



FGV Holdings Berhad

Registration No. 200701042133 (800165-P)

CDS ACCOUNT NO.	NO. OF SHARES HELD

FORM OF PROXY

I/We (Full name of Member in BLOCK LETTERS as per Identity Card (MYKAD)/Passport/Certificate of Incorporation)

MYKAD No. (for Malaysian)/Passport No. (for non-Malaysian)/Company No.:

of (Address in full)

Telephone No.: E-mail Address:

being a Member of FGV Holdings Berhad (FGV or the Company) hereby appoints

(Full name of Proxy in BLOCK LETTERS as per MYKAD/Passport)

MYKAD No. (for Malaysian)/Passport No. (for non-Malaysian):

of (Address in full)

Telephone No.: E-mail Address:

and/or failing him/her (Full name of Proxy in BLOCK LETTERS as per MYKAD/Passport)

MYKAD No. (for Malaysian)/Passport No. (for non-Malaysian):

of (Address in full)

Telephone No.: E-mail Address:

or failing the abovenamed Proxies, the Chairman of the meeting, as my/our Proxy/Proxies to attend and vote for me/us on my/our behalf at the 17th Annual General Meeting (AGM) of the Company to be held on Thursday, 26 June 2025 at 11.00 a.m at Banquet Hall 1, Level B2, Menara Felda, Platinum Park, No. 11, Persiaran KLCC, 50088 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia (Meeting Venue) and will be broadcasted live from the Meeting Venue via Remote Participation and Electronic Voting (RPEV) facilities at <https://investor.boardroomlimited.com> (Online Platform) to transact the following businesses, with or without modifications:

No.		Resolution	For	Against	Abstain
1	To approve the payment of Directors' fees for the Non-Executive Chairman (NEC) and Non-Executive Directors (NED) from 27 June 2025 until the next AGM of FGV.	1			
2	To approve the payment of benefits payable to the NEC and NED from 27 June 2025 until the next AGM of FGV.	2			
3	Re-election of the following as Director pursuant to the Company's Constitution:				
	a) Re-election of Tan Sri Rastam Mohd Isa as Director pursuant to Clause 97 of the Company's Constitution	3			
	b) Re-election of Azizan Zakaria as Director pursuant to Clause 103 of the Company's Constitution	4			
	c) Re-election of Dato' Shahrol Anuwar Sarman as Director pursuant to Clause 103 of the Company's Constitution	5			
	d) Re-election of Rozainah Awang as Director pursuant to Clause 103 of the Company's Constitution	6			
	e) Re-election of Datuk Abdul Halim Hamzah as Director pursuant to Clause 103 of the Company's Constitution	7			
4	Re-appointment of PricewaterhouseCoopers PLT as Auditors of the Company for the financial year ending 31 December 2025 and to authorise the Board of Directors to determine their remuneration.	8			
5	Proposed renewal of Shareholders' Mandate and proposed new Shareholders' Mandate for Recurrent Related Party Transactions of revenue or trading nature.	9			

(Please indicate with an "X" in the space whether you wish your votes to be cast for or against the resolutions, or you wish to abstain from voting on the resolutions. In the absence of such specific instructions, your Proxy will vote or abstain as he/she thinks fit).

Dated this day of 2025.

The proportions of my/our holding to be represented by my/our Proxies are as follows:

	No. of Shares	Percentage
First Proxy		
Second Proxy		
Total		100%

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Signature(s)/Common Seal of Member(s)

NOTES:**1. Proxy**

(i) Shareholders who are unable to participate at the 17th AGM may appoint not more than two (2) Proxies to vote on their behalf. Where a Shareholder appoints two (2) Proxies, each Proxy appointed shall represent a minimum of one hundred (100) shares and the appointment of such Proxies shall be invalid unless the Shareholder specifies the proportion of his/her shareholding to be represented by each of such Proxy.

