappointment.com](http://eproxyappointment.com)**

Control Number: 912452

SRN.

PIN.

You will be asked to enter the Control Number, Shareholder Reference Number and PIN as printed opposite and agree to certain terms and conditions.

**Explanatory Notes:**

- Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this Proxy Form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account(s)).
- To appoint more than one proxy, (an) additional Proxy Form(s) may be obtained by contacting the Registrar's helpline on 0870 889 4088 or you may photocopy this form. Please indicate in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
- The 'Vote Withheld' option is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
- Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at 11 p.m. on the day

- which is two days before the day of the meeting. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
- To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the Issuer's agent (ID number 3RA50) not later than 48 hours before the time appointed for holding the meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the Issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
  - The address overleaf is how it appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on 0870 889 4088 to request a change of address form or go to [www.investorcentre.co.uk](http://www.investorcentre.co.uk) to use the online Investor Centre service.
  - Any alterations made to this form should be initialled.
  - The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**Kindly Note:** This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

**Form of Proxy**

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.

I/We hereby appoint the Chairman of the meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement\* on my/our behalf at the Annual General Meeting of F&C Global Smaller Companies PLC to be held at **The Chartered Accountants' Hall, One Moorgate Place, London EC2R 6EA on Thursday 24 July 2014 at 12 noon**, and at any adjourned meeting.

\* For the appointment of more than one proxy, please refer to Explanatory Note 2.

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

	For	Against	Vote withheld		For	Against	Vote withheld
1. Adoption of annual accounts.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9. Re-appointment of the auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of Directors' Remuneration Report.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	10. Authority to determine auditors' remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Annual Remuneration Report.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11. Authority to allot securities.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Declaration of a final dividend.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12. Authority to allot securities for cash.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Re-election of Andrew Adcock.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	13. Authority to buy back shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Re-election of Mark White.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14. Authority to sell or transfer out of treasury equity securities for cash at a price below the net asset value per share.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Re-election of Anthony Townsend.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15. Notice period for meetings	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Re-election of Jane Tozer.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

**Signature**

**Date**

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).



**F&C Global Smaller Companies PLC**

**Annual General Meeting 2014**

**Attendance Card**

Please bring this card with you to the meeting and present it at Shareholder registration/accreditation.

**Shareholder Reference Number**

Annual General Meeting at The Chartered Accountants' Hall, One Moorgate Place, London EC2R 6EA on Thursday 24 July 2014 at 12 noon.

## Form of Direction – Pension Savings Plan

Dear Planholder

25 June 2014

As a planholder in F&C Global Smaller Companies PLC you are welcome to attend and vote in person at the Annual General Meeting of the Company to be held at **The Chartered Accountants' Hall, One Moorgate Place, London EC2R 6EA on Thursday 24 July 2014 at 12 noon.**

Your shares are held with those of other planholders in the name of F&C's nominee company. Participation by all planholders at the Annual General Meeting is encouraged and therefore, if you are unable to attend and vote in person, you are requested to direct the nominee company to appoint the Chairman as your proxy to vote on your behalf. The nominee company will instruct the Chairman to vote the shares held on behalf of planholders who have not returned their voting directions in proportion to the directions of those who have. This arrangement is explained in the notes on the reverse.

To ensure that your voting directions are included, **please complete the Form of Direction on the reverse and return it in the reply paid envelope to Computershare Investor Services PLC by Friday 18 July 2014 at 12 noon.**

The Directors of the Company are recommending that investors vote in favour of all resolutions, which they intend to do in respect of their own personal holdings.

Yours faithfully

M. Tonkin  
Head of Investment Trusts  
F&C Management Limited

**Please note:** This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

**All Named Holders:**



**To view the 2014 Annual Report**

Go to the following website:  
**[www.fandcglobalsmallers.com](http://www.fandcglobalsmallers.com)**

