TIH Limited

2 April 2019

Dear shareholder

We are pleased to enclose herewith the Notice of Annual General Meeting and Proxy Form for the Company's upcoming 25th Annual General Meeting to be held on 24 April 2019 at 10.00 a.m. at Concorde 2, 3rd Level Concorde Hotel Singapore, 100 Orchard Road, Singapore 238840.

In line with our efforts to reduce paper wastage and contribute to greater environmental sustainability, we will be discontinuing the practice of mailing the Company's annual reports to shareholders. Instead, the Company's annual report for the financial year ended 31 December 2018 ("**Annual Report 2018**") and a letter to shareholders dated 2 April 2019 in relation to the proposed renewal of the Shareholders' Mandate for Interested Person Transactions ("**Letter to Shareholders dated 2 April 2019**") will be available for download from the Company's website from the date hereof.

The Annual Report 2018 and the Letter to Shareholders dated 2 April 2019 may be accessed at the URL http://tih.listedcompany.com/misc/ar2018.pdf and http://tih.listedcompany.com/misc/Letter_to_Shhs_2Apr2019_IPT_Mandate_Renewal.pdf. You will need an internet browser and PDF reader to view this document. You may access https://get.adobe.com/uk/reader/ to download the free Adobe Acrobat Reader.

We sincerely hope that you will join our sustainability efforts and embrace e-communications. However if you still wish to receive printed copies of the Annual Report 2018 and the Letter to Shareholders dated 2 April 2019, please complete the request form below and return it to us no later than **17 April 2019** in order to receive the Annual Report 2018 and the Letter to Shareholders dated 2 April 2019 before the Annual General Meeting. All previous requests for printed versions of the Annual Report will be disregarded.

By completing, signing and returning the request form to us, you agree and acknowledge that we and/or our service provider may collect, use and disclose your personal data, as contained in your submitted request form or which is otherwise collected from you (or your authorised representative(s)), for the purpose of processing and effecting your request.

Yours faithfully
For and on behalf of
TIH Limited
Tham Shook Han (Ms)
Company Secretary

Request Form

To: TIH Limited

Please send me a printed copy of the Annual Report 2018 and Letter to Shareholders dated 2 April 2019.

Name of shareholder: _____

NRIC/passport number: _____

Company registration number: _____ (If applicable)

Mailing address: _____

Signature: _____ Date: _____

Note: This request is valid for the Annual Report 2018 and the Letter to Shareholders dated 2 April 2019 in relation to the proposed renewal of the Shareholders' Mandate for Interested Person Transactions only.

Unique Entity Number: 199400941K
137 Telok Ayer Street #03-07, Singapore 068602
Tel: (65) 6224 1211 Fax: (65) 6225 5538

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TIH LIMITED
137 Telok Ayer Street #03-07
Singapore 068602

Request for 2018 Annual Report and Letter to Shareholders dated 2 April 2019

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TIH LIMITED

(Incorporated in the Republic of Singapore)
(Unique Entity No: 199400941K)

NOTICE OF TWENTY-FIFTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Fifth Annual General Meeting of TIH Limited (the "**Company**") will be held at Concorde 2, 3rd Level Concorde Hotel Singapore, 100 Orchard Road, Singapore 238840 on the 24th day of April 2019 at 10.00 a.m. for the following businesses:

ORDINARY BUSINESS

1. To receive and adopt the Directors' Report and the Audited Accounts for the financial year ended 31 December 2018, together with the Auditors' Report thereon. **(Resolution 1)**

2. To declare a final tax-exempt one-tier ordinary dividend of S$0.01 per share for the financial year ended 31 December 2018. **(Resolution 2)**

3. To re-elect the following Directors, who are retiring by rotation pursuant to Article 107 of the Company's Constitution and who, being eligible, offer themselves for re-election:

   (i) Mr Kin Chan **(Resolution 3)**
   (ii) Mr Vince Feng **(Resolution 4)**
   (iii) Ms Li Yick Yee Angie **(Resolution 5)**

   [See Explanatory Notes]

4. To re-elect the following Directors, who are retiring pursuant to Article 111 of the Company's Constitution and who, being eligible, offer themselves for re-election:

