



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

**ANNUAL MEETING
PROXY FORM**

IMPORTANT:

1. The Annual Meeting will be held in a wholly physical format. There will be no option for members to participate virtually. No food served at Annual Meeting.
2. Relevant intermediaries as defined in Section 181 of the Companies Act 1967 of Singapore may appoint more than two proxies to attend, speak and vote at the Annual Meeting.
3. 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 investors 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	Address	NRIC / Passport Number	Proportion of Shareholdings	
			No. of Shares	%

and/or (delete as appropriate)

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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 attend, speak and vote for me/us on my/our behalf at the AM to be held on **Tuesday, 23 April 2024 at 2.00 p.m.** (Singapore time) at Orchard Hotel Singapore, Orchard Ballroom 1&2, Level 3, 442 Orchard Road, Singapore 238879 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 “For”	*No. of votes “Against”	*No. of votes “Abstain”
ORDINARY BUSINESS				
1	Adoption of Reports and Audited Financial Statements			
2	Declaration of Final Dividend			
3	Approval of Directors’ Fees for the year ended 31 December 2023			
4	Re-appointment of Mr. Christian G H Gautier De Charnacé			
5	Re-appointment of Mr. Willy Shee Ping Yah			
6	Re-appointment of Mr. Muktar Widjaja			
7	Re-appointment of Auditors			
SPECIAL BUSINESS				
8	Renewal of Share Issue Mandate			
9	Renewal of Share Purchase Mandate			
10	Renewal of Interested Person Transactions Mandate			

* 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 _____ 2024.

Total Number of Shares held in:	
(a) Depository 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:

- 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 attend, speak and 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. If no proportion of shareholdings is specified, the proxy whose name appears first shall be deemed to carry 100 percent of the shareholdings of his/her/its appointor and the proxy whose name appears second shall be deemed to be nominated in the alternate.
 - A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and 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.sgin either case, by **2.00 p.m. on Saturday, 20 April 2024** 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.
- Completion and return of this proxy form shall not preclude a member (who is not a relevant intermediary) from attending and voting at the AM in person. The appointment of the proxy(ies) for the AM will be deemed to be revoked if the member attends the AM in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AM.

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- 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 2 April 2024.



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