



**KUALA LUMPUR KEPONG BERHAD**  
(Registration No. 197301001526 (15043-V))  
(Incorporated in Malaysia)

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“**EGM**”) of Kuala Lumpur Kepong Berhad (“**KLK**” or “**Company**”) will be held as a fully virtual meeting conducted through live streaming and remote voting using the remote participation and voting facilities at the online meeting platform of TIIH Online provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“**Tricor**”) in Malaysia via its website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781) on Friday, 27 August 2021 at 10:00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution:

### **ORDINARY RESOLUTION**

**PROPOSED ACQUISITION BY KLK OF 494,865,786 ORDINARY SHARES IN IJM PLANTATIONS BERHAD (“IJMP”) (“IJMP SHARES”), REPRESENTING 56.20% EQUITY INTEREST IN IJMP FROM IJM CORPORATION BERHAD (“IJMC”) FOR A TOTAL CASH CONSIDERATION OF RM1,534.08 MILLION (“PROPOSED ACQUISITION”) AND THE RESULTANT PROPOSED MANDATORY GENERAL OFFER (“MGO”) TO ACQUIRE ALL THE REMAINING IJMP SHARES NOT ALREADY HELD BY KLK AFTER THE PROPOSED ACQUISITION (“PROPOSED MGO”)**

**(THE PROPOSED ACQUISITION AND THE PROPOSED MGO ARE COLLECTIVELY REFERRED TO AS THE “PROPOSALS”)**

“**THAT** subject to the approvals being obtained from all relevant authorities and/or parties (if required), approval be and is hereby given to the Company to acquire:

- (i) 494,865,786 IJMP Shares, representing 56.20% equity interest in IJMP from IJMC for a total cash consideration of RM1,534,083,936.60 or RM3.10 per IJMP Share in accordance with the terms and conditions of the conditional share sale and purchase agreement dated 11 June 2021 entered into between the Company and IJMC for the Proposed Acquisition (“**SPA**”); and
- (ii) all the remaining IJMP Shares not already held by KLK after the Proposed Acquisition pursuant to its obligation to extend a MGO in accordance with Section 218(2) of the Capital Markets and Services Act 2007 and Paragraph 4.01(a) of the Rules on Take-overs, Mergers and Compulsory Acquisitions issued by the Securities Commission Malaysia (“**Rules**”) for a cash offer price of RM3.10 per IJMP Share, subject to adjustments in relation to dividend and/or other distribution of any nature whatsoever declared, made or paid by IJMP on or after the date of the SPA but prior to the closing of the Proposed MGO which the holders of IJMP Shares are entitled to retain and subject to the Rules;

**AND THAT** the Board of Directors of the Company (“**Board**”) be and is hereby empowered and authorised to do all such acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company, all such documents and/or arrangements as may be necessary, expedient and/or appropriate in connection with or in order to implement, finalise, give full effect and complete the Proposals and with full powers to amend and/or assent to any condition, modification, variation and/or amendment in any manner as the Board may deem fit, necessary and/or expedient, in the best interest of the Company or as a consequence of any requirements imposed by the relevant authorities and/or as may be required to comply with any applicable laws or the Rules, in relation to the Proposals.”

By Order of the Board  
**YAP MIOW KIEN**  
Company Secretary

Ipoh, Perak  
Malaysia

11 August 2021

**Notes:**

**(1) Remote Participation and Voting**

*The EGM will be conducted fully virtual through live streaming and online remote voting using the Remote Participation and Voting (“RPV”) facilities provided by the appointed Poll Administrator for the EGM, Tricor on its TIIH Online website at <https://tiih.online>.*

*Please follow the procedures set out in the Administrative Guide for the EGM which is available on the Company’s website at [www.klk.com.my](http://www.klk.com.my) and Bursa Malaysia Securities Berhad’s (“**Bursa Securities**”) website at [www.bursamalaysia.com](http://www.bursamalaysia.com) to register, attend, speak (in the form of real time submission of typed texts) and vote (collectively, “**participate**”) remotely via the RPV facilities.*

