

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

When considering what action you should take, you are recommended immediately to seek your own personal financial advice from an appropriately qualified independent adviser authorised under the Financial Services and Markets Act 2000.

If you have disposed of all your Shares in the Company, please pass this document as soon as possible to the purchaser or transferee or to the stockbroker or other agent through whom you made the disposal for onward transmission to the purchaser or transferee.

Finsbury Growth & Income Trust PLC

*(Incorporated and registered in Scotland with company number SC013958
an investment company within the meaning of Section 833 of the Companies Act 2006)*

Circular to Shareholders and Notice of General Meeting relating to the recommended proposals to authorise the Board to issue shares on a non-pre-emptive basis, both generally and specifically, in connection with a Placing Programme

Notice of a General Meeting of the Company to be held at 9.00 a.m. on Monday, 29 July 2019 at 25 Southampton Buildings, London WC2A 1AL is set out at the end of this document.

Shareholders who are unable to attend the General Meeting can vote by logging on to www.signalshares.com and voting online. Alternatively a hard copy Form of Proxy can be requested from the registrar, Link Asset Services, by emailing enquiries@linkgroup.co.uk or by calling on 0871 664 0391 from the U.K. or +44 (0)371 664 0391 if calling from outside the U.K.

Finsbury Growth & Income Trust PLC

*(Incorporated and registered in Scotland with company number SC013958
an investment company within the meaning of Section 833 of the Companies Act 2006)*

Directors:

Anthony Townsend (Chairman)
Neil Collins
Kate Cornish-Bowden
Simon Hayes
David Hunt, FCA
Lorna Tilbian

Registered Office:

50 Lothian Road
Festival Square
Edinburgh EH3 9WJ

28 June 2019

To Shareholders

Dear Sir or Madam

Introduction

At the Company's annual general meeting held on Wednesday, 27 February 2019 (the "**2019 AGM**"), the Directors were granted authority to allot up to 18,402,671 Shares on a non-pre-emptive basis (the "**2019 AGM Authority**"). In the period following the 2019 AGM, the Company has seen continued demand for its ordinary shares of 25 pence each (the "**Shares**"), and where there has been excess demand for the Shares in the market, the Company has allotted and issued new Shares pursuant to the 2019 AGM Authority.

As at 27 June 2019, being the latest practicable date prior to the publication of this document, (the "**Latest Practicable Date**"), the 2019 AGM Authority has been substantially utilised and, therefore, to enable the Company to continue to meet the excess demand for its Shares, the Board is proposing to renew the Board's general authority to issue Shares on an ongoing basis.

Even if the Board's general authority to issue Shares is renewed, the Company's ability to issue Shares without publishing a prospectus is limited. As at the Latest Practicable Date, the Company could issue a further 12.7 million Shares before it would need to issue a prospectus. Given the recent rate of issuance, the Company intends to publish a prospectus (the "**Prospectus**") to establish a placing programme of up to 60 million Shares (the "**Placing Programme**") to facilitate ongoing issuance. Accordingly, the Board is also seeking authority to issue up to 60 million Shares pursuant to the Placing Programme.

Recommended proposals to authorise the Board to issue Shares on a non-pre-emptive basis, both generally and specifically, in connection with the Placing Programme

In the face of continuing demand noted above and having regard to the benefits of enlarging the Company as set out below, the Directors have resolved to convene a general meeting on Monday, 29 July 2019 (the "**General Meeting**") in order to seek Shareholder authority to issue further Shares on a non-pre-emptive basis both generally, with respect to a limited number of Shares, and specifically, for the purpose of the Placing Programme to be launched by the Company in due course. In so doing the Directors have taken into account the desirability of limiting the premium to NAV per Share at which the Company's Shares trade in order to ensure that investors who regularly acquire Shares are not disadvantaged.

