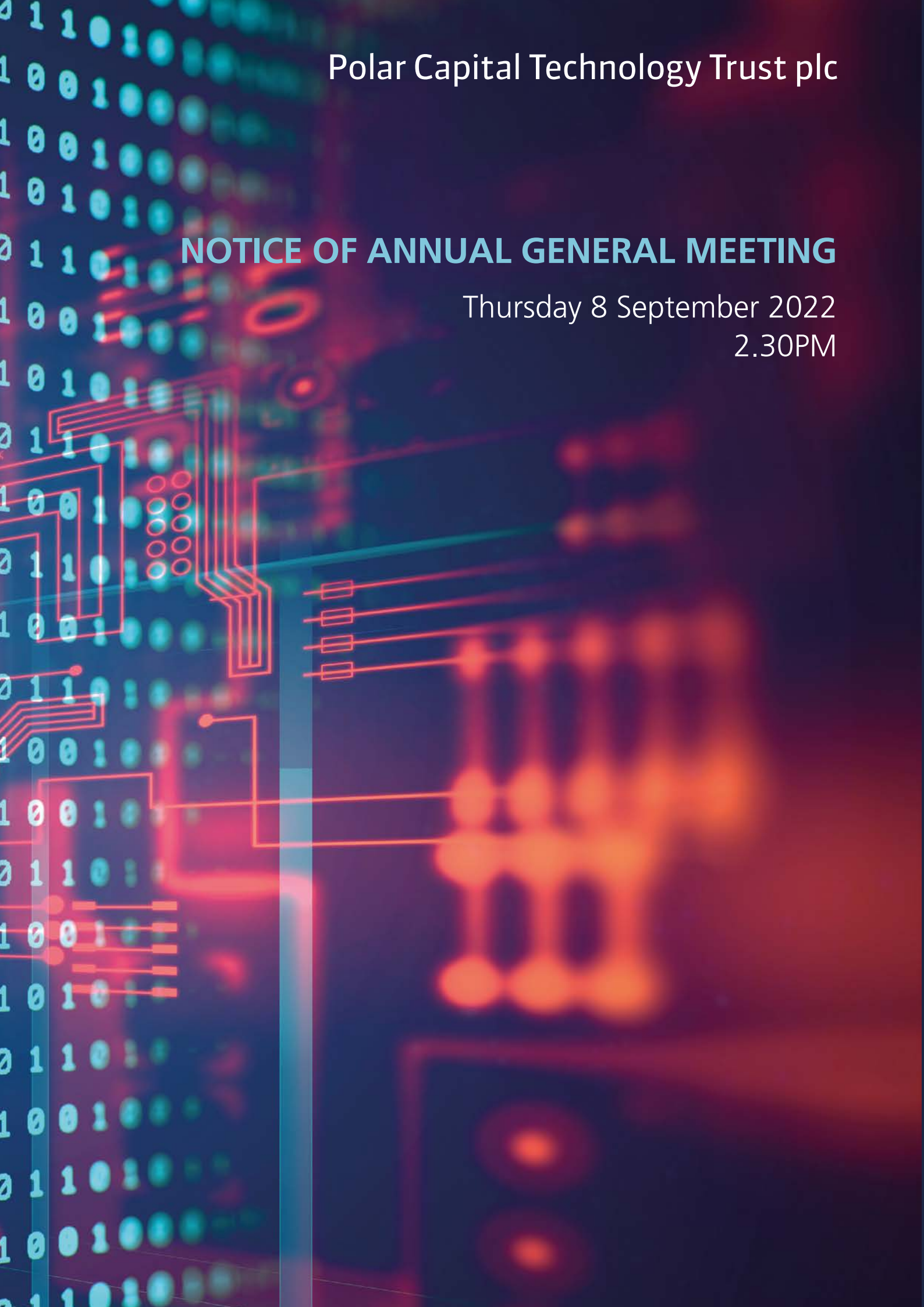


Polar Capital Technology Trust plc

NOTICE OF ANNUAL GENERAL MEETING

Thursday 8 September 2022

2.30PM



THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you have any doubt about what action you should take, it is recommended that you consult your stockbroker, solicitor, accountant or other professional adviser authorised under the Financial Services and Markets Act 2000.

If you have sold or transferred all your ordinary shares in Polar Capital Technology Trust plc please give this and the accompanying documents to the purchaser or transferee, or stockbroker, bank or other agent through whom the sale or transfer was made.

POLAR CAPITAL TECHNOLOGY TRUST PLC

(incorporated and registered in England and Wales, registered number 3224867, as an investment company within the meaning of Section 833 of the Companies Act 2006)

Registered office: 16 Palace Street, London, SW1E 5JD

NOTICE OF ANNUAL GENERAL MEETING ("AGM")

To be held at 2.30 p.m. on Thursday, 8 September 2022 at

**Haberdashers' Hall, 18 West Smithfield, London, EC1A 9HQ and online via
the Lumi Global Electronic Platform**

To provide the greatest flexibility to all, we will once again be holding a Hybrid meeting with both in-person and electronic attendance possible, including the ability to vote on a poll and ask questions. Shareholders are invited to join and participate in the meeting either **in person or electronically** by webcast run by Lumi Global via the website <https://web.lumiagm.com/160-996-701>.

We hope to see as many people as possible at Haberdashers' Hall, the meeting venue last used in 2019, but understand that the electronic option has also been welcomed by many.

The guide for electronic participation can be found on pages 10 to 12 of this document. To join the meeting electronically you will need the **Meeting ID 160-996-701** (ID), your unique **SRN ("Shareholder Reference Number")** and PIN (First 2 and last 2 digits of your SRN).

