

# Proxy Voting Record

## Veritas Asset Management Inc.

Veritas Absolute Return Fund

For the period of July 1, 2025 to June 30, 2026



Veritas Asset Management Inc.  
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**Veritas Absolute Return Fund Proxy Voting Records 2025 - 2026**

| Meeting Date      | Name of Issuer                | Ticker | CUSIP     | Identification of Voting Matter                                           | Matters Proposed By Issuer/Mgt/person or company | Voted Yes/No | Vote For/Against |
|-------------------|-------------------------------|--------|-----------|---------------------------------------------------------------------------|--------------------------------------------------|--------------|------------------|
| September 3, 2025 | Alimentation Couche-Tard Inc. | ATD.TO | 01626P148 | 1. Appointment of PwC as Auditor                                          | Board                                            | Yes          | For              |
|                   |                               |        |           | 2. Election of Directors                                                  | Board                                            | Yes          | For              |
|                   |                               |        |           | 3. Executive Compensation                                                 | Board                                            | Yes          | For              |
|                   |                               |        |           | 4. Shareholder proposal 1: Minimizing all forms of waste                  | Shareholder                                      | Yes          | Against          |
|                   |                               |        |           | 5. Shareholder proposal 2: Disclosure of languages mastered by employees  | Shareholder                                      | Yes          | Against          |
|                   |                               |        |           | 6. Shareholder proposal 3: Disclosure of languages mastered by executives | Shareholder                                      | Yes          | Against          |
|                   |                               |        |           | 7. Shareholder proposal 4: Advisory vote on environmental policies        | Shareholder                                      | Yes          | Against          |
|                   |                               |        |           | 8. Shareholder proposal 5: In-person annual shareholder meetings          | Shareholder                                      | Yes          | Against          |
|                   |                               |        |           | 9. Shareholder proposal 6: Emission reduction strategy                    | Shareholder                                      | Yes          | Against          |
| January 27, 2026  | Metro Inc.                    | MRU.TO | 59162N109 | 1. Election of Directors                                                  | Board                                            | Yes          | For              |
|                   |                               |        |           | 2. Appointment of EY as Auditor                                           | Board                                            | Yes          | For              |
|                   |                               |        |           | 3. Executive Compensation                                                 | Board                                            | Yes          | For              |

|               |                      |       |           |                                                                                                                                                           |             |     |         |
|---------------|----------------------|-------|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|-----|---------|
|               |                      |       |           | 4. Shareholder proposal 1: Increasing participation in annual general meetings, particularly among small shareholders                                     | Shareholder | Yes | Against |
|               |                      |       |           | 5. Shareholder proposal 2: It is proposed that the board of directors engage another accounting firm, depending on the duration of the current contracts. | Shareholder | Yes | Against |
| April 9, 2026 | Royal Bank of Canada | RY.TO | 780087102 | 1. Election of Directors                                                                                                                                  | Board       | Yes | For     |
|               |                      |       |           | 2. Appointment of PwC as Auditor                                                                                                                          | Board       | Yes | For     |
|               |                      |       |           | 3. Executive Compensation                                                                                                                                 | Board       | Yes | For     |
|               |                      |       |           | 4. Shareholder proposal 1: Strengthening shareholder participation in Annual General Meetings                                                             | Shareholder | Yes | Against |
|               |                      |       |           | 5. Shareholder proposal 2: Increase the representation of youth (aged 35 and younger) on the Board                                                        | Shareholder | Yes | Against |
|               |                      |       |           | 6. Shareholder proposal 3: Adopt a more responsible compensation policy based on overall performance                                                      | Shareholder | Yes | Against |
|               |                      |       |           | 7. Shareholder proposal 4: Strategic diversification of skills within the Board of Directors                                                              | Shareholder | Yes | Against |
|               |                      |       |           | 8. Shareholder proposal 5: Form a standing advisory committee on the systemic impact of the Bank's decisions.                                             | Shareholder | Yes | Against |
|               |                      |       |           | 9. Shareholder proposal 6: Fight against forced labour and child labour in loan and investment portfolios                                                 | Shareholder | Yes | Against |

