


THE COMPANIES ACT 2006

Resolutions
of
Downing Planned Exit VCT 7 plc

At an Annual General Meeting of the Members of the above named company duly convened and held at 10 Lower Grosvenor Place, London SW1W 0EN at 10:35am on 19 June 2013, the following resolutions were duly passed as Ordinary Business:-

1. To receive and adopt the Report of the Directors and Accounts of the Company for the year ended 31 January 2013 together with the report of the Auditor thereon.
2. To approve the Directors' Remuneration Report.
3. To approve the payment of a final dividend of 4.0p per Ordinary Share.
4. To appoint BDO LLP as Auditor of the Company to hold office until the conclusion of the next Annual General Meeting at which accounts of the Company are presented and to authorise the Directors to determine their remuneration.
5. To re-elect as Director, Hugh Gillespie, who retires and, being eligible, offers himself for re-election.
6. To re-elect as Director, Dennis Hale, who retires and, being eligible, offers himself for re-election.
7. To re-elect as Director, Nicholas Lewis, who retires and, being eligible, offers himself for re-election.
8. To re-elect as Director, Christopher McCann, who retires and, being eligible, offers himself for re-election.



Grant Whitehouse
Secretary