

Witan Pacific Investment Trust plc

ANNUAL GENERAL MEETING TO BE HELD ON 8 JUNE 2011

The following information is set out in accordance with the requirements of section 311A of the Companies Act 2006

A. The following matters are set out in the Notice of Meeting;

Ordinary Business

1. To receive and adopt the Directors' Report and audited Financial Statements for the year ended 31 January 2011.
2. To declare a dividend of 2.80p per Ordinary share.
3. To re-elect Mr. Alan Barber as a Director.
4. To re-elect Mrs. Gillian Nott as a Director.
5. To re-elect Dr. Leslie Atkinson as a Director.
6. To elect Mrs. Diane Seymour-Williams as a Director
7. To re-appoint PricewaterhouseCoopers LLP as Independent Auditors of the Company from the conclusion of this meeting until the conclusion of the next general meeting at which the Financial Statements are laid before Members.
8. To authorise the Directors to determine the remuneration of PricewaterhouseCoopers LLP as Independent Auditors of the Company.
9. To approve the Directors' Remuneration Report for the year ended 31 January 2011.

Special Business

To consider and if thought fit, pass the following resolutions as special resolutions:

10. THAT, the Directors of the Company be and are hereby generally and unconditionally authorised in accordance with Section 551 of the Companies Act 2006 (the "Act") to exercise all the powers of the Company to allot Ordinary shares of 25p each in the capital of the Company ('Ordinary shares') and to grant rights to subscribe for or to convert any security into Ordinary shares in the Company up to a maximum nominal value of £2,482,500, provided that such authority shall expire on the date which is 18 months after the date of the passing of this resolution or, if earlier, at the conclusion of the next Annual General Meeting of the Company in 2012, save that the Company may before such expiry make offers or agreements which would or might require Ordinary shares to be allotted, or rights to be granted, after such expiry and the Directors may allot Ordinary shares, or grant such rights, in pursuance of such offers or agreements as if the authority conferred hereby had not expired; and all unexercised authorities previously granted to the Directors to allot Ordinary shares be and are hereby revoked.
11. THAT, subject to the passing of Resolution 10 above, the Directors of the Company be and are hereby generally authorised and empowered pursuant to Sections 570 and 573 of the Companies Act 2006 (the "Act") to allot equity securities (as defined in Section 560 of the Act) (including the grant of rights to subscribe for, or to convert any securities into, Ordinary shares in the capital of the Company ('Ordinary shares') and the sale of Ordinary shares held by the Company in treasury) wholly for cash pursuant to any existing authority given in accordance with Section 551 of the Act, as if Section 561 of the Act did not apply to any such allotment, provided that this power shall be limited:
 - (a) to the allotment of equity securities in connection with an offer of equity securities by way of rights to holders of Ordinary shares on the Register of Members of the Company on a fixed record date in proportion (as nearly as may be practicable) to their respective holdings of Ordinary shares but subject

to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements or any legal or practical problems arising under the laws of, or the requirements of, any territory or any regulatory or governmental body or authority or stock exchange; and

(b) to the allotment (otherwise than pursuant to subparagraph (a) above) of equity securities up to an aggregate nominal value of £828,000 being approximately 5 per cent of the Ordinary share capital currently in issue; and

(c) to the allotment of equity securities at a price (excluding expenses) not less than the net asset value per Ordinary share applicable for the business day immediately preceding the allotment, or of the agreement to allot, if earlier; and such authority shall expire on the date of the next Annual General Meeting of the Company to be held in 2012, save 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 an offer or agreement as if the power conferred hereby had not expired.

12. THAT, the Company be and is hereby generally and unconditionally authorised for the purposes of Section 701 of the Companies Act 2006 (the "Act") to make one or more market purchases (within the meaning of Section 693(4) of the Act) of Ordinary shares of 25p each in the capital of the Company ("Ordinary shares") either for cancellation or to hold as treasury shares (within the meaning of Section 724 of the Act) provided that:

(a) the maximum aggregate number hereby authorised to be purchased is 9,930,000 Ordinary shares;

(b) the Directors be authorised to determine at their discretion that any Ordinary shares purchased be cancelled or held by the Company as treasury shares, save that the maximum number of Ordinary shares held in treasury shall not exceed 10 per cent of the issued Ordinary share capital of the Company at any time;

(c) the minimum price which may be paid for a share shall be 25 pence (exclusive of associated expenses);

(d) the maximum price which may be paid for an Ordinary share is an amount equal to the higher of (i) 105 per cent of the average of the middle market quotations of the Ordinary shares (as derived from the Daily Official List of the London Stock Exchange) for the five business days immediately preceding the date on which the relevant share is contracted to be purchased (exclusive of associated expenses);

(ii) the price of the last independent trade; and

(iii) the highest current independent bid; and

(e) unless previously varied, revoked or renewed, the authority hereby conferred shall expire on the date which is 18 months after the date of the passing of this Resolution, save that the Company may prior to such expiry enter into a contract or arrangement to purchase Ordinary shares under this authority which will or may be completed or executed wholly or partly after the expiry of this authority and may make a purchase of Ordinary shares pursuant to any such contract or arrangement as if the authority hereby conferred had not expired.

By order of the Board - Phoenix Administration Services Limited - Secretary - 27 April 2011

Registered office: Springfield Lodge Colchester Road Chelmsford Essex CM2 5PW

- B. At 27 April 2011 the Company's issued share capital consists of 66,244,868 Ordinary shares, carrying one vote each. Therefore, the voting rights in the Company at 27 April 2011 total 66,244,868 votes.
- C. To be entitled to attend and vote at the Annual General Meeting (and for the purpose of the determination by the Company of the votes they may cast), shareholders must be registered in the Register of Members of the Company at the close of business on Monday, 6 June 2011 (or, in the event of any adjournment, on the date which is two days before the time of the adjourned meeting). Changes to the Register of Members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.
- D. Details of the following can be found in the Notes to the Notice of Meeting on pages 60 and 61 of the Reports and Accounts 2011, which is available on the Literature section of the Witan Pacific website:
- Procedure to attend and vote at the Annual General Meeting
 - Details of the proxy form
 - The right to ask questions
- E. The electronic address for the receipt of any document or information relating to proxies for the Annual General Meeting is www.eproxyappointment.com and further details of how to lodge a proxy vote using this facility are set out on the Form of Proxy sent to registered shareholders.

Issued and approved by Witan Investment Services Limited.

Witan Investment Services Limited is registered in England no. 5272533 of 201 Bishopsgate, London EC2M 3AE.

The VAT registration number for Witan Investment Services Limited is 863 5738 89.

Witan Investment Services Limited provides investment products and services and is authorised and regulated by the Financial Services Authority. We may record telephone calls for our mutual protection and to improve customer service.