



UNITED PLANTATIONS BERHAD

(Registration No. 191701000045 [240-A])

(Incorporated in Malaysia)

NOTICE OF POSTPONEMENT OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT a postponed Extraordinary General Meeting (“**EGM**”) of United Plantations Berhad (“**UP**” or the “**Company**”) will be held at Boardroom Share Registrars Sdn Bhd, 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200, Petaling Jaya, Selangor, Malaysia on Tuesday, 12 May 2020 immediately after the conclusion or adjournment of the Company’s 99th Annual General Meeting (“**AGM**”) which will be held at the same venue on the same day at 10.00 a.m., or at any adjournment of the AGM, for the purpose of considering and if thought fit, passing with or without modifications, the following resolution:-

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF 208,134,266 NEW ORDINARY SHARES IN UP (“UP SHARES”) (“BONUS SHARES”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 1 EXISTING UP SHARE HELD ON AN ENTITLEMENT DATE TO BE DETERMINED 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 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 on the basis of 1 Bonus Share for every 1 existing UP Share 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, save and except that the Bonus Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distribution which may be declared, made or paid to the shareholders of the Company, the entitlement date of which precedes the date of allotment and issuance of the Bonus Shares;

AND THAT the Board 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 acts and things in the manner as the Board may consider necessary, expedient and/or appropriate in order 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
30 April 2020

Notes:-

1. *A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies 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.*
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 a specified 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.*
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. *For shares listed on Bursa Malaysia Securities Berhad, only a depositor whose name appears on the Record of Depositors as at 16 April 2020 shall be entitled to attend the said meeting or appoint a proxy or proxies to attend and/or vote on his/her behalf.*
7. *In accordance with the guidance issued by the Ministry of Health in relation to the outbreak there will be no serving of breakfast and distribution of door gifts for Shareholders / Proxy Holders who attend and /or participate in the postponed EGM physically or remotely.*
- * *Please note that a member of the Company shall use the Form of Proxy which had been dispatched earlier together with the Circular to Shareholders dated 18 March 2020, for appointment of proxy / proxies to attend the postponed EGM.*