

Clearstream and Proximity

Issuer Agent Interface

Connectivity Guide

June 2025

Executive summary

Clearstream provides a communications platform for issuers or their issuer agents to compliantly announce meeting announcements (including cancellations and meeting results dissemination) for onward distribution to the Clearstream participants. This communications platform, called Proximity Vote Connect, is maintained and serviced by Clearstream's business partner Proximity.

This document lays out how issuers or their issuer agents can connect to the Proximity Vote Connect platform.

Contents

| | |
|---|----|
| A. General principles | 1 |
| System opening hours and business support | 1 |
| Message content guidelines | 1 |
| Letter of Authorisation (LoA) | 1 |
| Communication Channels | 2 |
| B. ISO 20022 via Swift FINplus..... | 3 |
| C. RESTful API | 4 |
| Meeting Notification | 4 |
| Meeting Cancellation..... | 4 |
| Meeting Results..... | 4 |
| Connection details | 5 |
| D. Proximity Vote Connect User Interface | 7 |
| Meetings List..... | 7 |
| Creating a New Meeting | 8 |
| Approving a New Meeting to be Published | 13 |
| Editing a Meeting after Publication | 13 |
| Withdrawal of published meetings | 14 |
| Submission of the Meeting Results | 15 |

A. General principles

System opening hours and business support

With exception of the below downtimes, issuers and issuer agents can always announce meeting announcements via UI or in A2A mode:

- a) From Saturday 16:00 CET to Sunday 23:00 CET.
- b) From 24 December 17:00 CET to 26 December 08:00 CET. When these days fall on a Saturday or Sunday see a).
- c) From 31 December 17:00 CET to 1 January 08:00 CET. When these days fall on a Saturday or Sunday see a).

Business support, including assistance, training and meetings, will be performed remotely over the telephone, by email and using online communication tools such as Microsoft Teams (as agreed in advance) during Proximity's business hours (Monday-Friday 09:00-18:00 CET).

Message content guidelines

Issuers and issuer agents shall create meeting announcements (including cancellations and meeting results dissemination) following Clearstream content guidelines as documented in [My Standards](#).

Where a general meeting announcement (including cancellation and meeting results dissemination) does not comply with these guidelines the platform will reject the message from the issuer / issuer agent. In case of rejection due to invalid formats and failed authentication, an email alert will be automatically sent to the issuer / issuer agents' group email address provided by the issuer / issuer agent.

Letter of Authorisation (LoA)

For shares deposited within Issuer CSD CEU, an entity acting as agent of such an issuer requires all the relevant and necessary authorisations to notify Clearstream Europe AG on behalf of the Issuer. For this purpose, such entity acting as an agent will be required to deliver to Clearstream Europe AG a letter of authorisation (the "Letter of Authorisation") using the template provided by Clearstream Europe and send a copy to Proximity.

For other type of securities, Clearstream Europe AG may consider as a valid Letter of Authorisation any document provided by the agent where the latter is identified as such by the issuer.

Communication Channels

The Proximity Vote Connect platform will provide issuers and issuer agents multiple communication channels for announcing meeting announcements (as well as cancellations and meeting results dissemination) including:

- ISO 20022 via Swift FINplus
- RESTful API
- Manually via the Proximity Vote Connect User Interface

B. ISO 20022 via Swift FINplus

The Proximity Vote Connect platform will accept meeting announcements (as well as cancellations and meeting results dissemination) via ISO20022 over Swift Fin+.

To send Swift Fin+ Messages over the SWIFT network, issuers and issuer agents will need to organise an RMA key exchange and authorisation with Proximity. The use of RMA is mandatory for sending and receiving SWIFT messages over the network.

Messages are to be sent to the follow Proximity Swift address details:

For UAT

| | |
|-----|---------------------------|
| dn | ou=xxx,o=prxygb2l,o=swift |
| BIC | PRXYGB20XXX |

For PROD

| | |
|-----|---------------------------|
| dn | ou=xxx,o=prxygb2l,o=swift |
| BIC | PRXYGB2LXXX |

Proximity supports the following ISO 20022 message types

| | Message Definition | Abbreviated Name | Message Identifier ^a |
|---|----------------------------|------------------|---------------------------------|
| Meeting Notification / announcements and cancellation | | | |
| 1 | MeetingNotification | MENO | seev.001.001.10 |
| 2 | MeetingCancellation | MECN | seev.002.001.09 |
| Meeting Results dissemination | | | |
| 3 | MeetingResultDissemination | MERD | Seev.008.001.08 |

a. The versions are aligned with the Swift Fin+ releases.

