



UNITED PLANTATIONS BERHAD

Registration No. 191701000045 (240-A)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“**EGM**”) of United Plantations Berhad (“**UP**” or the “**Company**”) will be held virtually via live streaming and online remote voting using the Remote Participation and Electronic Voting facilities from the Broadcast Venue at 12th Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia on Monday, 10 February 2025 at 9.30 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolution, with or without any modifications:-

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF UP TO 208,134,266 NEW ORDINARY SHARES IN UP (“UP SHARES” OR “SHARES”) (“BONUS SHARES”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 2 EXISTING UP SHARES HELD ON THE ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER (“PROPOSED BONUS ISSUE”)

“**THAT** subject to all approvals being obtained from the relevant regulatory authorities and other third parties (if required), authority be and is hereby given to the Board of Directors of the Company (“**Board**”) to allot and issue up to 208,134,266 Bonus Shares in the share capital of the Company to the entitled shareholders whose names appear in the Record of Depositors of the Company as at the close of business at 5.00 p.m. on the entitlement date to be determined later by the Board on the basis of 1 Bonus Share for every 2 existing UP Shares held by such shareholders on that date;

THAT the Bonus Shares will, upon allotment and issuance, rank pari passu in all respects with the then existing UP Shares;

AND THAT the Company be and is hereby authorised to sign, execute, deliver and/or file all documents to give effect to the Proposed Bonus Issue and to take all other steps and do all other acts and things in such manner and on such terms as the Board deems fit to implement, finalise and give full effect to the Proposed Bonus Issue, with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be required or imposed by the relevant authorities and other third parties.”

By Order of the Board

NG ENG HO
Company Secretary
MIA No.: 12913
SSM PC No.: 201908002863

Jendarata Estate,
36009 Teluk Intan,
Perak Darul Ridzuan,
Malaysia
20 January 2025

Notes:-

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to vote in his stead other than an exempt authorised nominee who may appoint multiple proxies in respect of each Omnibus account held. A proxy need not be a member of the Company. If you wish to appoint as your proxy someone other than the Chairman or Vice Chairman of the meeting, cross out the words "The Chairman" or "Vice Chairman" of the meeting and write on the lines the full name and address of your proxy.
2. The instrument appointing a proxy must be deposited at the registered office of the Company at Jendarata Estate, 36009 Teluk Intan, Perak Darul Ridzuan, Malaysia not less than 48 hours before the time set for the meeting. The number of shares to be represented by the proxy should be stated in the proxy form. Alternatively, the instrument appointing a proxy can be deposited electronically (for individual, corporate shareholders and nominees) through Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> before the cut-off time for the lodgement of the Proxy Form as mentioned above. Shareholders are advised to refer to the administrative guide on the registration and voting process for the meeting.
3. Where this Form of Proxy is executed by a corporation, it must be either under seal or under the hand of any officer or attorney duly authorised.
4. A proxy may vote or abstain from voting as he thinks fit on the proposed resolution, if no indication is given on the proxy form by the shareholders appointing the proxy. Voting on the resolution to be proposed at the EGM will be by way of a poll.
5. In the case of joint shareholders, the proxy form signed by the first named registered shareholder on the register shall be accepted to the exclusion of the other registered shareholder(s). If voting is in person(s), the vote of the first shareholder who tenders the vote shall be taken.
6. Only a depositor whose name appears on the Record of Depositors as at 3 February 2025 shall be entitled to attend the said meeting or appoint a proxy to attend and/or vote on his/her behalf.



