

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about the action to be taken, you should immediately consult your bank manager, stockbroker, solicitor, accountant or other independent financial adviser authorised pursuant to the Financial Services and Markets Act 2000 if you are in the United Kingdom, or from another appropriately authorised independent financial adviser if you are outside the United Kingdom.

If you have sold or otherwise transferred all of your Shares in the Company, please send this document and accompanying Form(s) of Proxy, as soon as possible, to the purchaser or transferee or to the stockbroker, independent financial adviser or other person through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Maven Income and Growth VCT 6 PLC

(Registered in England and Wales with registered number 03870187)

(the "Company")

**Notice of General Meeting
and
Recommended proposals relating to:**

- **granting authorities to allot New Shares**
- **the cancellation of the Company's share premium account and capital redemption reserve**

Your attention is drawn to the letter from the Chairman of the Company set out in Part I of this document, which contains recommendations to vote in favour of the resolutions to be proposed at the General Meeting.

Notice of the General Meeting of Maven Income and Growth VCT 6 PLC, to be held at 10.00 a.m. on 1 February 2017 at Fifth Floor, 1-2 Royal Exchange Buildings, London EC3V 3LF, is set out at the end of this document. To be valid, the forms of proxy for the General Meeting, included at the end of this document, should be returned so as to be received not less than 48 hours before the General Meeting, either by post or by hand (during normal business hours only) to the Company's registrars, Capita Asset Services at PXS 1, 34 Beckenham Road, Beckenham, Kent BR3 4TU.

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EXPECTED TIMETABLE

Offer opens	9 December 2016
Latest time and date for receipt of forms of proxy for the General Meeting	10.00 a.m. on 30 January 2017
General Meeting	10.00 a.m. on 1 February 2017
Deadline for receipt of applications for New Shares under the Offer for allotment in 2016/2017 tax year	12.00 noon on 3 April 2017
Deadline for receipt of applications for New Shares under the Offer for allotment in 2017/2018 tax year	12.00 noon on 28 June 2017
Offer Closes*	12.00 noon on 28 June 2017

* The Board may close the Offer earlier than the date stated above if the Offer is fully subscribed by an earlier date or otherwise at the Board's discretion. The Board may also extend the Offer to a date up to and including 28 November 2017.

PART I
LETTER FROM THE CHAIRMAN

Registered Office:
Fifth Floor
1-2 Royal Exchange Buildings
London EC3V 3LF
9 December 2016

Dear Shareholder

Notice of General Meeting and recommended proposals relating to:

- **granting authorities to allot New Shares; and**
- **cancelling the Company's share premium account and capital redemption reserve**

The purpose of this document is to explain the recommended proposals listed above and to seek Shareholders' approval for the required authorities.

The Offer

The Board is pleased to advise Shareholders that the Company has today launched a new offer for subscription for New Shares to raise additional funds.

It is the Board's opinion that Maven, as one of the best resourced VCT managers and with nationwide coverage of the small and medium-sized enterprise (SME) market, will continue to offer investors access to high quality UK private company opportunities that comply with the new VCT investment requirements introduced in 2015.

There continues to be strong investor demand for reliable tax-free income from VCTs, and the Board believes that Maven's track record for VCT investment, and its ability to generate increasing tax-free dividend payments and total shareholder returns, makes the Offer an attractive option for investors.

The Offer is an opportunity for the Company to raise additional funds, which will allow a further scaling up of its asset base and increase its capacity to commit larger amounts when investing alongside the other Maven VCTs, whilst at the same time enabling a continued reduction in the total expense ratio and, therefore, costs borne by Shareholders (on a per Share basis).

The Company is proposing to raise up to £6 million of further capital (with an over-allotment facility for a further £2 million) pursuant to the Offer, details of which are contained in the Prospectus. The funds raised will allow the Company to make new and follow-on investments in accordance with its published investment policy and subject to satisfying VCT investment rules, to facilitate the payment of dividends and market purchases of Shares and to meet the Company's annual running costs.