The Meeting ID, your SRN and PIN can be found on your personalised Form of Proxy which accompanies this Notice.

In order to accommodate both shareholders attending in person and electronically, all voting will be carried out on a poll. Therefore, whether or not you propose to attend the AGM in person or intend to join electronically, we would encourage you to complete and submit a Form of Proxy, by post or online, before the meeting. Appointment of a Proxy will not prevent you from attending the meeting in person or electronically and voting at the meeting if you subsequently find that you are able to do so.

A Form of Proxy for Shareholders is enclosed for your use ahead of the AGM. To be valid, Forms of Proxy, or online voting via the Equiniti Registrars Shareview Platform, must be received by the Company's Registrar, by no later than 2.30 p.m. on Tuesday, 6 September 2022 in accordance with the instructions found on the Proxy form and in accordance with pages 7 to 9 of this document.

POLAR CAPITAL TECHNOLOGY TRUST PLC

(incorporated and registered in England and Wales, registered number 3224867, as an investment company within the meaning of Section 833 of the Companies Act 2006)

Directors:

Sarah Bates (Chair)
Catherine Cripps
Tim Cruttenden
Charlotta Ginman
Charles Park
Jane Pearce
Stephen White

Registered Office:

16 Palace Street,
London SW1E 5JD

19 July 2022

Annual General Meeting ("AGM") of Polar Capital Technology Trust plc (the 'Company')

Dear Shareholder

I am pleased to be writing to you with details of our 26th AGM which we are holding at Haberdashers' Hall, 18 West Smithfield, London EC1A 9HQ and via the Lumi Global Electronic Platform, on **Thursday, 8 September 2022 at 2.30 p.m.** In order to provide the greatest flexibility for all Shareholders, the AGM of the Company this year will again be held as a hybrid event.

Arrangements for the AGM

Following the events of the COVID-19 years, we have decided to continue to offer the flexibility to Shareholders to attend the meeting either in person or electronically. Feedback from the hybrid meeting held in 2021 was positive and we found that while the meeting was not well-attended when comparing to the pre-COVID years, Shareholders were encouraged by the options presented to them which translated into near-equal attendance in person and electronically. The Lumi webcast platform is now a more familiar '*tried and tested*' method of hybrid access which we hope will give those Shareholders that may be unable to travel to the meeting the opportunity to attend and participate. We would of course like to welcome as many Shareholders to the meeting in person and have therefore opted to return to Haberdashers' Hall, the venue for which we had very positive feedback in 2019. As numbers are unclear, we will only be providing light refreshments to those attending in person. While we do not require it, we welcome Shareholders to wear masks during the meeting should they so prefer.

Please **do not** attend the AGM if you have any symptoms that may be COVID related or indeed you are feeling unwell.

Enclosed with this letter is the formal notice of AGM ('Notice of AGM') set out on pages 5 and 6, and the arrangements for how to access the meeting via the Lumi platform, which will include the ability to vote on the resolutions to be proposed, as set out on pages 10 to 12 of this document.

Webcast and Questions

Shareholders who do not wish to attend the meeting in person, should register on the Lumi platform following the instructions included herewith. The meeting will be broadcast live in audio format with live video feed of the Chair and Fund Manager and presentation slides. Further details are set out on pages 10 to 12. Once logged in, from the commencement of the meeting, you will be able to listen to the proceedings of the meeting on your device, as well as being able to see the presenters. The slides, which will include the resolutions to be put to the meeting will progress automatically through the meeting. Shareholders will not be able to see each other and the presenters will not be able to see the Shareholders attending electronically.

Shareholders have the opportunity to submit questions ahead of the meeting via the Company Secretary at **cosec@polarcapital.co.uk** stating the subject matter as **PCTT-AGM**. We will also be providing the ability to ask questions and address members of the Board and the Fund Manager directly on the business of the meeting during the live event by electronic means.

The Board recognises that the AGM is an important event for Shareholders and the Company and is keen to ensure that Shareholders are able to exercise their right to vote and participate. It has therefore been decided that all voting at the meeting will be carried out by a Poll vote.

LETTER FROM THE CHAIR continued

Should it be deemed necessary in response to unexpected government restrictions, to change the format of the meeting to be a closed door meeting, the following steps will be taken:

- Two directors will attend the place of the meeting to ensure that it is quorate.
- Any pre-registered physically attending Shareholders will be contacted and advised that access to the event will be electronic only.
- All shareholders will be able and encouraged to access the meeting via the Lumi Platform, the details of which will be posted on the website and released to the London Stock Exchange via an RNS announcement.
- The Company's website will also provide details of any revised arrangements.
- All voting will, in all instances, be carried out on a poll.

The pages that follow provide an explanation of the resolutions that form the business of the AGM.

Resolution 1 – To receive the Annual Report and Financial Statements

The first item of business is for the Annual Report and Financial Statements for the year ended 30 April 2022 to be presented to the AGM. The Annual Report is available from the Company's website.

Resolution 2 – Directors' Remuneration Report (pages 92 to 97 of the Annual Report)

Resolution 2 seeks approval, on an advisory basis, of the Remuneration Implementation Report which looks back at the remuneration of the Directors for the year ended 30 April 2022.

Resolutions 3 to 8 – Election of Directors

In accordance with the AIC Corporate Governance Code, it is recommended that all Directors retire annually and, with the support of the Board, stand for re-election by Shareholders annually. Biographies of each of the Directors can be found on pages 10 and 11 of the Annual Report. I am not standing for re-election at the AGM as I have reached my tenure and will retire from the Board at the conclusion of the AGM.

