

**THE COMPANIES ACT 2006**

**COMPANY LIMITED BY SHARES**

**FORESIGHT 4 VCT PLC**

**("the Company")**

**(registered number 03506579)**

**NOTICE OF RESOLUTIONS PASSED**

**At a general meeting duly convened and held at the offices of Foresight Group LLP, The Shard, 32 London Bridge Street, London SE1 9SG at 11.00 a.m. on 8 August 2018, the following resolutions were duly passed:**


**Special Resolutions**

1. That, the share premium account of the Company be reduced by £36 million.
2. That the Company be generally and unconditionally authorised pursuant to section 701 of the Companies Act 2006 ("the Act") to make market purchases (within the meaning of section 693(4) of the Act) of up to 8,500,000 ordinary shares of 1p in the capital of the Company ("Shares") by means of a tender offer ("Tender Offer") to all holders of Shares to purchase those Shares at a price equal to 92.5% of the most recently published net asset value of a Share as at the date of the purchase (adjusted for dividends declared and for which the record date for payment has passed at the time of purchase), rounded down to four decimal places, which fixed price shall, for the purposes of section 701(3)(b) of the Act, constitute both the maximum and the minimum price that may be paid the Shares purchased) and any Shares bought back under this authority will be cancelled (and the authority conferred by this resolution shall expire (unless renewed, varied or revoked by the Company in general meeting) 18 months following the date of the passing of this resolution, save that the Company shall be entitled to make offers or agreements before the expiry of such authority which would or might require Shares to be purchased after the expiry and the directors shall be entitled to purchase Shares pursuant to any such offer or agreement as if this authority had not expired).
3. That, in addition to existing authorities, the:
  - (i) Directors be and they are generally and unconditionally authorised in accordance with section 551 of the Act to exercise all the powers of the Company to allot Shares in the capital of the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company ("Rights") up to an aggregate nominal amount of £1,200,000, provided that this authority shall expire (unless renewed, varied or revoked by the Company in general meeting) 18 months following the date of the passing of this resolution, save that the Company shall be entitled to make offers or agreements before the expiry of such authority which would or might require Shares to be allotted or Rights to be granted after such expiry and the Directors shall be entitled to allot Shares and grant Rights pursuant to any such offer or agreement as if this authority had not expired; and
  - (ii) Directors be and they are empowered pursuant to sections 570 and 573 of the Act to allot equity securities (within the meaning section 560 of the Act) for cash pursuant to the authority conferred by paragraph (i) of this resolution as if section 561(1) of the Act did not apply to any such allotment, provided that this authority shall be limited to the allotment of equity securities with an aggregate nominal value not exceeding £1,200,00 in connection with offer(s) for subscription, where the proceeds may be used in whole or part to purchase shares in the capital of the Company, such authority shall expire (unless renewed, varied or revoked by the Company in general meeting) 18 months following the date of the passing of this resolution, save that the Company shall be entitled to make offers or agreements before the expiry of such authority which would or might require equity

securities to be allotted after such expiry and the Directors shall be entitled to allot equity securities pursuant to any such offer or agreement as if this authority had not expired.

Dated: 8 August 2018

Registered office:  
The Shard  
32 London Bridge Street  
London  
SE1 9SG

  
.....  
Director ~~Secretary~~