Although the Company currently has the ability to issue Shares, it requires additional Shareholder authority to allot the greater number of New Shares being made available under the Offer.

The purpose of this document is, therefore, to seek authority from Shareholders to allot shares in the capital of the Company and disapply pre-emption rights in respect of such allotments. It is also proposed to take the opportunity to seek approval to cancel the Company's share premium account arising from the issue of these shares and to cancel the Company's capital redemption reserve. Such approvals, which are required under CA 2006, will be sought pursuant to Resolutions to be proposed at the Company's General Meeting, notice of which is set out on pages 8 to 10 of this document.

Reasons for the Offer

The Board has taken the following factors into account in deciding to launch the Offer:

- the Manager is experiencing continued strong levels of new business across its UK network, and has a healthy pipeline of attractive companies which are likely to be VCT qualifying;
- the Manager has a proven record in making regular private company investments for the six VCTs it manages;

- at a time when many VCT managers are adapting their investment models to invest under the new VCT investment rules, Maven has demonstrated that it has the investment expertise and resource to deploy VCT funds in non-acquisition related transactions, including four Qualifying Investments completed from 1 April 2016 to the date of this document;
- the UK economic outlook is, in the Board's view, generally positive for entrepreneurial private companies, and will continue to present high quality investment opportunities throughout the UK;
- UK SMEs continue to have difficulty in obtaining growth finance from banks, due principally to the long term impact of the credit crisis which is expected to ensure a continued demand for the type of funding provided by the Company;
- Maven's UK-wide team is one of the largest in the VCT industry, with expertise and a strong regional presence in sourcing and structuring VCT investments across a range of sectors; and
- the Company will continue to enjoy the significant advantage of being able to co-invest in new private company transactions with the other Maven VCTs, which enables them to invest collectively in more substantial businesses, and commit greater levels of funding than would be the case if the Manager was investing on behalf of a single entity. The additional funds raised under the Offer will allow the Company to have an increased allocation in those co-investments.

Details of the Offer

The Offer is now open and will close on 28 June 2017 (unless it is fully subscribed before this date or otherwise at the Board's discretion), and allows investors to subscribe for both the 2016/2017 and 2017/2018 tax years. The closing date for the Offer (unless fully subscribed earlier, otherwise closed at the discretion of the Board or extended to a date no later than 28 November 2017) for applications for the 2016/2017 tax year is 12.00 noon on 3 April 2017, and for the 2017/2018 tax year is 12.00 noon on 28 June 2017. Shareholders will need to authorise the Board to allot the New Shares pursuant to the Offer. Therefore, the Offer is conditional on Resolutions 1 and 4 being passed.

Further details relating to the Offer are set out in the Prospectus. Shareholders interested in investing in the Company should read the Prospectus in full. Any decision to participate in the Offer should be made solely by reference to the information and the terms and conditions contained in the Prospectus.

Application will be made for all of the New Shares to be admitted to trading on the London Stock Exchange's main market for listed securities.

Authority to allot shares and disapply pre-emption rights

As mentioned above, having disapplied pre-emption rights, the Company requires additional authority from its Shareholders (under the CA 2006) to allot new Shares.

Although the Company does have some existing capacity under the authorities granted by its Shareholders at its most recent annual general meeting, pursuant to Resolutions 1 and 4 to be proposed at its General Meeting, it is proposed to take additional authority covering the full amount of the new Shares in the Company being offered under the Prospectus in relation to its Offer.

Cancellation of the share premium account and the capital redemption reserve

The share premium account and the capital redemption reserve form part of a Company's capital and, except with the approval of Shareholders and the Court, use of these reserves is restricted. Cancelling the share premium account and capital redemption reserve allows a company to create a special reserve that can be used to fund distributions, assist in writing off losses, finance repurchases of a public company's shares, or for certain other corporate purposes.