C. RESTful API

Proximity Vote Connect platform will accept meeting announcements (as well as cancellations and meeting results dissemination) via API.

The communication to the Proximity Vote Connect platform will consist of the issuer or issuer agent calling the RESTful API, to allow the issuer or issuer agent to communicate meeting announcements, cancellation or meeting results dissemination messages.

Meeting Notification

The issuer or issuer agent can call the Meeting Notification endpoint and send a seev.001.001.xx message in a JSON file which will be in ISO20022 compliant XML format.

In the Business Application Header (BAH) the issuer or issuer agent should populate the "From" BIC of the issuer or issuer agent and the "To" BIC of the targeted Issuer CSD.

Once the message has been processed by the Proximity Vote Connect platform, the Meeting Notification will be published and notified to Clearstream and ISS, the appointed Proxy Voting service provider of Clearstream.

Proximity will also send a response back to the issuer agent, indicating the Proximity unique Meeting ID.

If the message fails the Proximity Vote Connect platform's validation, an error message will be sent back to the issuer agent indicating the failure reason.

Meeting Cancellation

If the meeting is to be cancelled, the issuer or issuer agent can call the Meeting Cancellation endpoint to provide a seev.002.001.xx message in a JSON file which will be in ISO 20022 compliant XML format.

In the Business Application Header (BAH) the issuer or issuer agent should populate the "From" BIC of the issuer or issuer agent and the "To" BIC of the targeted Issuer CSD.

Once the message has been processed by the Proximity Vote Connect platform, the meeting will be cancelled. Clearstream and ISS will be also notified.

If the message fails the Proximity Vote Connect platform's validation, an error message will be sent back to the issuer or issuer agent indicating the failure reason.

Meeting Results

The issuer or issuer agent can call the Meeting Result Dissemination endpoint and send a seev.008.001.xx message in a JSON file which will be in ISO20022 compliant XML format.

In the Business Application Header (BAH) the issuer or issuer agent should populate the "From" BIC of the issuer or issuer agent and the "To" BIC of the targeted Issuer CSD.

Once the message has been processed by the Proximity Vote Connect platform, the Meeting Results Dissemination will be notified to Clearstream and ISS, the appointed Proxy Voting service provider of Clearstream.

If the message fails the Proximity Vote Connect platform's validation, an error message will be sent back to the issuer or issuer agent indicating the failure reason.

Connection details

UAT environment

AWS OAuth2 Hostname: app-auth-uat.proximity.io

AWS API Hostname: api-uat.proximity.io

Production environment

AWS OAuth2 Hostname: app-auth.proximity.io

AWS API Hostname: api.proximity.io

Authentication (Token generation)

OAuth 2.0 protocol.

Request

POST https://[hostName]/oauth2/token

Request body parameters:

- grant_type=client_credentials

Request Headers:

- Content-Type: application/x-www-form-urlencoded
- Authorization: Basic <client_id>:<client_secret> (Base 64 encoded)

Example

Request:

POST https://app-auth-uat.proximity.io/oauth2/token

grant_type=client_credentials

Response:

```
{
  "token_type": "bearer",
  "access_token":
    "AAIkMGExYTU3MTQtZGUwMC00NWNhLWlxYzUtNTQxNDQ2YTU0MjRhC9nhjVK2LHq8Cm0d
    ErkmwkLy2l9jvpbGYyPrIgl7YwxYwVnxhY3TgjaKjasCknvrfYc1T5ytQvhyfFnlg_R1s0nB69CZH
    E6j9muY5TL7HNxuAAZGFjvvjF-YlL0YP4f_diz5SoGrXvFxDa_0HkmBw",
  "metadata": "m:",
```



```
"expires_in": 3600,  
"consented_on": 1529521754,  
"scope": "/api"  
}
```

The received access token should be added to each API call with header key 'Authorization' and value=Bearer [access_token]. The token will expire after an hour (3600 seconds).