The Board has confirmed, following a performance review that the Directors standing for election or re-election continue to perform effectively and demonstrate commitment to their roles. The Board also considered the specific reasons why each Director's contribution is, and continues to be, important to the Company's long-term sustainable success, these reasons are set out below:

Catherine Cripps – Catherine was appointed to the Board in September 2021 and brings to the Board a wealth of investment industry experience following a number of roles including Investment Director and Head of Research at GAM International. With the support of the Board, Catherine has assumed the role of ESG lead and has been responsible for ensuring that the Board is kept abreast of the latest developments in this area and how the Company can report to stakeholders in line with such. At the invitation of the Board, and following the Board Evaluation process, Catherine has, subject to election by shareholders, agreed to succeed me as Chair of the Board at the conclusion of the AGM.

Jane Pearce – Jane was appointed to the Board in September 2021 and is an experienced non-executive director and Chartered Accountant with over 20 years' financial markets experience. Since joining the Board Jane has been a keen participant in meetings often bringing a new perspective to discussions. Jane will assume the role of Chair of the Audit Committee following the retirement of Charlotta Ginman from the Board expected to be in 2024.

Tim Cruttenden – Tim has extensive technology private equity investment experience and brings an alternative investment perspective to discussions on portfolio matters. The Board and Manager value the investment debates at meetings, particularly where Tim focusses on new themes, and welcome the continued contribution from him. He has also thoughtfully and capably taken the lead on the Chair succession discussions as SID.

Charlotta Ginman – Charlotta has recent and relevant financial and investment expertise with a strong accounting background which enables her to perform in-depth analyses of the Company's Financial Statements in conjunction with the external service providers. Charlotta actively works with Polar Capital and the Auditors to ensure a smooth year-end process and audit. She has brought her considerable experience of audit, governance and related regulatory matters as they apply to the Company.

Where there might be concern of over-boarding, as three of Charlotta's roles are with investment companies that typically have only five Board meetings a year and the other companies are all AIM listed, with less regulatory burden than a premium listing, Charlotta has sufficient time to devote to each of her roles.

Charles Park – Charles has extensive equity investment experience and brings to the Board current and active knowledge of the industry from a different, value based investment approach which contributes to board and manager discussions. He also brings his understanding of investment management firms, fees and the private client wealth management sector to Board discussions. He has helped the Board by bringing perspectives from elsewhere to give us context and insight into investment markets. He has also brought his interest in ESG issues to our discussions.

Stephen White – Stephen has many years of investment and financial experience including as an investment company manager, which he brings to the Board. He has been particularly interested in our Manager's individual stock holdings and has encouraged helpful debate. Stephen has wide experience of the institutional and investment company sector, of its fees, clients and approaches. He also holds other audit committee chair positions which bring extra support to our Audit committee.

Resolutions 9 and 10 – Appointment of Auditor

There is a requirement to appoint an auditor at each general meeting at which accounts are laid before the Company, with the expectation that the auditor will then hold office until the next such meeting. Shareholders are required to approve the appointment of the Company's auditor each year and to authorise the Directors to determine the auditor's remuneration. Following the implementation of the Competition and Markets Authority Order on Statutory Audit Services, only the Audit Committee may negotiate and agree the terms of the auditor's service agreement. Resolution 9 covers the re-appointment of KPMG LLP and Resolution 10 authorises the Directors, on the recommendation of the Audit Committee, to determine their remuneration.

Resolution 11 – Allotment of Shares

Resolution 11 deals with the Directors' authority to allot ordinary shares. At the last AGM of the Company the Directors were given authority to allot ordinary shares in the capital of the Company and this authority shall expire at the end of this year's AGM. Resolution 11 will, if passed, renew this authority to allot shares on broadly the same terms up to a nominal amount of £3,432,875, representing approximately 10 per cent., 13,731,500 shares, of the issued ordinary share capital of the Company as at 15 July 2022 (the latest practicable date prior to the production of this letter). This authority will last until the next AGM of the Company, expected to be in September 2023. New ordinary shares will not be allotted and issued at below estimated NAV. As at the date of this letter the Company holds 6,433,670 ordinary shares in treasury.

Resolution 12 – Disapplication of Statutory Pre-emption Rights

Resolution 12 will give the Directors authority to allot ordinary shares in the capital of the Company pursuant to the authority granted under Resolution 11 for cash without, in certain circumstances, complying with the pre-emption rights in the Companies Act 2006. This authority will permit the Directors to allot ordinary shares up to a maximum nominal value of £3,432,875, representing approximately 10 per cent. (13,731,500 shares), of the issued ordinary share capital of the Company as at 15 July 2022 (the latest practicable date prior to publication of this letter) otherwise than in connection with an offer to existing Shareholders. This authority also permits the Directors to sell any shares which may be held in treasury. The authority contained in Resolution 12 will expire upon the expiry of the general authority conferred in Resolution 11. As with Resolution 11, the terms of Resolution 12 are broadly the same as last year's resolution.

The Directors' policy on the issue of new ordinary shares is for the net issue price (after an allocation of costs) to be above the live estimated Net Asset Value ('NAV') per ordinary share. Furthermore, the Directors will only take the decision to allot new ordinary shares if they can see worthwhile opportunities for investing the new funds.

The Directors consider that renewing the Company's share allotment authority is advantageous as any ordinary shares issued for cash will be at a price that will enhance the NAV for existing ordinary Shareholders and may improve future liquidity. The Directors further believe that having the ability to issue shares at a premium to NAV should assist in avoiding the creation of an excessive and unsustainable share price premium to the NAV per ordinary share, which might increase the risks for new investors and potentially unnecessary instability in the shareholder base for the Company as a whole.

Since the AGM in September 2021, and up to 15 July 2022 no ordinary shares have been issued.

