

**MINUTES OF THE ANNUAL GENERAL MEETING OF FAB-FORM INDUSTRIES INC., HELD AT UNIT 19, 1610 DERWENT WAY, IN THE CITY OF DELTA, IN THE PROVINCE OF BRITISH COLUMBIA, AT 3:00 O'CLOCK IN THE AFTERNOON (VANCOUVER TIME) ON FRIDAY, THE 20<sup>th</sup> DAY OF DECEMBER, A.D. 2024**

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Joseph Fearn acted as Chairman and Vishwanath Kumar acted as Secretary of the Meeting.

Maksym Kameniev and Rubylyn Obena were acted as the Scrutineers of the Meeting.

The Meeting referred to the Notice calling the Meeting and was informed that the Company has delivered an Affidavit of mailing the Notice of the Meeting to all the registered shareholders.

As there was a quorum present, the Meeting was legally called and properly constituted to carry out the business.

UPON MOTION DULY MOVED AND CARRIED, IT WAS RESOLVED THAT the Meeting dispensed with the reading of the Notice of Meeting.

UPON MOTION DULY MOVED AND CARRIED, IT WAS RESOLVED THAT the Meeting dispensed with the reading of the Minutes of the last Annual General Meeting.

UPON MOTION DULY MOVED AND CARRIED, IT WAS RESOLVED THAT Baker Tilly WM LLP, Chartered Accountants, be appointed Auditors for the ensuing year, and the directors be authorized to fix the remuneration to be paid to the auditor.

No additional nominations were made beyond those specified in the notice and proxy documents.

UPON MOTION DULY MOVED AND CARRIED, IT WAS RESOLVED THAT Richard Fearn, Nigel Protter, Don Russell, and Joeseeph Fearn are re-elected Directors of the Company for the ensuing year.

UPON MOTION DULY MOVED AND CARRIED, IT WAS RESOLVED AS A ORDINARY RESOLUTION TO grant authority to the Board of Directors to proceed with and complete one or more private placements within the 12-month period following the meeting up to a maximum of 2,293,626 shares or equal to 25% of the current outstanding shares of the Company, and any consequential change in the effective control of the Company, provided that such placements are completed in accordance with the policies of the TSX Venture Exchange.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED AS A SPECIAL RESOLUTION TO approve proposed employee share compensation plan ("SCP"), and the Board is hereby authorized, without further approval of the Shareholders, to make any further amendments to the SCP as may be required by the Exchange And any one director or officer of the Company is hereby authorized and directed for and in the name of an on behalf of the Company to execute or cause to be executed, whether under seal of the Company or otherwise, and to deliver or cause to be delivered all such documents, and to do or cause to be done all such acts and things, as in the opinion of such director or officer may be necessary or desirable in order to give effect to this resolution.

UPON MOTION DULY MOVED AND CARRIED, IT WAS RESOLVED AS AN ORDINARY RESOLUTION THAT the members ratify, confirm, and approve all acts, deeds and things done by and the proceedings of the directors and officers of the company on its behalf since the last Annual General Meeting of the Company.

THERE BEING NO FURTHER BUSINESS THE MEETING THEN ADJOURNED.

*"Joseph Fearn"*

Joseph Fearn  
CHAIRMAN

## SCHEDULE A

### **SCRUTINEER REPORT**

**Annual General Meeting**

**Fab-Form Industries Ltd.**

**Date:** 20 December 2024 at 3.00PM (PST)

**Location:** Unit 19, 1610 Derwent Way, Delta BC V3M6W1

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#### **INTRODUCTION**

This report outlines the results of the voting process conducted during the Annual General Meeting (AGM) of Fab-Form Industries Ltd., held on 20 December 2024 at 3.00PM PST. The voting process was supervised by the Scrutineers, appointed by the members present.

We are pleased to report that 70 shareholders were holding 5,734,021 common shares represented in person, by proxy, voted online, and virtually at this meeting, representing at least 62.50% of the 9,174,507 issued and outstanding common shares.

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#### **SCRUTINEER APPOINTMENT**

The following individuals were appointed as Scrutineers for the voting process:

- **Scrutineer 1: Max Kameniev**
- **Scrutineer 2: Rubylyn Obene**

The Scrutineers ensured that the voting was conducted fairly, transparently, and in compliance with the rules set forth by the organization.

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#### **VOTING METHOD**

The voting was conducted using the following method(s):

- In-person voting, By Proxy and Electronic voting system / Combination of methods
- Voting was open to eligible shareholders as of 22<sup>nd</sup> November 2024.

Online voting commenced on 29<sup>th</sup> November 2024 9.00 AM PST, the Voting Portal closed on 19 December 2024.