   (i) Mr Alex Shiu Leung Au **(Resolution 6)**
   (ii) Mr Sin Boon Ann **(Resolution 7)**
   (iii) Mr Tan Chade Phang (Roger) **(Resolution 8)**

   [See Explanatory Notes]

5. To approve the sum of S$357,025 as Directors' fees for the financial year ended 31 December 2018. **(Resolution 9)**

6. To re-appoint Messrs KPMG LLP as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 10)**

SPECIAL BUSINESS

To consider and if thought fit, to pass, with or without any modifications, the following resolutions as Ordinary Resolutions:

7. Authority to allot and issue Shares under the TIH Limited Scrip Dividend Scheme **(Resolution 11)**

   "That, pursuant to Section 161 of the Companies Act, Cap. 50 ("**Companies Act**"), authority be and is hereby given to the Directors of the Company ("**Directors**") to allot and issue from time to time such number of shares in the capital of the Company ("**Shares**") as may be required to be allotted and issued pursuant to the TIH Limited Scrip Dividend Scheme."

   [See Explanatory Notes]

8. Authority to allot and issue Shares **(Resolution 12)**

"That, pursuant to Section 161 of the Companies Act and Rule 806 of the Listing Manual of the SGX-ST, authority be and is hereby given to the Directors to:

(a) (i) issue Shares in the capital of the Company whether by way of rights, bonus or otherwise; and/or

(ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

(b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force,

provided that :

(1) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50 per cent of the total number of issued Shares excluding treasury shares (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a pro rata basis to shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20 per cent of the total number of issued Shares excluding treasury shares (as calculated in accordance with sub-paragraph (2) below);

(2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares excluding treasury shares that may be issued under sub-paragraph (1) above, the total number of issued Shares excluding treasury shares shall be based on the total number of issued Shares excluding treasury shares at the time this Resolution is passed after adjusting for:

(i) new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this Resolution is passed; and

(ii) any subsequent bonus issue, consolidation or subdivision of Shares;

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and

(4) (unless revoked or varied by the Company in a general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier."

[See Explanatory Notes]

9. The Proposed Renewal of the Interested Person Transactions Mandate **(Resolution 13)**

"That:

(a) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual ("**Chapter 9**"), for the Company, its subsidiaries and its associated companies which are entities at risk as defined under Chapter 9, to enter into any of the transactions falling within the types of interested person transactions described in the Appendix to the Company's letter to shareholders dated 2 April 2019 (the "**Appendix**"), with any person who falls within the classes of interested persons described in the Appendix, provided that such transactions are made on normal commercial terms and are not prejudicial to the interests of the Company and its minority shareholders and are in accordance with the review procedures for interested person transactions as set out in the Appendix (the "**IPT Mandate**");

(b) the IPT Mandate shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company;

(c) the Audit Committee of the Company be and is hereby authorised to take such action as it deems proper in respect of such procedures and/or to modify or implement such procedures as may be necessary to take into consideration any amendment to Chapter 9 which may be prescribed by the SGX-ST from time to time; and

(d) the Independent Directors for the purpose of the IPT Mandate be and are authorised to complete and do all such acts and things (including, without limitation, executing all such documents as may be required) as they may consider expedient or necessary in the interests of the Company to give effect to the IPT Mandate and/or this Resolution."

[See Explanatory Notes]

10. To transact any other business that may be transacted at an annual general meeting.

BY ORDER OF THE BOARD

Tham Shook Han
Company Secretary
2 April 2019

Explanatory Notes:

(Resolution 3) Mr Kin Chan, will upon re-election as a Director of the Company, remain as a deemed executive Director of the Company, the Chairman of the Board as well as a member of the Nominating Committee. He will also remain as a member of the Board Investment Committee.

Key information on Mr Chan can be found on pages 95, 99 to 100 and 113 to 115 of the Annual Report 2018. Mr Chan is a director of ASM Asia Recovery (Master) Fund ("ASM"), a deemed substantial shareholder of TIH. ASM is (approximately) 90% owned by ASM Asia Recovery Fund and managed by Argyle Street Management Limited. Mr Chan is also a non-executive director of OUE Limited (listed on the SGX-ST) since 17 March 2010 and CITIC Resources Holdings Limited (listed on Hong Kong Stock Exchange) since 10 March 2017.

