

**GA11 PROXY FORM**

**11th Annual General Assembly of RSPO Members**

November 20, 2014

Kuala Lumpur, Malaysia.

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| * ***Closing date for submission of proxy is 18 November 2014, 1700 hours (GMT+8)***
* ***Only completed forms will be accepted***
* **RSPO will carry out an identification verification process of all proxy holders attending for and on behalf of a member during registration and collection of ballot papers at the General Assembly. Kindly note that a proxy holder must produce a national identification document or passport for verification purposes. A proxy holder who fails and/or refuses to produce the relevant documentation at the General Assembly will be ineligible to vote for and on behalf of a member at the General Assembly**
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**Step-by-step Guidelines:**

1. This form is only for Ordinary Members of RSPO who are eligible to vote.
2. Confirm your selection from the 3 proxy options outlined with a cross (X) in the relevant box
3. Indicate your vote preference for each resolution in the table provided or bestow full discretion to your proxy to vote on your behalf with a cross (X) in the correct box
4. Please complete parts I to III in this form
5. Print out the completed form and sign on it
6. Send your signed proxy form by fax (+603-2302 1542) or email ga@rspo.org as soon as possible but no later than 18 November 2014, 1700 hours (GMT +8) to enable the RSPO Secretariat to ensure that the required quorum for the general assembly is met.
7. Fax or Email the form to your appointed proxy and the Secretariat if you have selected option 1 – which is a proxy you have identified on your own
8. If you have selected proxy Option 2 (a Board of Governors member) or Option 3 (Chairperson), the RSPO Secretariat will directly inform the selected Board of Governor member or the Chairperson of their appointment as your proxy
9. A confirmation email will be sent to you once you have completed and submitted the proxy form to – ga@rspo.org
10. For any enquiries or clarification, please email ga@rspo.org or call +603 2302 1500

**Who can be a proxy?**

1. Must be a RSPO Member
2. Can be from any membership type: Ordinary Member or Affiliate Member or Supply Chain Associate Member
3. Must be able to attend the General Assembly in person
4. Proxy does not have to be from the same membership/stakeholder category

**PART I – ORGANIZATION DETAILS**

 **Please complete the form by TYPING into the grey boxes.**

|  |  |
| --- | --- |
| RSPO Membership number: |       *Please obtain your membership number from*[***http://rspo.org/en/member\_search***](http://rspo.org/en/member_search)***.*** *Key in your organization name* |
| Membership Type: | *Ordinary Member* |
| Membership Category: |  |
| Organization: |        |
| Address: |        |
| Country: |       |
| Tel no/Fax no: |       /        |
| Full name: |        |
| Position in the organization: |        |
| Email address:  |        |

**PART II –PROXY OPTION**

If you are unable to attend the General Assembly, please confirm the appointment of your proxy with a cross (X) on ONE (1) of these three (3) options:

**OPTION 1**: [ ]  I choose to identify and appoint a proxy of my own

As an Ordinary Member of the ROUNDTABLE ON SUSTAINABLE PALM OIL (RSPO) we hereby appoint:

|  |  |
| --- | --- |
| Name of proxy: |        |
| Organization: |        |
| Email address:  |        |

*I shall fax/email to my proxy and the Secretariat this completed and signed form*

**OPTION 2**: [ ]  I choose to appoint a Board of Governor member as my proxy

If you are unable to identify a proxy of your own, it is recommended that you appoint a Board of Governor member (not necessarily from the same membership/stakeholder category). Refer to list of Board of Governor members available to hold proxy in Appendix I of this Proxy Form.

Name of proxy/Name of Board of Governor Member:

*\*\* The RSPO Secretariat will email your completed and signed proxy form to the selected Board of Governor member*

**OPTION 3**: [ ]  I choose to appoint the Chairperson of the General Assembly as my proxy

If you are unable to identify a proxy of your own or a Board of Governor member, it is recommended that the Chairperson of the General Assembly be appointed as your proxy.

*\*\* The RSPO Secretariat will email your completed and signed proxy form to the Chairperson*

**PART III – RESOLUTIONS FOR THE GENERAL ASSEMBLY**

**Please cross (X) one option from below:**

**Option 1:**

[ ]  I hereby confirm that my appointed proxy will submit my voting preference on the specific resolutions as indicated in the table below

**Option 2:**

[ ]  I hereby give full discretion to my appointed proxy to vote on my organization’s behalf

***If you have selected Option 1 above, please place a cross (X) on your votes in the tables below.***

***In the case you do not cross (X) in any of the vote options below; it will be considered an abstention from voting.***

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| --- | --- | --- | --- |
| **Agenda Item** | **Description** | **Vote** | **Vote** |
| 4 | To confirm the minutes of the last General Assembly held on 14 November 2013– **by show of hands**Please download minutes of GA10 & Attendance List at* <http://www.rspo.org/file/GA10DraftMinutes.pdf>
* <http://www.rspo.org/file/resolutions/Ordinary_Members_Attendance_and_Proxy_List_GA10.pdf>
 | [ ] For | [ ] Against |
| 5 | To adopt the Treasurer’s Report and Financial Statements for the year ended 30 June 2014 of the RSPOPlease download Treasurer’s Report and Audited Financial Statements for the year ended 30 June 2014 at: * <http://www.rspo.org/file/resolutions/Treasurers_report_2014.pdf>
* <http://www.rspo.org/file/resolutions/RSPO_Audited_Financials_30_Jun_2014.pdf>
 | [ ] For | [ ] Against |