|                                                                                                                                        |             |     |         |
|----------------------------------------------------------------------------------------------------------------------------------------|-------------|-----|---------|
| 10. Shareholder proposal 7: Regulate AI to put humans first                                                                            | Shareholder | Yes | Against |
| 11. Shareholder proposal 8: Public disclosure of non-confidential information, country-by-country reporting, pay ratios and tax havens | Shareholder | Yes | Against |
| 12. Shareholder proposal 9: Advisory vote on environmental policies                                                                    | Shareholder | Yes | Against |
| 13. Shareholder proposal 10: Produce a report on the loans it granted over the past few years in support of a circular economy         | Shareholder | Yes | Against |
| 14. Shareholder proposal 11: In-person shareholder meetings                                                                            | Shareholder | Yes | Against |

|                |                       |       |           |                                                                                                                                                       |             |     |         |
|----------------|-----------------------|-------|-----------|-------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|-----|---------|
| April 16, 2026 | Toronto-Dominion Bank | TD.TO | 891160509 | 1. Election of Directors                                                                                                                              | Board       | Yes | For     |
|                |                       |       |           | 2. Appointment of EY as Auditor                                                                                                                       | Board       | Yes | For     |
|                |                       |       |           | 3. Executive Compensation                                                                                                                             | Board       | Yes | For     |
|                |                       |       |           | 4. First Amendment to the 2000 Stock Incentive Plan - increase an additional 15 million common shares                                                 | Board       | Yes | For     |
|                |                       |       |           | 5. Second Amendment to the 2000 Stock Incentive Plan - the board of directors may amend the plan without shareholder approval, except otherwise noted | Board       | Yes | For     |
|                |                       |       |           | 6. Shareholder proposal 1: Strengthening shareholder participation in Annual General Meetings                                                         | Shareholder | Yes | Against |

|                |                                    |       |           |                                                                                                                                                 |             |     |         |
|----------------|------------------------------------|-------|-----------|-------------------------------------------------------------------------------------------------------------------------------------------------|-------------|-----|---------|
|                |                                    |       |           | 7. Shareholder proposal 2: Increase the representation of youth (aged 35 and younger) within its governing bodies                               | Shareholder | Yes | Against |
|                |                                    |       |           | 8. Shareholder proposal 3: Responsible Compensation Policy, Aligned with Performance                                                            | Shareholder | Yes | Against |
|                |                                    |       |           | 9. Shareholder proposal 4: Strategic Diversification of Skills on the Board of Directors                                                        | Shareholder | Yes | Against |
|                |                                    |       |           | 10. Shareholder proposal 5: Formal Recognition of the Systemic Role of the Board of Directors                                                   | Shareholder | Yes | Against |
|                |                                    |       |           | 11. Shareholder proposal 6: Fighting Against Forced Labour and Child Labour in Loan and Investment Portfolios                                   | Shareholder | Yes | Against |
|                |                                    |       |           | 12. Shareholder proposal 7: Regulating Artificial Intelligence in order to Safeguard the Human Aspect                                           | Shareholder | Yes | Against |
|                |                                    |       |           | 13. Shareholder proposal 8: Public Disclosure of Non-Confidential Information, Country-by-Country Reporting, Compensation Ratios and Tax Havens | Shareholder | Yes | Against |
|                |                                    |       |           | 14. Shareholder proposal 9: Advisory Vote on Environmental Policies                                                                             | Shareholder | Yes | Against |
| April 16, 2026 | Canadian Imperial Bank of Commerce | CM.TO | 136069101 | 1. Election of Directors                                                                                                                        | Board       | Yes | For     |
|                |                                    |       |           | 2. Appointment of EY as Auditor                                                                                                                 | Board       | Yes | For     |
|                |                                    |       |           | 3. Executive Compensation                                                                                                                       | Board       | Yes | For     |

