

## Matrix Income & Growth VCT plc Proxy results for the Annual General Meeting of the Company held on 6 May 2009

### Annual General Meeting

Forms of proxy received 179  
Total number of Shares held by members submitting proxy forms 2,038,415  
Percentage of total issued share capital held 9.85%

	For	Against	Discretion of proxy	Withheld
<b>Ordinary Resolutions</b>				
<u>Resolution 1</u> To receive and adopt the annual accounts for year ended 31 December 2008	1,858,466	0	179,949	0
<u>Resolution 2</u> To approve the Directors' Remuneration Report for the year ended 31 December 2008	1,730,173	34,873	179,949	93,420
<u>Resolution 3</u> To re-appoint PKF (UK) LLP as auditors	1,835,217	14,672	179,949	8,577
<u>Resolution 4</u> To authorise the Directors to determine the remuneration of the auditors	1,833,284	5,000	179,949	20,182
<u>Resolution 5</u> To re-elect Tom Sooke as a Director of the Company	1,797,071	23,612	179,949	37,783
<u>Resolution 6</u> To approve the payment of a final income dividend of 1 penny per share for the year ended 31 December 2008	1,880,996	0	157,419	0
<u>Resolution 7</u> To authorise the Directors to allot ordinary shares in the capital of the Company	1,780,601	64,987	170,612	22,215
<b>Special Resolutions</b>				
<u>Resolution 8</u> To authorise the Directors to dis-apply pre-emption rights of Members	1,434,997	391,742	164,612	47,064
<u>Resolution 9</u> To authorise the Company to make market purchases of the Company's own ordinary shares	1,841,984	20,819	164,612	11,000
<u>Resolution 10</u> Authorisation of situational conflict	1,774,335	59,685	188,112	16,283

