

NOTICE IS HEREBY GIVEN THAT the Forty-Ninth ("49") Annual General Meeting ("AGM") of Industronics Berhad ("IB" or "the Company") will be held and conducted fully virtual through live streaming and online Meeting platform of Propoll Solutions Sdn Bhd via its website at https://www.propollsolutions.com.my (Domain Registration No. D1A403203) on Thursday, 26 December 2024 at 2:30 p.m. or at any adjournment thereof, for the purpose of transacting the following businesses:-

#### AGENDA

- o receive the Audited Financial Statements for the financial year ended 0 June 2024 together with the Reports of the Directors and the Auditors thereon.
- Please refer to Explanatory Note 2
- **Ordinary Resolution 1**
- To approve the Directors' fees of RM 258,000 payable for the year from 1 July 2024 until the conclusion of the next annual general meeting of the
- mpany.
- Ordinary Resolution 2
- To re-elect Datuk Chu Boon Tiong, the Director who retires by rotation in accordance with Clause 131 of the Constitution of the Company, and in accordance with Clause 131 of the Constituti being eligible, has offered himself for re-election.
- To re-elect Mr. Chui Ee Mien, the Director who retires by rotation in accordance with Clause 131 of the Constitution of the Company, and being eligible, has offered himself for re-election.
- Ordinary Resolution 3
- **Ordinary Resolution 4**
- To re-elect Dato' Leong Sir Ley, the Director who retires by rotation in accordance with Clause 130 of the Constitution of the Company, and being eligible, has offered herself for re-election.
- Ordinary Resolution 5
- To re-elect Ms. Chak Wan Chuen, the Director who retires by rotation in accordance with Clause 130 of the Constitution of the Company, and being eligible, has offered herself for re-election.
- To re-appoint Messrs Chengco PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. ing year and to auth

- As Special Business
  To consider and if thought fit, to pass the following resolution with or without any modifications:-
- Ordinary Resolution 6
- Authority to Directors pursuant to Sections 75 and 76 of the Companies Ordina Act 2016
- ary Resolution 7 (Pleaso P lease Refer to atory Note 3) Expl

Act 2016
"THAT subject always to the Companies Act 2016 ("Act"), Company's Constitution, Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant authorities, the Directors be and are hereby authorised pursuant to Sections 75 and 76 of the Companies Act 2016, to issue and allot shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% of the total number of the issued shares of the Company for the time being. AND THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad.

AND THAT such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company, or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is earlier, unless revoked or varied by an ordinary resolution of the Company at a general meeting.

- To transact any other business of which due notice shall have been given. By Order of the Board
- WONG YOUN KIM (MAICSA 7018778) (SSM PC No. 201908000410)

Company Secretary

Selangor 30 October 2024

#### Notes

.. Only members registered in the Record of Depositors as at 16 December 2024 shall be eligible to attend, speak and vote at this meeting or appoint proxy to attend and vote for his/her behalf.

- speak and vote in ins meeting or appoint proxy to attend a that vote for his/her belong. If a member entitled to attend and vote at the Meeting is entitled to appoint up to two (2) proxies to attend and vote on his/her behalf. A proxy may but need not be a qualifications of the proxy. all be no restriction as to th iber of th
- 4
- 5
- quantifications of the Proxy.

  Where a member appoints two (2) proxies, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.

  Where a member is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 that holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account") there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it hold. 6
- If the appointer is a corporation, the proxy form should be executed under its common seal or under th hand of an officer or attorney duly authorised. The corporation may by its resolution of its Board or certificate of authorisation by the corporation to appoint a person or persons to act as its representativ or representatives to attend and vote on their behalf.
- or representatives to attend and vote on inter benay. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of our Poll Administrator, Propoll Solutions Sdn Bhd, at S-4-04, The Gamuda Biz Suites, Jalan Anggerik Vanilla 31/99, Kota Kemuning, 40460 Shah Alam, Selangor Darul Elssan, Malaysia not lesan forty-eight (48) hours before the time appointed for holding the Meeting or adjourned Meeting. Alternatively, the duly completed and executed Proxy Form can also be submitted electronically to propollsolution@omail.com.
- gmail.com. Explanatory Not 1
- Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in this Notice will be put to vote by poll. Item 1 of the Agenda

This item is meant for discussion only as the provision of Sections 248(2) and 340(1)(a) of the Companies Act 2016 does not require shareholders' approval for the Audited Financial Statements. Henceforth, this item is not put forward for voting by shareholders of the Company. Ordinary Resolution 7

Ordinary Resolution 7 is proposed to seek a renewal of general mandate for authority to issue shares pursuant to Sections 75 and 76 of the Act. If the resolution was passed, it will give the Directors of the Company from the date of the above meeting, authority to issue and allot shares for such purposes as the Directors consider would be in the interest of the Company. The authority will, unless revoked or varied by the Company in general meeting, expire at the next AGM.