|                                                                                                                                                 |             |     |         |
|-------------------------------------------------------------------------------------------------------------------------------------------------|-------------|-----|---------|
| 4. Amendment to CIBC's Employee Stock Option Plan                                                                                               | Board       | Yes | For     |
| 5. Special resolution to amend By-Law No. 1 regarding directors' remuneration (max. \$8 million)                                                | Board       | Yes | For     |
| 6. Shareholder proposal 1: Improving Shareholder Participation in Annual General Meetings                                                       | Shareholder | Yes | Against |
| 7. Shareholder proposal 2: Including the Younger Generations (35 and under) in Governing Bodies                                                 | Shareholder | Yes | Against |
| 8. Shareholder proposal 3: Responsible Compensation Policy, Aligned with Performance                                                            | Shareholder | Yes | Against |
| 9. Shareholder proposal 4: Strategic Diversification of Skills on the Board of Directors                                                        | Shareholder | Yes | Against |
| 10. Shareholder proposal 5: Formal Recognition of the Systemic Role of the Board of Directors                                                   | Shareholder | Yes | Against |
| 11. Shareholder proposal 6: Public Disclosure of Non-Confidential Information, Country-by-Country Reporting, Compensation Ratios and Tax Havens | Shareholder | Yes | Against |
| 12. Shareholder proposal 7: Advisory Vote on Environmental Policies                                                                             | Shareholder | Yes | Against |

|             |               |        |           |                                  |       |     |     |
|-------------|---------------|--------|-----------|----------------------------------|-------|-----|-----|
| May 6, 2026 | Enbridge Inc. | ENB.TO | 29250N105 | 1. Election of Directors         | Board | Yes | For |
|             |               |        |           | 2. Appointment of PwC as Auditor | Board | Yes | For |

|                |                                  |        |           |                                                                     |       |     |     |
|----------------|----------------------------------|--------|-----------|---------------------------------------------------------------------|-------|-----|-----|
|                |                                  |        |           | 3. Executive Compensation                                           | Board | Yes | For |
|                |                                  |        |           | 4. Amend, reconfirm and approve Enbridge's shareholder rights plan. | Board | Yes | For |
| May 7, 2026    | GE Healthcare Technologies Inc   | GEHC.N | 36266G107 | 1. Election of Directors                                            | Board | Yes | For |
|                |                                  |        |           | 2. Executive Compensation                                           | Board | Yes | For |
|                |                                  |        |           | 3. Appointment of Deloitte as Auditor                               | Board | Yes | For |
| May 6, 2026    | Sun Life Financial Inc           | SLF.TO | 866796105 | 1. Election of Directors                                            | Board | Yes | For |
|                |                                  |        |           | 2. Appointment of Deloitte as Auditor                               | Board | Yes | For |
|                |                                  |        |           | 3. Executive Compensation                                           | Board | Yes | For |
|                |                                  |        |           | 4. Amendments to Sun Life's Executive Stock Option Plan             | Board | Yes | For |
| April 29, 2026 | Canadian Pacific Kansas City Ltd | CP.TO  | 13646K108 | 1. Appointment of EY as Auditor                                     | Board | Yes | For |
|                |                                  |        |           | 2. Executive Compensation                                           | Board | Yes | For |
|                |                                  |        |           | 3. To approve the Corporation's approach to climate change          | Board | Yes | For |

|                |                         |          |           |                                                                                             |             |     |         |
|----------------|-------------------------|----------|-----------|---------------------------------------------------------------------------------------------|-------------|-----|---------|
|                |                         |          |           | 4. Election of Directors                                                                    | Board       | Yes | For     |
| May 1, 2026    | Agnico Eagle Mines Ltd. | AEM.TO   | 008474108 | 1. Election of Directors                                                                    | Board       | Yes | For     |
|                |                         |          |           | 2. Appointment of EY as Auditor                                                             | Board       | Yes | For     |
|                |                         |          |           | 3. Executive Compensation                                                                   | Board       | Yes | For     |
| April 30, 2026 | Bombardier Inc.         | BBD.B.TO | 097751861 | 1. Election of Directors                                                                    | Board       | Yes | For     |
|                |                         |          |           | 2. Appointment of EY as Auditor                                                             | Board       | Yes | For     |
|                |                         |          |           | 3. Executive Compensation                                                                   | Board       | Yes | For     |
|                |                         |          |           | 4. Shareholder proposal: Strengthening shareholder participation in Annual General Meetings | Shareholder | Yes | Against |
| April 29, 2026 | ARC Resources Ltd.      | ARX.TO   | 00208D408 | 1. Election of Directors                                                                    | Board       | Yes | For     |
|                |                         |          |           | 2. Appointment of PwC as Auditor                                                            | Board       | Yes | For     |
|                |                         |          |           | 3. Executive Compensation                                                                   | Board       | Yes | For     |
| May 1, 2026    | Air Canada              | AC.TO    | 008911877 | 1. Election of Directors                                                                    | Board       | Yes | For     |