The voting in person commenced at 3.30PM. No voting in person recorded at this AGM as all the shareholders attended in person were voted online.

We received one signed proxy by the end of 18 December 2024.

**CERTIFICATION**

As appointed Scrutineers, we certify that the voting process was conducted in accordance with the rules and regulations governing the Fab-Form Industries Ltd. The results reported herein are accurate and reflect the votes cast by the eligible members.

**Scrutineer 1: Max Kameniev**

**Signature:**  \_\_\_\_\_

**Date:** 20 December 2024

**Scrutineer 2: Rubylyn Obena**

**Signature:**  \_\_\_\_\_

**Date:** 20 December 2024

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**CONCLUSION**

The Scrutineers thank the members for their participation in this important process. The outcomes will be recorded in the AGM minutes and implemented as per the organization's policies.

## SUMMARY OF RESULTS

### 1. To receive the Annual Report of the directors to the shareholders, the Financial Statements of the Company and the Auditors Report thereon.

	<u>Vote Count</u>	<u>%</u>
In favor	5,715,870	99.68%
Not in favor	-	0.00%
Withhold	18,151	0.32%
	<u>5,734,021</u>	

**Outcome:** Duly Moved and Carried

### 2. To appoint auditors for the ensuing year, and to authorize the directors to fix the remuneration to be paid to the auditors.

	<u>Vote Count</u>	<u>%</u>
In favor	5,691,043	99.25%
Not in favor		0.00%
Withhold	42,978	0.75%
	<u>5,734,021</u>	

**Outcome:** Duly Moved and Carried

### 3. 4. 5. & 6. Election of Board Members

- Richard Fearn:

	<u>Vote Count</u>	<u>%</u>
In favor	5,709,420	99.57%
Not in favor		0.00%
Withhold	24,601	0.43%
	<u>5,734,021</u>	

- Joseph Fearn:

	<u>Vote Count</u>	<u>%</u>
In favor	5,661,176	98.73%
Not in favor		0.00%
Withhold	72,845	1.27%
	<u>5,734,021</u>	

- Nigel Protter:

	<u>Vote Count</u>	<u>%</u>
In favor	5,661,176	98.73%
Not in favor		0.00%
Withhold	<u>72,845</u>	1.27%
	<u>5,734,021</u>	

- Donald Russell:

	<u>Vote Count</u>	<u>%</u>
In favor	5,661,176	98.73%
Not in favor		0.00%
Withhold	<u>72,845</u>	1.27%
	<u>5,734,021</u>	

**Outcome:** All four motions duly moved and carried. Richard Fearn, Joey Fearn, Nigel Protter & Don Russell have been elected as directors of the Company until next AGM.

- 7. An ordinary resolution to grant authority to the Board of Directors to proceed with and complete one or more private placements within the 12-month period following the meeting up to a maximum of 2,293,626 shares or equal to 25% of the current outstanding shares of the Company, and any consequential change in the effective control of the Company, provided that such placements are completed in accordance with the policies of the TSX Venture Exchange.**

	<u>Vote Count</u>	<u>%</u>
In favor	5,661,589	98.74%
Not in favor	36,150	0.63%
Withhold	<u>36,282</u>	0.63%
	<u>5,734,021</u>	

**Outcome:** Duly Moved and Carried

- 8. A special resolution to approve proposed employee share compensation plan ("SCP"), and the Board is hereby authorized, without further approval of the Shareholders, to make any further amendments to the SCP as may be required by the Exchange And any one director or officer of the Company is hereby authorized and directed for and in the name of an on behalf of the Company to execute or cause to be executed, whether under seal of the Company or otherwise, and to deliver or cause to be delivered all such documents, and to do or cause to be done all such acts and things, as in the**

**opinion of such director or officer may be necessary or desirable in order to give effect to this resolution.**

**Including Insiders**

	<u>Vote Count</u>	<u>%</u>
In favor	5,629,306	98.17%
Not in favor	40,100	0.70%
Withhold	64,615	1.13%
	<u>5,734,021</u>	

**Disinterested Shareholders**

	<u>Vote Count</u>	<u>%</u>
In favor	1,511,936	93.52%
Not in favor	40,100	2.48%
Withhold	64,615	4.00%
	<u>1,616,651</u>	

**Outcome:** Duly Moved and Carried

- 9. An ordinary resolution that the members ratify, confirm, and approve all acts, deeds and things done by and the proceedings of the directors and officers of the company on its behalf since the last Annual General Meeting of the Company.**

	<u>Vote Count</u>	<u>%</u>
In favor	5,639,065	98.34%
Not in favor	19,000	0.33%
Withhold	75,956	1.32%
	<u>5,734,021</u>	

**Outcome:** Duly Moved and Carried