

# Perpetual Income and Growth Investment Trust plc

LEI: 549300UIWJ7E60WUQZ16

## Result of AGM

Result of the Annual General Meeting of Perpetual Income and Growth Investment Trust plc held on 21 July 2020:

All of the Annual General Meeting resolutions were decided by poll and were passed.

The results of the poll were as follows:

Resolution	Votes For (including votes at the discretion of the Chairman)	%	Votes Against	%	Votes Withheld
Ordinary resolutions:					
1.	91,947,676	99.98	16,497	0.02	19,138
2.	90,217,768	98.17	1,679,882	1.83	85,661
3.	90,157,055	98.13	1,719,870	1.87	106,385
4.	90,195,379	98.14	1,707,123	1.86	80,809
5.	90,185,148	98.14	1,711,017	1.86	87,146
6.	89,097,581	96.95	2,798,584	3.05	87,146
7.	74,535,067	81.10	17,365,143	18.90	83,101
8.	91,919,602	99.98	19,353	0.02	44,356
9.	91,466,129	99.55	417,773	0.45	99,409
10.	91,714,602	99.79	188,932	0.21	79,777
11.	91,819,290	99.87	115,066	0.13	48,955
12.	91,731,250	99.86	132,978	0.14	119,083
Special resolutions:					
13.	91,593,375	99.71	268,349	0.29	121,587
14.	91,893,056	99.96	33,616	0.04	56,639
15.	90,668,525	98.64	1,248,102	1.36	66,684

Total Voting Rights were 213,853,331.

The full text of the resolutions passed is as follows:

### Ordinary Resolutions:

The following Ordinary Resolutions were passed at the Annual General Meeting held on 21 July 2020:

1. To receive the Annual Financial Report for the year ended 31 March 2020.
2. To re-elect Mike Balfour as a Director of the Company.
3. To re-elect Victoria Cochrane as a Director of the Company.
4. To re-elect Georgina Field as a Director of the Company.
5. To re-elect Alan Giles as a Director of the Company.
6. To re-elect Richard Laing as a Director of the Company.

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#### Registered Office:

Perpetual Park  
Perpetual Park Drive  
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RG9 1HH

#### Administrative Office:

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7. To re-elect Bob Yerbury as a Director of the Company.
8. To approve the Company's dividend payment policy as set out on pages 11 and 12 of the annual financial report.
9. To approve the Annual Statement and Report on Remuneration for the year ended 31 March 2020.
10. To re-appoint Ernst & Young LLP as auditor.
11. To authorise the Audit Committee to determine the auditor's remuneration.
12. THAT:  
the Directors be generally and unconditionally authorised in accordance with Section 551 of the Companies Act 2006 as amended from time to time prior to the date of the passing of this resolution (the 'Act') to exercise all powers of the Company to allot relevant securities (as defined in that section) up to an aggregate nominal amount (within the meaning of Sections 551(3) and (6) of the Act) of £2,147,978, this being 10% of the Company's issued ordinary share capital excluding shares held in treasury as at 31 May 2020, such authority to expire at the conclusion of the next AGM of the Company or the date fifteen months after the passing of this resolution, whichever is the earlier, but so that this authority shall allow the Company to make offers or agreements before the expiry of this authority which would or might require relevant securities to be allotted after such expiry as if the authority conferred by this resolution had not expired.

Special Resolutions:

13. THAT:  
the Directors be and they are hereby empowered, in accordance with Sections 570 and 573 of the Companies Act 2006 as amended from time to time prior to the date of the passing of this resolution (the 'Act') to allot equity securities for cash, either pursuant to the authority given by resolution 12 set out above or (if such allotment constitutes the sale of relevant shares which, immediately before the sale, were held by the Company as treasury shares) otherwise, as if Section 561 of the Act did not apply to any such allotment, provided that this power shall be limited:
  - (a) to the allotment of equity securities in connection with a rights issue in favour of all holders of a class of equity securities where the equity securities attributable respectively to the interests of all holders of securities of such class are either proportionate (as nearly as may be) to the respective numbers of relevant equity securities held by them or are otherwise allotted in accordance with the rights attaching to such equity securities (subject in either case to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or legal or practical problems under the laws of, or the requirements of, any regulatory body or any stock exchange in any territory or otherwise); and
  - (b) to the allotment (otherwise than pursuant to a rights issue) of equity securities up to an aggregate nominal amount of £2,147,978, this being 10% of the Company's issued ordinary share capital excluding shares held in treasury as at 31 May 2020.and this power shall expire at the conclusion of the next AGM of the Company or the date 15 months after the passing of this resolution, whichever is the earlier, but so that this power shall allow the Company to make offers or agreements before the expiry as if the power conferred by this resolution had not expired; and so that words and expressions defined in or for the purposes of Part 17 of the Act shall bear the same meanings in this resolution.

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14. THAT:  
the Company be generally and subject as hereinafter appears unconditionally authorised in accordance with Section 701 of the Companies Act 2006 as amended from time to time prior to the date of the passing of this resolution (the 'Act') to make market purchases (within the meaning of Section 693(4) of the Act) of its issued ordinary shares of 10p each in the capital of the Company ('Shares') PROVIDED ALWAYS THAT:
- (i) the maximum number of Shares hereby authorised to be purchased shall be 14.99% of the Company's issued ordinary shares excluding shares held in treasury on 21 July 2020, being the date of the AGM (being 32,056,614 shares);
  - (ii) the minimum price which may be paid for a Share shall be 10p;
  - (iii) the maximum price which may be paid for a Share must not be more than the higher of: (a) 5% above the average of the mid-market values of the Shares for the five business days before the purchase is made; and (b) the higher of the price of the last independent trade in the Shares and the highest then current independent bid for the Shares on the London Stock Exchange;
  - (iv) any purchase of Shares will be made in the market for cash at prices below the prevailing net asset value per Share (as determined by the Directors);
  - (v) the authority hereby conferred shall expire at the conclusion of the next AGM of the Company or, if earlier, on the expiry of 15 months from the passing of this resolution unless the authority is renewed at any other general meeting prior to such time;
  - (vi) the Company may make a contract to purchase Shares under the authority hereby conferred prior to the expiry of such authority which will be executed wholly or partly after the expiration of such authority and may make a purchase of Shares pursuant to any such contract; and
  - (vii) any shares so purchased shall be cancelled or, if the Directors so determine and subject to the provisions of Sections 724 to 731 of the Act and any applicable regulations of the United Kingdom Listing Authority, be held (or otherwise dealt with in accordance with Section 727 or 729 of the Act) as treasury shares.
15. THAT:  
the period of notice required for general meetings of the Company (other than AGMs) shall be not less than 14 clear days' notice.

Invesco Asset Management Limited  
Corporate Company Secretary  
21 July 2020

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