



PROXY FORM

I/We _____
(full name in block letters)

NRIC/Passport/Company No. _____ Mobile Phone No. _____

of _____
(full address/email address)

being a member(s) of **IOI Corporation Berhad**, hereby appoint _____
(full name in block letters)

NRIC/Passport No. _____ of _____
(full address/email address)

_____ or failing him/her, _____
(full address/email address)

_____ (full name in block letters)

NRIC/Passport No. _____ of _____
(full address)

_____ (full address/email address)

or failing him/her, the Chairman of the Meeting as my/our proxy/proxies to vote for me/us on my/our behalf at the Fifty-Third Annual General Meeting (“**53rd AGM**”) of the Company which will be convened and held physically (**Physical Meeting**) at Millennium Ballroom 1 (Level 1), Le Méridien Putrajaya, Lebuhr IRC, IOI Resort City, 62502 Putrajaya, Malaysia and by way of electronic means (**Virtual Meeting**) using Remote Participation and Electronic Voting facilities hosted at ConveneAGM Meeting Platform (<https://conveneagm.my/ioicorpagm2022>) (Domain Registration No. D6A475992) on **Monday, 31 October 2022 at 10:00 am** (Malaysia time) or any adjournment thereof.

The proportion of my/our holding to be represented by my/our proxy/proxies are as follows:

First proxy “A”	:	_____ %	No. of Shares Held	:	_____
Second proxy “B”	:	_____ %	CDS A/C No.	:	_____
		<u>100 %</u>			

My/our proxy/proxies shall vote as follows:

(Please indicate with an “X” or “√” in the space provided as to how you wish your votes to be cast. If you do not do so, the proxy/proxies will vote, or abstain from voting on the resolutions at his/her/their discretion.)

No.	Ordinary Resolutions	First Proxy “A”		Second Proxy “B”	
		For	Against	For	Against
1.	To re-elect Dato’ Kong Sooi Lin as a Director.				
2.	To re-elect Lee Yeow Seng as a Director.				
3.	To re-elect Tan Sri Peter Chin Fah Kui as a Director.				
4.	To approve the payment of Directors’ fees (inclusive of Board Committees’ fees and Group Sustainability Steering Committee’s fee) of RM1,460,000 for the financial year ending 30 June 2023 payable quarterly in arrears after each month of completed service of the Directors during the financial year.				
5.	To approve the payment of Directors’ benefits (other than Directors’ fees) of up to RM280,000 for the period from 31 October 2022 until the next Annual General Meeting.				
6.	To re-appoint BDO PLT, the retiring Auditors for the financial year ending 30 June 2023 and to authorise the Audit and Risk Management Committee to fix their remuneration.				
7.	To authorise the Directors to allot and issue shares of up to 5% of the total issued shares.				
8.	To approve the proposed renewal of existing share buy-back authority.				
9.	To approve the proposed renewal of shareholders’ mandate for recurrent related party transactions.				

Dated this _____ day of _____ 2022

 Signature of Shareholder/Common Seal

Notes:

- 1 Only shareholders whose names appear in the Record of Depositors and Register of Members as at **20 October 2022** shall be eligible to participate and vote at the 53rd AGM or appoint proxy to participate and vote on his or her behalf.
- 2 A shareholder may appoint any person to be his or her proxy and there shall be no restriction as to the qualification of the proxy.
- 3 If an instrument appointing a proxy is submitted in hard copy, it must be in writing under the hand of the appointor or of his or her attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of two (2) authorised officers, one (1) of whom shall be a director, or of its attorney duly authorised in writing.
- 4 A shareholder of the Company [including an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 and Exempt Authorised Nominee who holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account (Omnibus Account)] may appoint more than one (1) proxy, provided that the shareholder specifies the proportion of his or her shareholdings to be represented by each proxy. When two (2) or more valid but differing appointments of proxy are delivered or received for the same share for use at the same meeting, the one which is last validly delivered or received (regardless of its date or the date of its execution) shall be treated as replacing and revoking the other or others in respect of that share. If the Company is unable to determine which appointment was last validly delivered or received, none of them shall be treated as valid in respect of that share.
- 5 An instrument appointing a proxy may specify the manner in which the proxy is to vote in respect of a particular resolution and, where an instrument of proxy so provides, the proxy is not entitled to vote on the resolution except as specified in the instrument.
- 6 The proxy form may be made in hard copy or by electronic means, not less than forty-eight (48) hours before the time for holding the 53rd AGM or any adjournment thereof, as follows:

(i) **In hard copy form**

The proxy form must be deposited at **KPMG Management & Risk Consulting Sdn Bhd** at Concourse, KPMG Tower, No. 8, First Avenue, Bandar Utama, 47800 Petaling Jaya, Selangor, Malaysia.

(ii) **By electronic means**

The proxy form can also be lodged electronically via the **ConveneAGM Meeting Platform** at <https://conveneagm.my/oiocorpagm2022> or via email to support_conveneagm@kpmg.com.my. Please follow the procedures provided in the Administrative Guide for the 53rd AGM on how to deposit the proxy form electronically.

- 7 Any corporation which is a shareholder can appoint one (1) or more corporate representatives who may exercise on its behalf all of its power as a shareholder in accordance with the Companies Act 2016.

Personal Data Privacy

By (i) submitting an instrument appointing a proxy(ies) and/or representative(s) to participate and vote at the 53rd AGM and/or any adjournment thereof, (ii) completing the pre-registration to attend the Physical Meeting or the Virtual Meeting in accordance to this Form, and/or (iii) submitting questions relating to resolutions to be tabled at the 53rd AGM, a shareholder of the Company (i) consents to the collection, use and disclosure of the shareholder's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxy(ies) and representative(s) appointed for the 53rd AGM (including any adjournment thereof), and the preparation and compilation of the attendance lists, and other documents relating to the 53rd AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing requirements, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the shareholder discloses the personal data of the shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) 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, and (iii) agrees that the shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.

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**THE ADMINISTRATION AND POLLING AGENT OF
IOI CORPORATION BERHAD**

KPMG Management & Risk Consulting Sdn Bhd
Concourse, KPMG Tower
No. 8, First Avenue, Bandar Utama
47800 Petaling Jaya
Selangor, Malaysia

STAMP

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