

# PROXY FORM

## GLOBAL PALM RESOURCES HOLDINGS LIMITED

(Company Registration No. 200921345M)  
(Incorporated in the Republic of Singapore)

### PROXY FORM

#### Extraordinary General Meeting

(Please see notes overleaf before completing this form)

#### IMPORTANT:

- Due to the current COVID-19 mandatory safe-distancing measures issued by the Singapore Ministry of Health, a member of the Company will not be able to attend the EGM in person. The extraordinary general meeting of the Company (the "EGM") is being convened, and will be held, by way of 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 (as amended on 29 September 2020) (the "Order").
- Pursuant to the Order, the Company will implement alternative arrangements relating to attendance at the EGM by electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or audio-only means), submission of questions to the Chairman of the EGM in advance of the EGM, addressing of substantial and relevant questions and voting by appointing the Chairman of the EGM as proxy at the EGM, as set out in the Notice of EGM dated 28 October 2020 and in the Company's announcement dated 28 October 2020 (the "Announcement"). The Announcement may be accessed at the Company's website at <http://www.gprholdings.com> and the SGX-ST's website at <https://www.sgx.com/securities/company-announcements>.
- A member (whether individual or corporate and including a relevant intermediary as defined in section 181 of the Companies Act (Chapter 50) of Singapore) must appoint the Chairman of the EGM as his/her/its proxy to vote on his/her/its behalf at the EGM if such member wishes to exercise his/her/its voting rights at the EGM. In appointing the Chairman of the EGM as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in this Proxy Form, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.
- For investors who have used their CPF monies ("CPF Investor") and/or SRS monies ("SRS Investor") to buy shares in the Company, this Circular is forwarded to them at the request of their CPF Agent Banks and/or SRS Operators (as the case may be) and is sent for their information only.
- CPF Investors or SRS Investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the EGM (i.e. by 1.00 p.m. on 3 November 2020) in order to allow sufficient time for their respective CPF Agent Banks or SRS Operators to in turn submit a Proxy Form to appoint the Chairman of the EGM to vote on their behalf by the deadline for submission of Proxy Form at 1.00 p.m. on 10 November 2020, being 48 hours before the EGM.
- This Proxy Form is not valid for use by such CPF Investors or SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
- 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 EGM dated 28 October 2020.

I/We\* \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC/Passport No.)  
of \_\_\_\_\_ (Address)

being a member/members\* of GLOBAL PALM RESOURCES HOLDINGS LIMITED (the "Company") hereby appoint the Chairman of the Extraordinary General Meeting of the Company ("EGM") as my/our\* proxy to attend and to vote for me/us\* on my/our\* behalf and, if necessary, to demand a poll, at the EGM of the Company to be held by way of electronic means on 12 November 2020 at 1.00 p.m. and at any adjournment thereof.

I/We\* direct my/our\* proxy/proxies\* to vote for/against\* the Ordinary Resolutions to be passed at the EGM as indicated below by way of a poll. If no specific direction as to voting is given, or in the event of any other matter arising at the EGM and at any adjournment thereof, the appointment of the Chairman of the EGM as my/our\* proxy will be treated as invalid.

Ordinary Resolutions	No. of votes for**	No. of votes against**
(A) Exercise of Call Option		
(B) Completion of Call Option Exercise and Assignment of Loans		
(C) Issue and Allotment of Consideration Shares		

\*\* If you wish to exercise all your votes "For" or "Against", please tick within the box provided. Alternatively, please indicate the number of votes as appropriate.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020

Total number of Shares held in:	No. of Shares
CDP Register	
Register of Members	

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

\*Delete accordingly

IMPORTANT: PLEASE READ NOTES OVERLEAF

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## NOTES:

