

**JZ CAPITAL PARTNERS LIMITED** (the "**Company**")

(a closed-end collective investment scheme incorporated as a non-cellular company with limited liability under the laws of Guernsey with registered number 48761)

**Notice of Extraordinary General Meeting and  
Proposed Amendments to the Company's Articles of Incorporation**

24 May 2016

**Notice of Extraordinary General Meeting**

Notice is hereby given that the Extraordinary General Meeting ("**EGM**") of the Company will be held at the offices of Northern Trust International Fund Administration Services (Guernsey) Limited, Trafalgar Court, Les Banques, St Peter Port, Guernsey GY1 3QL, on 17 June 2016 at 1:25 BST (or as soon thereafter as the Annual General Meeting of the Company convened for the same day has been concluded or adjourned).

The purpose of the EGM is to consider and, if thought fit, approve certain proposed amendments to the Company's Articles of Incorporation.

The Board is proposing to adopt new Articles of Incorporation (the "**New Articles**") in order to update the Company's existing Articles of Incorporation (the "**Existing Articles**"). The New Articles primarily take account of changes to remove any reference in the Existing Articles to the Company's 2016 Zero Dividend Preference Shares (the "**2016 ZDP Shares**") (which the Company is proposing to redeem on the redemption date of the 2016 ZDP Shares, being 22 June 2016), changes to law and practice in Guernsey since the Existing Articles were last updated substantively in this regard and other changes of a more minor, technical or clarifying nature. Details of the proposed amendments are included in the Notice convening the EGM.

The Notice convening the EGM is being distributed to members of the Company and will shortly be uploaded to the Company's website at [www.jzcp.com](http://www.jzcp.com). Copies of the Notice convening the EGM the Company is posting to shareholders are available for viewing, during normal business hours, at the registered office of the Company at Trafalgar Court, Les Banques, St Peter Port, Guernsey GY1 3QL and will shortly be available for viewing at [www.morningstar.co.uk/uk/nsm](http://www.morningstar.co.uk/uk/nsm).

**For further information:**

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**About JZCP**

JZCP is a London listed fund which invests in high quality US and European microcap companies and US real estate. Its objective is to achieve a superior overall return comprised of a current yield and

significant capital appreciation. JZCP receives investment advice from Jordan/Zalaznick Advisers, Inc. ("JZAI") which is led by David Zalaznick and Jay Jordan. They have worked together for 30 years and are supported by teams of investment professionals in New York, Chicago, London and Madrid. JZAI's experts work with the existing management of microcap companies to help build better businesses, create value and deliver strong returns for investors. JZCP also invests in mezzanine loans, first and second lien investments and other publicly traded securities.

For more information please visit [www.jzcp.com](http://www.jzcp.com).