API Swagger for POST



20022 Issuer Agent
API-swagger-generi

**URL: 'https://proximity.io/pv/external/iso20022/message' **

```
curl -X 'POST' \  
'https://proximity.io/pv/external/iso20022/message' \  
-H 'accept: application/json' \  
-H 'X-Request-ID: F3E2169B-EB75-4DA4-81FD-A9E5C863DA63' \  
-H 'Content-Type: application/json' \  
-H 'Authorization: Bearer [access_token]' \  
-d '<RequestPayload>
```

D. Proximity Vote Connect User Interface

Proximity will provide issuers and issuer agents the Proximity Vote Connect User Interface to create, edit or cancel meeting announcements and create meeting results.

Issuers or issuer agents will need to request for users to be granted access to the Proximity Vote Connect User Interface.

Issuers and issuer agents will need to provide Proximity a list of user email addresses. Once access has been granted, access to the Proximity Vote Connect User Interface is possible through the following link:

<https://app.proximity.io/login>

Proximity Vote Connect User Interface uses multi-factor authentication through Microsoft Authenticator.

Meetings List

The meetings list provides the current active list of meetings for the logged in issuer or issuer agent, along with a summary of Proximity voting activity in the run up to the meeting and the status of the meeting.

Meeting List Definitions

| Meetings | | | | | | | | NEW MEETING |
|----------|--------------|--------------|---------------|-------------------------|-----------------------|-------------------------------|------------------|-------------|
| ID | ISIN | Meeting Date | Deadline Date | Proximity Voting Rights | Total Proximity Votes | Modified | Status | |
| 11 | GB254HGF6303 | 31/8/2018 | 31/8/2018 | 805,000,000 | No Votes Received | 25/7/2017 by Johnny Gray | Published | |
| 10 | AU29Y9QL0221 | 2/5/2017 | 30/4/2017 | 900,000,000 | 73% <div></div> | 12/8/2017 by Sarjeen Patel | Partially Voted | |
| 9 | AU29Y9GHQ2BE | 18/4/2017 | 21/4/2017 | 125,000,000 | 40% <div></div> | 6/8/2017 by Christa Lang | Partially Voted | |
| 8 | GB29Y9GL0289 | 20/4/2017 | 17/4/2017 | 600,000,000,000 | 82% <div></div> | 4/8/2017 by Zana Adkins | Voted | |
| 7 | US29Y9SLW83 | 10/5/2017 | 8/5/2017 | 20,450,000 | No Votes Received | 25/7/2017 by Shaoyang Chen | Pending Approval | |
| 6 | GB29Y9SL02JS | 23/3/2017 | 21/3/2017 | 900,000,000 | 90% <div></div> | 12/8/2017 by Steve Brown | Partially Voted | |

| Term | Definition |
|--------------------------------|--|
| Meeting ID | Unique identifier for each meeting. |
| ISIN | The International Securities Identification Number for the relevant meeting. |
| Meeting Date | The date on which the meeting will be held. |
| Deadline Date | The final deadline date for the submission of voting by investors. |
| Proxymity Voting Rights | The total amount of shares available for voting in Proxymity. |
| Total Proxymity Votes | The percentage of the shares available in Proxymity that have been voted by investors. |
| Modified | The date that the meeting was last modified and by which user. |
| Status | <ul style="list-style-type: none"> • <i>Pending approval</i>: The meeting agenda has been submitted and is awaiting approval by an approver. • <i>Published</i>: The Meeting agenda has been approved and issued to investors via the Proxymity platform. • <i>Voting in Progress</i>: Voting is in progress and being submitted into Proxymity by investors. |

Creating a New Meeting

To create a New Meeting, press the New Meeting button at the top right-hand side of the Meeting List screen:

NEW MEETING

After pressing the New Meeting button, you will be taken to the New Meeting Entry screen, which must then be populated with all the information required to create and publish a meeting in Proxymity.

General Information

Issuer

Proximity Pic

Meeting Type

AGM

Meeting Location (Optional)

Wework, 1 Fore Street, London, EC2Y 9DT

Meeting Date

31/8/2018



Meeting Time

12:00 PM



Record Date

29/8/2018



Deadline Date

29/8/2018



Deadline Time

12:00 PM



The following sections outline a guide to terms and requirements for the completion of each section of the Meeting Setup Screen.

Meeting General Information definitions

Issuer: The name of the issuer for the meeting in question will be automatically populated based on the Issuer associated with the current Proximity login. For Agent users, a drop-down list of available issuers will be available to select from.