|                                                                                               |             |     |         |
|-----------------------------------------------------------------------------------------------|-------------|-----|---------|
| 2. Appointment of PwC as Auditor                                                              | Board       | Yes | For     |
| 3. Executive Compensation                                                                     | Board       | Yes | For     |
| 4. Increasing the number of shares reserved for issuance under long-term incentive plan       | Board       | Yes | For     |
| 5. Ratifying current shareholder rights plan                                                  | Board       | Yes | For     |
| 6. Increasing participation in annual general meetings, particularly among small shareholders | Shareholder | Yes | Against |

|             |                               |        |           |                                   |       |     |     |
|-------------|-------------------------------|--------|-----------|-----------------------------------|-------|-----|-----|
| May 6, 2026 | Nutrien Ltd.                  | NTR.TO | 67077M108 | 1. Election of Directors          | Board | Yes | For |
|             |                               |        |           | 2. Appointment of KPMG as Auditor | Board | Yes | For |
|             |                               |        |           | 3. Executive Compensation         | Board | Yes | For |
| May 7, 2026 | WSP Global Inc.               | WSP.TO | 92938W202 | 1. Election of Directors          | Board | Yes | For |
|             |                               |        |           | 2. Appointment of PwC as Auditor  | Board | Yes | For |
|             |                               |        |           | 3. Executive Compensation         | Board | Yes | For |
| May 8, 2026 | Wheaton Precious Metals Corp. | WPM.TO | 962879102 | 1. Election of Directors          | Board | Yes | For |

|              |                                |        |           |                                             |       |     |     |
|--------------|--------------------------------|--------|-----------|---------------------------------------------|-------|-----|-----|
|              |                                |        |           | 2. Appointment of Deloitte as Auditor       | Board | Yes | For |
|              |                                |        |           | 3. Executive Compensation                   | Board | Yes | For |
| May 7, 2026  | Element Fleet Management Corp. | EFN.TO | 286181201 | 1. Election of Directors                    | Board | Yes | For |
|              |                                |        |           | 2. Appointment of EY as Auditor             | Board | Yes | For |
|              |                                |        |           | 3. Executive Compensation                   | Board | Yes | For |
| May 7, 2026  | TC Energy Corp.                | TRP.TO | 87807B107 | 1. Election of Directors                    | Board | Yes | For |
|              |                                |        |           | 2. Appointment of KPMG as Auditor           | Board | Yes | For |
|              |                                |        |           | 3. Executive Compensation                   | Board | Yes | For |
| May 15, 2026 | Waste Connections Inc.         | WCN.TO | 94106B101 | 1. Election of Directors                    | Board | Yes | For |
|              |                                |        |           | 2. Executive Compensation                   | Board | Yes | For |
|              |                                |        |           | 3. Appointment of Grant Thornton as Auditor | Board | Yes | For |
| May 12, 2026 | Franco Nevada Corp.            | FNV.TO | 351858105 | 1. Election of Directors                    | Board | Yes | For |

|              |                                 |         |           |                                   |       |     |     |
|--------------|---------------------------------|---------|-----------|-----------------------------------|-------|-----|-----|
|              |                                 |         |           | 2. Appointment of PwC as Auditor  | Board | Yes | For |
|              |                                 |         |           | 3. Executive Compensation         | Board | Yes | For |
| May 8, 2026  | Barrick Mining Corp.            | ABX.TO  | 06849F108 | 1. Election of Directors          | Board | Yes | For |
|              |                                 |         |           | 2. Appointment of PwC as Auditor  | Board | Yes | For |
|              |                                 |         |           | 3. Executive Compensation         | Board | Yes | For |
| May 15, 2026 | Constellation Software Inc.     | CSU.TO  | 21037X100 | 1. Election of Directors          | Board | Yes | For |
|              |                                 |         |           | 2. Appointment of KPMG as Auditor | Board | Yes | For |
|              |                                 |         |           | 3. Executive Compensation         | Board | Yes | For |
| May 7, 2026  | Canadian Natural Resources Ltd. | CNQ.TO  | 136385101 | 1. Election of Directors          | Board | Yes | For |
|              |                                 |         |           | 2. Appointment of PwC as Auditor  | Board | Yes | For |
|              |                                 |         |           | 3. Executive Compensation         | Board | Yes | For |
| May 14, 2026 | Atkinsrealis Group Inc.         | ATRL.TO | 04764T104 | 1. Election of Directors          | Board | Yes | For |