1. Terms not defined herein have the meanings ascribed to them in the circular to the shareholders of the Company dated 28 October 2020.
2. 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 section 81SF of the Securities and Futures Act (Chapter 289) of 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 entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
3. Pursuant to COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (amended on 29 September 2020), the Company may provide for members to appoint the Chairman of the EGM as their proxy to vote at the EGM by submitting a Proxy Form to appoint the Chairman of the EGM to vote on his/her/its behalf.
4. Members will not be able to vote online on the resolutions to be tabled for approval at the EGM. If a member of the Company (whether individual or corporate) wishes to exercise his/her/its voting rights at the EGM, he/she/it must appoint the Chairman of the EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the EGM.
5. In appointing the Chairman of the EGM 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 a resolution in the form of proxy, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.
6. The Chairman of the EGM, as proxy, need not be a member of the Company. This Proxy Form may be accessed at the Company's website at <http://www.gprholdings.com>, and SGXNET at <https://www.sgx.com/securities/company-announcements>.
7. The instrument appointing the Chairman of the EGM as proxy should be completed, signed and submitted to the Company through any one of the following means:
  - (a) if submitted personally or by post, be lodged at the Company's registered office at 105 Cecil Street, #24-01 The Octagon, Singapore 069534; or
  - (b) if submitted electronically, be scanned and submitted via email to the Company at [gpr\\_egm@gprholdings.com](mailto:gpr_egm@gprholdings.com),in either case, no later than **forty-eight (48) hours before the time appointed for holding the EGM (i.e. by 1.00 p.m. on 10 November 2020)** and in default the instrument of proxy shall be treated as invalid.

**In view of the current COVID-19 situation and the related safe distancing measures, which may make it difficult for members of the Company to submit completed Proxy Forms by post, members of the Company are strongly encouraged to submit completed Proxy Forms electronically via email to the Company so as to reach the Company not less than forty-eight (48) hours before the time appointed for holding the EGM.**
8. The instrument appointing the Chairman of the EGM as proxy shall be in writing in any usual or common form (including the form approved from time to time by the CDP) or in any other form which the Directors may approve and: (i) in the case of an individual, shall be signed by the appointor or his attorney if the instrument of proxy appointing the Chairman of the EGM as proxy is delivered personally or sent by post, or authorised by that individual through such method and in such manner as may be approved by the Directors if the instrument is submitted by electronic communication; and (ii) in the case of a corporation, shall be either given under its common seal or signed on its behalf by an attorney or a duly authorised officer of the corporation if the instrument of proxy appointing the Chairman of the EGM as proxy is delivered personally or sent by post, or authorised by that corporation through such method and in such manner as may be approved by the Directors if the instrument of proxy appointing the Chairman of the EGM as proxy is submitted by electronic communication.
9. Where an instrument appointing the Chairman of the EGM as proxy is submitted by email, it must be authorised in the following manner:
  - (a) by way of the affixation of an electronic signature by the appointor or his duly authorised attorney or, as the case may be, an attorney or duly authorised officer of a corporation; or
  - (b) by way of the appointor or his duly authorised attorney or, as the case may be, an attorney or duly authorised officer of a corporation signing the instrument under hand and submitting a scanned copy of the signed instrument by email.
10. A corporation which is a member of the Company 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 (Chapter 50) of Singapore.
11. The Company shall be entitled to reject the instrument appointing a proxy or proxies 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 the instrument appointing the Chairman of the EGM as proxy.
12. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the EGM as proxy lodged 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 appointed for holding the EGM, as certified by the CDP to the Company.
13. CPF or SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the EGM (i.e. by 1.00 p.m. on 3 November 2020) in order to allow sufficient time for their respective CPF Agent Banks or SRS Operators to in turn submit a proxy form to appoint the Chairman of the EGM to vote on their behalf by the deadline for submission of the Proxy Form.
14. **Members should note that after the deadline for the submission of Proxy Forms (the deadline being 1.00 p.m. on 10 November 2020, i.e. forty-eight (48) hours before the time of the EGM) they will not be able to change their votes as indicated in the box provided in the Proxy Form above.**
15. 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 EGM.