

NOTICE IS HEREBY GIVEN THAT the Twenty-Eighth Annual General Meeting of the Company will be held via virtual platform of the Broadcast Venue located at Level 12, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Friday, 13 December 2024 at 10.00 a.m. for the following purposes:-

A G E N D A

ORDINARY BUSINESS:-

- To receive the Audited Financial Statements of the Company for the financial year ended 31 July 2024 together with the Directors' and Auditors' Reports attached thereon.
- To approve the Directors' fees of RM459,411.00 for the financial year ended 31 July 2024.
- To approve the Directors' allowances and benefits payable of RM40,000.00 in respect of the period from 14 December 2024 up to the next Annual General Meeting of the Company to be held in 2025.
- To approve a First and Final Single-Tier Dividend of 0.5 sen per share for the financial year ended 31 July 2024.
- To re-elect the following Directors who are retiring in accordance with Clause 92 of the Company's Constitution:-

- Tan Sri Dato' Seri Law Tien Seng;
- Mr. Tan Shau Ming; and
- Mr. Sherman Lam Yuen Suen.

- To re-appoint Messrs. KPMG PLT as the Company's Auditors for the ensuing year and to authorise the Directors to fix their remuneration.

AS SPECIAL BUSINESS:-

To consider and, if thought fit, to pass with or without modifications, the following Resolutions:-

7.1 The Authority to Directors to Allot and Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016

"THAT subject always to the approvals of the relevant authorities, the Directors be hereby authorised pursuant to Sections 75 and 76 of the Companies Act 2016 to allot and issue 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 issued capital of the Company (excluding treasury shares) at the time of issue. **AND THAT** the Directors be hereby also empowered to obtain the approval for the listing of and quotation for the additional shares to be issued on Bursa Malaysia Securities Berhad **AND FURTHER THAT** such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

7.2 Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Renewal of Shareholders' Mandate")

"THAT the Company and/or its subsidiaries be hereby authorised to enter into recurrent related party transactions of a revenue or trading nature as specified in Section 2.3.3 of the Circular to Shareholders dated 15 November 2024, provided that such arrangements and/or transactions which are necessary for the Group's day-to-day operations are undertaken in the ordinary course of business, at arm's length basis, on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and not detrimental to the minority shareholders of the Company.

AND THAT the Directors of the Company be hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary or in the best interest of the Company to give effect to the Proposed Renewal of Shareholders' Mandate.

AND FURTHER THAT such authority shall continue to be in force until:-

- the conclusion of the next Annual General Meeting ("AGM") of the Company following the general meeting at which such Proposed Renewal of Shareholders' Mandate was passed, at which time it will lapse, unless by ordinary resolution passed at the meeting, the authority is renewed either unconditionally or subject to conditions;
 - the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("the Act") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
 - revoked or varied by ordinary resolution passed by the shareholders of the Company in general meeting,
- whichever is the earlier."

- To transact any other business of the Company of which due notice shall be given in accordance with the Company's Constitution and the Companies Act 2016.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS HEREBY GIVEN THAT a First and Final Single-Tier Dividend of 0.5 sen per share in respect of the financial year ended 31 July 2024 shall be payable on 17 January 2025 to Depositors registered in the Record of Depositors at the close of business on 3 January 2025.

Depositors shall qualify for entitlement only in respect of:-

- Shares transferred to the Depositor's Securities Account before 4.00 p.m. on 3 January 2025 in respect of transfers; and
- Shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

BY ORDER OF THE BOARD
HIAP TECK VENTURE BERHAD

NG YIM KONG (MACS 00305)
SSM PC: 202008000309
Company Secretary

Selangor Darul Ehsan
Date: 15 November 2024

EXPLANATORY NOTES ON THE ORDINARY AND SPECIAL BUSINESSES OF THE AGENDA.