Resolution 13 – Authority to Purchase Ordinary Shares

Resolution 13 gives the Company authority to buy back its own ordinary shares in the market as permitted by the Companies Act 2006. If Resolution 13 is passed at the AGM, the Company may cancel or hold in treasury for later re-issue all of the ordinary shares it may purchase pursuant to the authority granted to it. The Directors believe that to make such purchases in the market at appropriate times and prices is a suitable method of enhancing Shareholder value. The Company would, within guidelines set from time to time by the Board, make either a single purchase or a series of purchases, when market conditions are suitable, with the aim of maximising the benefits to Shareholders. Where purchases are made at prices below the prevailing NAV per ordinary share this will enhance the NAV for the remaining Shareholders. It is therefore intended that purchases would only be made at prices below the NAV per ordinary share.

LETTER FROM THE CHAIR continued

Your Board considers that it will be most advantageous to Shareholders for the Company to be able to make such purchases as and when it considers the timing to be favourable and therefore does not propose to set a timetable for making any such purchases.

Since the AGM in September 2021 and up to 15 July 2022, the Company has bought back 5,088,582 ordinary shares.

Resolution 13 limits the authority granted to the Board in line with the Financial Conduct Authority's rules, so that the number of shares that could be purchased does not exceed a maximum of £5,145,880 representing approximately 14.99 per cent. of the Company's issued ordinary share capital as at 15 July 2022 (the latest practicable date prior to publication of this letter). The Resolution sets the maximum price that may be paid by the Company to 105 per cent. of the average middle-market quotation for an ordinary share on the 5 business days immediately preceding the date of the relevant purchase or the higher of the last independent trade and the highest independent bid. The minimum price to be paid will be 25p per ordinary share (being the nominal value per share).

The authority will last until the next AGM of the Company to be held in 2023 or when the whole of the 14.99 per cent. has been utilised, whichever is earlier.

Any ordinary shares bought back and placed in treasury for subsequent re-issue, will be issued from treasury in line with institutional guidelines.

Recommendation

The Board, as at the date of this document, considers the Resolutions will promote the success of the Company and are in the best interests of the Company and its Shareholders as a whole. The Directors unanimously recommend that you vote in favour of the Resolutions as they intend to do in respect of their own beneficial holdings which amount in aggregate to 28,281 ordinary shares representing approximately 0.21 per cent. of the existing issued ordinary share capital of the Company.

If you are unable to join the meeting physically or electronically, you are encouraged to return your votes by Proxy by 2.30 p.m. on Tuesday, 6 September 2022 to Equiniti Limited. Returning your Proxy votes will not preclude you from joining the meeting in person or electronically, should you subsequently be able to do so.

You can register your Proxy votes by:

- logging on to our Registrar's website, www.sharevote.co.uk. Alternatively, shareholders who have already registered with Equiniti's online portfolio service, Shareview, can vote by logging on to their portfolio at www.shareview.co.uk using their usual user ID and password, or by using the service offered by Euroclear UK & Ireland Limited for members of CREST.
- completing and returning a paper Proxy form (enclosed with this notice if you have elected for hard copy documents otherwise available from Equiniti on request).

Yours sincerely

Sarah Bates

Chair

19 July 2022

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting ("AGM") of Polar Capital Technology Trust PLC will be held at Haberdashers' Hall, 18 West Smithfield, London EC1A 9HQ and via the Lumi Global Electronic Platform on 8 September 2022 at 2.30 p.m. for the transaction of the following business:

RESOLUTIONS

To consider and if thought fit, pass resolutions 1 to 11 as ordinary resolutions (an ordinary resolution is one that requires a majority in excess of 50 per cent. of those present and voting to be passed):

1. To receive and consider the Annual Report and Financial Statements for the year ended 30 April 2022.
2. To receive and approve the Directors' Remuneration Implementation Report for the year ended 30 April 2022.
3. To elect Mrs Cripps as a Director of the Company.
4. To elect Mrs Pearce as a Director of the Company.
5. To re-elect Mr Cruttenden as a Director of the Company.
6. To re-elect Ms Ginman as a Director of the Company.
7. To re-elect Mr Park as a Director of the Company.
8. To re-elect Mr White as a Director of the Company.
9. To re-appoint KPMG LLP as auditor to the Company to hold office until the conclusion of the next Annual General Meeting of the Company.
10. To authorise the Directors to determine the remuneration of the auditor.
11. THAT the Directors be and they are hereby generally and unconditionally authorised pursuant to Section 551 of the Companies Act 2006 (the 'Act') and in substitution for all existing authorities to exercise all powers of the Company to allot shares in the Company up to a maximum aggregate nominal amount of £3,432,875 (being approximately 10 per cent., 13,731,500 shares, of the Company's issued ordinary share capital on 15 July 2022 or, if changed, the number representing 10 per cent. of the issued share capital of the Company at the date the resolution is passed) PROVIDED THAT this authority shall expire at the conclusion of the next AGM of the Company after the passing of this resolution save that the said authority shall allow and enable the Directors to make an offer or agreement before the expiry of that authority which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

To consider and, if thought fit, pass resolutions 12 to 13 as special resolutions (a special resolution is one that requires a majority of at least 75 per cent. of those present and voting to be passed):