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ADMINISTRATIVE GUIDE FOR SHAREHOLDERS ATTENDING THE EXTRAORDINARY GENERAL MEETING (“EGM”) OF UNITED PLANTATIONS BERHAD

- Meeting day, date and time** : Monday, 10 February 2025 at 9.30 a.m.
- Online Meeting Platform** : <https://meeting.boardroomlimited.my>
- Broadcast Venue** : 12th Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia

Virtual Meeting

1. The EGM will be held virtually via live streaming and online remote voting using the Remote Participation and Electronic Voting (“RPEV”) facilities webcast without physical attendance by shareholders.
2. The main and only venue of the EGM is the broadcast venue. This is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. **No shareholder or proxy shall be physically admitted to the broadcast venue on the day of the EGM.**
3. Shareholders can participate in our virtual EGM by registering online via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> prior to the meeting.
4. With the RPEV facilities, you may exercise your right as a shareholder of the Company to participate (and pose questions to the Board and Management of the Company) and to vote at the EGM from your location.
5. Kindly ensure the stability of your internet connectivity throughout the EGM is maintained as quality of the live webcast and online remote voting are dependent on the bandwidth and stability of the internet connection.

Entitlement to Participate and Vote

1. Only a depositor whose name appears on the Record of Depositors as at 3 February 2025 shall be entitled to attend the EGM via RPEV facilities or appoint a proxy(ies) to participate and vote on his/her behalf by returning the proxy form.
2. If a shareholder is unable to participate at the EGM, he/she may also appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Proxy Form.

Poll Voting

1. The voting will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad’s Main Market Listing Requirements. The Company has appointed Boardroom Share Registrars Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic voting (e-Voting) and SKY Corporate Services Sdn. Bhd. as Scrutineers to verify the poll results.
2. For the purpose of this EGM, e-Voting can be carried out by using either personal smart mobile phones, tablets, personal computers or laptops.

3. Members and proxies are required to use one (1) of the following methods to vote remotely:
 - (a) Launch Lumi EGM by scanning the QR code given to you in the email along with your remote participation User ID and Password; or
 - (b) Access to Lumi EGM via website URL <https://meeting.boardroomlimited.my>.
4. The polling will only commence after the announcement of opening of polling by the Chairman and until such time when the Chairman announces the closure of polling for the resolution.
5. The Scrutineers will verify the poll results upon closing of the poll voting session by the Chairman. Scrutineers will pass the poll results to the Chairman thereafter and the Chairman will declare whether the resolutions put to vote were successfully carried or not.

Lodgment of Proxy Form

1. If you are unable to attend the EGM via RPEV facilities and wish to appoint the Chairman of the EGM as your proxy to vote on your behalf, please deposit your proxy form at the registered office of the Company at Jendarata Estate, 36009 Teluk Intan, Perak Darul Ridzuan, Malaysia not less than forty-eight (48) hours before the time of holding the EGM, i.e. latest by Saturday, 8 February 2025 at 9.30 a.m. Any alteration to the Form of Proxy must be initialled.
2. Alternatively, the proxy appointment may also be lodged electronically at <https://investor.boardroomlimited.com>, which is free and available to all individual shareholders, not less than forty-eight (48) hours before the time of holding the EGM, i.e. latest by Saturday, 8 February 2025 at 9.30 a.m. For further information, kindly refer to the "Online Registration Procedure" below.
3. **If you wish to participate in the EGM yourself, please do not submit any proxy form for the EGM. You will not be allowed to participate in the EGM together with a proxy appointed by you.**
4. The completion and lodgement of the Form of Proxy for the EGM shall not preclude you from participating and voting in person at the virtual EGM should you subsequently wish to do so and in such an event, your Form of Proxy for the EGM shall be deemed to have been revoked.

Online Registration Procedure

1. Please note that all members including (i) individual members; (ii) corporate shareholders; (iii) authorised nominees; and (iv) exempt authorised nominees shall use the RPEV facilities to participate and vote remotely at the EGM.
2. If you wish to participate in the EGM, you will be able to view a live webcast of the EGM, ask questions and submit your votes in real time whilst the EGM is in progress.
3. Kindly follow the steps below to request for your login ID and password and usage of the RPEV facilities:

Step 1 – Register Online with Boardroom Smart Investor Portal (“BSIP”) (for first time registration only)

[Note: If you have already signed up with BSIP, you are not required to register again. You may proceed to Step 2. Submit request for Remote Participation user ID and password.]