|              |                      |        |           |                                                                                                                                                                  |             |     |         |
|--------------|----------------------|--------|-----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|-----|---------|
|              |                      |        |           | 2. Appointment of Deloitte as Auditor                                                                                                                            | Board       | Yes | For     |
|              |                      |        |           | 3. Amended and Restated Shareholder Rights Plan Agreement.                                                                                                       | Board       | Yes | For     |
|              |                      |        |           | 4. Executive Compensation                                                                                                                                        | Board       | Yes | For     |
|              |                      |        |           | 5. Shareholder Proposal 1: Strengthening Shareholder Participation at Annual General Meetings                                                                    | Shareholder | Yes | Against |
|              |                      |        |           | 6. Shareholder Proposal 2: A report governing the current and planned use of artificial intelligence in the Company's products, services and internal processes. | Shareholder | Yes | Against |
|              |                      |        |           | 7. Shareholder Proposal 3: Exercising an annual advisory vote on the Company's environmental report                                                              | Shareholder | Yes | Against |
| May 19, 2026 | Hudbay Minerals Inc. | HBM.TO | 443628102 | 1. Election of Directors                                                                                                                                         | Board       | Yes | For     |
|              |                      |        |           | 2. Appointment of Deloitte as Auditor                                                                                                                            | Board       | Yes | For     |
|              |                      |        |           | 3. Executive Compensation                                                                                                                                        | Board       | Yes | For     |
| May 7, 2026  | Fortis Inc.          | FTS.TO | 349553107 | 1. Election of Directors                                                                                                                                         | Board       | Yes | For     |
|              |                      |        |           | 2. Appointment of Deloitte as Auditor                                                                                                                            | Board       | Yes | For     |
|              |                      |        |           | 3. Executive Compensation                                                                                                                                        | Board       | Yes | For     |

|             |                               |         |           |                                                                                             |       |     |     |
|-------------|-------------------------------|---------|-----------|---------------------------------------------------------------------------------------------|-------|-----|-----|
| May 7, 2026 | South Bow Corp.               | SOBO.TO | 83671M105 | 1. Election of Directors                                                                    | Board | Yes | For |
|             |                               |         |           | 2. Appointment of KPMG as Auditor                                                           | Board | Yes | For |
|             |                               |         |           | 3. Executive Compensation                                                                   | Board | Yes | For |
| May 7, 2026 | Great-West Lifeco Inc.        | GWO.TO  | 39138C106 | 1. Special Resolution to Amend the Articles of the Corporation                              | Board | Yes | For |
|             |                               |         |           | 2. Election of Directors                                                                    | Board | Yes | For |
|             |                               |         |           | 3. Appointment of Deloitte as Auditor                                                       | Board | Yes | For |
|             |                               |         |           | 4. Executive Compensation                                                                   | Board | Yes | For |
|             |                               |         |           | 5. Ordinary Resolution Approving the Adoption of the Performance Restricted Share Unit Plan | Board | Yes | For |
| May 1, 2026 | Canadian National Railway Co. | CNR.TO  | 136375102 | 1. Election of Directors                                                                    | Board | Yes | For |
|             |                               |         |           | 2. Appointment of KPMG as Auditor                                                           | Board | Yes | For |
|             |                               |         |           | 3. Executive Compensation                                                                   | Board | Yes | For |
|             |                               |         |           | 4. Climate Action Plan                                                                      | Board | Yes | For |