12. THAT, subject to the passing of resolution 11, the Directors be and are hereby empowered pursuant to Section 570 and Section 573 of the Act to allot equity securities (within the meaning of Section 560 of the Act) wholly for cash pursuant to the authority conferred by Resolution 11 as if sub-section (1) of Section 561 of the Act did not apply to any such allotment PROVIDED THAT this power shall be limited:
 - (i) to the allotment of equity securities whether by way of a rights issue, open offer or otherwise to ordinary Shareholders and/or holders of any other securities in accordance with the rights of those securities where the equity securities respectively attributable to the interests of all ordinary Shareholders and/or such holders are proportionate (or as nearly as may be) to the respective numbers of ordinary shares and such equity securities held by them (or as otherwise allotted in accordance with the rights attaching to such equity securities) subject in either case to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or legal or practical problems arising under the laws of any overseas territory or the requirements of any regulatory body or stock exchange or any other matter whatsoever; and
 - (ii) to the allotment (otherwise than pursuant to sub-paragraph (i) above) of equity securities up to a maximum aggregate nominal value of £3,432,875 (being approximately 10 per cent. of the Company's issued ordinary share capital on 15 July 2022 or, if changed, the number representing 10 per cent. of the issued share capital of the Company at the date the resolution is passed) at a price per share not less than the fully diluted net asset value per ordinary share of the Company;

Notice of Annual General Meeting continued

and shall expire at the conclusion of the next Annual General Meeting of the Company after the passing of this resolution save that the Directors 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 securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

13. THAT the Company be and is hereby generally and unconditionally authorised pursuant to Section 701 of the Act to make market purchases (within the meaning of Section 693 of the Act) of ordinary shares of 25p each in the capital of the Company, on such terms and in such manner as the Directors may from time to time determine PROVIDED THAT:
- (i) the maximum number of ordinary shares hereby authorised to be purchased shall be 20,583,518 representing approximately 14.99 per cent. of the issued ordinary share capital as at 15 July 2022;
 - (ii) the minimum price which may be paid for an ordinary share is 25p;
 - (iii) the maximum price payable by the Company for each ordinary share is the higher of:
 - (a) 105 per cent. of the average of the middle market quotations of the ordinary shares for the five business days prior to the date of the market purchase; and
 - (b) the higher of the price of the last independent trade and the highest current independent bid for an ordinary share on the trading venues where the market purchases by the Company pursuant to the authority conferred by this Resolution 13 will be carried out.
 - (iv) the authority hereby conferred shall expire at the conclusion of the next Annual General Meeting of the Company after the passing of this resolution, unless previously renewed, varied or revoked by the Company in general meeting;
 - (v) the Company may make a contract to purchase ordinary shares under the authority hereby conferred prior to the expiry of such authority, which contract will or may be executed wholly or partly after the expiration of such authority, and may purchase as ordinary shares pursuant to any such contract; and
 - (vi) any ordinary shares so purchased shall be:
 - (a) cancelled immediately upon completion of the purchase; or
 - (b) held, sold, transferred or otherwise dealt with as treasury shares in accordance with the provisions of the Companies Act 2006.

BY ORDER OF THE BOARD

Mrs T A Lago, FCG

Polar Capital Secretarial Services Limited,
Company Secretary

19 July 2022

Registered office:
16 Palace Street
London
SW1E 5JD

Notes to the Notice of Meeting

An explanation of the resolutions is given in the Chair's letter and Notes to the Notice of Meeting are provided below:

1. Only those ordinary Shareholders registered in the register of members of the Company at 2.30 p.m. on 6 September 2022 (or, if the Meeting is adjourned, at 6.30 p.m. on the day which is two days prior to any adjourned Meeting) shall be entitled to attend and vote at the Annual General Meeting ('the Meeting') in respect of the number of shares registered in their name at that time. Changes to entries on the relevant register of securities after 6.30 p.m. on the 6 September 2022 will be disregarded in determining the rights of any person to attend or vote (and the number of votes they may cast) at the Meeting or any adjourned Meeting.
2. A form of proxy is enclosed. An ordinary shareholder entitled to attend and vote at the Meeting may appoint a proxy using the procedures set out in these notes and the notes to the form of proxy. To be valid the form of proxy must be completed and delivered (together with any authority under which it is executed or a copy of the authority certified notorially or in some other way approved by the Directors) to the office of the Registrar to the Companies not less than 48 hours before the time appointed for holding the Meeting. In the case of a corporation, the form of proxy must be executed under its common seal or under the hand of any officer or attorney duly authorised. The form of proxy should be returned in an envelope addressed to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA. The return of the form of proxy duly completed will not preclude a member from attending and voting on a poll in person at the Meeting.
3. A proxy need not be a member of the Company and is appointed to exercise all or any of the shareholders rights to attend, speak and vote at the Meeting. An ordinary Shareholder can appoint more than one Proxy in relation to the meeting provided that each Proxy is appointed to exercise the rights attaching to different shares held by the ordinary Shareholder.

If two or more valid Proxy forms are delivered or received in respect of the same share for use at the same Meeting, the one which was last sent shall be treated as replacing and revoking the others in their entirety. If the Company is unable to determine the one which was last sent, the one which is last received shall be so treated. If the Company is unable to determine either which is last sent or which is last received, none of them shall be treated as valid in respect of that share. Every ordinary Shareholder who is present in person at a general meeting of the Company, and every person (not being themselves a member entitled to vote) who is present as Proxy for a member entitled to vote, shall have one vote on a show of hands. On a poll, every ordinary Shareholder who is present in person or by Proxy shall have one vote for every share held by them.

4. A proxy does not need to be a member of the Company but must attend the Meeting in person or electronically to represent you. In case of the event of the meeting not proceeding in a hybrid capacity but as closed-door meeting, you are encouraged to appoint the Chair of the meeting as your proxy. Your proxy will vote as you instruct and must attend the meeting for your vote to be counted. Details of how to appoint a proxy using the proxy form are set out in the notes to the proxy form. Appointing a proxy does not preclude you from attending the Meeting and voting on a poll in person or electronically.
5. 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, your proxy will vote or abstain from voting at their discretion. Your proxy will vote (or abstain from voting) as they think fit in relation to any other matter which is put before the Meeting.
6. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share.
7. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
8. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so by utilising the procedures described in the CREST Manual which can be viewed at www.euroclear.co.uk. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting 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.