Meeting Type:

- AGM: Annual General Meeting
- EGM: Extraordinary General Meeting
- OGM: Ordinary General Meeting
- BMET: Bondholder Meeting
- CMET: Court Meeting
- MIX: A mixed type shareholder meeting

Meeting Location: The location where the shareholder meeting will be held.

Meeting Date: The date of the meeting should be selected using the green calendar picker button.



Meeting Time: The start time of the meeting should be selected using the time picker button.



Record Date: The date at which investor voting entitlement is finalised should be selected using the date picker button.



Deadline Date: The deadline date by which investors must have submitted voting should be selected using the date picker button.



Deadline Time: The time on the deadline day by which investors must have submitted voting should be selected using the time picker button.



Securities, Voting Options and Meeting File Entry Definitions

Securities

| | | |
|---|---------------------------------------|--------------------------------|
| ISIN | Type | Weight |
| <input type="text" value="GB254HGF6303"/> | <input type="text" value="Ordinary"/> | <input type="text" value="1"/> |

Voting Options

- | | | |
|---|---|--|
| <input checked="" type="checkbox"/> Vote For (CONY) | <input checked="" type="checkbox"/> Abstain (ABST) | <input checked="" type="checkbox"/> Appoint Proxy (PROX) |
| <input checked="" type="checkbox"/> Vote Against (CONN) | <input checked="" type="checkbox"/> Take No Action (NOAC) | <input checked="" type="checkbox"/> Split Vote (SPLI) |

Meeting File

| | | |
|----------------------------------|--|---------------------------------------|
| Original Meeting File (Optional) | <input type="text"/> | <input type="button" value="BROWSE"/> |
| Meeting File URL (Optional) | <input type="text" value="PROXYMITYONLINE.COM"/> | |

Securities

ISIN: The International Securities Identification Numbers available for the selected issuer will be listed here. Please select the ISIN related to the meeting in question.

Type: The share class of the security.

- *Ordinary:* The ISIN for the meeting is for voting by all Ordinary Shareholders.
- *Preferential:* The ISIN for the meeting is related to Preference Shareholders only.

Weight: The functionality for this field is not currently active and should always be set to 1 for this version of Proxymity.

Voting Options

The Voting Options selected in this section will be made available for all proposals added to the meeting. An override function is then made available for any voting options that need to be changed on the individual proposal level (see section 2.1.4).

The following Voting Options are available for selection:

- **Vote For (CONY):** Allow a voting option of “For” for the meeting resolutions.
- **Abstain: (ABST):** Select this box to allow a voting option of “Abstain” for the meeting resolutions.
- **Appoint Proxy (PROX):** Select this box to allow an investor to appoint an individual to represent them at the meeting. The corresponding functionality to appoint a proxy is not currently active in this version of Proximity.
- **Vote Against (CONN):** Select this box to allow a voting option of “Against” for the meeting resolutions.
- **Take No Action (NOAC):** Select this box to allow a voting option of “Take No Action” for the meeting resolutions.
- **Split Vote (SPLI):** Select this box to allow an investor to split their vote direction for the meeting resolutions.

Meeting File

Original Meeting File (Optional): This functionality is not active in this version of Proximity.

Meeting File URL: A URL link to the original meeting announcement on the Issuer \ Agent website can be entered here for future reference.

Resolution Entry

| | Title | Description |
|---|------------------------------------|--|
| 1 | Director authority to allot shares | <p>That, in place of all existing authorities, the directors be generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise all the powers of the Company:</p> <p>(A) to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company ("Relevant Securities"), up to a maximum aggregate nominal amount of £999,999 and further</p> <p>(B) to allot Relevant Securities comprising equity securities (within the meaning of section 560(1) of the Companies Act 2006) up to an aggregate nominal amount of £999,999 in connection with an offer by way of a rights issue in favour of holders of ordinary shares in the capital of the Company in proportion (as nearly as may be practicable) to their existing holdings of ordinary shares, but subject to such exclusions or other arrangements as the directors deem necessary or expedient in relation to fractional entitlements or any legal, regulatory or practical problems under the laws of any territory, or the requirements of any regulatory body or stock exchange; for a period expiring (unless previously revoked, varied or renewed) on the date which is 18 months from the date of the passing of this resolution or, if sooner, the end of the next annual general meeting of the Company, but the Company may, before such expiry, make an offer or agreement which would or might require Relevant Securities to be allotted after this authority expires and the directors may allot Relevant Securities in pursuance of such offer or agreement as if this authority had not expired.</p> |

[ADD SUB RESOLUTION](#)

The Resolution entry section of the New Meeting screen allows for the submission of all the resolutions and sub-resolutions related to the meeting, along with their relevant Resolution, Subject Type and Voting Options. The various sections of the Resolution Entry section are to be completed as follows:

Resolution Type:

- **MGMT:** A management resolution raised by the issuer.
- **Shareholder:** A shareholder resolution raised by shareholders or a dissident group.

