

JPMorgan Income & Capital Trust plc

Annual General Meeting 7th July 2016

COMBINED

**Statement of votes 48 Working hours before the time of the Meeting received at
Equiniti, Aspect House, Lancing, West Sussex, appointing the Chairman of the meeting**

<u>Resolution</u>	<u>Total For/Discretion</u>		<u>Against</u>		<u>Total</u>		<u>Votes Withheld</u>
	<u>Shares</u>	<u>%</u>	<u>Shares</u>	<u>%</u>	<u>Shares</u>	<u>%</u>	<u>Shares</u>
1 To receive the Directors' Report & Accounts and the Independent Auditors' Report for the year ended 29th February 2016	53,332,212	99.94%	34,296	0.06%	53,366,508	100.00%	20,032
2 To approve the Directors' Remuneration Policy	52,435,677	98.59%	749,557	1.41%	53,185,234	100.00%	201,306
3 To approve the Directors' Remuneration Report for the year ended 29th February 2016	52,462,079	98.58%	757,738	1.42%	53,219,817	100.00%	166,723
4 To reappoint Sir Laurence Magnus as a Director of the Company	53,038,328	99.43%	302,379	0.57%	53,340,707	100.00%	45,833
5 To reappoint Sian Hansen as a Director of the Company	53,132,100	99.60%	214,225	0.40%	53,346,325	100.00%	40,215
6 To reappoint PricewaterhouseCoopers LLP as auditors to the Company and to authorise the Directors to determine their remuneration	52,905,171	99.34%	353,600	0.66%	53,258,771	100.00%	127,769
7 To grant authority to allot new ordinary shares	52,982,091	99.62%	200,644	0.38%	53,182,735	100.00%	203,805
8 To grant authority to disapply pre-emption rights on allotment of shares	52,772,062	99.40%	319,195	0.60%	53,091,257	100.00%	295,283
9 To grant authority to repurchase the Company's shares	52,126,584	97.92%	1,104,727	2.08%	53,231,311	100.00%	155,229
No of shares in issue on 5th July 2016:							
Ordinary, ZDP & Units:	115,168,982						
Less Treasury:	0						
Voting Capital:	115,168,982						
							Total number of shares voted by proxy: 46.34%