In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a 'CREST Proxy Instruction') must be properly authenticated in accordance with Euroclear UK & Ireland Limited's ('EUI') specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must, in order to be valid, be transmitted so as to be received by the Company's agent (ID RA19) not later than 48 hours before the time fixed for the meeting (excluding non-working days). 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 Applications Host) from which the Company'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 proxy through other means.

CREST members and, where applicable, their CREST sponsors or voting service provider(s) should note that Euroclear does not make available special procedures in CREST for any particular messages. 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(s), 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 service provider(s) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001 (as amended).

9. If you are an institutional investor you may be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to www.proxymity.io. Your proxy must be lodged by 2:30pm on 6 September 2022 in order to be considered valid. Before you can appoint a proxy via this process you will need to have agreed to Proxymity's associated terms and conditions. It is important that you read these carefully as you will be bound by them and they will govern the electronic appointment of your proxy.
10. The attendance at the Meeting of members and their proxies and representatives is understood by the Company to confirm their agreement to receive any communications made at the Meeting.
11. As at 15 July 2022 (being the latest business day prior to the publication of this Notice), the Company's issued ordinary share capital consists of 137,315,000 ordinary shares of 25p each of which 6,433,670 shares are held in treasury. Therefore the total voting rights in the Company are 130,881,330.
12. A copy of this notice has been sent for information only to persons who have been nominated by a member to enjoy information rights under section 146 of the Companies Act 2006 (a 'Nominated Person'). The rights to appoint a proxy cannot be exercised by a Nominated Person: they can only be exercised by the member. However, a Nominated Person may have a right under an agreement between him and the member by whom he was nominated to be appointed as a proxy for the Meeting or to have someone else so appointed. If a Nominated Person does not have such a right or does not wish to exercise it, he may have a right under such an agreement to give instructions to the member as to the exercise of voting rights.
13. Members satisfying the thresholds in section 527 of the Companies Act 2006 can require the Company to publish a statement on its website setting out any matter relating to: (a) the audit of the Company's Accounts (including the auditor's report and the conduct of the audit) that are to be laid before the Meeting; or (b) any circumstance connected with an auditor of the Company ceasing to hold office since the last Annual General Meeting, that the members propose to raise at the Meeting. The Company cannot require the members requesting the publication to pay its expenses. Any statement placed on the website must also be sent to the Company's auditors no later than the time it makes its statement available on the website. The business which may be dealt with at the meeting includes any statement that the Company has been required to publish on its website.
14. Pursuant to section 319A of the Companies Act 2006, the Company must cause to be answered at the AGM any question relating to the business being dealt with at the AGM which is put by a member attending the meeting, except in certain circumstances, including if it is undesirable in the interests of the Company or the good order of the meeting that the question be answered or if to do so would involve the disclosure of confidential information.
15. In accordance with section 311A of the Companies Act 2006, the contents of this notice of meeting, details of the total number of shares in respect of which members are entitled to exercise voting rights at the AGM and, if applicable, any members' statements, members' resolutions or members' matters of business received by the Company after the date of this notice will be available on the Company's website: www.polarcapitaltechnologytrust.co.uk.

Notes to the Notice of Meeting continued

16. A template Letter of Appointment of the Directors is available for inspection on the Company's website, www.polarcapitaltechnologytrust.co.uk or on request from the Company Secretary at cosec@polarcapital.co.uk.
17. You may not use any electronic address provided either in this Notice of Meeting or any related documents (including the Form of Proxy) to communicate with the Company for any purposes other than those expressly stated.
18. Please note that the Company takes all reasonable precautions to ensure no viruses are present in any electronic communication it sends out but the Company cannot accept responsibility for loss or damage arising from the opening or use of any email or attachments from the Company and recommend that the Shareholders subject all messages to virus checking procedures prior to use. Any electronic communication received by the Company, including the lodgement of an electronic proxy form, that is found to contain any virus will not be accepted.
19. Under section 338 of the Companies Act 2006, a member or members meeting the qualification criteria set out below, may, subject to conditions, require the Company to give to members notice of a resolution which may properly be moved and is intended to be moved at that meeting.

The conditions are that:

- (i) the resolutions must not, if passed, be ineffective (whether by reason of inconsistency with any enactment or the Company's constitution or otherwise);
 - (ii) the resolution must not be defamatory of any person, frivolous or vexatious;
 - (iii) the request:
 - (a) may be in hard copy form or in electronic form (see notes below);
 - (b) must identify the resolution of which notice is to be given by either setting out the resolution in full or, if supporting a resolution sent by another member, clearly identifying the resolution which is being supported;
 - (c) must be authenticated by the person or persons making it (see notes below); and
 - (d) must be received by the Company not later than 6 weeks before the AGM.
 - (iv) in the case of a request made in hard copy form, such request must be:
 - (a) authenticated by signing, giving full name and address and providing evidence of the number of shares held; and
 - (b) sent to the Company Secretary, Polar Capital Technology Trust Plc, 16 Palace Street, London SW1E 5JD.
 - (v) in the case of a request made in electronic form, such request must be:
 - (a) authenticated by signing, giving full name and address and providing evidence of the number of shares held; and
 - (b) sent to cosec@polarcapital.co.uk.
20. Under section 338A of the Companies Act 2006, a member or members meeting the qualification criteria set out below, may, subject to conditions, require the Company to include in the business to be dealt with at the AGM a matter (other than a proposed resolution) which may properly be included in the business.