- a. Access the website <https://investor.boardroomlimited.com>.
- b. Click **“Register”** to sign up as a user.
- c. Select “Account Type” to “Sign Up As Shareholder” or “Sign Up As Corporate Holder”.
- d. Complete registration and upload required documents such as softcopy of MyKad (front and back) or Passport and authorisation letter (template available) for Corporate Holder.
- e. Enter a valid mobile number, email address and password. Click **“Sign Up”**
- f. You will receive an email from BSIP for email address verification. Click **“Verify E-mail Address”** to continue with the registration.
- g. Once your email address is verified, you will be re-directed to BSIP for verification of mobile number. Click **“Request OTP Code”** and an OTP code will be sent to the registered mobile number. You will need to enter the OTP Code and click **“Enter”** to complete the process.

An email will be sent to you within one (1) business day informing you on the approval of your BSIP account. You can login to BSIP at <https://investor.boardroomlimited.com> with email address and password that you have provided during the registration to proceed with the next step.

Step 2 – Submit Request for Remote Participation User ID and Password

[Note: Registration for the RPEV will be open on 20 January 2025. The closing time to submit your request is at 9.30 a.m. on 8 February 2025]

Individual Members

- a. Login to <https://investor.boardroomlimited.com> using your user ID and password above.
- b. Select **“UNITED PLANTATIONS BERHAD EXTRAORDINARY GENERAL MEETING”** from the list of Meeting Event and click **“Enter”**.
- c. Click on **“Register for RPEV”**.
- d. Read and accept and General Terms and Conditions and enter your CDS account no to submit your request.

Appointment of Proxy

- a. Log in to <https://investor.boardroomlimited.com> using your user ID and password from Step 1 above.
- b. Select **“UNITED PLANTATIONS BERHAD EXTRAORDINARY GENERAL MEETING”** from the list of Corporate Meetings and click **“Enter”**.
- c. Click on **“Submit eProxy Form”**.
- d. Read and accept the General Terms and Conditions by clicking **“Next”**.
- e. Enter your CDS Account Number and number of securities held.
- f. Select your proxy – either the Chairman of the meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies).
- g. Indicate your voting instructions **“FOR”** or **“AGAINST”**, otherwise your proxy will decide your vote.
- h. Review and confirm your proxy appointment and click **“Apply”**.
- i. Download or print the eProxy form as acknowledgement.

Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee

- a. Login to <https://investor.boardroomlimited.com>
- b. Select **“UNITED PLANTATIONS BERHAD EXTRAORDINARY GENERAL MEETING”** from the list of Meeting Event and click **“Enter”**.
- c. Click **“Submit eProxy Form”**.
- d. Select the company you would like to be represented (if more than one).
- e. Proceed to download the file format for **“Submission of Proxy Form”**.
- f. Prepare the file for the appointment of proxy/proxies by inserting the required data.
- g. Proceed to upload the duly completed Proxy Appointment file.

- h. Review and confirm your proxy/proxies appointment and click **“Submit”**.
 - i. Download or print the eProxy form as acknowledgement.
- Upon system verification against the General Meeting Record of Depositories as at 3 February 2025, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
 - You will also receive your remote access user ID and password along with the email from Boardroom if your registration is approved **after the closing time**.
 - Please note that the closing time to submit your request is at 9.30 a.m. on 8 February 2025 (48 hours before the commencement of the respective EGM).

Step 3 – Login to Virtual Meeting Portal

[Please note that the quality of the connectivity to Virtual Meeting Portal for live web cast as well as for remote online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.]

- a. The Virtual Meeting portal will be open for login starting an hour (1 hour) before the commencement of EGM at 8.30 a.m. on 10 February 2025.
- b. Follow the steps given to you in the email along with your remote access user ID and password to login to the Virtual Meeting portal.
- c. The steps will also guide you how to view live web cast, ask questions and vote.
- d. The live web cast will end and the Messaging window will be disabled the moment The Chairman announces the closure of the EGM.
- e. You can now logout from Virtual Meeting Portal.

(Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition.)

Submission Of Questions

1. Shareholders may submit questions in advance on the EGM resolutions commencing from 20 January 2025 and in any event no later than 9.30 a.m., 8 February 2025 via Boardroom’s website at <https://investor.boardroomlimited.com> using the same user ID and password provided in Step 1 above and select **“SUBMIT QUESTION”** to pose questions (**“Pre-EGM Meeting Questions”**).
2. Thereafter, on the morning of the EGM, shareholders may also submit questions via the messaging box on Lumi EGM webportal at <https://meeting.boardroomlimited.my> starting at 8.30 a.m. This webportal will remain open throughout the virtual EGM session.
3. The Board will endeavour to respond to Pre-EGM Meeting Questions and questions submitted from 8.30 a.m. on the day of the EGM and throughout the meeting. However, not all questions will be answered during the meeting. In such event, the responses will be posted on the Company’s website as soon as practicable.

Enquiries

If you have any enquiries prior to the EGM or if you wish to request for technical assistance to participate in the fully virtual meeting, please contact Boardroom Share Registrars Sdn. Bhd. during office hours from Monday to Friday (8.30 a.m. to 5.30 p.m.), details as follows:-

Address : 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.

General Line : 603-7890 4700 (Helpdesk)
Fax Number : 603-7890 4670
Email : bsr.helpdesk@boardroomlimited.com

Personal Data Privacy

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.



UNITED PLANTATIONS BERHAD

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FORM OF PROXY: EXTRAORDINARY GENERAL MEETING

I/We, _____ NRIC/ Passport No. _____
(full name of member appointing proxy in block letters)

of _____

(full address in block letters)

hereby appoint:-

Full Name (in Block)	NRIC/Passport No.
Address	
Email Address	
Mobile Phone No.	

or failing him/ her, THE CHAIRPERSON OR VICE CHAIRMAN of the meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the Extraordinary General Meeting ("EGM") of United Plantations Berhad ("UP" or the "Company") to be held and conducted entirely on a virtual basis through live webcast and online remote voting using Remote Participation and Electronic Voting facilities from broadcast venue at 12th Floor, Menara Symphony, No. 5 Jalan Prof Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia on Monday, 10 February 2025 at 9.30 a.m. or at any adjournment thereof:-

I/We wish my/our proxy to vote as indicated below in respect of the resolution to be proposed at the meeting.
(Please give instructions to your proxy by ticking the appropriate box alongside each resolution.)

Resolution	FOR	AGAINST
Ordinary Resolution – Proposed Bonus Issue		

No. of shares held		CDS Account No. (if applicable)	
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Dated this _____ day of _____ 2025 Signed by the said _____
(Signature of shareholder(s))

Notes:-

- A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to vote in his stead other than an exempt authorised nominee who may appoint multiple proxies in respect of each Omnibus account held. A proxy need not be a member of the Company. If you wish to appoint as your proxy someone other than the Chairman or Vice Chairman of the meeting, cross out the words "The Chairman" or "Vice Chairman" of the meeting and write on the lines the full name and address of your proxy.
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- A proxy may vote or abstain from voting as he thinks fit on the proposed resolution, if no indication is given on the proxy form by the member appointing the proxy. Voting on the resolution to be proposed at the EGM will be by way of a poll.
- In the case of joint shareholders, the proxy form signed by the first named registered shareholder on the register shall be accepted to the exclusion of the other registered shareholder(s). If voting is in person(s), the vote of the first shareholder who tenders the vote shall be taken.
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Fold this flap for sealing

Then fold here

AFFIX
STAMP

The Company Secretary
UNITED PLANTATIONS BERHAD
Jendarata Estate
36009 Teluk Intan
Perak Darul Ridzuan
Malaysia

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