

**GA16 PROXY FORM**

**16th Annual General Assembly of RSPO Members**

6 November 2019

Bangkok, Thailand

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| * ***Closing date for submission of proxy is 4 November 2019, 1400 hours (GMT+7)***
* ***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. RSPO may disallow the collection of ballot papers should the proxy holder fail to produce a relevant identification document.**
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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 it.
6. Send your **signed** proxy form by fax (+603-2302 1542) or email at ga@rspo.org as soon as possible but no later than 4 November 2019, 1400 hours (GMT+7) 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.
10. For any enquiries or clarification, please email ga@rspo.org.

**Who can be a proxy?**

1. Must be a RSPO Member.
2. Can be from any membership category: 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 category.

**PART I – ORGANISATION DETAILS**

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

|  |  |
| --- | --- |
| RSPO Membership number: |       *Please obtain your membership number from*[***http://www.rspo.org/members***](http://www.rspo.org/members)*Key in your organisation name* |
| Membership Type: | *Ordinary Member* |
| Membership Sector: |  |
| Organisation: |        |
| Address: |        |
| Country: |       |
| Tel no/Fax no: |       /        |
| Full name: |        |
| Position in the organisation: |        |
| 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: |        |
| Organisation: |        |
| 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). List of all Board of Governor members are available in Appendix I of this Proxy Form.

Name of proxy/Name of Board of Governor Member (Please select only ONE):

 OR

*\*\* 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 organisation’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.***

|  |  |  |  |
| --- | --- | --- | --- |
| **Agenda Item** | **Description** | **Vote** | **Vote** |
| 4 | To confirm the minutes of the last General Assembly held on 13 November 2018 - **by show of hands**<https://www.rspo.org/ga16/GA15DraftMinutes.pdf> <https://www.rspo.org/ga16/GA15AttendanceList.pdf>  | [ ] For | [ ] Against |
| 5 | To receive and adopt the Treasurer’s Report and Financial Statements for the year ended 30 June 2019 of the RSPO.<https://www.rspo.org/ga16/Treasurers_report_2019.pdf> <https://www.rspo.org/ga16/RSPO_Financial_Statements_30_Jun_2019.pdf>  | [ ] For | [ ] Against |

| **Resolution**  | **Description** | **Vote** | **Vote** |
| --- | --- | --- | --- |
| 6a | To confirm the appointment of PricewaterhouseCoopers as the auditors of the RSPO for the financial year ending 30 June 2020. | [ ] For | [ ] Against |
| 6b | Ensuring transparency and multi-stakeholder engagement in the quality assurance of assessments and audits<https://www.rspo.org/ga16/Resolutions/ResolutionGA16-6b.pdf>  | [ ] For | [ ] Against |
| 6c | Expanding the authority of RRO Indonesia to support the delivery of services to Indonesia’s independent smallholders to accelerate transformation of norms and inclusiveness<https://www.rspo.org/ga16/Resolutions/ResolutionGA16-6c.pdf>  | [ ] For | [ ] Against |
| 6d | Balanced representation in the RSPO General Assembly Voting Process<https://www.rspo.org/ga16/Resolutions/ResolutionGA16-6d.pdf>  | [ ] For | [ ] Against |
| 6e | Submission of Peat Inventory by all RSPO “Grower” and Processor and Trader” Members<https://www.rspo.org/ga16/Resolutions/ResolutionGA16-6e.pdf>  | [ ] For | [ ] Against |
| 6f | Adoption of the RSPO Independent Smallholder Standard (RISS) 2019 for the production of sustainable palm oil by Independent Smallholders<https://www.rspo.org/ga16/Resolutions/ResolutionGA16-6f.pdf><https://www.rspo.org/ga16/Resolutions/RSPO_RISS_2019.pdf>  | [ ] For | [ ] Against |