(ii) The Proxy Form shall be in writing under the hands of the appointor or of his/her attorney duly authorised in writing or if the appointor is a corporation either under its common seal, or the hand of its officer or its duly authorised attorney. An instrument appointing a Proxy to vote at a meeting shall be deemed to include the power to demand or join in demanding a poll on behalf of the appointor.

(iii) Shareholders who has appointed a Proxy or attorney or authorised representative to participate at AGM via RPEV must request his/her Proxy or attorney or authorised representative to register himself/herself as a user via Boardroom Smart Investor Portal ("BSIP") at <https://investor.boardroomlimited.com>.

(iv) The appointment of Proxy may be made in a Hardcopy Form or by electronic means as follows:

[In Hardcopy Form](#)

The Proxy Form must be deposited at the office of the Share Registrar of the Company at Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, no later than Tuesday, 24 June 2025 at 11.00 a.m., and in default the Proxy Form shall not be treated as valid.

By Electronic Means

The Proxy Form may be submitted:

- to the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd via e-mail to bsr.helpdesk@boardroomlimited.com, no later than Tuesday, 24 June 2025 at 11.00 a.m. or
- via electronic means (e-Proxy) no later than Tuesday, 24 June 2025 at 11.00 a.m. (please refer to the Annexure to the Proxy Form for further information on submission via e-Proxy).

If a Shareholder has submitted the Proxy Form and subsequently decides to appoint another person or wishes to participate in the 17th AGM by himself, please email to bsr.helpdesk@boardroomlimited.com or via electronic means (as the case maybe) to revoke the the earlier appointed Proxy(ies) and appoint another person (if any) no later than Tuesday, 24 June 2025 at 11.00 a.m., being 48 hours before the 17th AGM. On revocation, the Proxy(ies) will not be allowed to participate in the 17th AGM. In such an event, the Shareholder should advise his Proxy accordingly.

2. Corporate Shareholders, Authorised Nominees and Exempt Authorised Nominees

For Corporate Shareholders, Authorised Nominees and Exempt Authorised Nominees who wish to participate and vote at the 17th AGM of the Company, please refer to the procedures in the Administrative Guide for the 17th AGM.

3. Shareholders entitled to participate and vote

For the purposes of determining a Shareholder who shall be entitled to participate and vote at the 17th AGM of the Company, the Company shall be requesting from Bursa Malaysia Depository

Sdn Bhd, in accordance with Clause 63 of the Company's Constitution and Section 34(1) of Securities Industry (Central Depositories) Act 1991 (SIDCA), to issue a General Meeting Record of Depositors as at 19 June 2025. **Only a depositor whose name appears on the General Meeting Record of Depositors as at 19 June 2025 shall be entitled to participate and vote at the 17th AGM or appoint a Proxy(ies) to participate and vote on such depositor's behalf.**

4. Voting

Pursuant to Paragraph 8.29A(1) of the Listing Requirements, all resolutions set out in the Notice of the 17th AGM of the Company will be put to vote by poll. Poll Administrator will be appointed to conduct the poll via e-voting process and Independent Scrutineers will be appointed to verify the poll results.

Shareholders can proceed to vote on the resolutions and submit their votes at any time from the commencement of the 17th AGM at 11.00 a.m. until a time when the Chairman of the AGM (Chairman) announces the completion of the voting session. Upon completion of the voting session for the 17th AGM, the Independent Scrutineers will verify the poll results followed by the Chairman's announcement of the poll results and declaration whether the resolutions are duly passed.

5. Submission of questions before and during the 17th AGM

Shareholders may submit questions in relation to the agenda items for the 17th AGM prior to the meeting electronically and may also ask questions real time in the form of typed text (Virtual Attendance) or raise questions at the Meeting Venue (Physical Attendance) during the meeting. Please refer to the procedures in the Administrative Guide for the 17th AGM.

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17th Annual General Meeting
FGV Holdings Berhad
26 June 2025

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Share Registrar

Boardroom Share Registrars Sdn Bhd
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia

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