*Pursuant to the Guidance Note and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 and revised on 16 July 2021, an online meeting platform located in Malaysia can be recognised as the meeting venue under Section 327(2) of the Companies Act 2016. The main venue of the EGM is the online meeting platform of TIIH Online provided by Tricor in Malaysia via its website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781). The Chairman of the meeting shall be present at the main venue of the meeting to chair the EGM. Members are to participate remotely at the EGM through live streaming and online remote voting using the RPV facilities provided by Tricor on its TIIH Online website at <https://tiih.online>.*

**(2) Members Entitled to Participate**

*Only members whose names appear on the Register of Members or General Meeting Record of Depositors as at 20 August 2021 will be entitled to participate at this EGM or appoint a proxy to participate on his/her behalf.*

**(3) Appointment of Proxy**

- (a) A member of the Company entitled to participate at the meeting is entitled to appoint not more than two (2) proxies to exercise all or any of his/her rights to participate at the same meeting on his/her behalf. A proxy may but need not be a member of the Company. Where a member appoints two (2) proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.*
- (b) The proxy form must be signed under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, under its common seal or where a corporation does not have a seal, by any two (2) of its authorised officers or under the hand of its officer or attorney duly authorised and in the case of a corporation with a single director, it shall be signed by the single director and countersigned by the company secretary of the corporation.*
- (c) Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 (“**Central Depositories Act**”), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.*
- (d) Where a member of the Company is an exempt authorised nominee 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Subsection 25A(1) of the Central Depositories Act.*
- (e) Where a member or the authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.*

(f) *The appointment of proxy may be made in a hardcopy form or by electronic means as specified below and must be received by the Company not less than twenty-four (24) hours before the time appointed for the taking of the poll:*

- ***In hardcopy form***

*The original proxy form or the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, shall be deposited to Tricor's office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or alternatively, the Tricor Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.*

- ***By Tricor Online System (TIIH Online)***

*The proxy form can be electronically lodged with Tricor via TIIH Online at <https://tiih.online>. Please follow the procedures set out in the Administrative Guide for such lodgement.*

(g) *Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities, the ordinary resolution set out in the Notice of EGM will be put to vote by way of poll.*

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# ADMINISTRATIVE GUIDE AND NOTES FOR SHAREHOLDERS

## FOR EXTRAORDINARY GENERAL MEETING

**Day/Date:**

Friday,  
27 August 2021

**Time:**

10.00 a.m.

**Main Venue:**

The meeting is to be held fully virtual at a venue in Malaysia where the Chairman is present via online meeting platform at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781)

### MODE OF MEETING

In light of the Coronavirus (“COVID-19”) pandemic and in line with the Guidance and Frequently Asked Questions (“FAQs”) on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia (including any amendment(s) that may be made from time to time), the Extraordinary General Meeting (“EGM”) of the Company will be conducted on a fully virtual basis through live streaming and online remote voting via Remote Participation and Voting facilities (“RPV”). The main venue of the EGM for the purpose of complying with Section 327(2) of the Companies Act, 2016, which requires the Chairman of the EGM to be at the main venue, is the online meeting platform of TIIH Online provided by the appointed Poll Administrator for the EGM, Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) in Malaysia via its website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781).

### RPV

Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the EGM using RPV provided by Tricor via its TIIH Online website at <https://tiih.online>. Please refer to Procedure for RPV.

A shareholder who has appointed a proxy(ies) or attorney(s) or authorised representative(s) to participate at this EGM via RPV must request his/her proxy(ies) or attorney or authorised representative to register himself/herself for RPV at TIIH Online website at <https://tiih.online>. Please refer to Procedure for RPV.

As the EGM is a fully virtual EGM, shareholders who are unable to participate in this EGM may appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the proxy form.