The Company did not issue any shares pursuant to Sections 75 and 76 of the Companies Act, 20 under the general authority which was approved at the 48th Annual General Meeting held on December 2023 and which will lapse at the conclusion of the 49th Annual General Meeting to be hon 26 December 2024.

The general mandate sought will enable the Directors of the Company to issue and allot shares, including but not limited for further placing of shares for purpose of funding investment(s), working capital and/or acquisitions, at any time to such persons in their absolute discretion without convening a general meeting as it would be both costs and time consuming to organise a general meeting.

# PERSONAL DATA POLICY

By submitting an instrument appointing a proxy(ies) and / or representative(s) to attend, speak and vote at the Company's AGM and/or any adjournment thereof, a member of the Company:-(i)

- consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes").
- warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and
- (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.



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### **ADMINISTRATIVE GUIDE**

VIRTUAL FORTY-NINETH ANNUAL GENERAL MEETING ("49<sup>TH</sup> AGM") OF INDUSTRONICS BERHAD ("THE COMPANY")

Day / Date : Thursday, 26 December 2024

Time : **2.30 p.m.** 

Meeting platform : https://www.propollsolutions.com.my (Domain registration number

D1A403203)

### **VIRTUAL MEETING**

The 49<sup>th</sup> AGM of Industronics Berhad ("**Industronics**") will be conducted as a fully virtual meeting through live streaming and online remote voting using the Remote Participation and Voting ("**RPV**") Facility. This is in line with the Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 16 July 2021 and as revised or amended from time to time.

Please note that it is your responsibility to ensure the stability of your internet connectivity throughout the 49<sup>th</sup> AGM as the quality of the live webcast and online remote voting are dependent on your internet bandwidth and stability of your internet connection.

NO SHAREHOLDERS/PROXIES/CORPORATE REPRESENTATIVES/ATTORNEYS from the public shall be physically present nor admitted at the Broadcast Venue on the day of the 49<sup>th</sup> AGM.

### **RPV FACILITY**

Shareholders are to participate, speak (in the form of real-time submission of typed texts) and vote remotely (collectively, "**participate**") at the 49<sup>th</sup> AGM using the RPV Facility provided by Propoll Solutions Sdn Bhd, the poll facilitator of the 49<sup>th</sup> AGM, via its website at <a href="https://www.propollsolutions.com.my">https://www.propollsolutions.com.my</a> ("Propoll Portal") (Domain registration number D1A403203).

Shareholders may use the Q&A platform in Zoom Cloud Meetings App to submit questions in real time during the 49<sup>th</sup> AGM. Shareholders may also submit questions to the Board of Directors ("**Board**") prior to the 49<sup>th</sup> AGM by emailing to **spgsecretary@outlook.my** no later than 2.30 p.m. on 24 December 2024 or via the Q&A platform in the Propoll Portal from 2.00 p.m. on 17 December 2024 up to 2.30 p.m. on 24 December 2024. If there is time constraint in answering the questions during the 49<sup>th</sup> AGM, the answers will be emailed to respective shareholder who raised the questions.



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If you wish to submit your questions through the Q&A platform via the Propoll Portal, you must first register as a user at the Propoll Portal. Thereafter, you may select "My Virtual Meeting" under the Main Menu and click on the Q&A platform to post your question(s).