**SRN.**

**Explanatory Notes:**

1. The voting directions of planholders for whom the Chairman will be appointed to act as proxy (Box A below) will form the basis upon which the shares of those who do not provide any such directions will be voted proportionately. Planholders attending the Annual General Meeting (Box B below) are able to vote in person.
2. Please complete either Box A or Box B below. If both boxes are completed, the person named in Box B shall be appointed proxy in accordance with Box B and the completion of Box A shall be disregarded. If neither box is completed, Forest Nominees Limited (the "nominee company") will direct the Chairman to vote your shares in proportion to the total of the voting directions received from planholders.
3. If Box A is completed, please indicate how you wish the nominee company to direct the Chairman of the meeting to vote by placing a cross in the appropriate box, For, Against or Vote withheld. If no indication is given in respect of a resolution, the nominee company will direct the Chairman to vote your shares in respect of that resolution in proportion to the total of the voting directions received from planholders.
4. The purpose of the proportional voting arrangement is to ensure that planholders are fairly and fully represented at shareholder meetings. The nominee company will only implement the arrangement if valid Forms of Direction representing a minimum threshold of at least 5% of the shares held by planholders within the savings plans are received. A maximum limit of 71,400 shares that any one individual Investor can vote, being approximately 5% of the minimum threshold, will also apply. Any shares voted by an investor in excess of the maximum limit will remain valid, but will not form part of the proportional voting basis.
5. The final box in Box A should not be marked unless for any reason you do not want your voting directions included in the proportional voting arrangement.
6. The "Vote withheld" option is provided to enable you to direct the Chairman to abstain on any particular resolution should you so wish.
7. On any motion to amend any resolution, to propose a new resolution or to adjourn the meeting, or on any other motion or resolution put to the meeting, the proxy will vote or abstain at his discretion.
8. By signing this Form of Direction, a joint planholder warrants that he/she has authority to sign for and on behalf of his/her fellow joint investors.

**Form of Direction**

Please read this notice of meeting and the Explanatory Notes on the completion of this form.

With reference to the Annual General Meeting of **F&C Global Smaller Companies PLC (the "Company")** to be held on Thursday 24 July 2014, I/we, being the registered investor in ordinary shares in the Company under the F&C Pension Savings Plan, hereby direct Forest Nominees Limited (as the registered holder of such shares) to appoint EITHER:



**BOX A**

the Chairman of the meeting as proxy in respect of such shares and to direct such proxy to vote (on a poll only) at the Annual General Meeting of the Company to be held on Thursday 24 July 2014 and at any adjournment thereof on the resolutions set out in the notice convening the meeting as follows:

	For	Against	Vote withheld		For	Against	Vote withheld
1. Adoption of annual accounts.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9. Re-appointment of the auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of Directors' Remuneration Report.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	10. Authority to determine auditors' remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Annual Remuneration Report.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11. Authority to allot securities.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Declaration of a final dividend.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12. Authority to allot securities for cash.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Re-election of Andrew Adcock.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	13. Authority to buy back shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Re-election of Mark White.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14. Authority to sell or transfer out of treasury equity securities for cash at a price below the net asset value per share.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Re-election of Anthony Townsend.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15. Notice period for meetings	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Re-election of Jane Tozer.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

Only mark this final box if, for any reason, you wish your shares to be excluded from F&C's proportional voting arrangement. Please refer to notes 4 & 5 above.

**OR**

**BOX B**

as proxy in respect of such shares and to direct such proxy to vote at his/her discretion at the Annual General Meeting of the Company to be held on Thursday 24 July 2014 and at any adjournment thereof.

I/we agree that unless this Form of Direction is received by the Company's registrars, Computershare Investor Services PLC, Corporate Actions 3, Bristol BS99 6AR, not later than 12 noon on Friday 18 July 2014, Forest Nominees Limited shall not be obliged to act on any directions subsequently received via such form in relation to the meeting in respect of the shares registered in its name.

**Signature**

**Date**

DD / MM / YY

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F&C Global Smaller Companies PLC

## Annual General Meeting 2014

### Attendance Card

Please bring this card with you to the meeting and present it at Shareholder registration/accreditation.

Shareholder Reference Number

Annual General Meeting at The Chartered Accountants' Hall, One Moorgate Place, London EC2R 6EA on Thursday 24 July 2014 at 12 noon.

## Form of Direction – Savings Plans

Dear Planholder

25 June 2014

As a planholder in F&C Global Smaller Companies PLC you are welcome to attend and vote in person at the Annual General Meeting of the Company to be held at **The Chartered Accountants' Hall, One Moorgate Place, London EC2R 6EA on Thursday 24 July 2014 at 12 noon.**

The Annual Report and Accounts, including the Notice of Annual General Meeting, has now been published. You will therefore find enclosed either the 2014 Annual Report or a notification explaining where to view this online. Investors who have received the notification but wish to receive the Annual Report in paper form may do so using the contact details set out in the notification.

Your shares are held with those of other planholders in the name of F&C's nominee company. Participation by all planholders at the Annual General Meeting is encouraged and therefore, if you are unable to attend and vote in person, you are requested to direct the nominee company to appoint the Chairman as your proxy to vote on your behalf. The nominee company will instruct the Chairman to vote the shares held on behalf of planholders who have not returned their voting directions in proportion to the directions of those who have. This arrangement is explained in the notes on the reverse.

To ensure that your voting directions are included, **please complete the Form of Direction on the reverse and return it in the reply paid envelope to Computershare Investor Services PLC by Friday 18 July 2014 at 12 noon.** Alternatively, you may use the internet as directed below.