The conditions are that:

- (i) the matter of business must not be defamatory of any person, frivolous or vexatious;
 - (ii) the request:
 - (a) may be in hard copy form or in electronic form (see notes below);
 - (b) must identify the matter of business by either setting it out in full or, if supporting a statement sent by another member, clearly identifying the matter of business which is being supported;
 - (c) must be accompanied by a statement setting out the grounds for the request;
 - (d) must be authenticated by the person or persons making it (see notes below); and
 - (e) must be received by the Company not later than 6 weeks before the AGM.
21. To be able to exercise the members' right to require:
- (i) circulation of a resolution to be proposed to the AGM; or
 - (ii) a matter of business to be dealt with at the AGM.

The relevant request must be made by:

- (a) a member or members having the right to vote at the AGM and holding at least 5 per cent. of the total voting rights of the Company; or
 - (b) at least 100 members having the right to vote at the AGM and holding, on average, at least £100 of paid up share capital. For information on voting rights, including the total number of voting rights in the Company see above note 11.
22. Where a member or members wish to request the Company to:
- (i) circulation of a resolution to be proposed to the AGM; or
 - (ii) a matter of business to be dealt with at the AGM.

Such request must be made in accordance with one of the following:

- (a) a hard copy request signed by you stating your full name and address and providing evidence of the number of shares held sent to the Company Secretary, Polar Capital Technology Trust Plc, 16 Palace Street, London SW1E 5JD.
- (b) a scanned copy of a request signed by you stating your full name and address and providing evidence of the number of shares held sent to cosec@polarcapital.co.uk, stating PCTT AGM in the subject field.
- (c) a request signed by you stating your full name and address and providing evidence of the number of shares held sent by fax to 020 7227 2799 or electronic mail to cosec@polarcapital.co.uk, marked for the attention of the Company Secretary, Polar Capital Technology Trust Plc and stating PCTT AGM in the subject field.

23. Under section 360BA of the Companies Act 2006, a member may, subject to conditions, request confirmation that their vote on a resolution at a general meeting where a poll has been taken has been validly recorded and counted.

The conditions at that:

- (a) the member makes a request for the information which is received by the Company no later than 30 days from the date of that general meeting; and
- (b) the member does not have any other reasonable means by which to determine that their vote has been validly recorded and counted by the Company.

Upon receipt of the request, the Company must provide the information to the member as soon as reasonably practicable and in any event by the end of the period of 15 days beginning with whichever is the later of the first working day after the day on which:

- (a) the result of the poll is declared for that resolution; or
- (b) the request for information under subsection (a) is received by the Company.

Registered Office:
16 Palace Street
London
SW1E 5JD

Tel: 020 7227 2700

Fax: 020 7227 2799

www.polarcapitaltechnologytrust.co.uk

Online Guide



Meeting Access

Shareholders can participate the meeting remotely, via: <https://web.lumiagm.com/160-996-701>. This can be accessed online using the latest version of Chrome, Firefox and Safari on your PC, laptop, tablet or smartphone. On accessing the meeting platform, you will be asked to enter your unique SRN and PIN (which is the first two and last two digits of your SRN).

Access to the Lumi platform will be available an hour prior to the start of the meeting. If you experience any difficulties please contact Equiniti by emailing hybrid.help@equiniti.com stating your full name, postcode and Shareholder reference number, if known.



Broadcast

Once logged in, and at the commencement of the meeting, you will be able to follow the proceedings on your device.

Voting

Once the Chair has formally opened voting, the list of resolutions will automatically appear on your screen. Select the option that corresponds with how you wish to vote.

Once you have selected your vote, the option will change colour and a confirmation message will appear to indicate your vote has been cast and received, there is no submit button.

To vote on all resolutions displayed select the “vote all” option at the top of the Screen.

To change your vote, reselect your choice. To cancel your vote, select the “cancel” button. You will be able to do this whilst the poll remains open and before the Chair announces its closure.



Q&A

Questions on the day can be submitted either as text via the Lumi messaging function or verbally via the Virtual Mic. Details of how to access the Virtual Mic will be provided on the day of the meeting, once you are logged into the Lumi platform.

To ask a questions via the Lumi Messaging function, select the messaging icon from within the navigation bar and type your question at the top of the screen. To submit your question, click on the arrow icon to the right of the text box.



Requirements

An active internet connection is always required in order to allow you to cast your vote when the poll opens, submit questions and view the Broadcast. It is the user's responsibility to ensure you remain connected for the duration of the meeting.

As well as having the latest internet browser installed, users must ensure their device is up to date with the latest software release.



Duly appointed proxies and corporate representatives

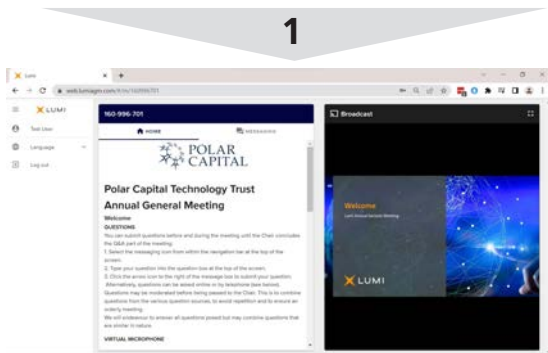
To receive your unique SRN and PIN please contact the Company's registrar Equiniti by emailing: hybrid.help@equiniti.com. To avoid any delays accessing the meeting, contact should be made at least 24 hours prior to the meeting date and time.



Mailboxes are monitored 9.00am to 5.00pm Monday to Friday (excluding public holidays in England & Wales).

