

Annual General Meeting

The Annual General Meeting of ITOPF Limited will be held at The Fullerton Hotel, 1 Fullerton Square, Singapore 049178 on 19 November 2025 at 10:00am for the following purposes:

- 1 To receive the Financial Report & Accounts of the Company for the financial year ended 20 February 2025 and the Reports of the Directors and of the Auditors.
- 2 To oversee the retirement of Directors by rotation and any re-appointments.
- 3 To reappoint the Auditors and to authorise the Directors to fix their remuneration.
- 4 To amend the Articles of Association by Special Resolution to include wording required for B-Corp Accreditation as set out in the Appendix.

By order of the Board

Jenny Edwards

Secretary

25 June 2025

Registered Office:

Dashwood House

69 Old Broad Street

London EC2M 1QS

Registered in England No. 944863

NOTES

- 1 A corporation which is a Member of the Company may by resolution of its Directors or other governing body authorise such person as it thinks fit to act as a representative of such corporation at the Meeting.
- 2 A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and, on a poll, vote instead of them. A proxy must be a duly authorised representative of a Member.
- 3 If you intend to attend the Annual General Meeting in person, please can you confirm this by email to companysec@itopf.org.

Appendix

- (1) The purposes of the Company are:
 - a. to be a trusted source of objective technical advice worldwide on preparedness and response to accidental marine spills;
 - b. to promote effective response to marine spills of oil, chemicals and other substances as a means of reducing impacts on the environment and affected communities; and
 - c. through its business and operations, to have a material positive impact on (i) society and (ii) the environment, taken as a whole.
- (2) A Director must act in the way the Director considers, in good faith, most likely to achieve the purposes of the Company set out above, and in doing so shall have regard (amongst other matters) to:
 - a. the likely consequences of any decision in the long term and the impact any such decision may have on any affected stakeholders,
 - b. the interests of the Company's employees,
 - c. the need to foster the Company's business relationships with suppliers, customers and others,
 - d. the impact of the Company's operations on the community and the environment and on affected stakeholders,
 - e. the desirability of the Company maintaining a reputation for high standards of business conduct and the impact this has on affected stakeholders, and
 - f. the need to act fairly as between members of the Company,(the matters referred to above shall be defined for the purposes of this Article as the "Stakeholder Interests" and each a "Stakeholder Interest").
- (3) For the purposes of a Director's duty to act in the way the Director considers, in good faith, most likely to achieve the purposes of the Company, a Director shall not be required to regard the benefit of any particular Stakeholder Interest or group of Stakeholder Interests as more important than any other.
- (4) Nothing in this Article, express or implied, is intended to or shall create or grant any right or any cause of action to, by or for any person (other than the Company).
- (5) The Directors of the Company shall, for each financial year of the Company, prepare and circulate to its members an impact report. The impact report shall contain a balanced and comprehensive analysis of the impact the Company's business has had, in a manner proportionate to the size and complexity of the business. The impact report shall contain such detail as is necessary to enable the members to have an understanding of the way in which the Company has promoted its achievement of its purposes. If the Company is also required to prepare a strategic report under the Companies Act 2006, the Company may choose to publish the impact report as part of its strategic report and in accordance with the requirements applying to the strategic report.