

**PROXY FORM**

No. of shares	CDS Account No.

I/We _____ NRIC No. /Company No. _____
(FULL NAME IN BLOCK LETTERS)

of _____
(FULL ADDRESS)

Tel No. _____ being a member/members of Hap Seng Plantations Holdings Berhad, do hereby

appoint _____ NRIC No. /Company No. _____
(FULL NAME OF PROXY IN BLOCK LETTERS)

of _____ Tel No. _____
(FULL ADDRESS)

or failing him/her, the CHAIRMAN OF THE MEETING as my/our proxy to vote for me/us on my/our behalf at the 9th annual general meeting of the Company to be held at the Kinabalu Room, Ground Floor, Menara Hap Seng, Jalan P. Ramlee, 50250 Kuala Lumpur on Wednesday, 18 May 2016 at 2pm or at any adjournment thereof in the manner as indicated below:

Agenda

- To table the audited financial statements for the financial year ended 31 December 2015 together with the reports of directors and auditors.

ORDINARY BUSINESS		FOR	AGAINST
2	To reappoint Tan Sri Abdul Hamid Egoh as director of the Company. Resolution 1		
3	To reappoint Dato' Jorgen Bornhoft as director of the Company. Resolution 2		
4	To reappoint Tuan Haji Mohd Aris @ Nik Ariff Bin Nik Hassan as director of the Company. Resolution 3		
5	To re-elect Tan Sri Ahmad Bin Mohd Don as director of the Company. Resolution 4		
6	To re-elect Datuk Simon Shim Kong Yip, JP as director of the Company. Resolution 5		
7	To re-elect Ms. Cheah Yee Leng as director of the Company. Resolution 6		
8	To approve the payment of directors' fees. Resolution 7		
9	To reappoint Messrs KPMG as auditors of the Company. Resolution 8		
SPECIAL BUSINESS		FOR	AGAINST
10	Authority to allot and issue shares pursuant to section 132D of the Companies Act, 1965. Resolution 9		
11	To approve the continuation of Tan Sri Ahmad Bin Mohd Don as the independent non-executive chairman of the Company. Resolution 10		
12	To approve the continuation of Dato' Jorgen Bornhoft as an independent non-executive director of the Company. Resolution 11		
13	To approve the continuation of Mr. Wong Yuen Kuai, Lucien as an independent non-executive director of the Company. Resolution 12		

Please indicate with a "v" in the spaces above on how you wish your votes to be cast. In the absence of specific instructions, the proxy will vote or abstain at his/her discretion.

Signed this _____ day of _____ 2016

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

Notes:-

1. A depositor shall not be regarded as a member entitled to attend this general meeting, to speak and vote thereat unless his/her name appears in the record of depositors as at 12 May 2016 (which is not less than 3 market days before the date of this meeting) issued by Bursa Malaysia Depository Sdn Bhd (Bursa Depository) upon the Company's request in accordance with the rules of the Bursa Depository.
2. Subject to note 3 below, a member entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies (but not more than 2) to attend and vote in his/her stead. Where a member appoints more than 1 proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy. The proxy or proxies need not be a member of the Company and there shall be no restriction as to the qualification of the proxy or proxies.
3. Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (omnibus account) as defined under the Securities Industry (Central Depositories) Act, 1991, there is no limit on the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney, duly authorised in writing, or if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised, and such duly executed instrument appointing a proxy must be deposited at the registered office of the Company, 21st Floor, Menara Hap Seng, Jalan P. Ramlee, 50250 Kuala Lumpur not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.

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Postage

THE COMPANY SECRETARY
HAP SENG PLANTATIONS HOLDINGS BERHAD
(Company No. 769962-K)
21st Floor, Menara Hap Seng
Jalan P. Ramlee
50250 Kuala Lumpur
Malaysia

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