The Resolutions to be considered at the General Meeting are as follows: (i) renewing the Board's authority to issue on a non-pre-emptive basis, up to 19,589,171 Shares, being 10 per cent. of the Company's issued share capital as at the Latest Practicable Date or, if changed, such number of Shares as represents 10 per cent. of the issued share capital as at the conclusion of the General Meeting, such authority to have effect until the conclusion of the next Annual General Meeting of the Company (the "**2020 AGM**") (the "**General Authority**"); and (ii) granting the Directors the specific authority to issue on a non-pre-emptive basis, up to 60 million Shares under the Placing Programme, such authority being in addition to the General Authority and to have effect for the duration of the Placing Programme (being

the period commencing on the date on which the Prospectus is published and ending on the earlier of: (i) the date that is twelve months after the date of publication of the Prospectus; and (ii) the date on which the maximum number of Shares has been allotted under the Placing Programme) (the “**Specific Authority**”, and together with the General Authority, the “**Authorities**”). If the Specific Authority is granted, the Company expects to publish the Prospectus in connection with the Placing Programme in August 2019. The Directors intend to use the Authorities to satisfy continuing demand for the Company’s Shares. As with the Shares issued to date, the Shares will be issued at a price not less than the higher of the estimated prevailing cum- or ex- income Net Asset Value per Share nor more than the best offer price per Share as quoted on the London Stock Exchange at the time the proposed allotment is agreed and will be accretive to the NAV per Share.

Benefits of Granting the Authorities to Allot Shares

The Directors believe that any new Share issuance pursuant to the authority conferred by the Resolutions may yield the following principal benefits:

- maintain the Company’s ability to issue Shares tactically, so as to manage the premium to NAV per Share at which the Shares trade;
- improve liquidity in the market for the Shares;
- increase the size of the Company, thereby spreading operating costs over a larger capital base which should reduce the ongoing charges ratio; and
- enhance the NAV per Share of existing Shares through share issuance at a premium to the higher of the estimated cum- or ex- income NAV per Share.

Use of proceeds

The net proceeds of any Shares issued pursuant to the Authorities conferred by the Resolutions will be invested by the Portfolio Manager on behalf of the Company in accordance with the Company’s published investment policy which, in summary, is to invest principally in the securities of UK listed companies, whilst up to a maximum of 20 per cent. of the Company’s portfolio, at the time of acquisition, can be invested in quoted companies outside of the UK. The Directors have considered the potential impact of any new Share issuance on the payment of dividends to Shareholders and they do not expect this to have a negative impact on the level of, or on the Company’s ability to continue to pay, dividends on the Shares.

Dilution

The allotment of Shares pursuant to the Authorities conferred by the Resolutions will dilute the voting interests in the Company of existing Shareholders. If both Authorities are used in full and for this purpose assuming the General Authority is for up to 19,589,171 shares (being 10 per cent. of 195,891,712 Shares in issue as at the latest practicable date), this will result in a dilution of approximately 28.9 per cent. in existing Shareholders’ voting interests in the Company.

General Meeting

The Resolutions to be considered at the General Meeting of the Company which has been convened for Monday, 29 July 2019 will be proposed as:

- In relation to the General Authority:
 - (a) Resolution 1: an ordinary resolution to renew the Company’s authority to allot Shares representing up to 10 per cent. of the Company’s share capital as at the date of the General Meeting; and
 - (b) Resolution 3: a special resolution to disapply pre-emption rights in respect of such number of Shares as represents 10 per cent. of the Company’s issued share capital as at the date of the General Meeting

By voting in favour of Resolutions 1 and 3, Shareholders will enable the Company to allot further Shares representing up to 10 per cent. of the Company's issued share capital as at the date of the General Meeting.

- In relation to the Specific Authority:
 - (a) Resolution 2: an ordinary resolution to grant the Company authority to allot up to 60 million Shares to be issued under the Placing Programme; and
 - (b) Resolution 4: a special resolution to disapply pre-emption rights in respect of up to 60 million Shares to be issued under the Placing Programme.

By voting in favour of Resolutions 2 and 4, Shareholders will enable the Company to allot up to 60 million further Shares pursuant to the Placing Programme. This Specific Authority is in addition to the General Authority.