# PROCEDURES FOR RPV FACILITY

Shareholders/proxies/corporate representatives/attorneys who wish to participate in the 49<sup>th</sup> AGM remotely using the RPV Facility, are to follow the requirements and procedures as summarised below:

	Procedures	Action					
	Before the day of the 49th AGM						
(i)	Register as a User	<ul> <li>Access the Propoll Portal at https://www.propollsolutions.com.my.</li> <li>Click &lt;<login register="">&gt; followed by &lt;<register new="" user="">&gt; to register as a new user.</register></login></li> <li>Complete the registration by filling up the information required and upload a clear copy of your MyKAD (both front and back page) or Passport.</li> <li>Read and agree to the terms &amp; conditions and thereafter, submit your registration.</li> <li>Please enter a valid email address in order for you to receive the verification email from the Propoll Portal.</li> <li>Your registration will be verified and approved by the Propoll Portal. Once approved, an email notification will be sent to you.</li> <li>If you are already a user with the Propoll Portal, you are not required to register again.</li> </ul>					
(ii)	Submit your Question	<ul> <li>You may pre-submit your questions:</li> <li>(i) using the Propoll Portal from 2.00 p.m. on 17 December 2024 up to 2.30 p.m. on 24 December 2024; or</li> <li>(ii) to the Board prior to the 49<sup>th</sup> AGM by emailing to spgsecretary@outlook.my no later than 2.30 p.m. on 24 December 2024.</li> </ul>					

Please provide your full name as per



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MyKad, Mobile Contact Number and CDS Account Number in your email.

# On the day of the 49th AGM

- (iii) Login to Propoll Portal at https://www.propollsolutions.com.my
- (iv) Participate through Live Streaming
- Login with your user ID and password for remote participation at the 49<sup>th</sup> AGM at any time from 2.00 p.m. i.e. 30 minutes before the commencement of the 49<sup>th</sup> AGM.
- If you have forgotten your password, you can reset it by clicking on "Forgot Password".
- Select <<My Virtual Meeting>> under Main Menu.
- Click <<Join Meeting>> located next to the event
- Please click on the video link and key in the password provided to you in the email notification from the Propoll Portal in order to join the live streaming of the 49<sup>th</sup> AGM.
- If you have any question(s) during the 49<sup>th</sup> AGM, you may use the Q&A platform in Zoom Cloud Meetings App to submit your question(s). The Chairman of the 49<sup>th</sup> AGM ("Chairman") / Board / Management will try to respond to all relevant questions submitted during the 49<sup>th</sup> AGM. If there is time constraint in answering the questions during the 49<sup>th</sup> AGM, the responses will be emailed to respective shareholders after the 49<sup>th</sup> AGM.
- If you are using a smartphone to participate in the 49<sup>th</sup> AGM, please download Zoom Cloud Meetings App from the Google Play Store or App Store before the 49<sup>th</sup> AGM.
- Please take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.



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(v) Online Remote Voting

- Please select the <<Voting>> option located next to <<Join Meeting>> to indicate your votes for the resolutions that are tabled for voting.
- Voting session will commence once the Chairman declares that the voting platform is activated. The voting session will end upon declaration by the Chairman.
- Please cast your vote on all resolutions as appeared on the screen and submit your votes.
   Once submitted, your votes will be final and cannot be changed.
- The RPV Facility will end and the Q&A platform will be disabled the moment the Chairman announces the closure of the 49<sup>th</sup> AGM.

(vi) End of the RPV Facility

### Notes to users of the RPV Facility:

- (a) Should your registration to join the 49<sup>th</sup> AGM be approved, we will make available to you the rights to join the live streamed 49<sup>th</sup> AGM and to vote remotely using the RPV Facility. Your login to the Propoll Portal on the day of the 49<sup>th</sup> AGM will indicate your presence at the 49<sup>th</sup> AGM.
- (b) If you encounter any issue with your online registration at the Propoll Portal, please call +6010-526 5490 or e-mail to propollsolution@gmail.com for assistance.

### **PROXY**

- 1. The 49<sup>th</sup> AGM will be conducted on a fully virtual basis. If you are unable to participate the 49<sup>th</sup> AGM, you may appoint the Chairman as proxy and indicate the voting instructions in the Proxy Form.
- 2. If you wish to appoint proxy(ies) to participate in the 49<sup>th</sup> AGM using the RPV Facility, please submit your Proxy Form, either by hand or by post to the following address, not less than 48 hours (by 2.30 p.m. 24 December 2024) before the time appointed for holding the 49<sup>th</sup> AGM or any adjournment thereof, otherwise the Proxy Form shall be treated as invalid:-

Propoll Solutions Sdn Bhd S-4-04, The Gamuda Biz Suites, Jalan Anggerik Vanilla 31/99, Kota Kemuning, 40460 Shah Alam, Selangor Darul Ehsan.