- *Board*: A resolution raised by the board.

Sub-Resolution Type:

- *Ordinary*: An ordinary resolution raised by the issuer to be approved by shareholders at the quorum level stipulated in the relevant issuers' articles of association. This is the most common kind of resolution type.
- *Special*: A resolution raised by the issuer that must be approved by a majority larger than that stipulated in the articles of association for an ordinary resolution.
- *Extraordinary*: A resolution raised by the issuer that must be approved by a majority larger than that stipulated in the articles of association for an ordinary resolution. This is the same as a Special resolution and is rarely used by issuers.

Subject Type: The high-level subject that the resolution relates to:

- *Account*: A resolution relating to company accounts \ accounting. i.e. "Presentation of annual accounts".
- *Director*: A resolution related to the election of a Director or Directors.
- *Liquidation*: A resolution related to the liquidation of assets.
- *Remuneration*: A resolution related to the remuneration of the board \ executive.
- *Other*: To be used for all other resolutions not related to the above listed Subject Types.

Votable: To be selected for all resolutions where voting is permitted and deselected for informational resolutions where voting is not permitted or required.

Override Voting Options: To be utilised where the voting options for a meeting need to be overridden for a specific resolution, to for instance allow the ability to Take No Action just for select proposals, or not permit an Abstention.

Title \ Description: The short summary of the proposal and any detailed supporting description text.

Add Sub Resolution: For the addition of sub-resolutions within a wider summary resolution i.e. the non-votable resolution 1 "Election of directors:" with the sub resolutions 1a "Director 1" and 1b of "Director 2".

Meeting Submission

SAVE DRAFT

SUBMIT FOR APPROVAL

Once all the above meeting setup information and meeting resolutions have been entered there are two choices available:

- **Save Draft:** Save a draft of the meeting to be worked on further or submitted at a later stage. Draft meetings can be accessed at any time by selecting the "Drafts" tab at the top of the Meeting List.

- **Submit for Approval:** Submit the meeting as entered for approval by another user.

Approving a New Meeting to be Published

Once a New Meeting has been Submitted by a user via the steps outlined in the above section it will need to be approved by another user from the same issuer or issuer agent company.

Meetings that are awaiting approval are shown on the meeting list as “Pending Approval”.

Once a user other than the user that submitted the meeting clicks on the meeting, they will be taken to the Meeting Approval screen:

Resolutions

| | |
|---|---|
| <div> Mgmt. Shareholder Board </div> <div> Ordinary Special Extraordinary Other </div> <div> Subject Type: <input checked="" type="checkbox"/> Votable </div> | |
| 1 | <div>Title</div> <div>Approval of Annual Reports</div> <div>Description</div> <div>Approval of Annual Reports</div> |

REJECT APPROVE

Meeting Approval Screen

Via the meeting approval screen the Approver can see all the data points entered by the meeting Submitter and the full list of Resolutions added to the meeting.

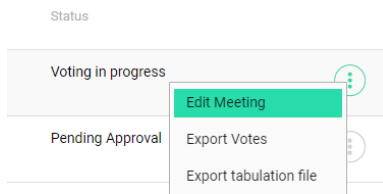
Once the Approver has reviewed all the data points and Resolutions, they are presented with two Options at the bottom of the screen:

REJECT APPROVE

- **Approve:** Pressing the Approve button will approve and publish the meeting as displayed to users.
- **Reject:** Pressing the Reject button will move the meeting back to the status of Rejected on the Meeting List, allowing the approver to then explain to the submitter what needs to be updated \ rectified, so that that meeting may be submitted again for final Approval accordingly.

