

# ATTENDANCE CARD SPARK VCT PLC – ANNUAL GENERAL MEETING

For use by shareholders at the Annual General Meeting of SPARK VCT plc to be held at the offices of Nabarro LLP, Lacon House, 84 Theobald's Road, London WC1X 8RW at 12.00 noon on Friday 7 May 2010.

Notice of the Annual General Meeting and details of the business to be transacted are contained in the Annual Report and Accounts for the year ended 31 December 2009.

**NOTES:**

- Please indicate how you wish your votes to be cast on a poll in respect of the resolutions to be proposed at the said meeting. If you do not indicate how you wish your proxy to use your votes, the proxy will exercise his discretion both as to how he votes and as to whether or not he abstains from voting. Your proxy will have the authority to vote at his discretion on any amendment or other motion proposed at the meeting, including any motion to adjourn the meeting.
- If you prefer to appoint some other person or persons as your proxy, strike out the words "the Chairman of the Meeting, or" and insert in the blank space the name or names preferred and initial the alteration. A proxy need not be a member of the Company.
- Completion of a form of proxy will not preclude a member of attending and voting in person.
- In the case of joint holders, the signature of the holder whose name stands first in the relevant register of members will suffice as the vote of such holder and shall be accepted to the exclusion of the votes of the other joint holders. The names of all joint holders should, however, be shown.
- If a member is a corporation, this form must be executed either under its common seal or under the hand of an officer or agent duly authorised in writing. In the case of an individual the proxy must be signed by the appointor or his agent, duly authorised in writing.
- This form of proxy has been sent to you by post. This may be returned by post or courier or by hand to the Company's Registrars, Capita Registrars, Proxies, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU.
- The proxy appointment must be received not less than 48 hours before the time for the holding of the meeting or adjourned meeting together with any authority (or a notarially certified copy of such authority) under which it is signed.
- Only those shareholders entered on the shareholder register of the Company at 12:00 noon on 5 May 2010 or, in the event that this meeting is adjourned, on the shareholder register as at 12 noon on the day two days before the date of any adjourned meeting, will be entitled to attend and vote at the meeting in respect of the number of ordinary shares registered in their names at that time. Changes to the entries on the shareholder register after the relevant time will be disregarded in determining the rights of any person to attend or vote at the meeting.

Before returning the proxy form, check that you have completed it correctly.

Have you:

- Written the name of your proxy on the form of proxy, if this is someone other than the Chairman of the meeting?
- Indicated your voting directions to your proxy on the resolutions (if you wish to do so)?
- Signed and dated the proxy form?

If you need help to fill out the proxy form, or information on your shareholdings, please call the shareholder information group on 0871 664 0300. Calls to the 0871 664 0300 number cost 10 pence per minute (including VAT) plus your service provider's network extras. Different charges may apply to calls from mobile telephones and calls may be recorded and randomly monitored for security training purposes.

If you wish to attend this meeting in your capacity as a shareholder in SPARK VCT PLC, please sign this card and on arrival hand it to the Company's registrars. This will facilitate entry to the meeting.

Bar Code:

Signature of person attending

Investor Code:

# FORM OF PROXY SPARK VCT PLC – ANNUAL GENERAL MEETING

Bar Code

Investor Code

Event Code

I/We being a member of the Company, hereby appoint the Chairman of the Meeting or, failing him

Name of Proxy

Number of shares:

as my/our proxy to attend and to vote in my/our names and on my/our behalf at the Annual General Meeting of the Company to be held at the offices of Nabarro LLP, Lacon House, 84 Theobald's Road, London WC1X 8RW at 12.00 noon on Friday 7 May 2010 and at any adjournment of it.

Please indicate with an 'X' in the appropriate box below how you wish your vote to be cast and then sign in the space provided. If no voting indication is given, your proxy may vote or abstain as he or she thinks fit in relation to any business of the meeting.

Please tick here if you are appointing more than one proxy.

## ORDINARY RESOLUTIONS

Please mark 'X' to indicate how you wish to vote

- To receive and adopt the accounts for the year ended 31 December 2009.
- To approve the Directors' remuneration report for the year ended 31 December 2009.
- To declare a final dividend of 4.0p per share in respect of the year ended 31 December 2009.
- To re-elect Andrew Carruthers as a Director.
- To re-appoint Grant Thornton UK LLP as auditor of the Company and to authorise the Directors to fix its remuneration.
- That the Company shall continue as a venture capital trust pursuant to Article 165 of the Company's Articles of Association.
- To authorise the Directors to allot shares pursuant to section 551 of the Companies Act 2006.

	For	Against	Vote Withheld
1.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

## SPECIAL RESOLUTIONS

Please mark 'X' to indicate how you wish to vote

- To disapply statutory pre-emption rights in accordance with section 570 of the Companies Act 2006.
- To authorise the Company to make market purchases of its own shares.
- That a general meeting of the Company may be called on not less than 14 clear days' notice.
- To adopt new Articles of Association.

	For	Against	Vote Withheld
8.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

To assist with arrangements, if you intend attending the meeting in person please place a 'X' in the box opposite

Signature

Date

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Business Reply  
Licence Number  
RSBH-UXKS-LRBC



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34 Beckenham Road  
BECKENHAM  
BR3 4BR