(A) Audited Financial Statements for the Financial Year ended 31 July 2024

Agenda 1 is meant for discussion only as under the provision of Section 340(1)(a) of the Companies Act 2016, formal approval by members is not required to be obtained. Hence, this Agenda will not be put forward for voting.

(B) Payment of Directors' Fees and Benefits Payable

Section 230(1) of the Act provides amongst others, that "the fees" of the directors and "any benefits" payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting. In this respect, the shareholders' approval shall be sought at the 28th AGM for the Directors' fees for the financial year ended 31 July 2024 under Ordinary Resolution 1.

Under Ordinary Resolution 2, the allowances payable to the Directors have been reviewed by the Nomination and Remuneration Committee ("NRC") and the Board of Directors of the Company, and are payable for the period from 14 December 2024 up to the conclusion of the next 29th Annual General Meeting of the Company and are in the best interest of the Company. The Directors' allowances comprise meeting allowance only.

(C) Re-election of Directors

Clause 92 of the Constitution of the Company states that one-third (1/3) of the Directors shall retire from office and shall be eligible for re-election at each AGM. All Directors shall retire from office at least once every three (3) years but shall be eligible for re-election.

Tan Sri Dato' Seri Law Tien Seng, Mr. Tan Shau Ming and Mr. Sherman Lam Yuen Suen ("Retiring Directors"), who retire in accordance with Clause 92 of the Constitution and being eligible, have offered themselves for re-election.

In determining the eligibility of the Directors to stand for re-election at the forthcoming 28th AGM and in line with Practice 5.1 of the Malaysian Code on Corporate Governance 2021, the NRC has reviewed the composition of the Board with the view that the Board is refreshed periodically and assessed the performance, time commitment and contribution of each of the Retiring Directors based on the Annual Performance Evaluation of the Board for the financial year ended 31 July 2024.

The NRC has recommended the re-election of the Retiring Directors based on the following consideration:

- satisfactory performance and have met Board's expectation in discharging their duties and responsibilities;
- met the fit and proper criteria of character, experience, integrity, competence and time commitment in discharging their roles as Directors of the Company;
- level of independence and ability to act in the best interest of the Company.

The Board has approved the NRC's recommendation for the Retiring Directors pursuant to Clause 92 of the Constitution of the Company. All the Retiring Directors have consented to their re-election, and abstained from deliberation as well as decision on their own eligibility to stand for re-election at the relevant NRC and Board meetings, where applicable.

The evaluation criteria adopted as well as the process of assessment by the Board have been duly elaborated in the Corporate Governance Overview Statement and NRC statement in the Annual Report 2024 of the Company.

(D) Re-appointment of Auditors

The Audit Committee ("AC") has assessed the suitability and independence of the External Auditors and has recommended the re-appointment of KPMG PLT as External Auditors of the Company for the financial year ending 31 July 2025. The Board has in turn reviewed the recommendation of the AC and recommended the same to be tabled to the shareholders for approval at the forthcoming 28th AGM of the Company under Ordinary Resolution 7.

(E) Authority to Directors to Allot and Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016

The proposed Ordinary Resolution 8 under Agenda 7.1, if passed, will empower the Directors of the Company, from the date of the above 28th AGM, with the authority to allot and issue shares in the Company up to an amount not exceeding in total 10% of the issued capital of the Company (excluding treasury shares) for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting.

The general mandate which seeks to grant authority to Directors to allot and issue shares is a renewal of the mandate that was approved by the shareholders at the 27th AGM held on 15 December 2023. The renewal of this general mandate is to provide flexibility to the Company to issue new shares without the need to convene a separate general meeting to obtain shareholders' approval so as to avoid incurring additional cost and time. The purpose of this general mandate is for possible fund raising exercises including but not limited to placement of shares for purpose of funding current and/or future investment projects, working capital and/or acquisitions.

The Company has not issued any new share to date pursuant to Sections 75 and 76 of the Companies Act 2016 under the general mandate which was approved at the 27th AGM.