Editing a Meeting after Publication

It is possible to edit certain aspects of a meeting after it has been published. This can be achieved by clicking on the three dots next to the relevant meeting in the Meeting List and selecting Edit Meeting:



Alternatively, when viewing the meeting it can be edited by pressing the Edit button at the top right of the screen:



Editable Meeting Details

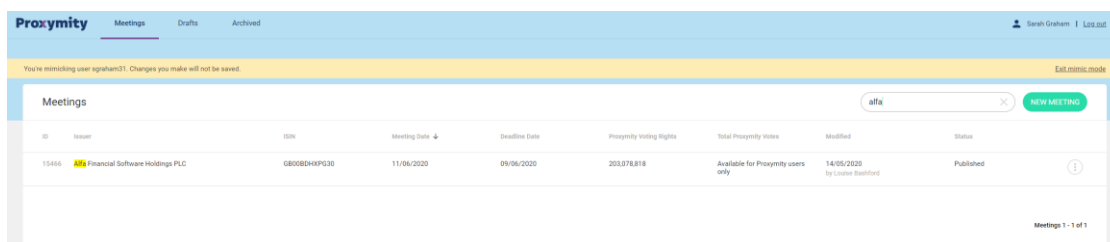
Once on the Edit Meeting screen, it is possible to change the following aspects of the meeting after Publication:

- The Meeting Time
- The Deadline Time
- Resolution Type
- Resolution Subject

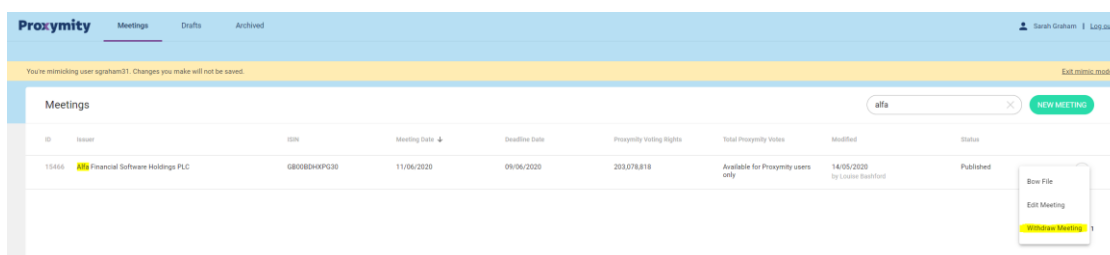
Once editing of the meeting is completed and the Submit Changes button is clicked, the changes will be published to investors accordingly.

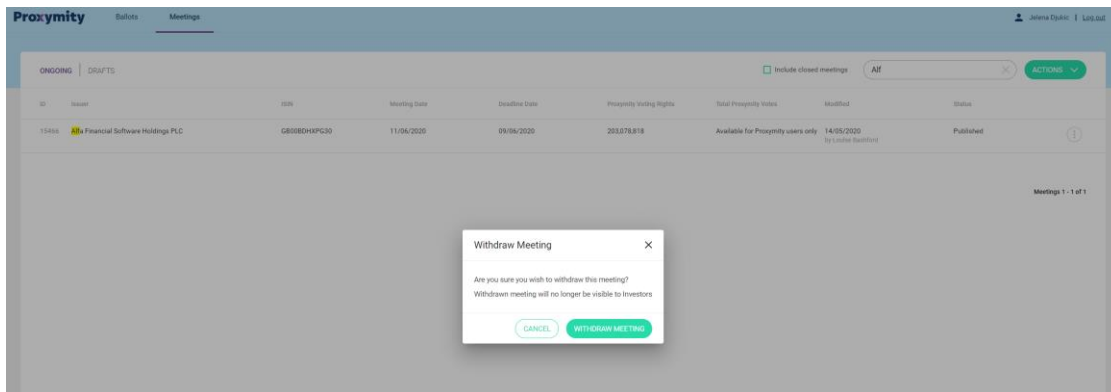
Withdrawal of published meetings

When a meeting is published, a user can withdraw the meeting from Proximity GUI. All withdrawn meeting will be in Archive tab in the left upper corner.