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

|  |  |  |
| --- | --- | --- |
| **Election**  | **Sectors / Sub-Sectors** | **Vote** |
|  | **Oil Palm Growers – Malaysia**  |  |
| 1 | **MPOA, represented by the principal Carl Bek-Nielsen and the alternate being Lee Kuan Yee**, the two-yearterm of which is expiring is available for re-election. No other nominations have been received. |  |
|  | **Oil Palm Growers – Indonesia** |  |
| 2 | **Golden Agri-Resources Ltd, represented by the principal Agus Purnomo and the alternate being Fadhil Hassan,** the two-yearterm of which is expiring is available for re-election. No other nominations have been received. |  |
|  | **Oil Palm Growers – Rest of the World** |  |
| 3 | **The alternates of the incumbent Board of Governors member Agrocaribe, being John Clendon (Univanich Palm Oil Public Company Limited), Audrey Lee (Olam International Limited) and the interim alternate being Sander von den Ende (SIPEF)**, are up for approval by the General Assembly. |  |
|  | **Oil Palm Growers – Smallholders** |  |
| 4 | **FELDA, represented by the interim principal Mahadzir Mustafa and the alternate being Izham Mustaffa**:Mahadzir Mustafa was designated as interim principal as a consequence of the retirement of Othman Omar. Therefore, the designation of interim principal Mahadzir Mustafa and the alternate being Izham Mustaffa are up for approval by the General Assembly. |  |
|  | **Processors and/or Traders** |  |
| 5 | **Wilmar International Limited, represented by the principal Daphne Astrid Hameeteman and the alternate Olivier Tichit** (**Musim Mas Holding Pte**. **Ltd.),** the two-year term of which is expiring is available for re-election. No other nominations have been received. |  |
|  | **Processors and/or Traders** |  |
| 6 | **The alternate of the incumbent Board of Governors member AAK AB being Caroline Westerik** is up for approval by the General Assembly. |  |
|  | **Consumer Goods Manufacturers** |  |
| 7 | **Unilever, represented by the interim principal Petronella Wilhelmina Meekers and the interim alternate being Martin Huxtable,** the two-year term of which is expiring is available for re-election. No other nominations have been received. |  |
|  | **Consumer Goods Manufacturers** |  |
| 8 | **The interim alternate of the incumbent Board of Governors member Procter & Gamble being Girish Despande** is up for approval by the General Assembly. |  |
|  | **Retailers** |  |
| 9 | **The interim member Aeon Co., Ltd, represented by the interim principal Kahori Miyake** **and the interim alternate being Yumi Kawashima**, is up for approval by the General Assembly. |  |
|  | **Retailers** |  |
| 10 | **Belinda Katharine Howell the principal representing Retailers’ Palm Oil Group** is retiring at this General Assembly. Her replacement being **Julian Walker-Palin as the principal and the alternate Hugo Byrnes** **(Royal Ahold Delhaize NV),** are up for approval by the General Assembly. |  |
|  | **Banks and Investors** |  |
| 11 | **HSBC Holding Plc, represented by the principal Ian Thomas Hay and the alternate, being John Laidlow,** the two-yearterm of which is expiring is not available for re-election. One nomination was received from **Standard Chartered Bank, represented by the principal nominee Samantha Bramley and the alternate nominee being Roger Charles.**The nomination of Standard Chartered Bank can be downloaded at:<https://www.rspo.org/ga16/GA16Nominations_SCB.pdf>  |  |
|  | **Banks and Investors** |  |
| 12 | **The interim alternate of the incumbent Board of Governors member Rabobank International being Martin van Vaals** is up for approval by the General Assembly. |  |
|  | **Environmental NGOs** |  |
| 13 | **World Resources Institute, represented by the principal Anne Rosenbarger and the alternate Michael Guindon (Zoological Society of London)**, thetwo-year term of which is expiring is available for re-election. No other nominations have been received. |  |
|  | **Environmental NGOs** |  |
| 14 | **The alternate of the incumbent Board of Governors member WWF International being Harjinder Kler (HUTAN - Kinabatangan Orang-utan Conservation Programme)**, is up for approval by the General Assembly. |  |
|  | **Social NGOs** |  |
| 15 | **Oxfam International, represented by Madeline Brasser,** the two-year term of which is expiring is not available for re-election. Nominations received were from:1. **Forest Peoples Programme, represented by the principal nominee Marcus Colchester and the alternate represented by the alternate nominee being Madeleine Brasser (Oxfam International)**
2. **Solidaridad, represented by the principal nominee Marieke Leegwater and the alternate nominee being Rukaiyah Rafik (Yayasan Setara Jambi)**