(F) Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

The Proposed Ordinary Resolution 9 under Agenda 7.2, if passed, will enable the Company and its subsidiaries ("the Group") to continue entering into the specified Recurrent Related Party Transactions as set out in Section 2.3.3 of the Circular to Shareholders dated 15 November 2024 with the specified classes of the Related Parties mentioned therein which are necessary for the Group's day-to-day operations. For further information on the Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature, please refer to the Circular to Shareholders dated 15 November 2024 enclosed together with the Company's 2024 Annual Report.

NOTES ON APPOINTMENT OF PROXY:

- In light of the announcement made by the Securities Commission Malaysia and Bursa Malaysia Securities Berhad ("Bursa Malaysia") on 30 August 2024, all public listed companies on Bursa Malaysia will be required to conduct hybrid or physical general meetings starting from 1 March 2025. As such, the 28th Annual General Meeting ("28th AGM") of the Company remains eligible to be held fully virtually via an online meeting platform, utilising the Remote Participation and Electronic Voting ("RPEV") facility available at <https://meeting.boardroomlimited.my>.
- Accordingly, the main and only venue of the 28th AGM is the Broadcast Venue which is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. Shareholders/proxies/corporate representatives/attorneys WILL NOT BE ALLOWED to attend the 28th AGM in person at the Broadcast Venue on the day of the meeting. Members shall attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively "participate") remotely at the 28th AGM via Remote Participation and Electronic Voting Facility ("RPEV") provided by Boardroom Share Registrars Sdn. Bhd. (the "Share Registrar") via <https://meeting.boardroomlimited.my>. **Members are advised to read and follow the procedures provided in the Administrative Guide of the 28th AGM in order to participate remotely via RPEV.**
- Where a Member, an authorised nominee or an exempt authorised nominee appoints more than one proxy, the appointment shall be invalid unless the proportion of the shareholdings to be represented by each proxy is specified.
- Where a Member is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 (Central Depositories Act), it may appoint not more than two (2) proxies in respect of each Securities Account it holds in ordinary shares of the Company standing to credit of the said Securities Account.
- Where a Member of the Company is an exempt authorised nominee which 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 holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- A Member entitled to attend, participate, speak and vote at the 28th AGM is entitled to appoint a proxy or attorney or in case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote on his/her behalf. A proxy may but need not be a member of the Company.
- The Proxy Form shall be signed by the appointer or his/her attorney duly authorised in writing or, if the Member is a corporation, must be executed under its common seal or by its duly authorised attorney or officer.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, or via electronic means through the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time appointed for holding the 28th AGM or adjourned meeting which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- The completed instrument of proxy once deposited will not preclude the Member from attending and voting in person at the 28th AGM should the Member subsequently wish to do so. A Member who is not resident in Malaysia or Singapore may by cable or other telegraphic communication appoint a proxy/proxies to vote for him/her at any General Meeting of the Company PROVIDED:-
 - such cable or other telegraphic communication shall have been received by the Company Share Registrar not less than forty-eight (48) hours before the time for the holding of the 28th AGM or adjourned meeting as the case may be at which the person named in such cable or other telegraphic communication proposes to vote; and
 - the Directors are satisfied as to the genuineness of such cable or other telegraphic communication.

ALL the particulars as required in the proxy form must be completed, signed and dated accordingly.

Last date and time for lodging the proxy form is Wednesday, 11 December 2024 at 10.00 a.m.

- For a corporate member who has appointed an authorised representative instead of a proxy to attend 28th AGM, please deposit the **original or duly certified certificate** of appointment of authorised representative with the Share Registrar of the Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia. The certificate of appointment of authorised representative should be executed in the following manner:
 - If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
 - If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member (if any) and executed by:
 - at least two (2) authorised officers, one (1) of whom shall be a director, or
 - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
- A member who has appointed a proxy or attorney or authorised representative to participate in the 28th AGM must request his/her proxy or attorney or authorised representative to register himself/herself for the RPEV at the Share Registrar's Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>.
- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of the 28th AGM will be put to vote by way of poll.