(Resolution 4) Mr Vince Feng, will upon re-election as a Director of the Company, remain as an independent Director of the Company, the Chairman of the Remuneration Committee as well as a member of the Audit Committee. He will also remain as a member of the Board Investment Committee.

Key information on Mr Feng can be found on pages 96, 100 to 101 and 113 to 115 of the Annual Report 2018. Mr Feng does not have (i) any relationships including family relationships with any of the Directors of the Company, the Company or its 10% shareholders. He is also an independent non-executive director of Pacific Century Premium Developments Limited, which is listed on Hong Kong Stock Exchange, since 16 March 2018.

(Resolution 5) Ms Li Yick Yee Angie, will upon re-election as a Director of the Company, remain as a non-executive Director of the Company and she will also continue to be a member of the Remuneration Committee as well as the Board Investment Committee.

Key information on Ms Li can be found on pages 97, 102 to 103 and 113 to 115 of the Annual Report 2018. Ms Li is a director of ASM Asia Recovery (Master) Fund ("ASM"), a deemed substantial shareholder of TIH. ASM is (approximately) 90% owned by ASM Asia Recovery Fund and managed by Argyle Street Management Limited. Ms Li does not have any directorships in other listed companies.

(Resolution 6) Mr Alex Shiu Leung Au, will upon re-election as a Director of the Company, remain as a non-executive Director of the Company and he will also continue to be a member of the Audit Committee as well as the Board Investment Committee.

Key information on Mr Au can be found on pages 97, 103 to 106 and 113 to 115 of the Annual Report 2018. Since July 2011, Mr Au is the Chief Financial Officer of Lippo Limited, Lippo China Resources Limited and Hongkong Chinese Limited, all public listed companies in Hong Kong. Lippo Limited and Lippo China Resources Limited are deemed substantial shareholders of TIH. Mr Au does not have any directorships in other listed companies.

(Resolution 7) Mr Sin Boon Ann, will upon re-election as a Director of the Company, remain as an independent Director of the Company, the Chairman of the Risk Management Committee as well as a member of the Remuneration Committee.

Key information on Mr Sin can be found on pages 98, 107 to 109 and 113 to 115 of the Annual Report 2018. Mr Sin does not have (i) any relationships including family relationships with any of the Directors of the Company, the Company or its 10% shareholders. Mr Sin is also the lead independent director of several SGX-ST listed companies namely OUE Limited since 25 May 2009, Rex International Holding Limited since 26 June 2013 and HRnetGroup Limited since 16 May 2017 and an independent director of Datapulse Technology Limited since 10 September 2018 and CSE Global Limited (listed on the SGX-ST) since 13 May 2002.

(Resolution 8) Mr Tan Chade Phang (Roger), will upon re-election as a Director of the Company, remain as an independent Director of the Company.

Key information on Mr Tan can be found on pages 98 and 110 to 115 of the Annual Report 2018. Mr Tan does not have (i) any relationships including family relationships with any of the Directors of the Company, the Company or its 10% shareholders. Mr Tan is also the lead independent director of OUE Lippo Healthcare Ltd (listed on the SGX-ST) since January 2017 and Starland Holdings Limited (listed on the SGX-ST) since February 2016.

(Resolution 11) The TIH Limited Scrip Dividend Scheme ("Scrip Dividend Scheme") was approved by shareholders of the Company ("Shareholders") at the extraordinary general meeting of the Company held on 26 April 2007. The proposed Resolution 11, if passed, will empower the Directors to allot and issue Shares in the Company pursuant to the Scrip Dividend Scheme to eligible Shareholders who, in respect of a qualifying dividend, have elected to receive scrip in lieu of the cash amount of that qualifying dividend.

