



**GOLDEN AGRI-RESOURCES LTD**  
(Incorporated in the Republic of Mauritius)

**ANNUAL MEETING  
PROXY FORM**

**IMPORTANT:**

1. Relevant intermediaries as defined in Section 181 of the Companies Act 1967 of Singapore may appoint more than two proxies to vote at the Annual Meeting.
2. For CPF/SRS investors who have shares in Golden Agri-Resources Ltd, this form of proxy is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF/SRS should contact their respective CPF Agent Bank / SRS Operators if they have any queries regarding their appointment as proxies.

I/We, \_\_\_\_\_ (Name)

\_\_\_\_\_ (NRIC/Passport/Company Registration Number)

of \_\_\_\_\_ (Address)

being a member/members of Golden Agri-Resources Ltd (the “Company”), hereby appoint:

| Name | Email Address <sup>^</sup> | NRIC /<br>Passport Number | Proportion of<br>Shareholdings |   |
|------|----------------------------|---------------------------|--------------------------------|---|
|      |                            |                           | No. of Shares                  | % |
|      |                            |                           |                                |   |

and/or (delete as appropriate)

|  |  |  |  |  |
|--|--|--|--|--|
|  |  |  |  |  |
|--|--|--|--|--|

or failing him/her/them, the Chairman of the Annual Meeting of the Company (the “Annual Meeting” or “AM”) as my/our proxy/proxies to vote for me/us on my/our behalf at the AM to be held by electronic means on **Monday, 24 April 2023 at 2.00 p.m.** (Singapore time) and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against or abstain from voting in respect of the resolutions as set out in the Notice of AM as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies may vote or abstain from voting at his/her/their discretion, as he/she/they may on any other matter arising at the AM.

**Note: The Chairman of the AM will be exercising his right under Article 60(a) of the Constitution of the Company to demand a poll in respect of each of the resolutions to be put to the vote of members at the AM and at any adjournment thereof. Accordingly, each resolution at the AM will be voted on by way of poll.**

| No.                      | Resolutions   | *No. of votes<br>“For” | *No. of votes<br>“Against” | *No. of votes<br>“Abstain” |
|--------------------------|---|------------------------|----------------------------|----------------------------|
| <b>ORDINARY BUSINESS</b> |   |                        |                            |                            |
| 1                        | Adoption of Reports and Audited Financial Statements            |                        |                            |                            |
| 2                        | Declaration of Final Dividend                                   |                        |                            |                            |
| 3                        | Approval of Directors’ Fees for the year ended 31 December 2022 |                        |                            |                            |
| 4                        | Re-appointment of Mr. Christian GH Gautier De Charnacé          |                        |                            |                            |
| 5                        | Re-appointment of Mr. Khemraj Sharma Sewraz                     |                        |                            |                            |
| 6                        | Re-appointment of Mr. Willy Shee Ping Yah @ Shee Ping Yan       |                        |                            |                            |
| 7                        | Re-appointment of Auditors                                      |                        |                            |                            |
| <b>SPECIAL BUSINESS</b>  |   |                        |                            |                            |
| 8                        | Renewal of Share Issue Mandate                                  |                        |                            |                            |
| 9                        | Renewal of Share Purchase Mandate                               |                        |                            |                            |
| 10                       | Renewal of Interested Person Transactions Mandate               |                        |                            |                            |

<sup>^</sup> Compulsory for registration purposes. Only email address provided in the submitted proxy form will receive an email which will contain instructions to access the AM.

\* If you wish to exercise all your votes “For” or “Against” or “Abstain” in respect of the relevant resolution, please indicate “X” within the relevant box provided. Alternatively, please indicate the number of votes as appropriate. If you mark the “Abstain” box for a particular resolution, you are directing your proxy not to vote on that resolution.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023.

| Total Number of Shares held in: |  |
|---------------------------------|--|
| (a) CDP Register                |  |
| (b) Register of Members         |  |

\_\_\_\_\_  
Signature(s) and/or Common Seal of Member(s)

**IMPORTANT: PLEASE READ NOTES ON THE REVERSE**

1<sup>st</sup> fold here

Fold along this line. Glue and seal firmly.

## ANNUAL MEETING PROXY FORM

Affix  
Stamp  
Here

**The Company Secretary**  
**GOLDEN AGRI-RESOURCES LTD**  
c/o 108 Pasir Panjang Road  
#06-00 Golden Agri Plaza  
Singapore 118535

2<sup>nd</sup> fold here

- The Annual Meeting will be held by way of electronic means. A member will not be able to attend the Annual Meeting in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the Annual Meeting, he/she/it may:
  - (where the member is an individual) vote "live" via electronic means at the Annual Meeting, or (where the member is an individual or corporate) appoint a proxy(ies) (other than the Chairman of the Annual Meeting) to vote "live" via electronic means at the Annual Meeting on his/her/its behalf; or
  - (where the member is an individual or a corporate) appoint the Chairman of the Annual Meeting as his/her/its proxy to vote on his/her/its behalf at the Annual Meeting.
- Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in the Constitution of the Company), you should insert that number. If you have shares registered in your name in the Register of Members of the Company, you should insert that number. 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. If no number is inserted, the proxy form will be deemed to relate to all the shares held by you.
- A member who is not a relevant intermediary is entitled to appoint not more than two proxies to vote at the Annual Meeting. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form.
  - A member who is a relevant intermediary is entitled to appoint more than two proxies to vote at the Annual Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

"relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.
- The instrument appointing a proxy or proxies must:
  - if sent personally or by post, be deposited at correspondence address of the Company at 108 Pasir Panjang Road #06-00, Golden Agri Plaza, Singapore 118535; or
  - if submitted by email, be received by the Company at [investor@goldenagri.com.sg](mailto:investor@goldenagri.com.sg)in either case, by **2.00 p.m. on Friday, 21 April 2023** being not less than seventy-two (72) hours before the time appointed for holding the Annual Meeting (or at any adjournment thereof) and in default the proxy form shall not be treated as valid.

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- Completion and return of this proxy form shall not preclude a member from attending and voting at the Annual Meeting. A member who accesses the "live" webcast of the Annual Meeting proceedings may revoke the appointment of a proxy(ies) at any time before voting commences and in such an event, the Company reserves the right to terminate the proxy(ies)' access to the Annual Meeting.
- Where a member appoints more than one proxy, the appointments shall be invalid unless he specifies the proportion of his holding to be represented by each proxy.
- The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed under its common seal or under the hand of its officer or attorney duly authorised.
- Where the instrument appointing a proxy is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
- 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 Annual Meeting.
- The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument of proxy. In addition, in the case of shares entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 72 hours before the time fixed for holding the Annual Meeting, as certified by The Central Depository (Pte) Limited to the Company.

### Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual Meeting dated 3 April 2023.

4<sup>th</sup> fold and glue all sides firmly. Stapling & spot sealing is disallowed.

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