The Company cancelled its share premium account and capital redemption reserve in August 2016 (following the close of the previous offer for subscription). However, as a result of the fund raising under the Offer, and share buy backs that the Company has recently made (and will continue to make from time to time), additional share premium and capital redemption reserves have been, and will continue to be, created.

Therefore, pursuant to Resolutions 2 and 3 to be proposed at the General Meeting, the Board also proposes to seek the approval of Shareholders to cancel the share premium account and the capital redemption reserve, pursuant to CA 2006 and subject to the sanction of the High Court.

General Meeting

Notice of the General Meeting, which will be held at 10.00 a.m. on 1 February 2017 at Fifth Floor, 1-2 Royal Exchange Buildings, London, EC3V 3LF, is set out at the end of this document.

A summary of the Resolutions to be proposed by the Company at its General Meeting is set out below:

Resolution 1 to be proposed at the General Meeting (which is conditional on the passing of Resolution 4) will, under sections 570 and 573 of CA 2006, disapply pre-emption rights in respect of the allotment of equity securities up to an aggregate nominal value of £1,600,000 in connection with the Offer. This represents 57.13% of the issued share capital of the Company as at 8 December 2016 (this being the latest practicable date prior to publication of this document).

Resolution 2 to be proposed at the General Meeting will authorise the cancellation of the amount standing to the credit of the share premium account of the Company.

Resolution 3 to be proposed at the General Meeting will authorise the cancellation of the amount standing to the capital redemption reserve of the Company.

Resolution 4 to be proposed at the General Meeting will authorise the Directors of the Company (under section 551 of the CA 2006) to allot shares in the capital of the Company up to an aggregate nominal value of £1,600,000. This authority will expire on the date falling 18 months after the passing of this resolution (unless renewed, varied or revoked by the Company in general meeting).

The authorities conferred by Resolutions 1 and 4 to be proposed at the General Meeting will be in addition to the Company's existing authorities. The Board intends to use these authorities for the purposes of the Offer, though may also subsequently utilise the authorities for one or more further offer(s) for subscription or issue of shares.

Resolutions 1 to 3 to be proposed at the General Meeting will be proposed as special resolutions, each requiring the approval of 75% or more of the votes cast (in person or by proxy) at the General Meeting to be passed. Resolution 4 will be proposed as an ordinary resolution, requiring the approval of more than 50% of the votes cast (in person or by proxy) at the General Meeting to be passed.

Action to be taken

At the end of this document, you will find a Form of Proxy for use at the General Meeting. Whether or not you propose to attend, you are requested to complete and return the Form of Proxy so as to be received not less than 48 hours before the General Meeting. Completion and return of a Form of Proxy will not prevent you from attending the General Meeting and voting in person should you wish to do so.

Recommendations

The Board believes that the proposals are in the best interests of the Shareholders as a whole and recommends that Shareholders vote in favour of the Resolutions to be proposed at the General Meeting, as the Directors of the Company intend to do in respect of their own beneficial holdings of 847,160 Shares (representing 3.02% of the issued share capital as at 8 December 2016, this being the latest practicable date prior to publication of this document).