|                |                            |          |           |                                                                       |             |     |                            |
|----------------|----------------------------|----------|-----------|-----------------------------------------------------------------------|-------------|-----|----------------------------|
| May 7, 2026    | Killam Apartment REIT      | KMP_u.TO | 49410M102 | 1. Election of Directors                                              | Board       | Yes | For                        |
|                |                            |          |           | 2. Appointment of KPMG as Auditor                                     | Board       | Yes | For                        |
|                |                            |          |           | 3. Executive Compensation                                             | Board       | Yes | For                        |
| April 22, 2026 | Rogers Communications Inc. | RCIb.TO  | 775109200 | 1. Election of Directors                                              | Board       | No  | Did not receive proxy form |
|                |                            |          |           | 2. Appointment of KPMG as Auditor                                     | Board       | No  | Did not receive proxy form |
| May 14, 2026   | Quebecor Inc.              | QBRb.TO  | 748193208 | 1. Election of Directors                                              | Board       | Yes | For                        |
|                |                            |          |           | 2. Appointment of KPMG as Auditor                                     | Board       | Yes | For                        |
|                |                            |          |           | 3. Executive Compensation                                             | Board       | Yes | For                        |
|                |                            |          |           | 4. Strengthening shareholder participation in Annual General Meetings | Shareholder | Yes | Against                    |
|                |                            |          |           | 5. Report on the advisory vote on executive compensation              | Shareholder | Yes | Against                    |
| Jun 3, 2026    | Tourmaline Oil Corp.       | TOU.TO   | 89156V106 | 1. Election of Directors                                              | Board       | Yes | For                        |
|                |                            |          |           | 2. Appointment of KPMG as Auditor                                     | Board       | Yes | For                        |

|              |                                      |          |           |                                                                                               |             |     |         |
|--------------|--------------------------------------|----------|-----------|-----------------------------------------------------------------------------------------------|-------------|-----|---------|
|              |                                      |          |           | 3. Share Option Plan Resolution                                                               | Board       | Yes | For     |
|              |                                      |          |           | 4. RSU Plan Resolution                                                                        | Board       | Yes | For     |
| Jun 4, 2026  | Granite Real Estate Investment Trust | GRT_u.TO | 387437205 | 1. Election of Directors                                                                      | Board       | Yes | For     |
|              |                                      |          |           | 2. Appointment of Deloitte as Auditor                                                         | Board       | Yes | For     |
|              |                                      |          |           | 3. Executive Compensation                                                                     | Board       | Yes | For     |
| Jun 11, 2026 | Dollarama Inc.                       | DOL.TO   | 25675T107 | 1. Election of Directors                                                                      | Board       | Yes | For     |
|              |                                      |          |           | 2. Appointment of PwC as Auditor                                                              | Board       | Yes | For     |
|              |                                      |          |           | 3. Executive Compensation                                                                     | Board       | Yes | For     |
|              |                                      |          |           | 4. Shareholder Proposal 1: Strengthening Shareholder Participation at Annual General Meetings | Shareholder | Yes | Against |
|              |                                      |          |           | 5. Shareholder Proposal 2: Minimizing all forms of waste                                      | Shareholder | Yes | Against |
|              |                                      |          |           | 6. Shareholder Proposal 3: In-person annual shareholder meetings                              | Shareholder | Yes | Against |
|              |                                      |          |           | 7. Shareholder Proposal 4: Advisory vote on environmental policies                            | Shareholder | Yes | Against |

|              |                           |                  |                                                                                                                                                                                                                                                                                                                                                          |       |     |     |
|--------------|---------------------------|------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-----|-----|
| Jun 18, 2026 | MINISO Group Holding Ltd. | MNSO.N 66981J102 | 1. To receive and adopt the audited financial statements for F25 and the reports of the directors and auditor thereon.                                                                                                                                                                                                                                   | Board | Yes | For |
|              |                           |                  | 2. Election of Directors and Executive Compensation                                                                                                                                                                                                                                                                                                      | Board | Yes | For |
|              |                           |                  | 3. Appointment of EY as Auditor                                                                                                                                                                                                                                                                                                                          | Board | Yes | For |
|              |                           |                  | 4A. To grant a general mandate to the Directors to allot, issue and/or otherwise deal with additional shares not exceeding 10% of the total number of issued shares                                                                                                                                                                                      | Board | Yes | For |
|              |                           |                  | 4B. To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued shares                                                                                                                                                                                                                              | Board | Yes | For |
|              |                           |                  | 4C. To grant a specific mandate to the Directors to allot and issue the Upper Strike Shares to the Call Spread Counterparties                                                                                                                                                                                                                            | Board | Yes | For |
|              |                           |                  | 4D. To extend the authority given to the Directors pursuant to ordinary resolution numbered 4(A) to issue shares by adding to the number of shares of the Company which may be allotted and issued by the Directors pursuant to such general mandate of an amount representing the number of shares repurchased under ordinary resolution numbered 4(B). | Board | Yes | For |