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| --- | --- | --- | --- |
| **Resolution**  | **Description** | **Vote** | **Vote** |
| 6a  | To confirm the appointment of PricewaterhouseCoopers as the auditors of the RSPO for the financial year ending 30 June 2015. | [ ] For | [ ] Against |
| 6b | Resolution to amend the RSPO Statues and Code of Conduct Please download resolution 6b at * <http://www.rspo.org/file/resolutions/GA11-Resolution6b.pdf>
 | [ ] For | [ ] Against |
| 6c | Resolution to enable market uptake of physical RSPO certified sustainable palm oil. Please download resolution 6c at * <http://www.rspo.org/file/resolutions/GA11-Resolution6c.pdf>
 | [ ] For | [ ] Against |
| 6d | Resolution to promote wider use of the RSPO trademark.Please download resolution 6d at * <http://www.rspo.org/file/resolutions/GA11-Resolution6d.pdf>
 | [ ] For | [ ] Against |
| 6e | Changing reporting period of ACOP and definition of clear reporting rules.Please download resolution 6e at * <http://www.rspo.org/file/resolutions/GA11-Resolution6e.pdf>
 | [ ] For | [ ] Against |
| 6f | Declaration of mills.Please download resolution 6f at * <http://www.rspo.org/file/resolutions/GA11-Resolution6f.pdf>
 | [ ] For | [ ] Against |

**PART IV – ELECTION OF BOARD OF GOVERNORS SEATS**

***There will be no voting for the election of the Board of Governors seats as each of the seats available for election has only one candidate.***

**PART V – SUBMISSION OF PROXY FORM (MANDATORY)**

Signature :

Authorized Person :

Date :

1. Send your signed proxy form by fax (+603-2302 1542) or email (ga@rspo.org ) as soon as possible but no later than 18 November 2014, 1700 hours (GMT+8) to enable the RSPO Secretariat to ensure that the required quorum for the general assembly is met.
2. Fax or Email the form to your appointed proxy if you have selected option 1 – which is a proxy you have identified on your own
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APPENDIX 1

RSPO Board of Governor Members Available to Hold Proxy for GA11

| **Name** | **Membership Category** | **Position in RSPO Board**  | **Company** | **Email** |
| --- | --- | --- | --- | --- |
| Biswaranjan Sen | Consumer Goods Manufacturers | President | Unilever | biswaranjan.sen@unilever.com |
| Edi Suhardi | Oil Palm Growers  | Vice-President II | Representative of Indonesian Grower Members  | edis@goodhope-id.com |
| Khairudin bin Hashim | Oil Palm Growers  | Vice-President III | MPOA/Sime Darby | khairudin.hashim@simedarby.com |
| Adam Harrison | Environmental and Conservation NGOs | Vice-President I  | WWF | AHarrison@wwfscotland.org.uk |
| Tim Stephenson | Processors & Traders | Treasurer | AAK | tim.stephenson@aak.com |
| **Audrey Lee** | Oil Palm Growers | Alternate Board Member | Olam | audrey.lee@olamnet.com |
| Belinda Howell | Retailers | Substantive Member | Retailers Palm Oil Group  | belinda.howell@rpog.org |
| Ben Vreeburg | Processors & Traders | Substantive Member | IOI / Loders Croklaan | Ben.Vreeburg@croklaan.com |
| **Dr Gan Lian Tiong** | Oil Palm Growers | Alternate Board Member | PT Musim Mas | liantiong.Gan@musimmas.com |
| **Felipe Guerrero** | Oil Palm Growers | Alternate Board Member | DAABON | fguerrero@daabon.com.co |
| Fiona Wheatley | Retailers | Substantive Member | Marks and Spencer  | Fiona.Wheatley@marks-and-spencer.com  |
| **Geraldine Lim** | Bank & Investors | Substantive Member | Rabobank | geraldine.lim@rabobank.com |
| **Ian Hay**  | Bank and Investors | Substantive Member | HSBC  | ianhay@hsbc.com.hk |
| **Johan Verburg** | Social And Development NGOs | Substantive Member | Oxfam International | johan.verburg@oxfamnovib.nl |
| John Buchanan | Environmental & Conservation NGOs | Substantive Member | Conservation International | jbuchanan@conservation.org |
| **John Clendon** | Oil Palm Growers | Alternate Board Member | Univanich Palm Oil PCL | john.clendon@univanich.com |
| **Michal Zrust** | Environmental & Conservation NGOs | Alternate Board Member | Zoological Society of London | michalzrust@fastmail.fm |
| **Norazam Abdul Hameed** | Oil Palm Growers | Alternate Board Member | FELDA | norazam.ah@feldaglobal.com |
| **Paul Wolvekamp** | Social And Development NGOs | Substantive Member | Both ENDS | pw@bothends.org |
| **Simon Siburat** | Oil Palm Growers | Alternate Board Member | MPOA/ Wilmar International | simonsiburat@wilmar.com.my |