

**ALBION KAY VCT PLC**  
**(the “Company”) (Registered No. 03139019)**  
**NOTICE OF RESOLUTION**

At a General Meeting of Albion KAY VCT PLC, duly convened and held virtually at 11.00 a.m. on 19 December 2024 the following special resolution was duly passed:

**Resolution 1 (Special Resolution)**

1. That:

- (i) subject to the conditions (other than the passing of this resolution) set out in paragraph 6 of Section A of Part III of the circular to shareholders of Albion Enterprise VCT PLC, Albion Development VCT PLC, Albion Technology & General VCT PLC Albion Crown VCT PLC, Albion Venture Capital Trust PLC and the Company dated 12 November 2024 (a copy of which is produced to the meeting and initialled for the purpose of identification by the chairman of the meeting (**Circular**)) having been fulfilled, in each case prior to the passing of this resolution:
  - (a) the Company be wound up voluntarily under the provisions of the Insolvency Act 1986 and Karen Spears and Gareth Harris of RSM UK Restructuring Advisory LLP (**Liquidators**) be and they hereby are appointed liquidators for the purposes of such winding-up and any power conferred on them by law or by this resolution may be exercised, and any act required or authorised under any enactment to be done by them may be done, by them jointly or by each of them alone; and
  - (b) the Liquidators be remunerated on a time costs basis from time to time plus VAT, disbursements and expenses;
- (ii) the Liquidators of the Company appointed pursuant to paragraph (i)(a) of this resolution be and hereby are authorised under section 165 of the Insolvency Act 1986 to exercise the powers specified in Part I of Schedule 4 of the Insolvency Act 1986;
- (iii) until such time as the Liquidators are released, the books and records of the Company are held by Albion Technology & General VCT PLC to the order of the Liquidators; and
- (iv) the cancellation of the listing of the Company’s shares on the Official List following the implementation of the AATG/KAY Scheme (as defined in the Circular) be and hereby is approved.

For Albion Capital Group LLP,  
Corporate Company Secretary on behalf  
of Albion KAY VCT PLC  
Dated: 19 December 2024