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agribusiness and food

GOLDEN AGRI-RESOURCES LTD

(Incorporated in the Republic of Mauritius)
(Company No. 17099/2833)

**ANNUAL MEETING
PROXY FORM**

I/We, _____ (Name)

_____ (NRIC/Passport/Company Registration Number)

of _____ (Address)

being a member/members of Golden Agri-Resources Ltd (the “Company”) hereby appoint the Chairman of the Meeting (“Chairman”) as my/our proxy/proxies to vote for me/us on my/our behalf at the annual meeting of the Company (the “Annual Meeting”) to be held by electronic means on **Wednesday, 28 April 2021 at 2.00 p.m.** (Singapore time), and at any adjournment thereof in the following manner as specified below.

NOTE: Voting on all resolutions will be conducted by poll. If you wish to exercise 100% of your votes “For” or “Against” a resolution, please indicate with an “X” in the corresponding box against the resolution. If you wish to “Abstain” from voting on a resolution, please indicate with an “X” in the corresponding box against that resolution. If you wish to split your votes, please indicate the number of votes “For” and/or “Against” and/or “Abstain” in the corresponding box against that resolution. In the absence of specific directions, the appointment of the Chairman as your proxy will be treated as invalid.

(Please indicate your vote “For” or “Against” or “Abstain” with an “X” within the box provided.)

No.	Resolutions	For	Against	Abstain
	ORDINARY BUSINESS			
1	Adoption of Audited Financial Statements for the year ended 31 December 2020 together with the Directors’ and Auditors’ Reports thereon			
2	Declaration of Final Dividend for the year ended 31 December 2020			
3	Approval of Directors’ Fees for the year ended 31 December 2020			
4	Re-appointment of Mr. Foo Meng Kee			
5	Re-appointment of Mr. Christian GH Gautier De Charnacé			
6	Re-appointment of Mr. Khemraj Sharma Sewraz			
7	Re-appointment of Mr. Muktar Widjaja			
8	Re-appointment of Auditors			
	SPECIAL BUSINESS			
9	Renewal of Share Issue Mandate			
10	Renewal of Share Purchase Mandate			
11	Renewal of Interested Person Transactions Mandate			

Dated this _____ day of _____ 2021.

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

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Fold along this line. Glue and seal firmly.

ANNUAL MEETING PROXY FORM

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

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Notes:

1. 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, this proxy form will be deemed to relate to all the shares held by you.
2. Due to the current COVID-19 pandemic, to minimise physical interactions and COVID-19 transmission risks, a member of the Company will not be able to attend the Annual Meeting in person. A member of the Company (whether individual or corporate) must appoint the Chairman as his/her/its proxy to vote on his/her/its behalf at the Annual Meeting if such member wishes to exercise his/her/its voting rights at the Annual Meeting. In appointing the Chairman as proxy, a member of the Company (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of each of the resolutions in the proxy form, failing which the appointment of the Chairman as your proxy for that resolution will be treated as invalid.
3. This proxy form is not valid for use by investors holding shares in the Company through relevant intermediaries (as defined in Section 181 of the Companies Act, Chapter 50 of Singapore) ("**Investors**") (including investors holding through Central Provident Fund ("**CPF**") and Supplementary Retirement Scheme ("**SRS**") ("**CPF/SRS Investors**") and shall be ineffective for all intents and purposes if used or purported to be used by them. An Investor who wishes to vote should instead approach his/her relevant intermediary as soon as possible to specify his/her voting instructions. A CPF/SRS Investor who wishes to vote should approach his/her CPF Agent Bank or SRS Operator at least 7 working days before the date of the Annual Meeting to submit his/her vote.
4. This proxy form, duly completed and signed, must be submitted to the Company **not less than seventy-two (72) hours before the time appointed for the Annual Meeting** in the following manner:
 - (a) by depositing a physical copy at its correspondence address at c/o 108 Pasir Panjang Road, #06-00 Golden Agri Plaza, Singapore 118535; or
 - (b) if submitted electronically, by email to the Company at investor@goldenagri.com.sg

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In view of the current COVID-19 pandemic and the related safe distancing measures which may make it difficult for members of the Company to submit proxy forms by post or in person, members of the Company are strongly encouraged to submit completed proxy forms electronically via email.

5. The instrument appointing a proxy or proxies must be signed under the hand of the appointor or of his/her/its 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 in writing.
6. 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.
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 Annual Meeting.
8. 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/her 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 7 April 2021.

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