

SCRUTINEERS' SUMMARY REPORT
Covington Fund II
ANNUAL MEETING OF SHAREHOLDERS
HELD ON January 14, 2021

| | |
|--|---------------|
| Covington Fund II | |
| Number of Class A shareholders and proxy holders present in person: | 6 |
| Number of Class B shareholders and proxy holders present in person: | $\frac{1}{7}$ |
| TOTAL | |
| Shares represented by Class A shareholders and proxyholders present in person: | 749.053 |
| Shares represented by Class B shareholders and proxyholders present in person: | <u>1.000</u> |
| TOTAL | 750.053 |
| Number of Class A shareholders represented by management proxies: | 1229 |
| Number of Class B shareholders represented by management proxies: | 0 |
| TOTAL | 1229 |
| Class A shares represented by management proxies: | 320,669.730 |
| Class B shares represented by management proxies: | <u>0.000</u> |
| TOTAL | 320,669.730 |
| Total Shares represented at the meeting: | 320,669.730 |
| Total Percentage represented at the meeting: | 2.21% |



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MOTION 1: In respect of the election of directors of the fund named in the circular.

| | SHARES |
|------------------------------------|-------------|
| FOR.....CLASS A | 294,083.044 |
| FOR.....CLASS 'B' | 1.000 |
| TOTAL..... | 294,084.044 |
| | |
| WITHHOLD FROM VOTING.....CLASS 'A' | 24,208.790 |
| WITHHOLD FROM VOTING.....CLASS 'B' | 0.000 |
| TOTAL..... | 24,208.790 |



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MOTION 2: In respect of the appointment of auditors Ernst & Young LLP, as auditors of the fund, and authorizing the directors to fix their remuneration.

| | SHARES |
|-------------------------------------|-------------|
| FOR..... CLASS 'A' | 306,751.190 |
| FOR.....CLASS 'B' | 1.000 |
| TOTAL..... | 306,752.190 |
| | |
| WITHHOLD FROM VOTING..... CLASS 'A' | 13,377.691 |
| WITHHOLD FROM VOTING.....CLASS 'B' | 0.000 |
| TOTAL..... | 13,377.691 |



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MOTION 3: In order to complete the distribution of net proceeds of the fund, the board is seeking a special resolution of the shareholders of the fund to amend the fund articles to allow for a redemption by the fund of the Class A shares following the completion of the ongoing liquidation of the venture assets.

| | SHARES |
|-----------------------|-------------|
| FOR.....CLASS 'A' | 311,482.642 |
| FOR.....CLASS 'B' | 1.000 |
| TOTAL..... | 311,483.709 |
| | |
| AGAINST.....CLASS 'A' | 9,187.088 |
| AGAINST.....CLASS 'B' | 0.000 |
| TOTAL..... | 9,187.088 |



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