Yours faithfully

Brian May
Chairman

PART II
DEFINITIONS

AIM	the AIM Market of the London Stock Exchange
Articles	the articles of association of the Company, as amended from time to time
Board	the board of directors of the Company
CA 2006	Companies Act 2006 (as amended)
Circular	this document
Company	Maven Income and Growth VCT 6 PLC
CREST	the relevant system (as defined in The Uncertificated Securities Regulations 2001 (S.I. 2001/3755) (as amended)) operated by Euroclear UK & Ireland Limited
Directors	the directors of the Company (and each a Director)
Form of Proxy	the form of proxy for use in the General Meeting included in this document
General Meeting	the general meeting of the Company to be held at 10.00 a.m. on 1 February 2017 (or any adjournment thereof) at which Shareholders' approval will be sought to approve the proposals set out in this document
ISDX	either the ISDX Main Board or the ISDX Growth Market, being markets on the ICAP securities and derivatives exchange (which are the successor markets to the PLUS Markets)
London Stock Exchange	London Stock Exchange plc
the Manager or Maven	Maven Capital Partners UK LLP, the investment manager to the Company, registered in England and Wales under number OC339387, whose registered office is at Fifth Floor, 1-2 Royal Exchange Buildings, London EC3V 3LF
Maven VCTs	Maven Income and Growth VCT PLC, Maven Income and Growth VCT 2 PLC, Maven Income and Growth VCT 3 PLC, Maven Income and Growth VCT 4 PLC, Maven Income and Growth VCT 5 PLC and the Company as the context requires
New Shares	the Shares to be issued by Company pursuant to the Offer (and each a New Share)
Offer	the offer for subscription of New Shares contained in the Prospectus
Prospectus	the prospectus issued by the Company (comprising the securities note, the registration document and the summary, each dated 9 December 2016)
Qualifying Company	an unquoted company (including a company whose shares are admitted to trading on AIM or ISDX) which satisfies the requirements of Part 4 of chapter 6 of the Tax Act
Qualifying Investment	shares in, or securities of, a Qualifying Company held by a VCT which meet the requirements of Part 4 of chapter 6 of the Tax Act
Resolutions	the resolutions to be proposed at the General Meeting (and each a Resolution)
Shareholders	holders of Shares in the Company (and each a Shareholder)
Shares	ordinary shares of 10p each in the capital of the Company (and each a Share)
Tax Act	the Income Tax Act 2007 (as amended)
UK	the United Kingdom
VCT	a venture capital trust as defined in Section 259 of the Tax Act

Maven Income and Growth VCT 6 PLC

(Registered in England and Wales with registered number 03870187)

NOTICE OF GENERAL MEETING

Notice is hereby given that a general meeting of Maven Income and Growth VCT 6 PLC (the "Company") will be held at 10.00 a.m. on 1 February 2017 at Fifth Floor, 1-2 Royal Exchange Buildings, London, EC3V 3LF for the purposes of considering and, if thought fit, passing the following resolutions, which will be proposed as to resolutions 1 to 3 as special resolutions, and as to resolution 4 as an ordinary resolution:

Special Resolutions

1. That, subject to the passing of resolution 4 set out in this notice, and in addition to existing authorities, the directors of the Company be and hereby are empowered in accordance with sections 570 and 573 of the CA 2006 to allot or make offers to or agreements to allot equity securities (which expression shall have the meaning ascribed to it in section 560(1) of the CA 2006) for cash pursuant to the authority given pursuant to resolution 4, as if section 561(1) of the CA 2006 did not apply to such allotment and issue, provided that the power conferred by this resolution shall be limited to the allotment and issue of shares up to an aggregate nominal value of £1,600,000 and provided further that the proceeds may be used, in whole or in part, to purchase the Company's shares in the market and provided further that the authority conferred by this resolution shall expire on the date falling 18 months from the passing of this resolution (unless renewed, varied or revoked by the Company in a general meeting), but so that this authority shall allow the Company to make before the expiry of this authority offers or agreements which would or might require shares to be allotted or rights to subscribe for, or to convert any security into, shares in the capital of the Company ("Rights") to be granted after such expiry and the directors shall be entitled to allot shares and grant Rights pursuant to any such offers or agreements as if the authority conferred by this resolution had not expired.
2. That, subject to the sanction of the High Court, the amount standing to the credit of the share premium account of the Company, at the date an order is made confirming such cancellation by the Court, be and hereby is cancelled.
3. That, subject to the sanction of the High Court, the amount standing to the credit of the capital redemption reserve of the Company, at the date an order is made confirming such cancellation by the Court, be and hereby is cancelled.

