

# KENCANA AGRI LIMITED

# PROXY FORM

Registration No. 200717793E  
(Incorporated in Singapore)

## IMPORTANT

- The Annual General Meeting (the "AGM") 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>.
- Alternative arrangements relating to, among others, attendance at the AGM 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 AGM, addressing of substantial and relevant questions at the Company's virtual information session and/or the AGM and/or voting by appointing the Chairman of the AGM as proxy at the AGM, are set out in the accompanying section entitled "Important Notice to Shareholders" of the Notice of AGM. For the avoidance of doubt, the aforesaid section is circulated together with and forms part of the Notice of AGM in respect of the AGM.
- In view of the measures in place due to the COVID-19 pandemic, Shareholders (including relevant intermediaries) will not be able to attend the AGM in person. If a Shareholder (whether individual or corporate) wishes to exercise voting rights at the AGM, such Shareholder must appoint the Chairman of the AGM as proxy to attend, speak and vote on his/her/its behalf at the AGM.
- 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.
- 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.
- By submitting this Proxy Form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM.
- Please read the notes overleaf which contain instructions on, inter alia, the appointment of the Chairman of the AGM 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

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

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

**In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the AGM as your proxy for that resolution will be treated as invalid.**

No.	Resolutions	For**	Against**	Abstain**
1	Directors' Statement and Audited Accounts for the year ended 31 December 2021			
2	Re-election of Ms Ratna Maknawi as Director			
3	Re-election of Mr Darwin Indigo as Director			
4	Approval of Directors' fees for the year ended 31 December 2021			
5	Re-appointment of RSM Chio Lim LLP as Auditors			
6	Proposed Share Issue Mandate			

## Notes:

\* Delete accordingly

\*\* Voting will be conducted by poll. If you wish the Chairman of the AGM 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 AGM, 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), 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 instrument of proxy will be deemed to relate to all the Shares held by you.
2. **Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the Meeting in person. A member (whether individual or corporate) may appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting if such member wishes to exercise his/her/its voting rights at the Meeting.** This proxy form is available on the SGX website.

Where a member (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.

3. Any member who is a relevant intermediary is entitled to appoint the Chairman of the Meeting to attend, speak and vote (whether to vote in favour of, or against, or to abstain from voting). Relevant intermediary is either:
  - (i) a banking corporation licensed under the Banking Act 1970 (Singapore) or its wholly-owned subsidiary which provides nominee services and holds shares in that capacity;
  - (ii) a capital market services license holder which provides custodial services for securities under the Securities and Futures Act 2001 (Singapore) and holds 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.
4. 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:
  - (a) if by post, to the Share Registrar of the Company, at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632 (Opening Hours is 9am to 5.30pm, Mondays to Fridays (excluding Public Holidays); or
  - (b) if sent by email to AGM.TeamE@boardroomlimited.com.

in either case, not less than 48 hours before the time for holding the AGM and at 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.

5. The instrument appointing the Chairman of the AGM as proxy must be under the hand of the appointor or his/her attorney duly authorised in writing. Where the instrument appointing the Chairman of the AGM as proxy is executed by a corporation, it must be executed under its common seal or signed on its behalf by an attorney duly authorised in writing or by an authorised officer of the corporation, failing which the instrument of proxy may be treated as invalid.
6. A corporation which is a member may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its representative at the AGM, in accordance with Section 179 of the Companies Act.
7. The Company shall be entitled to reject the instrument appointing the Chairman of the AGM 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 AGM as proxy (such as in the case where the appointor submits more than one instrument of proxy).”

## Personal Data Privacy:

By submitting an instrument appointing the Chairman of the AGM as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 6 April 2022.