

PROXY INSTRUCTIONS FOR MVC CAPITAL (MVC)

Record date: May 26, 2020

Meeting Date: July 15 2020

MANAGEMENT’S DEF 14A:

https://www.sec.gov/Archives/edgar/data/1099941/000114036120013519/nc10012520x1_def14a.htm

Note: Bulldog Investors, LLC, the investment advisor for Special Opportunities Fund, Inc., intends to vote all other proxies for which it has discretionary voting authority for management’s slate of directors and for Proposal 2.

My (our) proxy voting instructions are as follows:

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

- 1. To Elect Management’s Nine Nominees as Directors

FOR []

WITHHOLD []

- 2. To ratify the selection of Grant Thornton LLP as the Fund’s independent registered public accounting firm.

FOR []

AGAINST []

ABSTAIN []

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 July 10, 2020 by email to proxyinstructions@bulldoginvestors.com or by fax to (201) 556-0097.