3. Corporate representatives of corporate shareholders must deposit their original certificate of appointment of corporate representative to **Propoll Solutions Sdn. Bhd.** or alternatively to submit electronically via email to **propollsolution@gmail.com** not less than 48 hours before



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the time appointed for holding the 49<sup>th</sup> AGM or any adjournment thereof, in order to participate in the 49<sup>th</sup> AGM via the RPV Facility.

- 4. Attorneys appointed by power of attorney are to deposit their power of attorney to **Propoll Solutions Sdn. Bhd.** or alternatively to submit electronically via email to **propollsolution@gmail.com** not less than 48 hours before the time appointed for holding the 49<sup>th</sup> AGM or any adjournment thereof, in order to participate in the 49<sup>th</sup> AGM via the RPV Facility.
- 5. Shareholders who has appointed a proxy or attorney or authorised representative to participate at the 49<sup>th</sup> AGM via the RPV Facility must ensure that his/her proxy or attorney or authorised representative register himself/herself at the Propoll Portal prior to the 49<sup>th</sup> AGM.

#### **POLL VOTING**

- 1. The voting at the 49<sup>th</sup> AGM will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. **Industronics** has appointed Propoll Solutions Sdn Bhd as Poll Administrator to conduct the poll by way of online remote voting using the RPV Facility and Symphony Corporate Services Sdn Bhd as Scrutineers to verify the poll results.
- 2. The online remote voting session will commence once the Chairman declares that the voting platform is activated. The voting session will end upon declaration by the Chairman. Please refer to item (v) for the online remote voting procedures using the RPV Facility.
- 3. Upon completion of the voting session, the Scrutineers will verify the poll results followed by the declaration of results by the Chairman.

### REVOCATION OF PROXY

If you have submitted your Proxy Form and subsequently decide to appoint another person or wish to participate in the 49<sup>th</sup> AGM by yourself, please write in to Propoll Solutions Sdn. Bhd. or alternatively to submit electronically via email to **propollsolution@gmail.com** to revoke the earlier appointed proxy 48 hours before the time appointed for holding the 49<sup>th</sup> AGM.

#### RECORDING

Unauthorised recording of the proceedings of the 49<sup>th</sup> AGM is strictly prohibited.

# RECORD OF DEPOSITORS ("ROD") FOR THE 49th AGM

Only shareholders whose names appear on the ROD as at **16 December 2024** shall be entitled to participate or appoint proxy(ies) to participate at the 49<sup>th</sup> AGM via the RPV Facility.



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# **NO DOOR GIFT**

There will be **NO** door gift to be provided for participating at the 49<sup>th</sup> AGM.

# **ENQUIRIES**

If you have any enquiry relating to the 49<sup>th</sup> AGM, please contact any of the following persons during office hours from 9:00 am to 5:00 pm on Mondays to Fridays:

(a) Mr Eric Tan (Tel: +6010-526 5490 or

E-mail: propollsolution@gmail.com)

# PERSONAL DATA PRIVACY

By lodging and subscribe for a user account with Propoll Portal for appointing a proxy(ies) and/or representative(s) to participate and vote remotely at the 49<sup>th</sup> AGM using the RPV Facility, the shareholder/proxy holder/representative(s) accepts and agrees to the personal data privacy terms.

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Number of Shares	
CDS Account No.	