All Shareholders are entitled to attend and vote at the General Meeting. In accordance with the Company's Articles of Association, all Shareholders present in person or by proxy shall upon a show of hands have one vote and upon a poll shall have one vote in respect of each Share held. In order to ensure that a quorum is present at the General Meeting, it is necessary for two Shareholders entitled to vote to be present, whether in person or by proxy (or, if a corporation, by a representative). The formal notice convening the General Meeting is set out on pages 7 and 8 of this document.

If Resolution 1, which is an ordinary resolution, and Resolution 3, which is a special resolution, are not passed, after the 2019 AGM Authority is exhausted, the Company will not be able to issue any further Shares and, consequently, will be unable to take steps to manage any premium to the NAV per Share at which the Shares may trade.

If Resolution 2, which is an ordinary resolution, and Resolution 4, which is a special resolution, are not passed, the Company will not proceed with the Placing Programme and, consequently, will not be able to issue any further Shares once the threshold set out in Prospectus Rule 1.2.3(1) has been reached. In these circumstances, if the Company is unable to issue new Shares there is a risk that the premium at which the Shares trade will increase and become more volatile.

Action to be taken

The only action that you need to take is to vote on the Resolutions. Paper Forms of Proxy have not been included with this document. If you are unable to attend the General Meeting, I encourage you to vote online. You can vote online by visiting www.signalshares.com and following the instructions. However, Shareholders that would prefer to complete a hard copy Form of Proxy, can request one from the Registrar, Link Asset Services, by emailing enquiries@linkgroup.co.uk.

Votes must be received by the Company not less than 48 hours before the time of the General Meeting. In calculating such 48 hour period, no account shall be taken of any part of a day that is not a Business Day.

Recommendation

The Directors consider the proposals set out in this document to be in the best interests of Shareholders as a whole. Accordingly, the Directors unanimously recommend that Shareholders vote in favour of the Resolutions to be proposed at the General Meeting. The Directors intend to vote in favour of the Resolutions in respect of their holdings of Shares amounting to 352,075 Shares in aggregate (representing approximately 0.2 per cent. of the issued Share capital of the Company as at 27 June 2019), (the latest practicable date prior to the publication of this document).

Yours faithfully

Anthony Townsend
(Chairman)

DEFINITIONS

In this document the words and expressions listed below have the meanings set out opposite them, except where the context otherwise requires:

2019 AGM	the annual general meeting of the Company held on 27 February 2019
2019 AGM Authority	the authority to issue £4,600,667 nominal amount of Shares on a non-pre-emptive basis (representing 10 per cent. of the Shares in issue as at the date of the 2019 AGM) granted to the Directors by special resolution at the 2019 AGM
2020 AGM	the annual general meeting of the Company to be held in early 2020 or any adjournment thereof
Articles of Association	the articles of association of the Company
Authorities	the General Authority and the Specific Authority
Board	the board of Directors of the Company or any duly constituted committee thereof
Business Day	any day on which banks are open for business in London (excluding Saturdays and Sundays)
Company	Finsbury Growth & Income Trust PLC
CREST	the system for the paperless settlement of trades in securities and the holding of uncertificated securities operated by Euroclear in accordance with the Uncertificated Securities Regulations 2001
cum- income NAV	NAV per Share calculated on the total value of underlying assets, including accumulated or accrued income, less any liabilities
Directors	the directors of the Company or any duly constituted committee thereof
Disclosure Guidance and Transparency Rules	the disclosure guidance and transparency rules made by the Financial Conduct Authority under section 73A of the Financial Services and Markets Act 2000
Euroclear	Euroclear UK & Ireland Limited, being the operator of CREST
ex- income NAV	NAV per Share calculated on the total value of underlying assets, excluding accumulated or accrued income, less any liabilities
Form of Proxy	the form of proxy available on request to the Registrar, Link Asset Services, which can be used in connection with the General Meeting
General Authority	has the meaning given to it in this document under the heading, “ <i>Recommended proposals to authorise the Board to issue shares on a non-pre-emptive basis both generally and specifically in connection with the Placing Programme</i> ”
General Meeting or Meeting	the general meeting of the Company convened for 29 July 2019 or any adjournment thereof