GENERAL MEETING RECORD OF DEPOSITORS

For the purpose of determining a member who shall be entitled to attend this meeting, the Company shall request Bursa Malaysia Depository Sdn Bhd in accordance with Clause 62(5) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 6 December 2024. Only a depositor whose name appears on the Record of Depositors as at 6 December 2024 shall be entitled to attend the 28th AGM or appoint proxy/proxies to attend and/or vote in his stead.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 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"), (ii) 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.



HIAP TECK VENTURE BERHAD
Registration No.199701005844 (421340-U)

Administrative Guide for the Twenty-Eighth Annual General Meeting (“**28th AGM**”) of Hiap Teck Venture Berhad (“**HTVB**” or “**the Company**”)

- Date** : Friday, 13 December 2024
Time : 10:00 a.m.
Meeting Platform : <https://meeting.boardroomlimited.my>
Broadcast Venue : Level 12, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia
- Modes of Communications** : 1. Text messaging facilities provided under the online meeting platform during the 28th AGM; or
2. Shareholders may submit questions in relation to the agenda items by logging in to the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>, select “Submit Questions” after select “HIAP TECK VENTURE BERHAD 28th ANNUAL GENERAL MEETING” from the list of Corporate Meeting no later than Wednesday, 11 December 2024 at 10:00 a.m.

Notice is hereby given that, the 28th AGM of the Company will be conducted on virtual basis via Remote Participation and Electronic Voting (“**RPEV**”) through an online meeting platform as mentioned above.



The Broadcast Venue of the 28th AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which stipulates that the main venue of the AGM shall be in Malaysia and the Chairman shall be present at the main venue of the AGM. **No shareholders/proxies will be allowed to be physically present at the Broadcast Venue of the 28th AGM.**

We strongly encourage you to participate in the virtual 28th AGM via the meeting facilities provided to exercise your right as a member of the Company to participate (including to pose questions to the Board of Directors and/or Management of the Company) and vote at the 28th AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the 28th AGM.

Kindly ensure that you are connected to the internet at all times to participate and vote when our virtual 28th AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the 28th AGM is maintained. Kindly note that the quality of the live webcast is dependent on the bandwidth and stability of the internet connection of the participants.

Online Registration Procedure

Procedure		Action
Prior to the 28th AGM		
1	Register Online with Boardroom Smart Investor Portal <i>(For first time registration only)</i>	<i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register. You may proceed to Step 2.]</i> A. Access website https://investor.boardroomlimited.com . B. Click [Register] to sign up as a user. C. Complete registration and upload softcopy of MyKad (front and back) or Passport in JPEG, PNG or PDF format. D. Please enter a valid email address. E. Your registration will be verified and approved within one (1) business day and an email notification will be provided.
2	Submit request for remote participation	Registration for remote access will be opened on 14 November 2024. Please note that the closing time to submit your request is at 10.00 a.m. on 11 December 2024 (48 hours before the commencement of the 28 th AGM). Individual Members A. Log in to https://investor.boardroomlimited.com using your user ID and password from Step 1 above. B. Select HIAP TECK VENTURE BERHAD 28th ANNUAL GENERAL MEETING from the list of Corporate Meetings and click [Enter]. C. Click on [Register for RPEV]. D. Read and accept the General Terms & Conditions and click [Next]. E. Enter your CDS Account Number and thereafter submit your request. Appointment of Proxy A. Log in to https://investor.boardroomlimited.com using your user ID and password from Step 1 above. B. Select HIAP TECK VENTURE BERHAD 28th ANNUAL GENERAL MEETING from the list of Corporate Meetings and click [Enter]. C. Click on [Submit eProxy Form]. D. Read and accept the General Terms and Conditions by clicking [Next]. E. Enter your CDS Account Number and number of securities held.

