

DotAsia Board Meeting Minutes

Date(s) & Time:	June 28, 2021 (Monday) 17:01 – 17:42 (UTC+8)
Location:	Zoom Meeting Room: https://aji.asia/zoomboard
Attendees:	Santanu ACHARYA Kashif ADEEL Satish BABU Nicole CHAN Edmon CHUNG Joel DISINI * Maureen HILYARD Absent: Billy CHEON Alireza SALEH Apologies: Andi BUDIMANSYAH Ellen STRICKLAND * Joined meeting during Discussion Item 2.4.

No.	Resolutions / Decisions:
2021.06.001	Appointment of Representative for DotAsia to Namesphere Meeting Resolved to appoint Maureen HILYARD to serve as the representative of DotAsia Organisation, a shareholder (member) of Namesphere Ltd., at member meetings of Namesphere Ltd., and any further matters should be brought back to the DotAsia Board for consideration, no specific rights have been assigned to Maureen other than being the representative of DotAsia Organisation for the Namesphere member meeting on June 29, 2021. Approved with one against from Joel DISINI.

Discussions:

1. Roll Call

- 1.1. Maureen HILYARD chaired the Board Meeting as Board Chair on Jun 28, 2021.
- 1.2. Roll call. Those present for all or part of the meeting are included in the Attendees section.

2. Appointment of Representative for DotAsia to Namesphere meeting

- 2.1. Namesphere AGM will be held on Jun 29, 2021. It was proposed to formally appoint Maureen HILYARD as representative for DotAsia to Namesphere meeting.
- 2.2. Draft resolution was presented and briefed to the Board for consideration.
- 2.3. It was explained that according to the Namesphere M&A, shareholders (members) are to send a representative to the AGM (or member meetings). It was further clarified that an organization could reappoint another representative at any time.
- 2.4. Question was raised on the level of participation at the Namesphere AGM. It was reported that the main agenda item is the financial reporting to the members of Namesphere of the fiscal year Oct 2019 – Sep 2020. It is also planned to consider the composition of Board of Namesphere. It was highlighted that since the financials of fiscal year 2019 - 2020 has not been audited yet, it will be not adopted at the AGM. It is planned to adjourn sine die the AGM until the audit is completed, then reconvene when the audit report is ready.
- 2.5. There was discussion on the empowerment level of appointed representative on behalf of DotAsia Board at the Namesphere AGM.
 - 2.5.1. It was suggested and agreed to specify that any further matters should be brought back to DotAsia Board for consideration.
 - 2.5.2. Concern was raised that decisions could not be made at the AGM with the lack of empowerment. It was explained that there is legal requirement on the timeframe for holding the AGM. It was further explained that the DotAsia Board will consider the board composition of Namesphere further and bring that back to Namesphere at the reconvened meeting.
- 2.6. There was discussion on the financial audits of previous fiscal years. It was clarified that financial audits of previous years were completed, and Namesphere AGM 2021 will focus on fiscal year of Oct 2019 – Sep 2020.
- 2.7. Revised resolution based on the discussion was presented for consideration.
 - 2.7.1. There was suggestion and no agreement on appointing an alternate representative of DotAsia to the Namesphere AGM.
 - 2.7.2. It was suggested and added to the resolution to specify that there is no specific right assigned other than attending the meeting.
 - 2.7.3. Resolved with one against from Joel DISINI. (2021.06.001)