Ordinary Resolution

4. That, in addition to existing authorities, the directors of the Company be and hereby are generally and unconditionally authorised pursuant to section 551 of the CA 2006 to exercise all the powers of the Company to allot and issue shares in the capital of the Company and to grant Rights up to an aggregate nominal amount of £1,600,000, provided that the authority conferred by this resolution shall expire on the date falling 18 months from the passing of this resolution (unless renewed, varied or revoked by the Company in a general meeting), but so that this authority shall allow the Company to make before the expiry of this authority offers or agreements which would or might require shares to be allotted or Rights to be granted after such expiry and the directors shall be entitled to allot shares and grant Rights pursuant to any such offers or agreements as if the authority conferred by this resolution had not expired.

For the purpose of these resolutions, words and expressions defined in the circular issued on 9 December 2016 shall have the same meanings in these resolutions, save where the context requires otherwise.

Dated 9 December 2016

By order of the Board
Maven Capital Partners UK LLP
Secretary

Registered Office:
Fifth Floor
1-2 Royal Exchange Buildings
London EC3V 3LF

Notes:

- (i) Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the meeting (and the number of votes that may be cast thereat), will be determined by reference to the Register of Members of the Company at the close of business on the day which is two days before the day of the meeting or of the adjourned meeting. Changes to the Register of Members of the Company after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.
- (ii) A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend, speak and vote on his or her behalf. A proxy need not also be a member but must attend the meeting to represent you. Details of how to appoint the chairman of the meeting or another person as your proxy using the Form of Proxy are set out in the notes on the Form of Proxy. If you wish your proxy to speak on your behalf at the meeting, you will need to appoint your own choice of proxy (not the chairman) and give your instructions directly to them.
- (iii) You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, you may copy the proxy form, clearly stating on each copy the shares to which the proxy relates, or alternatively contact the Company's registrars, Capita Asset Services, who operate a non-premium rate helpline on behalf of the Maven VCTs, on 0333 300 1566. Lines are open between 09.00 and 17.30, Monday to Friday (excluding public holidays in England and Wales). Calls are charged at the standard geographic rate and will vary by provider. Calls from outside the United Kingdom will be charged at the applicable international rate. Calls may be recorded and monitored for security and training purposes. Please note that the helpline cannot provide advice on the merits of the Offer or give any financial, legal, investment or tax advice. Please indicate in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and returned together in the same envelope.
- (iv) The statement of the rights of members in relation to the appointment of proxies in paragraphs (ii) to (iii) above does not apply to Nominated Persons. The rights described in these paragraphs can only be exercised by members of the Company.
- (v) Any person to whom this notice is sent who is a person nominated under section 146 of the CA 2006 to enjoy information rights (a "Nominated Person") may, under an agreement between him/her and the member by whom he/she was nominated, have a right 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, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights.
- (vi) If you have been nominated to receive general shareholder communications directly from the Company, it is important to remember that your main contact in terms of your investment remains as it was (so the registered shareholder, or perhaps custodian or broker, who administers the investment on your behalf). Therefore any changes or queries relating to your personal details and holding (including any administration thereof) must continue to be directed to your existing contact at your investment manager or custodian. The Company cannot guarantee dealing with matters that are directed to us in error. The only exception to this is where the Company, in exercising one of its powers under the Act, writes to you directly for a response.
- (vii) A personal reply paid Form of Proxy is enclosed with this document. To be valid, the enclosed Form of Proxy for the meeting, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified or office copy thereof, must be deposited at the offices of the Company's registrar, Capita Asset Services, PXS 1, 34 Beckenham Road, Beckenham, Kent BR3 4TU, so as to be received not later than 10.00 a.m. on 30 January 2017 or 48 hours before the time appointed for any adjourned meeting or, in the case of a poll taken subsequent to the date of the meeting or adjourned meeting, so as to be received no later than 24 hours before the time appointed for taking the poll.
- (viii) If you prefer, you may return the proxy form to Capita Asset Services in an envelope addressed to FREEPOST CAPITA PXS 1, 34 Beckenham Road, Beckenham, Kent BR3 4TU.
- (ix) Please note that you can vote your shares electronically at www.capitashareportal.com.
- (x) Appointment of a proxy or CREST proxy instruction will not preclude a member from subsequently attending and voting at the meeting should he or she subsequently decide to do so. You can only appoint a proxy using the procedure set out in these notes and the notes to the Form of Proxy.
- (xi) CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
- (xii) 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 UK & Ireland Limited's specifications, and must contain the information required for such instruction, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or is 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 (ID RA10) by 10.00 a.m. on 30 January 2017. 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 Application 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 UK & Ireland Limited does not make available special procedures in CREST for any particular message. 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, 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 system providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
- (xiv) As at 8 December 2016 (being the last business day prior to the publication of this notice), the Company's issued share capital comprised 28,007,239 ordinary shares of 10 pence each, all of which carry one vote each. Therefore, the total voting rights in the Company as at 8 December 2016 was 28,007,239.
- (xv) Copies of the Directors' letters of appointment, the Register of Directors' Interests in the Shares of the Company and a copy of the Articles will be available for inspection at the registered office of the Company during usual business hours on any weekday (Saturday and Public Holidays excluded) from the date of this notice, until the end of the General Meeting and at the place of the General Meeting for at least 15 minutes prior to and during the meeting.
- (xvi) If a corporate shareholder has appointed a corporate representative, the corporate representative will have the same powers as the corporation could exercise if it were an individual member of the Company. If more than one corporate representative has been appointed, on a vote on a show of hands on a resolution, each representative will have the same voting rights as the corporation would be entitled to. If more than one authorised person seeks to exercise a power in respect of the same shares, if they purport to exercise the power in the same way, the power is treated as exercised; if they do not purport to exercise the power in the same way, the power is treated as not exercised.
- (xvii) At the meeting, Shareholders have the right to ask questions relating to the business of the meeting and the Company is obliged under section 319A of the CA 2006 to answer such questions, unless; to do so would interfere unduly with the preparation of the meeting or would involve the disclosure of confidential information, if the information has been given on the Company's website, www.mavencp.com/migvct6 in the form of an answer to a question, or if it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.
- (xviii) Further information, including the information required by section 311A of the CA 2006, regarding the meeting is available on the Company's website, www.mavencp.com/migvct6.

