

ST PETER PORT CAPITAL LIMITED

(a closed-ended investment company incorporated in Guernsey with registration number 46526)
(the 'Company')

**NOTICE OF AN EXTRAORDINARY GENERAL MEETING (“EGM”) OF THE HOLDERS OF
ORDINARY SHARES IN THE COMPANY**

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Company will be held at 3rd Floor, 1 Le Truchot, St Peter Port, Guernsey, GY1 1WD on 15 January 2020 at 10 a.m. for the purposes of considering the following resolution as an Ordinary Resolution:

IT IS HEREBY RESOLVED:

ORDINARY RESOLUTION

THAT:

- a. the life of the Company be continued;
- b. for at least one more year, the Company not be wound up by the directors through a process of orderly realisation by the Company of its investments and cessation of further investment.

By Order of the Board

Registered Office:
3rd Floor
1 Le Truchot
St Peter Port
Guernsey
GY1 1WD

12 December 2019

Notes:

1. A Shareholder entitled to attend and vote is entitled to appoint one or more proxies to exercise his rights to attend, speak and vote at the EGM instead of him. A Shareholder may appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to a different share or shares held by him. A proxy need not also be a Shareholder.
2. To be valid, the Form of Proxy and any power of attorney or other authority under which the Form of Proxy is signed (or a notarially certified copy thereof) must be lodged with Link Asset Services, The Registry, PXS, 34 Beckenham Road, Beckenham, Kent, BR3 4TU not later than 48 hours before the time appointed for the EGM. A Form of Proxy is enclosed.
3. The quorum for the EGM is two Shareholders present in person or by proxy. The majority required for the passing of the Ordinary Resolution is a simple majority of the votes cast for such resolution.
4. At the EGM, the vote shall be taken on a show of hands, unless before or upon declaration of the result of the show of hands a poll is demanded by the Chairman or by any one or more of the holders of the Ordinary Shares present who represent at least one tenth of the total voting rights of all the holders of Ordinary Shares having the right to vote at the EGM. On a show of hands, every holder of Ordinary Shares who is present in person or by proxy shall have one vote. On a poll, every holder of Ordinary Shares who is present in person or by proxy shall have one vote for every Ordinary Share of which he is the holder. A holder entitled to more than one vote need not, if he votes, use all of his votes or cast all of the votes which he uses in the same way.
5. The Ordinary Resolution requires a simple majority of more than 50 per cent. of the votes cast in favour of that resolution.