## PROPOSALS

<table>
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<tr>
<th>Number</th>
<th>Proposal</th>
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<tbody>
<tr>
<td>1.01</td>
<td>Elect Neal Dempsey</td>
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<td>1.02</td>
<td>Elect Benjamin Kortlang</td>
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<td>1.03</td>
<td>Elect Robert Schwartz</td>
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<td>2</td>
<td>Ratify appointment of the auditors</td>
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### ADVICE

- **Oppose**
- **For**

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1. **Elect Neal Dempsey**
   - Non-Executive, Class II Director. Independent by Company, but not considered independent as he is Managing Partner at Bay Partners XI Parallel Fund, L.P., which owns 4.4% of the Company’s common share capital. There is insufficient independent representation on the Board.

2. **Elect Benjamin Kortlang**
   - Non-Executive, Class II Director. Not considered independent as he is a Partner at KPCB LLC, which owns 11.38% of the Company's common share capital. There is insufficient independent representation on the Board.

3. **Elect Robert Schwartz**
   - Non-Executive, Class II Director. Not considered independent as he is a Managing Partner at Third Point Ventures LLC which owns 17.82% of the Company’s common share capital. There is insufficient independent representation on the Board.

4. **Ratify appointment of the auditors**
   - Deloitte & Touche LLP. The non-audit fees were approximately 5.3% of audit and audit-related fees during the year under review. Non-audit fees over a three-year period were approximately 8.7% of audit and audit-related fees. Acceptable proposal.

* = Special resolution
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