### PROCEDURES FOR RPV

Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) who wish to participate the EGM remotely using the RPV are to follow the requirements and procedures as summarized below:

Procedure	Action
<b>BEFORE THE EGM DAY</b>	
(a) Register as a user with TIIH Online	<ul style="list-style-type: none"><li>Use your smart device or computer, access the website at <a href="https://tiih.online">https://tiih.online</a> and register as a user under the “e-Services”. You can refer to the tutorial guide posted on the homepage for any assistance.</li><li>Registration as a user will be approved within one (1) working day and you will be notified via email.</li><li>If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.</li></ul>
(b) Submit your registration for RPV	<ul style="list-style-type: none"><li>For new users, upon successful registration as a user, you are required to login to <a href="https://tiih.online">https://tiih.online</a> to further register to participate and vote in the EGM. Existing users can login to the same website to participate and vote in the EGM.</li><li><b>Registration will be open from Wednesday, 11 August 2021 until the day of EGM on Friday, 27 August 2021.</b></li><li>You can log in to the Tricor website with your user ID and password, and select the corporate event: <b>“(REGISTRATION) KLK EGM 2021”</b>.</li><li>Read and agree to the Terms &amp; Conditions of the electronic participation and voting and confirm the Declaration.</li><li>Thereafter, select <b>“Register for Remote Participation and Voting”</b>.</li><li>Review your registration and if in order, proceed with the registration.</li><li>The system will send an email to notify you that your registration for remote participation and voting is received and will be verified.</li><li>After verification of your registration against the Register of Members or General Meeting Record of Depositors as at 20 August 2021, the system will send you an email to inform whether your registration of the remote voting is approved or rejected and the procedures to use the RPV are detailed therein. In the event your registration is not approved, you will also be notified via email (Note: Please ensure to allow sufficient time required for the approval as a new user of TIIH Online as well as the registration for RPV in order for you to participate the EGM remotely).</li></ul>

Procedure	Action
<b>ON THE DAY OF THE EGM</b>	
(a) Login to TIIH Online	<ul style="list-style-type: none"> <li>• Login with your user ID and password for remote participation at EGM at any time from 9.00 a.m., i.e. 1 hour before the commencement of the EGM at 10.00 a.m. on Friday, 27 August 2021.</li> </ul>
(b) Participate through Live Streaming	<ul style="list-style-type: none"> <li>• Select the corporate event: <b>“(LIVE STREAM MEETING) KLK EGM 2021”</b> to engage in the proceedings of the EGM remotely.</li> <li>• If you have any questions for the Chairman/Board, you may use the query box to transmit your questions. The Chairman/Board will endeavour to respond to questions submitted during the EGM.</li> <li>• Should your registration for RPV be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.</li> <li>• Take note that the quality of the live streaming of the EGM is dependable on the bandwidth and stability of the internet connection at your location and the device you use.</li> <li>• In the event that you encounter any issues with logging-in, connection to the live streamed meeting or online voting, kindly call Tricor Help Line at 011-40805616/011-40803168/ 011-40803169/011-40803170 for assistance or email to <a href="mailto:tiih.online@my.tricorglobal.com">tiih.online@my.tricorglobal.com</a> for assistance.</li> </ul>
(c) Online Remote Voting	<ul style="list-style-type: none"> <li>• Voting session commences from <b>10.00 a.m. on Friday, 27 August 2021</b> until a time when the Chairman announces the end of the voting session of the EGM.</li> <li>• To submit your vote on the TIIH Online website, select the corporate event: <b>“(REMOTE VOTING) KLK EGM 2021”</b> or if you are in the live stream meeting page, you can select the <b>“GO TO REMOTE VOTING PAGE”</b> button, located below the query box.</li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Select the CDS account that represents your shareholdings.</li> <li>• Indicate your votes for the resolutions that are tabled for voting.</li> <li>• Confirm and submit your votes.</li> </ul>
(d) End of remote participation	<ul style="list-style-type: none"> <li>• Upon the announcement by the Chairman on the conclusion of the EGM, the live streaming will end.</li> </ul>

#### APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

The appointment of a proxy may be made in a hardcopy form or by electronic means as specified below and must be received by the Company not less than twenty-four (24) hours before the time appointed for taking of the poll, i.e. no later than **Thursday, 26 August 2021 at 10.00 a.m.:**

##### • In hardcopy form

The original proxy form or the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, shall be deposited to Tricor’s office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or alternatively, the Tricor Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

##### • By Tricor Online System (TIIH Online)

The proxy form can be electronically lodged with Tricor via TIIH Online at <https://tiih.online>. Kindly refer to the ‘*Procedure for Electronic Submission of Proxy Form*’ for steps to submit your electronic proxy form.