USER GUIDE TO JOINING THE POLAR CAPITAL TECHNOLOGY TRUST 2022 ANNUAL GENERAL MEETING REMOTELY

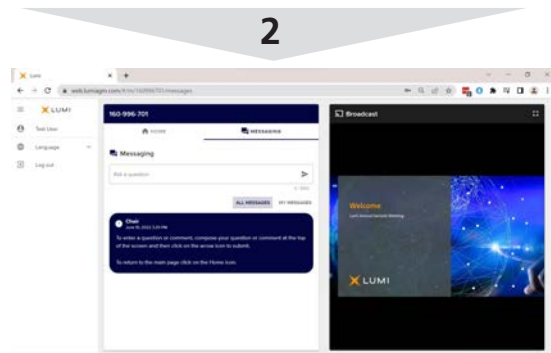
Meeting ID: 160-996-701
To login you must have your SRN and PIN



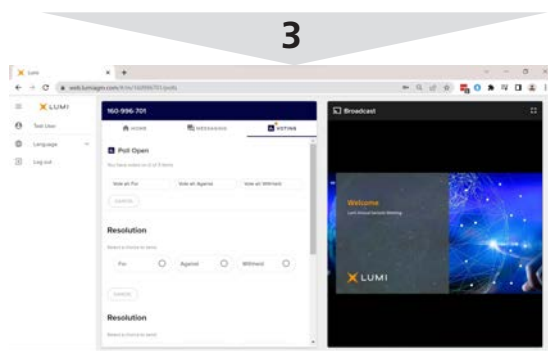
Open the Lumi AGM website, you may be prompted to enter the Meeting ID. If a shareholder attempts to login to the website before the meeting is live*, a pop-up dialogue box will appear.

<https://web.lumiagm.com/160-996-701>

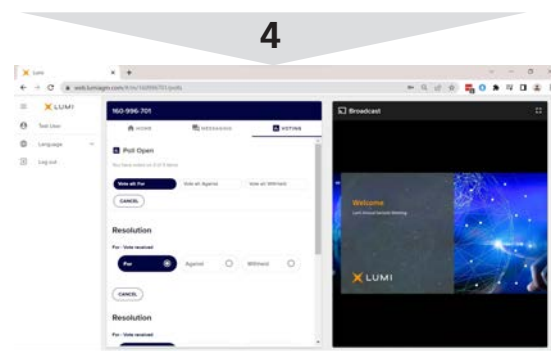
* 1.30 p.m. on 8 September 2022.



After entering the Meeting ID, you will be prompted to enter your unique SRN and PIN.



When successfully authenticated, you will be taken to the Home Screen.



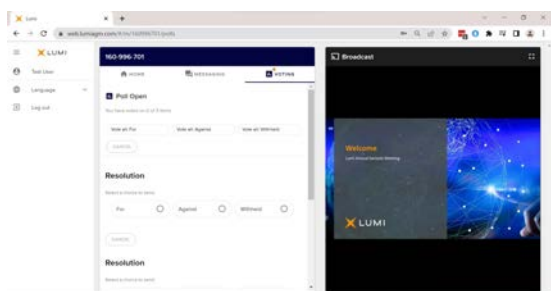
To view the meeting presentation, expand the "Broadcast Panel", located at the bottom of your device. If viewing through a browser, it will appear automatically.

This can be minimised by pressing the same button.



User Guide to Joining the Polar Capital Technology Trust 2022 Annual General Meeting Remotely continued

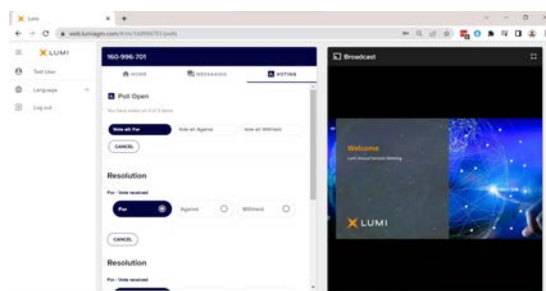
5



When the Chair declares the poll open, a list of all resolutions and voting choices will appear on your device.

Scroll through the list to view all resolutions.

6

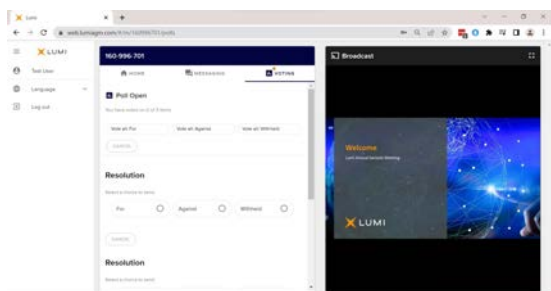


For each resolution, press the choice corresponding with the way in which you wish to vote.

When selected, a confirmation message will appear.

For - Vote received

7

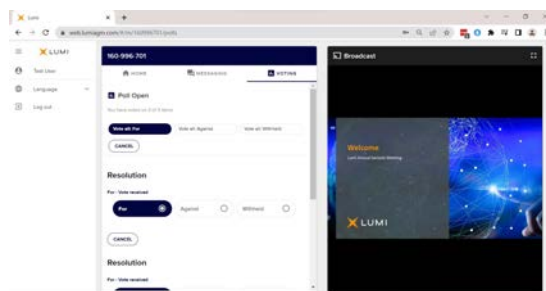


To change your mind, simply press the correct choice to override your previous selection. To cancel your vote, press Cancel.

To return to the voting screen whilst the poll is open, select the voting icon.



8



If you would like to ask a question, select the messaging icon.



Type your message within the chat box at the top of the messaging screen.

Click the send button to submit.

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