(Resolution 12) The Ordinary Resolution 12, if passed, will empower the Directors from the date of this Meeting until the date of the next Annual General Meeting, or the date by which the next Annual General Meeting is required by law to be held or when varied or revoked by the Company in general meeting, whichever is the earlier, to allot and issue Shares and convertible securities in the Company. The number of Shares and convertible securities that the Directors may allot and issue under this Resolution would not exceed fifty per centum (50%) of the issued Shares in the Company at the time of the passing of this Resolution. For issue of Shares and convertible securities other than on a pro rata basis to all shareholders, the aggregate number of Shares and convertible securities to be issued shall not exceed twenty per centum (20%) of the issued Shares in the Company at the time of the passing of this Resolution.

For the purpose of this Resolution, the percentage of issued Shares is based on the Company's issued Shares at the time this proposed Ordinary Resolution is passed after adjusting for new Shares arising from the conversion or exercise of convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time when this proposed Ordinary Resolution is passed and any subsequent bonus issue or consolidation or subdivision of Shares.

(Resolution 13) The Ordinary Resolution 13, if passed, will renew the IPT Mandate to enable the Company, its subsidiaries and associated companies which are entities at risk as defined under Chapter 9, or any of them, to enter into any of the transactions falling within the types of interested person transactions described in the Appendix to the Company's letter to shareholders dated 2 April 2019. The authority under the renewed IPT Mandate will, unless revoked or varied by the Company in general meeting, expire at the conclusion of the next Annual General Meeting of the Company, or the date by which the next Annual General Meeting is required by law to be held, whichever is the earlier.

Notes:

1. (a) A member of the Company entitled to attend and vote at this meeting is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead. Where such member's instrument of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument of proxy. If no such proportion or number is specified, the first named proxy may be treated as representing 100 per cent of the shareholding and any second named proxy as an alternate to the first named.

   (b) Where a member of the Company is a relevant intermediary as defined in Section 181 of the Companies Act, the member is entitled to appoint more than two proxies to exercise all or any of his rights to attend and to speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by him (which number and class of Shares shall be specified).

   (c) A proxy need not be a member of the Company.

2. The instrument of proxy shall be under the hand of the Member, or by its attorney duly authorized in writing, or if the Member is a corporation, under seal or under the hand of its attorney duly authorized in writing. The power of attorney or other authority, if any, under which the instrument of proxy is signed on behalf of the Member or duly certified copy of that power of attorney or other authority (failing previous registration with the Company), shall be attached to the instrument of proxy.

3. A body corporate which is a member may also appoint by resolution of its directors or other governing body, such person as it thinks fit to act as its authorized representative in accordance with its constitution and Section 179 of the Companies Act, Chapter 50 of Singapore.

4. The instrument appointing a proxy or proxies, (together with the power of attorney (if any) under which it is signed or a certified copy thereof), must be deposited at the registered office of the Company at 137 Telok Ayer Street #03-07 Singapore 068602 **not less than 72 hours** before the time appointed for holding the meeting.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) (warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or its service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or its service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

TIH LIMITED

(Incorporated in the Republic of Singapore)
(Unique Entity Number: 199400941K)

IMPORTANT

1. For investors who have used their CPF/SRS money to buy shares in the capital of TIH Limited, this Report is forwarded to them at the request of their CPF/SRS Approved Nominees and is sent solely FOR INFORMATION ONLY.
2. This Proxy Form is not valid for use by CPF/SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. Relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 may appoint more than two proxies to attend, speak and vote at the Annual General Meeting.
4. By submitting an instrument appointing a proxy(ies) and or representative(s), a member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting.

PROXY FORM

*I/We _____ NRIC/Passport/Unique Entity No. _____

of _____

(*Address*)

being a member/members of **TIH Limited** (the "**Company**") hereby appoint(s):

Name	Address	NRIC/Passport No.	Proportion of Shareholding (%)

and/or (delete as appropriate)

Name	Address	NRIC/Passport No.	Proportion of Shareholding (%)

or failing which, the Chairman of the annual general meeting, as *my/our proxy/proxies to vote for *me/us on *my/our behalf and, if necessary, to demand a poll at the Twenty-Fifth Annual General Meeting of the Company to be held at Concorde 2, 3rd Level Concorde Hotel Singapore, 100 Orchard Road, Singapore 238840 on the 24th day of April 2019 at 10.00 a.m. and at any adjournment thereof.