Maven Income and Growth VCT 6 PLC

FORM OF PROXY

IMPORTANT NOTE: FORMS OF PROXY FOR MAVEN INCOME AND GROWTH VCT 6 PLC SHOULD BE RETURNED TO CAPITA ASSET SERVICES, PXS 1, THE REGISTRY, 34 BECKENHAM ROAD, BECKENHAM, KENT BR3 4TU

For use at the General Meeting of Maven Income and Growth VCT 6 PLC (the "Company"), or at any adjournment thereof, to be held at Fifth Floor, 1-2 Royal Exchange Buildings, London, EC3V 3LF at 10.00 a.m. on 1 February 2017.

I/We.....

(Block Capitals Please)

of.....

being a Shareholder(s) of the above-named Company, appoint the chairman of the meeting or

.....
(Block Capitals Please)

of.....

for the following number of Shares:

(insert number or 'All')

to act as my/our proxy to vote for me/us and on my/our behalf at the General Meeting of the Company to be held at Fifth Floor, 1-2 Royal Exchange Buildings, London, EC3V 3LF at 10.00 a.m. on 1 February 2017 (see note 1 below) and at every adjournment thereof and to vote for me/us on my/our behalf as directed below.

Please indicate with an 'X' if this is one of multiple proxy instructions being given

Please indicate with an 'X' in the space below how you wish your vote to be cast. If no indication is given your proxy will vote for or against the resolution or abstain from voting as he thinks fit.

