

PETRONAS CHEMICALS GROUP BERHAD (459830-K)
(Incorporated in Malaysia)

Minutes of the Seventeenth Annual General Meeting of the Company held at Conference Hall 1, 2 and 3, Kuala Lumpur Convention Centre, Jalan Ampang, 50088 Kuala Lumpur, Malaysia on Monday, 13 April 2015 at 10.30 a.m.

Present :

- Datuk Wan Zulkiflee bin Wan Ariffin
(Non-Independent Non-Executive Chairman)
- Datuk Sazali Hamzah
(President/Chief Executive Officer)
- Ms Vimala a/p V.R. Menon
(Independent Non-Executive Director)
- Mr. Ching Yew Chye
(Independent Non-Executive Director)
- Mr. Dong Soo Kim
(Independent Non-Executive Director)
- Datuk Ir. Kamarudin bin Zakaria
(Non-Independent Non-Executive Director)
- Datuk Toh Ah Wah
(Independent Non-Executive Director)

and Members and Proxies as per attendance list

By Invitation : As per attendance list

Absent with apologies :

- Pn. Rashidah Alias @Ahmad
(Non-Independent Non-Executive Director)

In Attendance :

- Encik Syed Marzidy bin Syed Marzuki (Company Secretary)
- Mr. Kang Shew Meng (Company Secretary)

NOTICE

Notice convening the meeting having been circulated earlier to all members of the Company within the prescribed period was taken as read.

QUORUM

Upon confirming the presence of the requisite quorum, the Chairman called the meeting to order at 10.30 a.m.

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After dealing with all the questions raised, Members voted by way of show of hand and the results were as follows:-

For Resolution 1 : 132
 Against Resolution 1 : 2

The following resolution, which was proposed by Mr. Bhupinder Singh and seconded by Mr. Yee Koon Hing was put to the Meeting for a vote and was passed *nem. dis.*:-

“THAT the Audited Financial Statements for the financial year ended 31 December 2014 together with the Reports of the Directors and Auditors thereon be and are hereby received.”

2. ORDINARY RESOLUTIONS 2 AND 3 - RE-ELECTION OF DIRECTORS PURSUANT TO ARTICLE 93

2.1 ORDINARY RESOLUTION 2 – RE-ELECTION OF MR. CHING YEW CHYE

Members voted by way of show of hands and the result is as follows:

For Resolution 1 : 178
 Against Resolution 1 : 0

With the proposal of Mr. Abraham David Thanarat and seconded by Mr. Lim Gim Ean, the following motion on re-election of Mr. Ching Yew Chye was put to the floor and was passed *nem. dis.*:

“THAT Ching Yew Chye retiring in accordance with Article 93 of the Company’s Articles of Association, be and is hereby re-elected as Director of the Company.”

2.2 ORDINARY RESOLUTION 3 – RE-ELECTION OF MS VIMALA A/P V.R. MENON

Members voted by way of show of hands and the result is as follows:

For Resolution 1 : 150
 Against Resolution 1 : 0

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The Meeting then proceeded with the re-election of Ms Vimala A/P V.R. Menon and the following resolution, duly proposed by Mr. William Voon and seconded by Mr. Abraham David Thanarat, was put to a vote and was passed *nem. dis.*:-

“THAT Vimala A/P V.R. Menon retiring in accordance with Article 93 of the Company’s Articles of Association, be and is hereby re-elected as Director of the Company.”

3. ORDINARY RESOLUTIONS 4 AND 5 - RE-ELECTION OF DIRECTORS PURSUANT TO ARTICLE 99

3.1 ORDINARY RESOLUTION 4 – RE-ELECTION OF DATUK SAZALI BIN HAMZAH

Members voted by way of show of hands and the result is as follows:

For Resolution 1	:	146
Against Resolution 1	:	0

The following resolution, duly proposed by Mr. Chiew Sing Cheong and seconded by Mr. Yee Koon Hing was put to the floor and was passed *nem. dis.*:

“THAT Sazali bin Hamzah retiring in accordance with Article 99 of the Company’s Articles of Association, be and is hereby re-elected as Director of the Company.”

3.2 ORDINARY RESOLUTION 5 – RE-ELECTION OF DATUK TOH AH WAH

The Meeting proceeded with the re-election of Datuk Toh Ah Wah and Members voted by way of show of hands and the result is as follows:

For Resolution 1	:	95
Against Resolution 1	:	0

The following resolution, duly proposed by Mr. Chiew Sing Cheong and seconded by Mr. Yee Koon Hing, was put to a vote and was passed *nem. dis.*:-

CHAIRMAN’S
INITIALS

HELD AT	ON	TIME
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“THAT Toh Ah Wah retiring in accordance with Article 99 of the Company’s Articles of Association, be and is hereby re-elected as Director of the Company.”

4. ORDINARY RESOLUTION 6 - APPOINTMENT OF AUDITORS

Members voted by way of show of hands and the result is as follows:

For Resolution 1 : 162
 Against Resolution 1 : 0

Upon the proposal of Mr. William Voon and duly seconded by Mr. Lim Gim Ean, the following resolution on the re-appointment of Messrs KPMG as auditors of the Company was put to the Meeting for a vote and was passed *nem. dis.*:-

“THAT Messrs KPMG be and are hereby re-appointed as auditors of the Company to hold office until the conclusion of the next annual general meeting and that the Directors be and are hereby authorised to fix their remuneration.”

CLOSURE

There being no further business, the meeting closed at 12.35 p.m. with a vote of thanks to the Chairman.

CONFIRMED CORRECT

CHAIRMAN

Dated:

CHAIRMAN'S
INITIALS

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PETRONAS CHEMICALS GROUP BERHAD

(Company No. 459830-K)
(Incorporated in Malaysia)

Seventeenth Annual General Meeting of the Company held at Conference Hall 1 and 2, Kuala Lumpur Convention Centre, Jalan Ampang, 50088 Kuala Lumpur, Malaysia on Thursday, 13 April 2015 at 10.30 am

SUMMARY OF ATTENDANCE

CATEGORY	NO. OF PROXIES / SHAREHOLDERS	NO. OF SHARES	PERCENTAGE (%)
PROXY - CHAIRMAN	62	5,586,515,786	79.07
PROXY - CORPORATE REPRESENTATIVE	1	100	0.00
PROXY - INDIVIDUAL	485	1,476,606,815	20.90
SHAREHOLDER	668	1,802,620	0.03
TOTAL	1216	7,064,925,321	100

TOTAL PAID-UP CAPITAL : 8,000,000,000