

# Form of Proxy

SIME DARBY PROPERTY BERHAD (Company No. 15631-P)  
(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 PROPERTY BERHAD hereby  
appoint \_\_\_\_\_ (NRIC/Passport No. \_\_\_\_\_)  
(FULL NAME OF PROXY AS PER NRIC/PASSPORT IN CAPITAL LETTERS)

of \_\_\_\_\_  
(ADDRESS)

\*and/or \_\_\_\_\_ (NRIC/Passport No. \_\_\_\_\_)  
(FULL NAME OF PROXY AS PER NRIC/PASSPORT IN CAPITAL LETTERS)

of \_\_\_\_\_  
(ADDRESS)

\*\*or failing him/her, the Chairman of the Meeting, as my/our proxy/proxies to attend and vote for me/us on my/our behalf at the Forty-Sixth Annual General Meeting ("46th AGM") of Sime Darby Property Berhad ("Sime Darby Property" 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, 2 May 2019 at 10.00 a.m. and at any adjournment thereof for the following resolutions as set out in the Notice of 46th AGM:

NO.	AGENDA	RESOLUTION	FOR	AGAINST
1.	To receive the Audited Financial Statements for the six (6) months financial period ended 31 December 2018 together with the Reports of the Directors and the Auditors thereon			
<b>ORDINARY BUSINESS</b>				
2.	To re-elect Datuk Dr. Mohd Daud Bakar who retires in accordance with Rule 111 of the Constitution of the Company	1		
3.	To re-elect Dato' Seri Ahmad Johan Mohammad Raslan who retires in accordance with Rule 111 of the Constitution of the Company	2		
4.	To re-elect Datin Norazah Mohamed Razali who retires in accordance with Rule 111 of the Constitution of the Company	3		
5.	To re-elect Datuk Poh Pai Kong who retires pursuant to Rule 92.3 of the Constitution of the Company	4		
6.	To approve the payment of Non-Executive Directors' fees for the period from 3 May 2019 until the next Annual General Meeting of the Company to be held in year 2020	5		
7.	To approve the payment of benefits to the Non-Executive Directors up to an amount of RM500,000 for the period from 3 May 2019 until the next Annual General Meeting of the Company to be held in year 2020	6		
8.	To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company for the financial year ending 31 December 2019 and to authorise the Directors to determine their remuneration	7		
<b>SPECIAL BUSINESS</b>				
9.	To approve the retention of Tengku Datuk Seri Ahmad Shah Alhaj ibni Almarhum Sultan Salahuddin Abdul Aziz Shah Alhaj as Independent Non-Executive Director	8		
10.	To approve the Renewal of Authority for Directors to Allot and Issue New Ordinary Shares	9		
11.	To approve the Proposed Renewal of Shareholders' Mandate and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature	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.

For appointment of two (2) proxies, percentage of shareholdings to be represented by the proxies must be indicated below:

	Percentage (%)
First proxy	
Second proxy	

## 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, warrant that the proxy(ies) has/have given his/her/their explicit consent for his/her/their personal data being disclosed and processed in accordance with the Notice to Proxies under the Personal Data Protection Act 2010 attached.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2019

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

\* Please delete where inapplicable.

\*\* 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:

- A Member entitled to attend and vote at the Meeting is entitled to appoint not more than two (2) proxies to exercise all or any of his rights to attend, participate, speak and vote at the Meeting 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.
- A Member may appoint any person to be his/her proxy without any restriction as to the qualification of such person.
- 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 46th AGM of the Company shall be put to vote by way of a poll.
- 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.
- 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.

- 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 under the hand of two (2) authorised officers, one of who shall be a Director, or of its attorney duly authorised. Any alteration to the instrument appointing a proxy must be initialled.
- The Form of Proxy and 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 not less than 48 hours before the time for holding this AGM or no later than 30 April 2019 at 10.00 a.m.
- Only Members registered in the Record of Depositors as at 22 April 2019 shall be entitled to attend, speak and vote at the 46th AGM or appoint proxy(ies) to attend, speak and/vote on their behalf.

Fold Here

---

**THE SHARE REGISTRAR**

**SIME DARBY PROPERTY BERHAD** (15631-P)  
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

Affix Postage  
Stamp

---

Fold Here