Latest Practicable Date	27 June 2019, being the latest practicable date prior to the publication of this document
NAV per Share or Net Asset Value per Share	the value of the Company's net assets per Share (calculated in accordance with the Company's reporting policies from time to time and the Company's Articles of Association)
Notice of General Meeting or Notice	the notice of the General Meeting as set out at the end of this document
Placing Programme	the proposed programme of placings of, in aggregate, up to 60 million Shares, as such will be described in the Prospectus, commencing on the date on which the Prospectus is published and ending on the earlier of: (i) the date that is twelve months after that date; and (ii) the date on which the maximum number of Shares has been allotted under the Placing Programme
Portfolio Manager	Lindsell Train Limited
Prospectus	the prospectus to be issued by the Company in connection with the Placing Programme following the General Meeting, currently anticipated to be published in August 2019, conditional on the Specific Authority being granted
Registrar	Link Asset Services
Resolutions	(i) the ordinary resolution to renew the Company's general authority to allot Shares, (ii) the ordinary resolution to authorise the Company to allot up to 60 million Shares pursuant to the Placing Programme, (iii) the special resolution to dis-apply pre-emption rights, in relation to the General Authority and (iv) the special resolution to dis-apply pre-emption rights in relation to the Specific Authority, which will be proposed at the General Meeting and details of which are contained in the Notice of General Meeting
Shares	ordinary shares of 25p each in the capital of the Company
Shareholder	a holder of Shares
Specific Authority	has the meaning given to it in this document under the heading, " <i>Recommended proposals to authorise the Board to issue shares on a non-pre-emptive basis both generally and specifically in connection with the Placing Programme</i> "

NOTICE OF GENERAL MEETING

FINSBURY GROWTH & INCOME TRUST PLC

*(Incorporated and registered in Scotland with company number SC013958
an investment company within the meaning of Section 833 of the Companies Act 2006)*

Notice is hereby given that a General Meeting (the “**Meeting**”) of Finsbury Growth & Income Trust PLC (the “**Company**”) will be held on Monday, 29 July 2019 at 9.00 a.m. at 25 Southampton Buildings, London WC2A 1AL to consider and, if thought fit, approve resolutions one and two, which will be proposed as ordinary resolutions and resolutions three and four, which will be proposed as special resolutions:

Ordinary Resolutions

1. THAT, in addition to any subsisting authorities the Directors be and are hereby generally and unconditionally authorised in accordance with Section 551 of the Companies Act 2006 (“**CA 2006**”) to exercise all powers of the Company to allot relevant securities (within the meaning of Section 551 of CA 2006) up to a maximum aggregate nominal amount of £4,897,292 being 10 per cent. of the issued share capital as at 27 June 2019 and representing 19,589,171 ordinary shares of 25p each in the Company (the “**Shares**”) (or, if changed, the number representing 10 per cent. of the issued share capital of the Company as at the conclusion of the Meeting) provided that this authority shall expire at the conclusion of the annual general meeting of the Company to be held in 2020 unless previously renewed, varied or revoked by the Company in a general meeting, except that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.
2. THAT, in addition to any subsisting authorities the Directors be and are hereby generally and unconditionally authorised in accordance with Section 551 of the **CA 2006** to exercise all powers of the Company to allot relevant securities (within the meaning of Section 551 of CA 2006) pursuant to the prospectus to be published by the Company in due course (the “**Prospectus**”) up to a maximum aggregate number of 60 million Shares as provided for under the placing programme which will be more particularly described in the Prospectus (the “**Placing Programme**”), provided that this authority shall commence on the date on which the Prospectus is published and shall expire at the end of the twelve month period following such date (being the closing of the Placing Programme) unless previously renewed, varied or revoked by the Company in a general meeting, except that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired. The specific authority granted by this resolution 2 shall be in addition to, and not in place of, the general authority set out in resolution 1 and any subsequent renewal thereof.