Procedure	Action
Prior to the 28th AGM (Cont'd)	
	<p>F. Select your proxy – either the Chairman of the meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies). G. Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote. H. Review and confirm your proxy appointment. I. Click [Apply]. 1. Download or print the eProxy form as acknowledgement.</p> <p>Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee</p> <p>A. Write in to bsr.helpdesk@boardroomlimited.com by providing the name of the Member and CDS Account Number, accompanied by the Certificate of Appointment of Corporate Representative or Form of Proxy (as the case may be) to submit the request. B. Please provide a copy of the Corporate Representative's or Proxy's MyKad (front and back) or Passport in JPEG, PNG or PDF format as well as his/her email address.</p>
3	Email notification
	<p>A. You will receive notification(s) from Boardroom that your request(s) has/have been received and is/are being verified. B. Upon system verification against the General Meeting Record of Depositories as at 6 December 2024, you will receive an email from Boardroom approving your registration for remote participation together with the Meeting ID and your remote access user ID and password. You will also be notified in the event your registration is rejected.</p>
On the day of the 28th AGM	
4	Login to Meeting Platform
	<p>A. The Meeting Platform will be open for login one (1) hour before the commencement of the 28th AGM. B. The Meeting Platform can be accessed via one of the following: • Scan the QR Code provided in the email notification; or • Navigate to the website at https://meeting.boardroomlimited.my C. Insert the Meeting ID and sign in with the user ID and password provided to you via the email notification in Step 3.</p>
5.	Participate
	<p><i>[Note: Please follow the User Guides provided in the confirmation email above to view the live webcast, submit questions and vote.]</i></p> <p>A. If you would like to view the live webcast, select the broadcast icon.  B. If you would like to ask a question during the 28th AGM, select the messaging icon.  C. Type your message within the chat box and once completed, click the send button.</p>
6.	Voting
	<p>A. Once polling has been opened, the polling icon will appear with the resolutions and your voting choices until the Chairman declares the end of the voting session. B. To vote, select your voting direction from the options provided. A confirmation message will appear to indicate that your vote has been received. C. To change your vote, re-select your voting preference. D. If you wish to cancel your vote, please press [Cancel].</p>
7.	End of Participation
	<p>Upon the announcement by the Chairman on the closure of the 28th AGM, the live webcast will end.</p>

Record of Depositories for the 28th AGM

For the purpose of determining whether a member is entitled to attend, participate and vote at the 28th AGM, the Company shall be requesting the Record of Depositors as at 6 December 2024. Only shareholders whose names appear in the Record of Depositors as at 6 December 2024 shall be entitled to attend, participate and vote at the 28th AGM or appoint proxy/proxies on his/her behalf.

Form of Proxy

Please ensure that the hard copy of the original Form of Proxy is deposited with the Share Registrar, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or Level 11, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia or via electronic means through Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> (kindly refer to Step 2, online registration procedure above) or email to BSR.Helpdesk@boardroomlimited.com not less than forty eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof, and in default the instrument of proxy shall not be treated as valid.

No Refreshments, Door Gifts or Vouchers

There will be no distribution of refreshments, door gifts or vouchers for the 28th AGM of the Company.

Recording or Photography

No recording or photography of the 28th AGM proceedings are allowed without the prior written permission of the Company.

Enquiry

If you have any enquiries prior to the 28th AGM or if you wish to request for technical assistance to participate in the virtual meeting, please contact Boardroom Share Registrars during office hours from Monday to Friday (8.30 a.m. to 5.30. p.m.), details as follows:

Address : Level 11, Menara Symphony,
No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13,
46200 Petaling Jaya, Selangor Darul Ehsan
General Line : +603 78904700
Fax No. : +603 78904670
Email : BSR.Helpdesk@boardroomlimited.com

Personal Data Policy

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.