
ATTENDANCE CARD

SQN ASSET FINANCE INCOME FUND LIMITED – ANNUAL GENERAL MEETING

To be held at: BNP Paribas House, St. Julian's Avenue, St Peter Port, Guernsey GY1 1WA

If you wish to attend this meeting in your capacity as a holder of Ordinary or C Shares, please sign this card and on arrival hand it to the Company's registrars. This will facilitate entry to the meeting.

Signature of
person attending

FORM OF PROXY

SQN ASSET FINANCE INCOME FUND LIMITED – ANNUAL GENERAL MEETING

I/We being a member of the Company hereby appoint the Chairman of the meeting or (see note 1 over)

Name of proxy

Number of shares proxy appointed over

as my/our proxy to vote on my/our behalf at the Annual General Meeting of the Company to be held at 2.00pm GMT on Thursday 21 November 2019 and at any adjournment thereof. I have indicated with an 'x' how I/we wish my/our votes to be cast on the following resolutions:

If you wish to appoint multiple proxies please see note 1 over.

Please also tick here if you are
appointing more than one proxy.

RESOLUTIONS

Ordinary Resolutions	Please mark 'x' to indicate how you wish to vote		
	For	Against	Withheld
1 To receive and consider the Annual Report and Financial Statements, including the respective Directors' Report and Auditor's Report, for the period ended 30 June 2019.			
2 To re-elect Mr John Falla as a Director of the Company.			
3 To re-elect Mr Peter Niven as a Director of the Company.			
4 To re-elect Mr Christopher Spencer as a Director of the Company.			
5 To re-elect Mr Paul Meader as a Director of the Company.			
6 To approve the dividend policy of the Company.			
7 To approve the appointment of Deloitte LLP as auditors of the Company until the conclusion of the next general meeting of the Company at which accounts are laid before the members and to authorise the Directors to determine the remuneration of the auditors.			
8 THAT the Investment Policy as set out in the Appendix to the circular and produced at the meeting, be and is hereby approved in substitution for the Company's existing Investment Policy with effect from 1 January 2020.			
9 THAT Article 25.2 of the Company's articles of incorporation be deleted in its entirety and replaced with the following: 25.2 The instrument appointing a proxy shall be in writing (including in electronic form or published on a website) or such form as may be approved by the directors from time to time.			

Signature

Date

Notes

1. Every holder has the right to appoint one or more person(s) of their choice, who need not be a shareholder as his/her proxy to exercise all or any of his/her rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see over). If the proxy is being appointed in relation to less than your full voting entitlement, please enter the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
 2. To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given all forms must be signed and should be returned together in the same envelope.
 3. The 'Vote Withheld' option is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
 4. Shares held in uncertificated form (i.e. in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual.
 5. The completion and return of this form will not preclude a member from attending the meeting and voting in person. If you attend the meeting in person, your proxy appointment will automatically be terminated.
 6. The Form of Proxy overleaf must arrive at LINK Asset Services, PXS, 34 Beckenham Road, Beckenham, BR3 4TU during usual business hours accompanied by any Power of Attorney under which it is executed (if applicable) by no later than 2.00pm GMT on Tuesday 19 November 2019.
 7. For UK based members - If you prefer, you may return the Form of Proxy to the Registrar in an envelope addressed to FREEPOST PXS, 34 Beckenham Road, BR3 9ZA. Please note that delivery using this service can take up to 5 business days.
-