Special Resolutions

3. THAT, in addition to any subsisting authorities, the Directors be and are hereby empowered pursuant to section 570 and section 573 of CA 2006 to allot equity securities (within the meaning of section 560 CA 2006) for cash pursuant to the authority conferred by resolution 1 set out in this Notice of General Meeting, as if section 561(1) CA 2006 did not apply to any such allotment, provided that this power shall:
 - (i) be limited to the allotment or sale of equity securities up to an aggregate nominal amount of £4,897,292, or, if changed, such number as is equal to 10 per cent. of the nominal value of the issued share capital of the Company as at the conclusion of the Meeting; and
 - (ii) expire at the conclusion of the next annual general meeting of the Company after the passing of this resolution, unless previously renewed, varied or revoked by the Company in a general meeting, except that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may

allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

4. THAT, in addition to any subsisting authorities, the Directors be and are hereby empowered pursuant to section 570 and section 573 of CA 2006 to allot equity securities (within the meaning of section 560 CA 2006) for cash pursuant to the authority conferred by resolution 2 set out in this Notice of General Meeting, as if section 561(1) CA 2006 did not apply to any such allotment, provided that this power shall:
- (i) be limited to the allotment or sale of equity securities up to an aggregate number of 60 million Shares as provided for under the Placing Programme;
 - (ii) commence on the date on which the Prospectus is published; and
 - (iii) expire at the end of the twelve month period following the date of publication of the Prospectus, unless previously renewed, varied or revoked by the Company in a general meeting, except that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

BY ORDER OF THE BOARD

Frostrow Capital LLP
Company Secretary

Registered Office:

50 Lothian Road
Festival Square
Edinburgh
EH3 9WJ

Date: 28 June 2019

Notes:

- (i) A member entitled to attend and vote at the Meeting convened by the above Notice is entitled to appoint one or more proxies to exercise all or any of the rights of the member to attend and speak and vote in his/her place. A shareholder may appoint more than one proxy in relation to the meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. A proxy need not be a member of the Company.
- (ii) To appoint a proxy, please complete and submit your proxy vote online via the share portal at www.signalshares.com. You will need to log in to your Finsbury Growth and Income Trust PLC shares account, or register if you have not previously done so. To register you will need your Investor Code, which can be found on your share certificate or obtained from the Registrar. To be valid, proxy votes must be received no later than 9.00 a.m. on Thursday, 25 July 2019. A hard copy Form of Proxy can also be requested from the Registrar, Link Asset Services, by emailing enquiries@linkgroup.co.uk. To be valid, the Form of Proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy of the same, must be completed and returned in accordance with the instructions printed thereon to the Company's Registrar, Link Asset Services, or delivered by hand during office hours only to the same address as soon as possible and in any event by not later than 9.00 a.m. on Thursday, 25 July 2019.
- (iii) A vote withheld is not a vote in law, which means the vote will not be counted in the calculation of votes for or against the resolutions. If no voting indication is given, a proxy may vote or abstain from voting at his/her discretion. A proxy may vote (or abstain from voting) as he or she thinks fit in relation to any other matter put before the meeting.
- (iv) Voting by proxy will not prevent you from attending and voting in person.
- (v) Members who wish to change their proxy instructions should submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.
- (vi) If a member submits more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
- (vii) In order to revoke a proxy instruction, members will need to inform the Company, either through the share portal at www.signalshares.com or, if a hard copy Form of proxy was used, by sending a hard copy notice clearly stating their intention to revoke a proxy appointment to Link Asset Services, PXS1, 34 Beckenham Road, Beckenham, Kent BR3 4ZF.
- (viii) Any person receiving a copy of this Notice as a person nominated by a member to enjoy information rights under section 146 of the Companies Act 2006 (a "Nominated Person") should note that the provisions in Notes (i) to (iii) above concerning the appointment of a proxy or proxies to attend the Meeting in place of a member, do not apply to a Nominated Person as only Shareholders have the right to appoint a proxy. However, a Nominated Person may have a right under an agreement between the Nominated Person and the Member by whom he or she was nominated to be appointed, or to have someone else appointed, as a proxy for the Meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may have a right under such an agreement to give instructions to the Member as to the exercise of voting rights at the Meeting.
- (ix) Nominated Persons should also remember that their main point of contact in terms of their investment in the Company remains the Member who nominated the Nominated Person to enjoy information rights (or perhaps the custodian or broker who administers the investment on their behalf). Nominated Persons should continue to contact that Member, custodian or broker (and not the Company) regarding any changes or queries relating to the Nominated Person's personal details and interest in the Company (including any administrative matter). The only exception to this is where the Company expressly requests a response from a Nominated Person.
- (x) Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, only Shareholders registered in the register of Members of the Company by close of business two days (excluding non-working days) prior to the time fixed for the Meeting shall be entitled to attend and vote at the Meeting in respect of the number of Shares registered in their name at such time. If the Meeting is adjourned, the time by which a person must be entered on the register of Members of the Company in order to have the right to attend and vote at the adjourned Meeting is close of business two days prior to the time of the adjournment. Changes to the register of Members after the relevant times shall be disregarded in determining the rights of any person to attend and vote at the Meeting.
- (xi) In the case of joint holders, the vote of the senior holder who tenders a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of Members of the Company in respect of the relevant joint holding.
- (xii) CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by following the procedures described in the CREST manual which can be viewed at www.euroclear.com/CREST. CREST personal members or other CREST sponsored members, and those CREST members who have appointed (a) voting service provider(s), should refer to their CREST sponsor or voting provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear's specifications and must contain the information required for such instructions, as described in the CREST manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (RA10) by not later than 9.00 a.m. on Thursday, 25 July 2019. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST applications host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
- (xiii) CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed (a) voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall

