

# SCOTTISH MORTGAGE INVESTMENT TRUST PLC

## Annual General Meeting Held on 24 June 2021

All Resolutions were passed on a show of hands. The following levels of proxy appointments and associated instructions in favour of the Chair of the meeting were received prior to the meeting.

Resolution No.	Votes for	Votes against	Total votes cast	Votes withheld	Total proxies	
<b>Ordinary Business</b>						
1	To receive and adopt the Company's Annual Report and Financial Statements for the financial year ended 31 March 2021, together with the Reports of the Directors and the Independent Auditors' report thereon	424,466,973	25,267	424,492,240	143,725	424,635,965
2	To approve the Directors' Annual Report on Remuneration for the financial year ended 31 March 2021	423,194,733	624,121	423,818,854	817,111	424,635,965
3	To declare a final dividend of 1.97p per Ordinary Share	424,441,781	50,548	424,492,329	143,636	424,635,965
4	To re-elect Ms FC McBain as a Director of the Company	395,079,154	24,779,491	419,858,645	4,763,985	424,622,630
5	To re-elect Professor A Bhidé as a Director of the Company	424,119,905	151,662	424,271,567	351,063	424,622,630
6	To re-elect Mr LJ Dowley as a Director of the Company	424,055,517	168,105	424,223,622	399,008	424,622,630
7	To re-elect Professor PH Maxwell as a Director of the Company	424,139,378	151,236	424,290,614	332,016	424,622,630
8	To re-elect Professor P Subacchi as a Director of the Company	424,113,164	165,108	424,278,272	344,358	424,622,630
9	To re-appoint PricewaterhouseCoopers LLP as Independent Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at which the Financial Statements are laid before the Company	423,443,521	789,151	424,232,672	403,293	424,635,965
10	To authorise the Directors to determine the remuneration of the Independent Auditors of the Company	424,100,862	284,675	424,385,537	250,428	424,635,965
11	To approve by Ordinary Resolution that the Directors be authorised to allot shares	424,012,641	296,155	424,308,796	327,169	424,635,965
12	To approve by Special Resolution the disapplication of pre-emption rights on allotment of equity securities or sale of treasury shares	423,648,864	625,079	424,273,943	362,022	424,635,965

(continued overleaf)

Resolution No.	Votes for	Votes against	Total votes cast	Votes withheld	Total proxies	
<b>Special Business</b>						
13	To approve by Ordinary Resolution the Directors' authority to allot shares or sell treasury shares for cash at a price below the net asset value per share without first offering those shares pro-rata to existing shareholders	399,072,550	25,267,373	424,339,923	291,042	424,630,965
<b>Ordinary Business</b>						
14	To approve by Special Resolution that the Company be authorised to make market purchases of its Ordinary Shares	423,711,563	525,180	424,236,743	399,222	424,635,965
<b>Special Business</b>						
15	To approve by Special Resolution that the Company's Articles of Association be amended solely by deleting Article 97 (being the so-called 'Directors' share qualification' provisions) in its entirety	422,775,141	1,123,663	423,898,804	737,161	424,635,965

## Notes:

1. Where shareholders have appointed the Chair of the meeting as their proxy, with discretion as to voting, those votes have been cast in favour of all resolutions.
2. A vote withheld is not a 'vote' in law and is not counted in the calculation of the votes 'for' and 'against' a resolution.