The proxy is directed to vote as follows:

Resolutions	For	Against	Vote Withheld
1. Approval of authority to disapply pre-emption rights.			
2. Approval of the cancellation of the share premium account.			
3. Approval of the cancellation of the capital redemption reserve.			
4. Approval of the authority to allot shares.			

Signature..... Dated.....



Notes to the Form of Proxy:

1. The notice of the General Meeting is set out in the circular of the Company dated 9 December 2016 (the "Circular"). For the purpose of this Form of Proxy, the words and expressions defined in the Circular shall have the same meanings in this Form of Proxy and these notes, save where the context requires otherwise.
2. Any member of the Company entitled to attend and vote at the General Meeting is also entitled to appoint one or more proxies to attend, speak and vote instead of that member. A member may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member. A proxy may demand, or join in demanding, a poll. A proxy need not be a member of the Company but must attend the General Meeting in order to represent his appointor. A member entitled to attend and vote at the General Meeting may appoint the Chairman or another person as his proxy although the Chairman will not speak for the member. A member who wishes his proxy to speak for him should appoint his own choice of proxy (not the Chairman) and give instructions directly to that person.
3. If you wish to appoint a proxy of your own choice delete the words "the chairman of the meeting or" and insert the name and address of the person whom you wish to appoint in the space provided.
4. To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID RA10) not later than 48 hours before the time appointed for holding the General Meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
5. Any alterations to the Form of Proxy should be initialled.
6. To be valid, the reply paid Form of Proxy enclosed with this document and the power of attorney or other written authority, if any, under which it is signed or an office or notarially certified copy or a copy certified in accordance with the Powers of Attorney Act 1971 of such power and written authority, must be delivered to the Company's registrars not less than 48 hours (excluding weekends and public holidays) before the time appointed for holding the General Meeting or adjourned meeting at which the person named in the Form of Proxy proposes to vote. In the case of a poll taken more than 48 hours (excluding weekends and public holidays) after it is demanded, the document(s) must be delivered as aforesaid not less than 24 hours (excluding weekends and public holidays) before the time appointed for taking the poll, or where the poll is taken not more than 48 hours (excluding weekends and public holidays) after it was demanded, be delivered at the meeting at which the demand is made.
7. In order to revoke a proxy instruction a member will need to inform the Company by sending a signed hard copy notice clearly stating the intention to revoke the proxy appointment to the Company's registrars, Capita Asset Services at PXS 1, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice. The revocation notice must be received by the Company's registrars at least 48 hours before the General Meeting or the holding of a poll subsequently thereto. If a member attempts to revoke his or her proxy appointment but the revocation is received after the time specified then, subject to Note 9 below, the proxy appointment will remain valid.
8. You may submit your proxy electronically using the Shareportal Service at www.capitashareportal.com. If not already registered for the share portal, you will need your investor code which can be found on your share certificate. If you cannot locate your investor code, please contact Capita Asset Services, who operate a non-premium rate helpline on behalf of the Maven VCTs, between 9.00 and 17.00 Monday to Friday (excluding public holidays in England and Wales) on 0333 300 1566. Calls to Capita Asset Services' helpline are charged at the standard geographic rate and will vary by provider. Calls to the helpline from outside the UK will be charged at the applicable international rate. Different charges may apply to calls from mobile telephones and calls may be recorded and randomly monitored for security and training purposes.
9. In the case of a corporation, this form must be executed under its common seal or signed on its behalf by its attorney or a duly authorised officer of the corporation.
10. In the case of joint Shareholders, any one of them may sign. The vote of the person whose name stands first in the register of members will be accepted to the exclusion of the votes of the other joint holders.
11. Completion and return of a Form of Proxy will not preclude a member of the Company from attending and voting in person. If a member appoints a proxy and that member attends the General Meeting in person, the proxy appointment will automatically be terminated.
12. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, the proxy will vote or abstain from voting at his or her discretion. The proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the General Meeting.