be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST manual concerning practical limitations of the CREST system and timings.

- (xiv) The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
- (xv) If the Chairman, as a result of any proxy appointments, is given discretion as to how the votes the subject of those proxies are cast and the voting rights in respect of those discretionary proxies, when added to the interests in the Company's securities already held by the Chairman, result in the Chairman holding such number of voting rights that he has a notifiable obligation under the Disclosure Guidance and Transparency Rules, the Chairman will make the necessary notifications to the Company and the Financial Conduct Authority. As a result, any member holding 3 per cent. or more of the voting rights in the Company who grants the Chairman a discretionary proxy in respect of some or all of those voting rights and so would otherwise have a notification obligation under the Disclosure Guidance and Transparency Rules, need not make a separate notification to the Company and the Financial Conduct Authority.
- (xvi) Any question relevant to the business of the Meeting may be asked at the Meeting by anyone permitted to speak at the Meeting. A holder of Shares may alternatively submit a question in advance by a letter addressed to the Company Secretary at the Company's registered office. Under Section 319A of the Companies Act 2006, the Company must answer any question a shareholder asks relating to the business being dealt with at the Meeting, unless (i) answering the question would interfere unduly with the preparation for the Meeting or involve the disclosure of confidential information; (ii) the answer had already been given on a website in the form of an answer to a question; or (iii) it is undesirable in the interests of the Company or the good order of the Meeting that the question be answered.
- (xvii) In accordance with Section 311A of the Companies Act 2006, the contents of this Notice, details of the total number of Shares in respect of which Members are entitled to exercise voting rights at the Meeting and, if applicable, any Members' statements, Members' resolution or Members' matters of business received by the Company after the date of this Notice will be available on the Company's website www.finsburygt.com.
- (xviii) As at 27 June 2019, being the last Business Day prior to the printing of this Notice, the Company's issued capital consisted of 195,891,712 Shares carrying one vote each. Therefore, the total voting rights in the Company as at 27 June 2019 are 195,891,712.
- (xix) You may not use the electronic address provided either in this Notice or any related documents (including the Form of Proxy) to communicate with the Company for any purpose other than those expressly stated.

