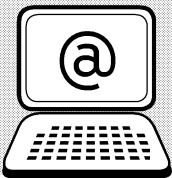


Form of Proxy - Annual General Meeting to be held on 12 July 2022



Cast your Proxy online...It's fast, easy and secure!
www.investorcentre.co.uk/eproxy

You will be asked to enter the Control Number, Shareholder Reference Number (SRN) and PIN shown opposite and agree to certain terms and conditions.

Control Number: 917909

SRN:

PIN:



View the Annual Report online: <https://www.capitalgearingtrust.com/investor-information/agm-information>

Register at www.investorcentre.co.uk - elect for electronic communications & manage your shareholding online!

To be effective, all proxy appointments must be lodged with the Company's Registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 8 July 2022 at 11.00 am.

Explanatory Notes:

- Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as their proxy to exercise all or any of their rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairperson, please insert the name of your chosen proxy holder in the space provided (see reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If returned without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise their discretion as to whether, and if so how, they vote (or if this proxy form has been issued in respect of a designated account for a shareholder, the proxy will exercise their discretion as to whether, and if so how, they vote).
- To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0370 873 5864 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by marking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
- The 'Vote Withheld' option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
- Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at close of business on the day which is two days before the day of the meeting. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
- 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 number 3RA50) not later than 11.00 am on 8 July 2022. 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.
- The above is how your address appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on 0370 873 5864 to request a change of address form or go to www.investorcentre.co.uk to use the online Investor Centre service.
- Any alterations made to this form should be initialled.
- The completion and return of this form will not preclude a member from attending the meeting and voting in person.

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different: (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

All Named Holders

Form of Proxy

Please complete this box only if you wish to appoint a third party proxy other than the Chairperson.
Please leave this box blank if you want to select the Chairperson. Do not insert your own name(s).



	*
--	---

I/We hereby appoint the Chairperson of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Capital Gearing Trust P.L.C. to be held at **the offices of J.P. Morgan, The Great Hall, 60 Victoria Embankment, London EC4Y 0JP** on **12 July 2022** at **11.00 am**, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please mark here to indicate that this proxy appointment is one of multiple appointments being made.

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



Ordinary Resolutions	For	Against	Vote Withheld		For	Against	Vote Withheld	
1. To receive the Report of the Directors and the audited financial statements for the period ended 31 March 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		10. To authorise the Directors to determine the remuneration of the auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Directors' Remuneration Report for the period ended 31 March 2022, together with the report of the auditor thereon.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		11. To increase the aggregate limit on Directors' remuneration from £165,000 to £180,000 per annum.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the remuneration policy of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		12. To authorise the Directors to allot relevant securities in the Company pursuant to section 551 of the Companies Act 2006.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To declare a final dividend of 46 pence per Ordinary share.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		Special Resolutions			
5. To re-elect Jean Matterson as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		13. To authorise the Directors to disapply pre-emption rights in respect of the allotment up to 20% of the Company's issued share capital.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Robin Archibald as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		14. To authorise market purchases of the Company's own shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Paul Yates as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		15. To cancel the Company's share premium account and convert the amount into a distributable reserve.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Wendy Colquhoun as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		16. To authorise a general meeting of the Company other than an annual general meeting to be called on not less than 14 clear days' notice.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To re-appoint BDO LLP as auditors of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		Intention To Attend			
					Please indicate if you intend to attend the AGM.**			<input type="checkbox"/>

** The Directors welcome shareholders to this year's Annual General Meeting ("AGM") and ask that shareholders wishing to attend the AGM to please contact the Company by email to confirm their intention to attend using the email address company.secretary@capitalgearingtrust.com

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