To withdraw the meeting click three dots, click withdraw meeting and confirm action:





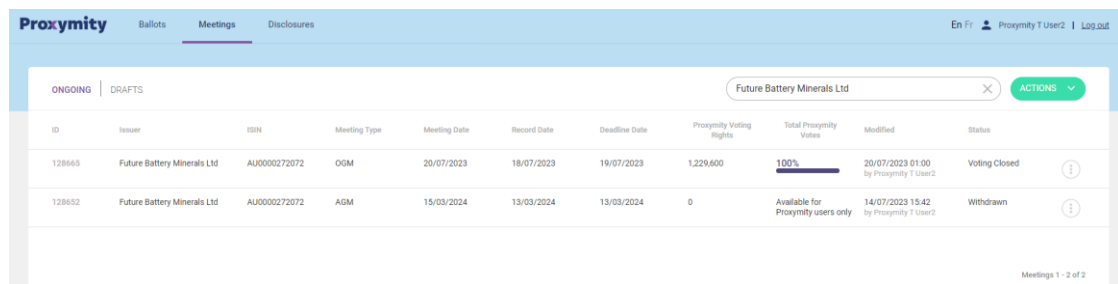
Meeting will be now visible in “Archive” tab.

Submission of the Meeting Results

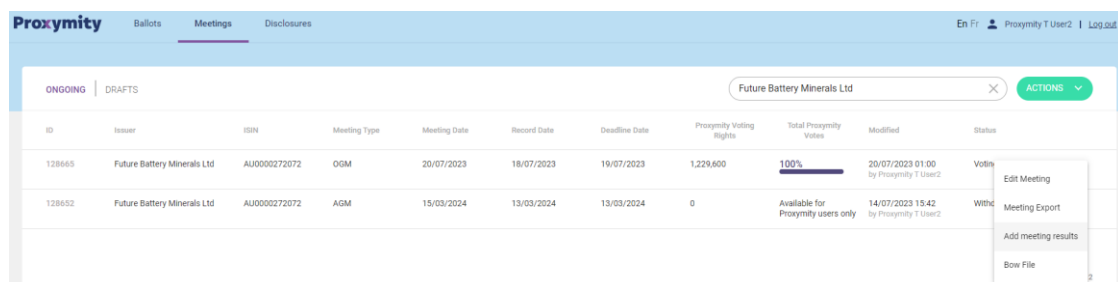
When a meeting is published, a user can withdraw the meeting from Proximity GUI. All withdrawn meeting will be in Archive tab in the left upper corner.

To add the meeting results via the platform, the user will need to follow the below steps:

1. Search for the closed meeting using the smart search box in the Meetings tab.



2. Click three-dots menu on the right-hand side of the respective meeting and choose Add meeting results.



3. Add the meeting results at resolution level on the next screen.

The screenshot shows the Proximity Meetings interface. At the top, there are tabs for 'Ballots', 'Meetings' (selected), and 'Disclosures'. The user is logged in as 'Proximity T User2'. The main section is titled 'AGM202310003 | Meeting ID 128665'. Below this, there is a table of resolutions. Each row has a dropdown menu set to 'Accepted' and several buttons for voting: 'Shares FOR', 'Shares AGAINST', 'Shares ABSTAIN', 'Shares WITHHOLD', 'Shares NO ACTION', and 'Shares DISCREETIO'. The resolutions listed are: 1 | Accept Financial Statements and Statutory Reports, 2 | Approve the 2021 Annual Remuneration Report, 3 | Approve Final Dividend, and 4 | Authorize Issue of Equity. At the bottom left is a blue 'CANCEL' button and at the bottom right is a green 'SUBMIT CHANGES' button.

4. The user can choose one of the available options from the drop-down menu.

This screenshot shows the same Proximity Meetings interface, but the dropdown menu for the first resolution, '1 | Accept Financial Statements and Statutory Reports', is open. The dropdown menu displays four options: 'Accepted', 'Rejected', 'Withdrawn', and 'Withdrawn'. The 'Accepted' option is highlighted. The rest of the interface, including the other resolutions and the 'SUBMIT CHANGES' button, remains the same.

5. Click Submit changes to publish the meeting results. A pop-up message will appear confirming the meeting results are submitted successfully.

This screenshot shows the Proximity Meetings interface with a success pop-up message. The pop-up message is titled 'Success' and contains a green checkmark icon and the text 'Meeting results updated'. There is an 'OK' button at the bottom right of the pop-up. The background interface is dimmed, showing the same resolutions and the 'SUBMIT CHANGES' button.

6. The user can also add number of voted shares on the resolution level by populating the relevant fields. The options are as follows (left to right):

- For
- Against
- Abstain
- Withhold
- No Action
- Discretionary

