

**CQS New City High Yield Fund Ltd**  
**Annual General Meeting held on 11 December 2015 at 11.00am**

<b>Resolution</b>	<b>For Number</b>	<b>%</b>	<b>Against Number</b>	<b>%</b>	<b>Withheld number</b>
1. To receive the Report and Accounts for the year ended 30 June 2015.	111,583,163	94.4	6,608,863	5.6	180,715
2. To approve the Directors' Remuneration Policy.	117,717,739	99.7	334,650	0.3	320,352
3. To approve the Directors' Remuneration Report.	103,109,824	92.5	8,405,330	7.5	6,857,587
4. To re-elect Mr G D P Breeze as a Director.	116,163,913	99.9	99,527	0.1	2,109,301
5. To re-elect Mr A J R Collins as a Director.	109,982,784	93.1	8,200,661	6.9	189,296
6. To re-elect Mr A F de L Carey as a Director.	118,123,322	99.9	65,073	0.1	184,346
7. To re-elect Mr D A H Baxter as a Director.	118,138,039	99.9	50,356	0.1	184,346
8. To re-elect Mr J G West as a Director.	110,023,575	93.1	8,164,820	6.9	184,346
9. To re-appoint KPMG LLP as Auditors and to authorise the Directors to determine their remuneration.	111,490,492	94.3	6,698,068	5.7	184,181
10. That the aggregate fees payable to the Board of Directors be increased to a total of £250,000 per annum.	102,863,690	92.3	8,608,669	7.7	6,900,382
11. That the Company continue as an investment company.	118,337,796	100.0	0	0.0	34,945
12. To authorise the Directors to issue equity securities.	118,002,656	99.0	1,145,520	1.0	284,565
13. To renew the Directors' authority to make market purchases of ordinary shares.	118,099,888	99.9	84,643	0.1	188,210