

Annual General Meeting

8 June 2023

The Westin Dragonara Resort, St Julian's

ADMISSION TO THE MEETING

Please present a lawful means of identification, together with this document.

The Meeting will commence at 18:00 hrs. Admission to the Meeting will start at 17:00 hrs.

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Proxy Form

APS Funds SICAV p.l.c.
ANNUAL GENERAL MEETING
8 June 2023

This Proxy Form need not be completed/submitted by Members who intend to be present in person at the Annual General Meeting (the "Meeting"). To be valid this Proxy Form must reach the Registered Office of the Company not less than 48 hours before the appointed date and time of the Meeting (i.e. 6 June 2023 at 18:00 hrs).

As "Member"/ "Members" of the APS Funds SICAV p.l.c., I/we hereby appoint:
(mark where applicable)

The Chairman of the Meeting

OR

Name _____ I.D. Card No _____

Address _____
(insert details of the Proxy)

as my/our proxy to attend and vote on my/our behalf at the Meeting and at any adjournment thereof.

My/Our proxy is authorised to vote:

as he/she wishes as indicated on this Proxy Form

Please turn overleaf for Notes Section

VOTING PREFERENCES	FOR	AGAINST	ABSTAIN
ORDINARY BUSINESS - ORDINARY RESOLUTIONS			
Approval of the Company's audited financial statements for the financial year ended 31st December 2022			
Auditors - Appointment and Remuneration			
Remuneration of Directors			

Signature of Member

Date

Admission Notes

- Parking will be available on a first come first served basis.
- Admission to the Meeting will start at 17:00 hrs, one hour before the appointed time.
- In order to be admitted to the Meeting, Members or proxy holders must present (i) any lawful means of identification (including a valid I.D. Card, passport or driving license) and (ii) the Admission Form. Upon admission, Members and proxy holders will be issued with a voting document (ballot).
- When a Member is a body corporate (including a company, a partnership, an association of persons, a foundation or other entity) a representative thereof will only be eligible to attend and vote at the Meeting, if a Proxy Form duly executed in his/her favour has been received by the Company.
- A member who is a minor may be represented at the Meeting by a parent or legal guardian who will be required to present his/her I.D. Card and the Admission Form. Minors will not be allowed to attend the Meeting.



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Notes to the Proxy Form

1. Members' Right to Attend and Vote at the Meeting

A Member registered on the Company's Register of Members on the Record Date (28 April 2023) may participate and vote at the Meeting either by personally attending the Meeting or by appointing a person to attend and vote at the Meeting in his/her stead (a proxy).

Appointment of proxy:

- A proxy can be appointed using this Proxy Form which is to be mailed or delivered to the Registered Office of the Company as indicated below; or
- Members may opt to send their Proxy Form electronically. In this case, Members are requested to send their duly completed Proxy Form by e-mail to cosecaps@apexgroup.com. Upon receipt of the completed Proxy Form, the Company will send an electronic acknowledgement to the Member.

Where the Member is a body corporate (including a company, a partnership, an association of persons, a foundation or other entity), a Proxy Form must be submitted in all instances. Proxy Forms must be duly executed (whether in favour of the Chairman of the Meeting or another representative of the Member) in accordance with the Memorandum and Articles of Association or similar constitutional documents of the Member. The Company reserves the right to request evidence of the aforesaid.

2. Completing the Proxy Form

Members wishing to participate at the Meeting by proxy are to complete in full all details required on the Proxy Form, and in particular, where the proxy is being filled in by hand, details should be completed clearly and in a legible manner.

It is important to note the following:

- The Member is to indicate whether he/she wishes to appoint as proxy the Chairman of the Meeting or another person (who does not need to be a Member). In the case that the Member wishes to appoint a person other than the Chairman of the Meeting as proxy, the full name, address and I.D. Card number of the proxy must be inserted in the appropriate space;

- The Member is to indicate whether he/she wishes the appointed proxy to vote as the proxy wishes or whether the Member wishes to instruct the appointed proxy how to vote, by marking the appropriate boxes indicated in the Proxy Form;
- When voting for a resolution, if the Member wishes that the appointed proxy votes in a particular manner, the Member should indicate his/her voting preference against each resolution in the appropriate box either by inserting the number of votes (equivalent to the Member's holdings which represent the aggregate Net Asset Value of the shares held by the Member within the sub-fund/s of APS Funds SICAV plc) or by the use of a cross (X) or mark (✓) (instead of inserting a number of votes) under either 'For' or 'Against' or 'Abstain'. The cross or mark will be interpreted that the Member has assigned all the votes accordingly. If a cross or a mark is placed under each of 'For' or 'Against' or 'Abstain' for the same resolution, the Member's vote on that particular resolution will be invalid;
- If the Member inserts the number of votes, these may be split up in any proportion whatsoever, under 'For', 'Against' or 'Abstain' for any resolution. A Member may therefore utilise all or part of the votes for each resolution. However, in no circumstance, may the Member use more votes than he/she is entitled to. If this occurs, then the vote on that particular resolution will be invalid.

3. Submission of Proxy Form

In order to be valid, the completed Proxy Form must reach the Registered Office of the Company at APS Centre, Tower Street, B'Kara BKR 4012, Malta, whether by hand, by mail or electronically, no later than 48 hours before the appointed date and time of the Meeting, i.e. 18:00 hrs of 6 June 2023.

Members opting to send the Proxy Form by mail are advised to use the business reply service envelope enclosed.