Only members in the Social NGOs sector are eligible to vote. The nominations can be downloaded at: <https://www.rspo.org/ga16/GA16Nominations_FPP.pdf> <https://www.rspo.org/ga16/GA16Nominations_Solidaridad.pdf>  | Select one[ ] [ ]  |

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

Signature :

Authorised 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 4 November 2019, 1400 hours (GMT+7) 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.
3. A confirmation email will be sent to you once you have completed and submitted the proxy form to ga@rspo.org
4. For any enquiries or clarification, please email ga@rspo.org or call +603 2302 1500.

**APPENDIX 1**

**RSPO Board of Governors 2019**

| **Name** | **Membership Sector** | **Position in RSPO Board**  | **Company** | **Email** |
| --- | --- | --- | --- | --- |
| Carl Bek-Nielsen | Oil Palm Growers | Co-Chairman | MPOA | cbn@plantations.biz |
| Lee Kuan Yee | Oil Palm Growers | Alternate Member | MPOA | kuanyee.lee@klk.com.my |
| Dr. Fadhil Hasan | Oil Palm Growers | Alternate Member | PT Indosawit Subur | fadhil\_hasan@asianagri.com |
| Sander Van den Ende  | Oil Palm Growers | Alternate Member | SIPEF Group | svdende@sipef.com |
| Izham Mustaffa | Oil Palm Growers | Alternate Member | FELDA | izham.m@felda.net.my |
| Tim Stephenson | Processors and/or Traders | Treasurer  | AAK | tim.stephenson@aak.com |
| Petronella Meekers | Consumer Goods Manufacturers | Substantive Member | Unilever | petronella.meekers@unilever.com |
| Kuan-Chun Lee | Consumer Goods Manufacturers | Substantive Member | Procter & Gamble | lee.kc@pg.com  |
| Girish Deshpande | Consumer Goods Manufacturers | Alternate Member | Procter & Gamble | deshpande.g@pg.com |
| Belinda Katharine Howell | Retailers | Substantive Member | Retailers’ Palm Oil Group | belinda@decarbonize.co.uk |
| Kahori Miyake | Retailers | Substantive Member | AEON | ka\_miyake@aeonpeople.biz |
| Yumie Kawashima | Retailers | Alternate Member | AEON | y\_kawashima@aeonpeople.biz |
| Geraldine Lim | Bank & Investors | Substantive Member | Rabobank | geraldine.lim@rabobank.com |
| Ian Hay | Bank & Investors | Substantive Member | HSBC | ianhay@hsbc.com.hk |
| Anne Rosenbarger | Environmental NGOs | Co-Chairman | World Resources Institute | arosenbarger@wri.org |
| Elizabeth Clarke | Environmental NGOs | Substantive Member | WWF | eclarke@wwf.sg |
| Michael Guindon | Environmental NGOs | Alternate Member | ZSL | michael.guindon@zsl.org |
| Harjinder Kler | Environmental NGOs | Alternate Member | HUTAN | klerh@yahoo.com  |
| Madeleine Brasser | Social NGOs | Substantive Member | Oxfam International | madeleine.brasser@oxfamnovib.nl  |
| Paul Wolvekamp | Social NGOs | Substantive Member | Both ENDS | pw@bothends.org |