

PROXY INSTRUCTIONS FOR WESTERN ASSET CORPORATE LOAN FUND INC. (TLI)

Record date: March 9, 2020

Meeting Date: June 5, 2020

MANAGEMENT’S DEF 14A:

<https://www.sec.gov/Archives/edgar/data/830487/000119312520109097/d899929ddef14a.htm>

BULLDOG INVESTORS’ DEFC 14A:

<https://www.sec.gov/Archives/edgar/data/1504304/000150430420000032/defc14a.txt>

Note: This is expected to be a contested meeting. Bulldog Investors, LLC, the investment advisor for Special Opportunities Fund, Inc., intends to vote all other proxies for which it has discretionary voting authority against Proposal 1, to not vote on Proposal 2, and to authorize the Bulldog’s proxyholders to decline to attend the meeting.

My (our) proxy voting instructions are as follows:

(INSTRUCTIONS: Mark voting instructions by placing an “x” in the appropriate [].)

1. TO APPROVE A NEW INVESTMENT ADVISORY AGREEMENT WITH LEGG MASON PARTNERS FUND ADVISOR, LLC.

FOR []

AGAINST []

ABSTAIN []

2. TO APPROVE A NEW SUBADVISORY AGREEMENT WITH WESTERN ASSET MANAGEMENT COMPANY, LLC.

FOR []

AGAINST []

ABSTAIN []

NO VOTE []

3. TO AUTHORIZE THE PROXYHOLDERS TO DECLINE TO ATTEND THE MEETING IF THEY BELIEVE THAT PROPOSAL NO. 1 IS LESS LIKELY TO BE APPROVED IF YOUR SHARES ARE NOT REPRESENTED AT THE MEETING (BY MAKING IT MORE DIFFICULT FOR MORE THAN 50% OF THE OUTSTANDING SHARES TO BE PRESENT IN PERSON OR BY PROXY) THAN IF THEY ARE REPRESENTED AT THE MEETING.

AUTHORIZE []

DO NOT AUTHORIZE []

I certify that as of the above record date, I beneficially owned (or had voting authority for) _____ common and _____ convertible preferred shares of Special Opportunities Fund, Inc.

Name(s)/Signature(s)

Date

Phone Number

email

*Please complete, sign, and date this form and submit it no later than May 29, 2020 by email to proxyinstructions@bulldoginvestors.com or by fax to (201) 556-0097.