(Please indicate with an **"X"** in the spaces provided whether you wish your vote(s) to be cast for or against the resolutions as set out in the Notice of Twenty-Fifth Annual General Meeting. In the absence of specific directions, the *proxy/proxies will vote or abstain as *he/she/they may in his/her/their discretion think(s) fit, on any matter arising at the Twenty-Fifth Annual General Meeting.)

No.	Resolutions	For	Against
1.	To receive and adopt the Directors' Report and the Audited Accounts for the financial year ended 31 December 2018, together with the Auditors' Report thereon.		
2.	To declare a final tax-exempt one-tier ordinary dividend of S$0.01 per share for the financial year ended 31 December 2018.		
3.	To re-elect Mr Kin Chan as Director under Article 107.		
4.	To re-elect Mr Vince Feng as Director under Article 107.		
5.	To re-elect Ms Li Yick Yee Angie as Director under Article 107.		
6.	To re-elect Mr Alex Shiu Leung Au as Director under Article 111.		
7.	To re-elect Mr Sin Boon Ann as Director under Article 111.		
8.	To re-elect Mr Tan Chade Phang (Roger) as Director under Article 111.		
9.	To approve Directors' fees of S$357,025.		
10.	To re-appoint Messrs KPMG LLP as Auditors of the Company and to authorise the Directors to fix their remuneration.		
11.	To authorise Directors to allot and issue Shares under the TIH Limited Scrip Dividend Scheme.		
12.	To authorise Directors to allot and issue Shares pursuant to Section 161 of the Companies Act, Cap. 50.		
13.	Renewal of the Interested Person Transactions Mandate		

Dated this _____ day of _____ 2019.

Total Number of Shares Held

_____

Signature(s) of member(s)/Common Seal
of Corporate Shareholder

*** Delete Accordingly**

Notes :-

IMPORTANT

1. (a) A member of the Company entitled to attend and vote at this meeting is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead. Where such member's instrument of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument of proxy. If no such proportion or number is specified, the first named proxy may be treated as representing 100 per cent of the shareholding and any second named proxy as an alternate to the first named.

   (b) Where a member of the Company is a relevant intermediary as defined in Section 181 of the Companies Act, the member is entitled to appoint more than two proxies to exercise all or any of his rights to attend and to speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by him (which number and class of shares shall be specified).

   (c) A proxy need not be a member of the Company.

2. The instrument of proxy shall be under the hand of the Member, or by its attorney duly authorized in writing, or if the Member is a corporation, under seal or under the hand of its attorney duly authorized in writing. The power of attorney or other authority, if any, under which the instrument of proxy is signed on behalf of the Member or duly certified copy of that power of attorney or other authority (failing previous registration with the Company) shall be attached to the instrument of proxy.

3. A body corporate which is a member may also appoint by resolution of its directors or other governing body, such person as it thinks fit to act as its authorised representative in accordance with its constitution and Section 179 of the Companies Act, Chapter 50 of Singapore.

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TIH LIMITED

137 Telok Ayer Street #03-07
Singapore 068602

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4. This instrument appointing a proxy or proxies, together with the power of attorney (if any) under which it is signed or a certified copy thereof, must be deposited at the registered office of the Company at 137 Telok Ayer Street, #03-07, Singapore 068602, **not less than 72 hours** before the time fixed for holding the Annual General Meeting.

5. Please insert the total number of Shares held by you. If you have Shares entered against your name on the Depository Register (as defined in the Securities and Futures Act, Chapter 289 of Singapore), you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this instrument of proxy will be deemed to relate to all the Shares held by you.

6. The Company shall be entitled to reject this instrument of proxy if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in this instrument of proxy. In addition, in the case of members whose Shares are deposited with The Central Depository (Pte) Limited ("CDP"), the Company may reject any instrument of proxy lodged if such member is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for the holding of the Annual General Meeting as certified by CDP to the Company.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) (warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or its service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or its service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

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