#### PROCEDURES FOR ELECTRONIC SUBMISSION OF PROXY FORM

The procedures to submit your proxy form electronically via Tricor’s **TIIH Online** website are summarised as follows:

Procedure	Action
<b>i. Steps for Individual Shareholders</b>	
(a) Register as a User with TIIH Online	<ul style="list-style-type: none"> <li>• Access the TIIH Online website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the “e-Services”. You can refer to the tutorial guide posted on the homepage for any assistance.</li> <li>• If you are already a user with TIIH Online (from previous registration to participate in other virtual meetings), you are not required to register again.</li> </ul>

Procedure	Action
(b) Proceed with Submission of Proxy Form	<ul style="list-style-type: none"> <li>After the release of the Notice of the EGM by the Company, login with your user name (i.e. email address) and password.</li> <li>Select the corporate event: <b>"KLK EGM 2021 – SUBMISSION OF PROXY FORM"</b>.</li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf.</li> <li>Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman as your proxy.</li> <li>Indicate your voting instructions – <b>FOR</b> or <b>AGAINST</b>, otherwise your proxy(ies) will decide your vote.</li> <li>Review and confirm your proxy(ies) appointment.</li> <li>Print proxy form for your record.</li> </ul>
<b>ii. Steps for Corporation or Institutional Shareholders</b>	
(a) Register as a User with TIIH Online	<ul style="list-style-type: none"> <li>Access the TIIH Online website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the "e-Services". You can refer to the tutorial guide posted on the homepage for any assistance.</li> <li>Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects <b>"Create Account by Representative of Corporate Holder"</b>.</li> <li>Complete the registration form and upload the required documents.</li> <li>Registration will be verified, and you will be notified by email within one (1) to two (2) working days.</li> <li>Proceed to activate your account with the temporary password given in the email and re-set your own password.</li> <li>Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact the persons stated under <b>"ENQUIRY"</b> section below if you need clarifications on the user registration.</li> </ul>
(b) Proceed with submission of Proxy Form	<ul style="list-style-type: none"> <li>Login to TIIH Online at <a href="https://tiih.online">https://tiih.online</a>.</li> <li>Select the corporate event: <b>"KLK EGM 2021 - SUBMISSION OF PROXY FORM"</b></li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>Proceed to download the file format for <b>"SUBMISSION OF PROXY FORM"</b> in accordance with the Guidance Note set therein.</li> <li>Prepare the file for the appointment of proxy(ies) by inserting the required data.</li> <li>Submit the proxy appointment file.</li> <li>Login to TIIH Online, select corporate event: <b>"KLK EGM 2021 – SUBMISSION OF PROXY FORM"</b>.</li> <li>Proceed to upload the duly completed proxy appointment file.</li> <li>Select <b>"Submit"</b> to complete your submission.</li> <li>Print the confirmation report of your submission for your record.</li> </ul>

## POLL VOTING

- The voting at the EGM will be conducted by poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor as the Poll Administrator to conduct the poll by way of electronic voting (e-voting).
- Members/proxies/representatives can proceed to vote remotely on the resolution at any time from **10.00 a.m. on Friday, 27 August 2021** until the end of the voting session which will be announced by the Chairman of the Meeting. Kindly refer to item (c) of the above **"Procedures for RPV Facilities"** for guidance on how to vote remotely via TIIH Online website at <https://tiih.online>.
- Upon completion of the voting session for the EGM, the Scrutineers will verify the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

## PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

Shareholders may submit questions for the Board in advance of the EGM via Tricor's TIIH Online website at <https://tiih.online> by selecting "e-Services" to login, pose questions and submit electronically no later than **Thursday, 26 August 2021 at 10.00 a.m.** The Board will endeavor to answer the questions received at the EGM.

## ENQUIRIES

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Kuala Lumpur Kepong Berhad	Poll Administrator
Corporate Secretarial Department	Tricor Investor & Issuing House Services Sdn. Bhd.
Tel : +605-240 8000	General Line : +603-2783 9299
Fax : +605-240 8115	Fax Number : +603-2783 9222
Email : cosec@klk.com.my	Email : is.enquiry@my.tricorglobal.com
	Contact persons : Encik Ahmad Syafiq bin Shaharuddin Encik Zulhafri bin Abdul Rahman

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