

# THIRD POINT OFFSHORE INVESTORS LIMITED

(a closed-ended investment incorporated in Guernsey with registration number 47161)

LEI Number: 549300WXTCG65AQ7V644 Renewal Date- 05/10/2019

(The "Company")

3 JULY 2019

## RESULT OF ANNUAL GENERAL MEETING

At the Annual General Meeting of the Company held on 3 July 2019, all Ordinary Resolutions set out in the Annual General Meeting Notice sent to Shareholders dated 4 June 2019 were duly passed.

Details of the proxy voting results which should be read along side the Notice are noted below:

Ordinary Resolution	For	Discretion (voted in favour)	Against	Abstain
1	51,264,102	0	6,650	0
2	51,264,084	0	6,668	0
3	51,264,084	0	6,668	0
4	51,218,789	0	51,963	0
5	48,968,521	0	2,302,231	0
6	48,673,929	0	2,268,452	328,371
7	48,594,837	0	2,347,544	328,371
8	19,289,060	0	2,268,452	328,371
9	48,640,150	0	2,302,231	328,371
Special Resolution	For	Discretion (voted in favour)	Against	Abstain
10	51,264,102	0	6,650	0

**Note - A vote withheld is not a vote in law and has not been counted in the votes for and against a resolution.**

Pursuant to Article 4(c) of the Articles of Incorporation of the Company, the Class B Shareholder was unable to vote in respect of Resolution 8, this being a Listing Rule Reserved Matter.

At the same AGM noted above, the following Special Business was also passed as detailed below:

### **SPECIAL BUSINESS BY SPECIAL RESOLUTION:**

That conditional upon the Ordinary Shares of the Company remaining trading on the main market of the London Stock Exchange, the Company be authorised in accordance with Section 315 of the Companies Law to make market acquisitions (within the meaning of section 316 of the Companies Law) of each class of its Shares (either for retention as treasury shares for future reissue and resale or transfer, or cancellation) provided that:

- i. the maximum number of Shares hereby authorised to be purchased shall be 14.99% of each class of Shares in issue at the date of this document;

- ii. the minimum price (exclusive of expenses) which may be paid for a Share shall be 50 per cent of the Net Asset Value (as defined in the Articles);
- iii. Unless a tender offer is made to all holders of the relevant class of Shares, the maximum price (exclusive of expenses) which may be paid for a Share shall not be more than the higher of (a) 105 per cent of the average of the middle mark quotations for a Share taken from the London Stock Exchange's main market for listed securities for the five business days before the purchase is made and (b) the higher of the price of the last independent trade and the highest current independent bid at the time of the purchase; and (c) any purchase by the Company of 15 per cent or more of any class of its Shares shall be effected by way of a tender offer to all Shareholders of that class, or such other price as may be permitted by the Listing Rules of the UK Listing Authority;
- iv. the authority hereby conferred shall expire at the conclusion of the next Annual General Meeting of the Company, or, if earlier, on the expiry of eighteen months from the passing of this resolution, unless such authority is renewed, varied or revoked prior to such time; and
- v. the Company may make a contract to purchase Shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed wholly or partly after the expiration of such authority and may make a purchase of Shares pursuant to any such contract.

Enquiries:

Company Website: [www.thirdpointpublic.com](http://www.thirdpointpublic.com)

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