

KEYSTONE POSITIVE CHANGE TRUST PLC

Annual General Meeting Held on 8 February 2023

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

Resolution No.	Votes for	Votes against	Total votes cast	Votes withheld	Total proxies
Ordinary Business					
1 To receive and adopt the Financial Statements of the Company for the year ended 30 September 2022 with the Reports of the Directors and of the Independent Auditors thereon.	1,222,638	1,280	1,223,918	9,986	1,233,904
2 To approve the Directors' Remuneration Policy.	1,201,504	28,885	1,230,389	3,512	1,233,901
3 To approve the Directors' Remuneration Report for the year ended 30 September 2022.	1,203,602	27,369	1,230,971	2,930	1,233,901
4 To declare a final dividend of 0.4p per ordinary share.	1,223,683	680	1,224,363	9,540	1,233,903
5 To re-elect Mrs Karen Brade as a Director.	1,160,967	59,110	1,220,077	13,826	1,233,903
6 To re-elect Mr Ian Armfield as a Director.	1,037,703	190,267	1,227,970	5,932	1,233,902
7 To re-elect Mrs Katrina Hart as a Director.	1,160,966	59,111	1,220,077	13,826	1,233,903
8 To re-elect Mr William Kendall as a Director.	1,129,924	99,092	1,229,016	4,887	1,233,903
9 To elect Mr Andrew Fleming as a Director.	1,212,421	9,304	1,221,725	12,179	1,233,904
10 To reappoint PricewaterhouseCoopers as Independent Auditors of the Company	1,218,702	3,035	1,221,737	12,164	1,233,901
11 To authorise the Directors to determine the remuneration of the Independent Auditors.	1,219,334	1,701	1,221,035	12,868	1,233,903
Special Business					
12 To approve the Directors' general authority to allot shares.	1,203,781	17,723	1,221,504	12,400	1,233,904
13 To approve by special resolution that the Directors be authorised to allot shares/sell treasury shares on a non pre-emptive basis.	1,200,123	21,660	1,221,783	12,120	1,233,903
14 To approve by special resolution that the Company be authorised to buy back its own shares.	1,202,127	20,589	1,222,716	11,187	1,233,903
15 To increase the annual limit on Directors' remuneration from £150,000 to £200,000.	1,175,510	45,744	1,221,254	12,647	1,233,901

Notes:

1. Where the shareholders have appointed the Chairman 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' or 'against' a resolution.
3. Each ordinary shareholder present in person or by proxy is entitled to one vote on a show of hands and, on a poll, one vote per £1 nominal share held (1 vote for every 10 ordinary shares of nominal value 10p each)