The Directors of the Company are recommending that investors vote in favour of all resolutions, which they intend to do in respect of their own personal holdings.

Yours faithfully

M. Tonkin  
Head of Investment Trusts  
F&C Management Limited

**Please note:** This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

All Named Holders:

Control Number: 912456

SRN.

PIN.



### To view the 2014 Annual Report

Go to the following website:  
**[www.fandcglobalsmallers.com](http://www.fandcglobalsmallers.com)**

### To lodge a voting direction using the internet

Go to the following website:  
**[eproxyappointment.com](http://eproxyappointment.com)**

You will be asked to enter the Control Number, Shareholder Reference Number and PIN as printed opposite and agree to certain terms and conditions.

**Explanatory Notes:**

- The voting directions of planholders for whom the Chairman will be appointed to act as proxy (Box A below) will form the basis upon which the shares of those who do not provide any such directions will be voted proportionately. Planholders attending the Annual General Meeting (Box B below) are able to vote in person.
- Please complete either Box A or Box B below. If both boxes are completed, the person named in Box B shall be appointed proxy in accordance with Box B and the completion of Box A shall be disregarded. If neither box is completed, State Street Nominees Limited (the "nominee company") will direct the Chairman to vote your shares in proportion to the total of the voting directions received from planholders.
- If Box A is completed, please indicate how you wish the nominee company to direct the Chairman of the meeting to vote by placing a cross in the appropriate box, For, Against or Vote withheld. If no indication is given in respect of a resolution, the nominee company will direct the Chairman to vote your shares in respect of that resolution in proportion to the total of the voting directions received from planholders.
- The purpose of the proportional voting arrangement is to ensure that planholders are fairly and fully represented at shareholder meetings. The nominee company will only implement the proportional voting arrangement if valid Forms of Direction representing a minimum threshold of at least 5% of the shares held by planholders within the savings plans are received. A maximum limit of 71,400 shares that any one individual Investor can vote, being approximately 5% of the minimum threshold, will also apply. Any shares voted by an investor in excess of the maximum limit will remain valid, but will not form part of the proportional voting basis.
- The final box in Box A should not be marked unless for any reason you do not want your voting directions included in the proportional voting arrangement.
- The "Vote withheld" option is provided to enable you to direct the Chairman to abstain on any particular resolution should you so wish.
- On any motion to amend any resolution, to propose a new resolution or to adjourn the meeting, or on any other motion or resolution put to the meeting, the proxy will vote or abstain at his discretion.
- By signing this Form of Direction, a joint planholders warrants that he/she has authority to sign for an on behalf of his/her fellow joint investors.

**Form of Direction**

Please read this notice of meeting and the Explanatory Notes on the completion of this form.

With reference to the Annual General Meeting of **F&C Global Smaller Companies PLC (the "Company")** to be held on Thursday 24 July 2014, I/we, being the registered investor/contact in ordinary shares in the Company under the F&C Individual Savings Account, Private Investor Plan, Children's Investment Plan, Junior ISA and/or Child Trust Fund, hereby direct State Street Nominees Limited (as the registered holder of such shares) to appoint EITHER:



**BOX A**

the Chairman of the meeting as proxy in respect of such shares and to direct such proxy to vote (on a poll only) at the Annual General Meeting of the Company to be held on Thursday 24 July 2014 and at any adjournment thereof on the resolutions set out in the notice convening the meeting as follows:

	For	Against	Vote withheld		For	Against	Vote withheld
1. Adoption of annual accounts.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9. Re-appointment of the auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of Directors' Remuneration Report.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	10. Authority to determine auditors' remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Annual Remuneration Report.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11. Authority to allot securities.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Declaration of a final dividend.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12. Authority to allot securities for cash.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Re-election of Andrew Adcock.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	13. Authority to buy back shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Re-election of Mark White.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14. Authority to sell or transfer out of treasury equity securities for cash at a price below the net asset value per share.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Re-election of Anthony Townsend.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15. Notice period for meetings	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Re-election of Jane Tozer.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

Only mark this final box if, for any reason, you wish your shares to be excluded from F&C's proportional voting arrangement. Please refer to notes 4 & 5 above.

**OR**

**BOX B**

as proxy in respect of such shares and to direct such proxy to vote at his/her discretion at the Annual General Meeting of the Company to be held on Thursday 24 July 2014 and at any adjournment thereof.

I/We agree that unless this Form of Direction is received by the Company's registrars, Computershare Investor Services PLC, Corporate Actions 3, Bristol BS99 6AR, not later than 12 noon on Friday 18 July 2014, State Street Nominees Limited shall not be obliged to act on any directions subsequently received via such form in relation to the meeting in respect of the shares registered in its name.

**Signature**

**Date**

DD / MM / YY

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