

FORM OF PROXY

SIME DARBY PLANTATION BERHAD (Company No. 647766-V)
(Incorporated in Malaysia)

Number of ordinary shares held	CDS Account No.										

I/We _____

(FULL NAME OF SHAREHOLDER AS PER NRIC/PASSPORT/CERTIFICATE OF INCORPORATION IN CAPITAL LETTERS)

(NRIC/Passport/Company No. _____) of _____

(ADDRESS)

(ADDRESS)

Tel. No. _____ being a member/members of SIME DARBY PLANTATION BERHAD hereby appoint:

Full Name (As per NRIC/Passport in Capital Letters)	Proportion of Shareholdings		
		No. of Shares	%
NRIC/Passport No.			
Address			

* and/or (delete as applicable)

Full Name (As per NRIC/Passport in Capital Letters)	Proportion of Shareholdings		
		No. of Shares	%
NRIC/Passport No.			
Address			

** or failing him/her, the Chairman of the Meeting, as my/our proxy/proxies to attend and vote for me/us and on my/our behalf at the Sixteenth Annual General Meeting of Sime Darby Plantation Berhad (SDP or the Company) to be held at the Grand Ballroom, First Floor, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur, Malaysia, on Thursday, 23 May 2019 at 10.00 a.m. and at any adjournment thereof.

No.	Agenda	Resolution	For	Against
Ordinary Business				
1.	To receive the Audited Financial Statements for the financial period ended 31 December 2018 together with the Reports of the Directors and the Auditors thereon			
2.	To approve the payment of Directors' remuneration to the Non-Executive Directors for the financial period ended 31 December 2018	1		
3.	To approve the payment of benefits payable to the Non-Executive Directors from 24 May 2019 until the next Annual General Meeting of the Company to be held in 2020	2		
4.	To re-elect Dato' Henry Sackville Barlow who retires in accordance with Rule 81.2 of the Constitution of the Company	3		
5.(i)	To re-elect Tan Sri Datuk Dr Yusof Basiran who retires in accordance with Rule 103 of the Constitution of the Company	4		
5.(ii)	To re-elect Datuk Zaiton Mohd Hassan who retires in accordance with Rule 103 of the Constitution of the Company	5		
5.(iii)	To re-elect Dato' Mohd Nizam Zainordin who retires in accordance with Rule 103 of the Constitution of the Company	6		
5.(iv)	To re-elect Dato' Mohamad Nasir Ab Latif who retires in accordance with Rule 103 of the Constitution of the Company	7		
6.	To appoint Messrs PricewaterhouseCoopers PLT as Auditors of the Company for the financial year ending 31 December 2019 and to authorise the Directors to determine their remuneration	8		
Special Business				
7.	To approve the renewal of the Shareholders' Mandate for existing recurrent related party transactions of a revenue or trading nature	9		
8.	To authorise the Directors to allot and issue new ordinary shares in the Company in relation to the Dividend Reinvestment Plan	10		

My/Our proxy is to vote on the resolutions as indicated by an "X" in the appropriate space above. If no indication is given, my/our proxy shall vote or abstain from voting as he/she thinks fit.

IMPORTANT: Disclosure of Shareholder's and Proxy's Personal Data

Please refer to the Notice to Shareholders under the Personal Data Protection Act 2010 (PDPA Notice) in the Annual Report concerning the Company's collection of your personal data for the purpose of the Company's General Meeting(s).

You hereby declare that you have read, understood and accepted the statements and terms contained in the PDPA Notice.

In disclosing the proxy's personal data, you as a shareholder, agree to procure the consent of the proxy whose personal data is made available by you to us and you hereby agree to use your best endeavour to do so.

Dated this _____ day of _____ 2019

Signature/Common Seal of Member(s)

** If you do not wish to appoint the Chairman of the Meeting as your proxy/one of your proxies, please strike out the words "or failing him/her, the Chairman of the Meeting" and insert the name(s) of the proxy(ies) you wish to appoint in the blank space(s) provided.

Notes:

1. A member of the Company entitled to attend and vote at the Sixteenth Annual General Meeting (AGM) is entitled to appoint not more than two (2) proxies to exercise all or any of his/her rights to attend, participate, speak and vote at the Sixteenth AGM on his/her behalf. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy. A proxy may, but need not, be a member of the Company.
2. A member of the Company may appoint any person to be his/her proxy without any restriction as to the qualification of such person.
3. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the Sixteenth AGM of the Company shall be put to vote by way of a poll.
4. Where a member of the Company is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA), he/she may appoint not more than two (2) proxies in respect of each Securities Account he/she holds with ordinary shares of the Company standing to the credit of the said Securities Account to attend and vote at a meeting of the Company instead of him/her.
5. Where a member of the Company is an Exempt Authorised Nominee as defined under SICDA which holds ordinary shares in the Company for multiple beneficial owners in one (1) Securities Account (Omnibus Account), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds PROVIDED THAT each beneficial owner of ordinary shares, or where the ordinary shares are held on behalf of joint beneficial owners, such joint beneficial owners, shall only be entitled to instruct the Exempt Authorised Nominee to appoint not more than two (2) proxies to attend and vote at a general meeting of the Company instead of the beneficial owner or joint beneficial owners.
6. The instrument appointing a proxy shall be in writing signed by the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its common seal or signed by an officer or attorney so authorised, or in any other manner authorised by the Constitution of the Company. Any alteration to the instrument appointing a proxy must be initialled.
7. The appointment of proxy(ies) may be made in a hardcopy form or by electronic means as follows:
 - (i) In Hardcopy Form
The Form of Proxy or the Power of Attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the office of the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn Bhd, at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, no later than Wednesday, 22 May 2019 at 10.00 a.m.
 - (ii) By Tricor Online System (TIIH Online)
The Proxy Form can be electronically lodged with the Share Registrar of the Company via TIIH Online (applicable to individual shareholder only). The website to access TIIH Online is <https://tiih.online> (Kindly refer to the Annexure to the Proxy Form – Electronic Lodgement of Proxy Form for General Meeting).
8. Only Members registered in the Record of Depositors as at 10 May 2019 shall be eligible to attend, speak and vote at the AGM or appoint proxy(ies) to attend, speak and vote on his/her behalf.

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Stamp

THE SHARE REGISTRAR

SIME DARBY PLANTATION BERHAD (647766-V)
c/o Tricor Investor & Issuing House Services Sdn Bhd (11324-H)
Unit 32-01, Level 32, Tower A
Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Malaysia

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