

## **FORM OF PROXY**

**BUMI ARMADA BERHAD** (370398-X) (Incorporated in Malaysia)

*I/*We,	*NRIC 1	*NRIC No.(new and old)/ *Passport No./ *Company No			
[FULL NAME IN BLOCK	K LETTERS] [COMPULSORY]	,	, , , , , , , , , , , , , , , , , , , ,	[COMPULSORY]	
of			and telephone no.		
	[ADDRESS]		•		
being a member of Bumi Arma	da Berhad (the "Company"), h	nereby appoint			
9	, , , , , , , , , , , , , , , , , , , ,	, , , ,	[FULL NAME IN BLOCK LETTERS] [CC	OMPULSORY]	
*NRIC No./*Passport No		of			
•	[COMPULSORY]		[ADDRESS]		
and/or		*NRI	C No./ *Passport No		
	[FULL NAME IN BLOCK LETTERS]		·	[COMPULSORY]	
of					
		[ADDRESS]			

or failing \*him/\*her, THE CHAIRMAN OF THE MEETING as \*my/\*our \*proxy/\*proxies to vote for \*me/\*us and on \*my/\*our behalf at the Twenty-Third Annual General Meeting of the Company to be held on 28 May 2019 at 2.00 p.m. at Manhattan Ballroom, Level 14, Berjaya Times Square Hotel, 1 Jalan Imbi, 55100 Kuala Lumpur, Malaysia and at any adjournment thereof.

\*I/\*We indicate with an "X" in the spaces below how \*I/\*we wish \*my/\*our vote to be cast:

No.	Resolutions	For	Against	Abstain
	Ordinary Resolutions			
1	To re-elect Alexandra Schaapveld who retires by rotation in accordance with Rule 131.1 of the Company's Constitution, and who being eligible, offers herself for re-election as a Director of the Company.			
2	To re-elect Maureen Toh Siew Guat who retires by rotation in accordance with Rule 131.1 of the Company's Constitution, and who being eligible, offers herself for re-election as a Director of the Company.			
3	To approve the payment of directors' fees and benefits to the Non-Executive Directors up to an amount of RM3.2 million from 29 May 2019 until the conclusion of the next annual general meeting of the Company in 2020.			
4	To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company for the financial year ending 31 December 2019 and to authorise the Directors to fix their remuneration for that year.			
5	To authorise the Directors to allot and issue new ordinary shares pursuant to Section 75 and Section 76 of the Companies Act, 2016 and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.			
6	To offer, grant and/or allotment in respect of ordinary shares in the Company to Gary Neal Christenson, Executive Director pursuant to the Company's Management Incentive Plan.			

Subject to the above stated voting instructions, \*my/\*our \*proxy/\*proxies may vote or abstain from voting on any resolutions as \*he/\*she/\*they may think fit.

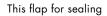
If appointment of proxy by an individual or a corporation is under hand  Signed by *individual member/*officer or attorney of member/*authorised nominee of	No. of shares held:  Securities Account No.: (CDS Account No.)  Date:	The proportions of *my/*our holding to be represented by *my/*our *proxy/*proxies are as follows:  First Proxy No. of shares:
If appointment of proxy by a corporation is under seal  The Common Seal of  was hereto affixed in accordance with its Constitution in the presence of:-	Seal  No. of shares held:  Securities Account No.:  (CDS Account No.)  (Compulsory)  Date:	Second Proxy No. of shares:
Director *Director/*Secretary  in its capacity as *member/*attorney of member/*authorised nominee of  (beneficial owner)		

\* Delete if inapplicable

## NOTES:

- 1. A member of the Company entitled to attend and vote at this meeting is entitled to appoint one (1) or more proxies to attend, participate, speak and vote for him/her subject to the following provisions:
  - (i) save as provided for in Note 2, the Companies Act 2016 ("CA 2016") and any applicable law, each member shall not be permitted to appoint more than two (2) proxies; and
  - (ii) where a member appoints more than one (1) proxy, the appointment shall be invalid provided that he/she specifies the proportion of the member's shareholdings to be represented by each proxy.
- 2. For the avoidance of doubt and subject always to Note 1, the CA 2016 and any applicable law:
  - (i) where a member of the Company is an authorised nominee, it may appoint at least one (1) proxy in respect of each securities account it holds to which ordinary shares in the Company are credited. Each appointment of proxy by an authorised nominee shall be made separately or in one instrument of proxy which shall specify the securities account number and the name of the beneficial owner for whom the authorised nominee is acting;
  - (ii) where a member 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.
- 3. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.
- 4. The instrument appointing a proxy shall:
  - (i) in the case of an individual, be signed by the appointor or by his/her attorney; and
  - (ii) in the case of a corporation, be either under its common seal or signed by its attorney or by an officer on behalf of the corporation.
- 5. The instrument appointing a proxy must be deposited at the office of the Company's Share Registrars, Boardroom Share Registrars Sdn Bhd at Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor, Malaysia, not less than 24 hours before the time appointed for the taking of the poll at the 23<sup>rd</sup> AGM (i.e. the proxy form needs to be deposited no later than 27 May 2019 at 2.00 p.m.) or adjourned meeting. Otherwise, the instrument of proxy shall not be treated as valid and the person so named shall not be entitled to vote in respect thereof. Faxed copies of the duly executed form of proxy are not acceptable.
- 6. The resolutions put to the votes at the 23<sup>rd</sup> AGM shall be determined by poll. A proxy may vote on a poll. If the form of proxy is returned without an indication as to how the proxy shall vote on any particular matter, the proxy may exercise his discretion as to whether to vote on such matter and if so, how. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting and the instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
- 7. The lodging of a form of proxy does not preclude a member from attending and voting in person at the meeting should the member subsequently decide to do so.
- 8. Personal Data Privacy

By submitting the duly executed form of proxy, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for all matters relating to or in connection with the AGM (including any adjournment thereof) and for the Company's (or its agents') compliance with any applicable laws, rules or regulations and guidelines (collectively the "Purposes"); and (ii) warrants that the member has obtained the prior consent of its proxy(ies) and/or representatives for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes.



STAMP

## THE SHARE REGISTRARS OF BUMI ARMADA BERHAD

(Company No.:370398-X)

Boardroom Share Registrars Sdn Bhd Level 6, Symphony House Pusat Dagangan Dana 1, Jalan PJU 1A/46 47301 Petaling Jaya Selangor, Malaysia

1<sup>st</sup> fold here