

KENCANA AGRI LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 200717793E)

PROXY FORM**EXTRAORDINARY GENERAL MEETING****IMPORTANT:**

1. The Extraordinary General Meeting (the "EGM") is being convened and will be held by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. The Notice of Meeting has been published on 6 April 2022 on the SGX website at <https://www.sgx.com/securities/company-announcements> and the Company's website at <http://www.kencanaagri.com>.
2. Alternative arrangements relating to, among others, attendance at the EGM by way of electronic means via live audio-visual webcast or live audio-only stream (collectively "Live Webcast"), submission of questions in advance of the EGM, addressing of substantial and relevant questions prior to, or at the EGM, and/or at the Company's virtual information session (where applicable) and/or voting by appointing the Chairman of the EGM as proxy at the EGM, are set out in the accompanying section entitled "Important Notice to Shareholders" of the Notice of EGM. For the avoidance of doubt, the aforesaid section is circulated together with and forms part of the Notice of EGM in respect of the EGM.
3. In view of the measures in place due to the COVID-19 pandemic, Shareholders (including relevant intermediaries) will not be able to attend the EGM in person. If a Shareholder (whether individual or corporate) wishes to exercise voting rights at the EGM, such Shareholder must appoint the Chairman of the EGM as proxy to attend, speak and vote on his/her/its behalf at the EGM.
4. For investors who have used CPF monies ("CPF Investors") and/or SRS monies ("SRS Investors") to buy the Company's shares, this Proxy Form is not valid for use and shall be ineffective for all intents and purposes.
5. CPF and/or SRS Investors who wish to vote should contact their CPF and/or SRS Approved Nominees to submit voting instructions by 2.30 p.m. on 19 April 2022.
6. By submitting this Proxy Form, the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM.
7. Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the EGM as a member's proxy to attend, speak and vote on his/her/its behalf at the Meeting.

*I/We _____

NRIC/Passport No./ Registration No. _____

of _____ (Address)

being a member(s) of Kencana Agri Limited (the "Company"), hereby appoint the Chairman of the Extraordinary General Meeting as *my/our proxy to attend, speak and to vote for *me/us on *my/our behalf at the Extraordinary General Meeting of the Company ("EGM") to be held by way of electronic means on 29 April 2022 at 2.30 p.m., or immediately after the conclusion of the Annual General Meeting to be held at 2.00 p.m. on the same day and at any adjournment thereof.

*I/We direct the Chairman of the EGM, being *my/our proxy, to vote for or against, or abstain from voting on the following resolutions to be proposed at the EGM as indicated hereunder.

Please note that in the absence of specific directions in respect of a resolution, the appointment of the Chairman of the EGM as your proxy for that resolution will be treated as invalid.

No.	Resolutions	For**	Against**	Abstain**
1	The Proposed Renewal of the 2021 IPT Mandate			
2	The Proposed Adoption of a New Constitution			

Notes:

* Please delete accordingly

** Voting will be conducted by poll. If you wish the Chairman of the EGM as your proxy to exercise all your votes "For" or "Against" the relevant resolution, please mark an "X" in the relevant box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the relevant box provided in respect of that resolution. If you mark an "X" in the abstain box for a particular resolution, you are directing your proxy, who is the Chairman of the EGM, not to vote on that resolution.

Dated this _____ day of _____ 2022

Total number of Shares held

Signature(s) of member(s) or common seal
IMPORTANT: PLEASE READ NOTES OVERLEAF

Notes:

1. Please insert the total number of shares in the capital of the Company ("**Shares**") held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 (Singapore)), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares. If no number is inserted, this Proxy Form will be deemed to relate to all the Shares held by you.
2. **In view of the measures in place due to the COVID-19 pandemic, Shareholders (including relevant intermediaries) will not be able to attend the EGM in person. If a Shareholder (whether individual or corporate) wishes to exercise voting rights at the EGM, such Shareholder must appoint the Chairman of the EGM as proxy to attend, speak and vote on his/her/its behalf at the EGM. This Proxy Form is available on the SGX website.**
3. Shareholders (whether individual or corporate) appointing the Chairman of the EGM as proxy must give specific instructions as to the manner of voting, or abstentions from voting, in this Proxy Form, failing which the appointment will be treated as invalid.
4. Any Shareholder who is a relevant intermediary is entitled to appoint the Chairman of the EGM to attend, speak and vote (whether to vote in favour of, or against, or to abstain from voting). A relevant intermediary is:
 - i. a banking corporation licensed under the Banking Act 1970 (Singapore) or its wholly-owned subsidiary that provides nominee services and holds shares in that capacity;
 - ii. a capital market services license holder that provides custodial services for securities under the Securities and Futures Act 2001 (Singapore) and holds securities in that capacity; or
 - iii. the Central Provident Fund ("**CPF**") Board established by the Central Provident Fund Act 1953 (Singapore), in respect of shares purchased on behalf of CPF Investors.
5. This Proxy Form, together with the power of attorney or other authority under which it is signed (if applicable) or a notarial certified copy thereof, must:
 - (1) if submitted by post, be lodged at the office of the Share Registrar of the Company, at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632 (opening hours: 9.00 a.m. to 5.30 p.m., Mondays to Fridays (excluding public holidays)); or
 - (2) if submitted by email, be sent to AGM.TeamE@boardroomlimited.com,in either case, not less than 48 hours before the time appointed for holding the EGM and any adjournment thereof.

A Shareholder who wishes to submit an instrument of proxy must download the Proxy Form, which is available on the SGX website at the following URL <https://www.sgx.com/securities/company-announcements>, complete and sign the Proxy Form, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above. In view of the current COVID-19 measures which may make it difficult for Shareholders to submit completed proxy forms by post, Shareholders are strongly encouraged to submit completed Proxy Forms electronically via email.
6. The instrument appointing the Chairman of the EGM as proxy must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing the Chairman of the EGM as proxy is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or duly authorised officer, failing which the instrument of proxy may be treated as invalid.
7. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the EGM, in accordance with Section 179 of the Companies Act.
8. The Company shall be entitled to reject the instrument appointing the Chairman of the EGM as proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the Chairman of the EGM as proxy (such as in the case where the appointor submits more than one instrument of proxy).