		Nu		Number of Shares			
	FORM OF PROXY  CDS		CDS Account No.				
I/We,							
of	(FULL NAME)					Mamhara	
ofbeing a Member/Me							
of Industronics Berhad (the "Company") hereby appoint  (FULL NAME)							
				(FULL NAME)			
NRIC/Pa	ssport No.	Tel No.	En	nail address			
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of		(FULL ADDRESS)			or rai	ling wnom,	
		NRIC/Passpo		Tel No.			
		FULL NAME)					
Email ad	dress	of	(FIII. A	DDRESS)			
Propoll S 2024 at 2	olutions Sdn Bhd ::30 p.m. or at any	("AGM") of the Company will be held and condulvia its website at https://www.propollsolutions.com/y adjournment thereof, for the purpose of transaction to vote as indicated below:	m.my (Domain Registrati	ion No. D1A403203) on '			
NO.		RESOLUTIONS			FOR	AGAINST	
1.	To approve the Directors' fees of RM258,000 payable for the period from 1 July 2024 until the conclusion						
	of the next annual general meeting of the Company.						
2.	To re-elect Datuk Chu Boon Tiong who is retiring as a Director of the Company in accordance with Clause						
	131 of the Company's Constitution.						
3.	To re-elect Mr. Chui Ee Mien who is retiring as a Director of the Company in accordance with Clause 131						
4.	of the Company's Constitution.  4. To re-elect Dato' Leong Sir Ley who is retiring as a Director of the Company in accordance with Clause 130 of the Company's Constitution.						
5.	To re-elect Ms. Chak Wan Chuen who is retiring as a Director of the Company in accordance with Clause						
	130 of the Company's Constitution.						
6.	To re-appoint Messrs Chengco PLT as Auditors of the Company for the ensuing year and to authorise the						
	1	x their remuneration.		75 176 64			
	Companies Ac	the Directors to issue and allot shares in the Comp	pany pursuant to Section	s /5 and /6 of the			
[Please inc			casted. If no specific dir	ection as to voting is give	n the pro	xv will vote or	
[Please indicate with (X) in the spaces provided how you wish your vote to be casted. If no specific direction as to voting is given, the proxy will vote or abstain at his(her) discretion.]							
Dated this		day of, 2024					
Signature of Member / Common Seal							

# Notes:

- 1 A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy(ies) to attend and vote on his(her) behalf.
- 2. A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at a meeting of a Company shall have the same rights as the member to speak at the meeting.
- 3. A member may appoint more than one (1) proxy to attend the same meeting. Where a member appoints two (2) or more proxies, he(she) shall specify the proportion of his(her) shareholdings to be represented by each proxy.
- Where a member of the Company is an exempt authorized nominee which holds ordinary shares in the Company for multiple beneficial owners in the one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorized nominee may appoint in respect of each omnibus account it holds.
- 5. The Form of Proxy shall be signed by the appointor or his(her) attorney duly authorised in writing or, if the member is a corporation, it must be executed under its common seal or by its duly authorised attorney or officers.
- 6. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of our Poll Administrator, Propoll Solutions Sdn Bhd, at S-4-04, The Gamuda Biz Suites, Jalan Anggerik Vanilla 31/99, Kota Kemuning, 40460 Shah Alam, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time appointed for holding the Meeting or adjourned Meeting. Alternatively, the duly completed and executed Proxy Form can also be submitted electronically to propollsolution@gmail.com.
- 7. In respect of deposited securities, only members whose names appear on the Record of Depositors on 16 December 2024 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at the meeting or appoint proxy(ies) to attend and/or vote on his(her) behalf.

AFFIX STAMP

PROPOLL SOLUTIONS SDN BHD
[Registration No. 201801006278 (1268292-V)
S-4-04, THE GAMUDA BIZ SUITES
JALAN ANGGERIK VANILLA 31/99
KOTA KMUNING
40460 SHAH ALAM
SELANGOR DARUL EHSAN
MALAYSIA

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# PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and / or representative(s) to attend, speak and vote at the Company's AGM and/or any adjournment thereof, a member of the Company accepts and agrees to the personal data privacy terms as asset out in the Notice of Annual General Meeting dated 30 October 2024.

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# 2024 ANNUAL REPORT REQUEST FORM

Shareholders who wish to receive a printed copy of the 2024 Annual Report of the Company should mail this Request Form to the Company at Unit No. EL-11-01, Amcorp Business Suite, Menara Melawangi, Pusat Perdagangan Amcorp, No. 18, Jalan Persiaran Barat, 46050 Petaling Jaya, Selangor. You may email your request to <a href="mailto:spgsecretary@outlook.my">spgsecretary@outlook.my</a>.

A printed copy of the 2024 Annual Report of the Company shall be forwarded to you within four (4) market days from the date of receipt of your verbal or written request.

The 2024 Annual Report can also be downloaded at the Company's website under Investor Relations segment at <a href="https://industronics.com.my">https://industronics.com.my</a>

# CONTACT DETAILS OF SHAREHOLDER

FULL NAME		:				
		(in block capitals)				
NRIC/ PASSPORT/ COMPANY NO.	:					
CDS ACCOUNT NO.	:					
CORRESPONDANCE ADDRESS	:					
	_					
	_					
	_					
CONTACT NUMBER	:_					
DATE	:					
Signature / Common Seal of Shareholder						