

- (ii) in any other case, should stand adjourned to a day and time which is seven (7) or more days after the day and time of the meeting and a place appointed by the Chairman.

At any adjourned meeting, whatever the number of Unit Holders of the Fund (irrespective of the Class) or number of Units held by those Unit Holders (as the case may be) of the Fund (irrespective of the Class) present in person or by proxy shall constitute a quorum. For the avoidance of doubt, the same shall apply to a meeting of Unit Holders of a particular Class.

Clause 21(8)

Voting is by a show of hands, unless a poll is duly demanded or the resolution proposed is required by this deed or by law to be decided by a percentage of all Units. At any meeting of Unit Holders of the Fund or of a particular Class, as the case may be, (save and except for a resolution for the winding-up of a Class or a Fund, as the case may be), one vote is granted to each Unit, regardless of its Net Asset Value per Unit. Each Unit Holder of the Fund or of the Class present in person or by proxy has one vote on a show of hands (irrespective of the Class). On a poll, each Unit Holder of the Fund or of a particular Class, as the case may be, present in person or by proxy has one vote for each whole fully paid Unit held, proportionate to the value of Unit held in the base currency as provided in sub-clause (16) below. In the case of a Class meeting, on a poll, each Unit Holder of that Class present in person or by proxy has one vote for each whole fully paid Unit held in that Class. In the case of Joint holders, any one of such Joint holder may vote either personally or by proxy as comprised in the joint holding but if more than one of such Joint holder be present at any meeting either personally or by proxy, the Joint holder whose name stands first in the register shall alone be entitled to vote in respect thereof. Units held by the Management Company or its nominees shall have no voting rights in any Unit Holders' meeting of that Fund or of that Class.

Clause 21(9)

A poll may be demanded before or on declaration of the result of a show of hands by either:

- (i) the Chairman;
- (ii) the Trustee;
- (iii) the Management Company; or
- (iv) Unit Holders of the Fund present in person or by proxy holding between them at least one-tenth (1/10) of the total number of Units of the Fund in issue, regardless of its Net Asset Value per Unit.

Clause 21(10)

A Unit Holder of the Fund may be represented at a meeting by proxy. The Trustee is not obligated to enquire whether a proxy has been validly given. A proxy expires after twelve (12) months from the date the proxy was given. A proxy is still valid after it is revoked or after the Unit Holder who gave it dies or comes under a legal disability, unless the Trustee has received written notice of that fact before the meeting at which the proxy is used.

Every instrument of proxy whether for a specific meeting or otherwise shall as nearly as circumstances admit be in the following form or in such other form as the Trustee may agree with the Management Company:-

I/We _____ being a Unit Holder of _____
Units in the [the name of the Fund] hereby appoint _____ of _____ or
failing him, the Chairman of the meeting, my/our proxy to vote for me/us and on my/our behalf at the
meeting of Unit Holders to be held on the _____ day of _____ 20 _____ and at any
adjournment thereof.

SIGNED by the said _____ on the _____ day of _____,
20 _____ in the presence of:

(Witness's signature) (Signature of Unit Holder)