



**Pembroke VCT plc**  
**Results of General Meeting and Ordinary Share Class Meeting**

General Meeting

At a General Meeting of Pembroke VCT plc (the "Company") held on Friday 14 August 2020 at 9.00am, the following resolutions were duly passed:

Ordinary Resolution

1. THAT, subject to the passing of Resolution 2 at the General Meeting, the Deed of Amendment and Restatement, as defined in, and details of which are set out in, the circular issued to the Company's shareholders dated 16 July 2020, be and is hereby approved.

Special Resolution

2. THAT, subject to the passing of Resolution 1 at the General Meeting and the Resolution at the Ordinary Share Class Meeting, the articles of association produced to the meeting and initialled by the Chairman for the purpose of identification be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

For the purpose of the above resolutions, words and expressions defined in the circular issued to the Company's shareholders dated 16 July 2020 (the "Circular") shall have the same meanings in these resolutions, save where the context requires otherwise.

Both resolutions were put to the vote on a poll and the poll results are as follows:

Resolution	For	Against	Vote Withheld
1 To approve the Deed of Amendment and Restatement.	10,868,832	184,721	64,936
2 To adopt the new articles of association.	12,315,160	273,156	64,163

Ordinary Share Class Meeting

At the Ordinary Share Class Meeting of Pembroke VCT plc (the "Company") held on Friday 14 August 2020 at 9.15am, the following resolution was duly passed:

Special Resolution

THAT the articles of association produced to the meeting and initialled by the Chairman for the purpose of identification be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

The resolution was put to the vote on a poll and the poll results are as follows:



Resolution	For	Against	Vote Withheld
To adopt the new articles of association	6,474,300	36,000	10,000

The Company announces that following the passing of the above resolutions, the conversion (the "Conversion") of the Company's ordinary shares of 1p each ("Ordinary Shares") into B Ordinary shares of 1p each ("B Shares") will take place in accordance with the Company's articles of association.

The expected timetable for the Conversion is as follows:

25 August 2020	Final expected date for trading of Ordinary Shares
25 August 2020 (after 5pm)	Conversion calculation date and record date for calculating Ordinary Shareholders entitlements under the Conversion
26 August 2020 (7.30am)	Dealings in Ordinary Shares suspended
26 August 2020	Conversion Date
27 August 2020 (8.00am)	Admission of B Shares resulting from Conversion
27 August 2020	Removal of the listing of the Ordinary Shares
By 9 September 2020	Despatch of B Share certificates to former Ordinary Shareholders

A further announcement will follow confirming the number of B Shares arising as a result of the Conversion.

For further details about the Company please either visit the Company's website:  
Pembroke VCT plc [www.pembrokevct.com](http://www.pembrokevct.com)

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