

PETRONAS GAS BERHAD

Registration No.: 198301006447 (101671-H)

(Incorporated in Malaysia)

**MINUTES OF THE 43RD ANNUAL GENERAL MEETING OF PETRONAS GAS BERHAD
HELD AT THE GRAND BALLROOM BASEMENT II SHANGRI-LA KUALA LUMPUR
11 JALAN SULTAN ISMAIL 50250 KUALA LUMPUR MALAYSIA (MAIN VENUE)
AND VIRTUALLY THROUGH LIVE STREAMING AND ONLINE PARTICIPATION VIA THE
ONLINE MEETING PLATFORM AT [HTTPS://INVESTOR.BOARDROOMLIMITED.COM](https://investor.boardroomlimited.com)
(ONLINE PLATFORM) ON WEDNESDAY, 29 APRIL 2026 AT 10.00 A.M.**

<p>Present</p>	<p>: Board of Directors Datuk Adif Zulkifli <i>(Chairman/Non-Independent Non-Executive Director)</i></p> <p>Mr. Abdul Aziz Othman <i>(Managing Director/Chief Executive Officer)</i></p> <p>Ms. Farina Farikhullah Khan <i>(Senior Independent Non-Executive Director/Chairman, Board Audit Committee)</i></p> <p>Datuk Mark Victor Rozario <i>(Independent Non-Executive Director/Chairman, Nomination and Remuneration Committee)</i></p> <p>Mr. Sujit Singh Parhar s/o Sukhdev Singh <i>(Independent Non-Executive Director/Chairman, Board Sustainability and Risk Committee)</i></p> <p>Datuk Dr. Yatimah Sarjiman <i>(Independent Non-Executive Director)</i></p> <p>Mr. Yusa' Hassan <i>(Independent Non-Executive Director)</i></p> <p>Ms. Lim Li Ping <i>(Non-Independent Non-Executive Director)</i></p> <p>Mr. Izwan Ismail <i>(Non-Independent Non-Executive Director)</i></p>
<p>In Attendance</p>	<p>Company Secretaries Ms. Azira Marini Ab Rahim Ms. Mek Yam @ Mariam Hassan</p> <p>Chief Financial Officer Mr. Shahrul Azham Sukaiman</p> <p>External Auditor Mr. Lam Shuh Siang (Partner – KPMG PLT)</p>

Poll Administrator	:	Boardroom Share Registrars Sdn. Bhd.
Scrutineers	:	Scrutineer Solutions Sdn. Bhd.
Shareholders and Proxies	:	The attendance of the Shareholders and Proxies present physically at the Main Venue and participated virtually via the Remote Participation and Electronic Voting facilities are as per Attendance List.

1. NOTICE

The notice convening the meeting and the conduct of PETRONAS Gas Berhad's ("PGB" or "the Company") Annual General Meeting (AGM), together with the instructions in the Administrative Guide dated 27 March 2026, was tabled and taken as read. The same was also published through the announcement to Bursa Malaysia Securities Berhad ("Bursa Securities") and the Company's corporate website, respectively and advertised in Berita Harian, New Straits Times, Utusan Borneo and Borneo Post on 27 March 2026.

2. QUORUM, SHAREHOLDERS AND PROXIES DETAILS

- 2.1 Upon confirmation by the Company Secretary on the presence of the requisite quorum, the Chairman called the meeting to order.
- 2.2 Based on the registration data given by the Poll Administrator at the commencement of this meeting, a total of 1,276 Shareholders, Proxies, Corporate Representatives and Attorneys were present, with 943 Members attending physically at the Main Venue and 333 Members attending virtually via Online Platform, which represented 1,275,557,810 ordinary shares, constituting 64.46% of the total issued shares of the Company.
- 2.3 The Chairman informed the Shareholders that he had been appointed by the Shareholders as proxy representing 1,211,798,186 shares, which represented 61.24% of the total voting rights at this AGM.
- 2.4 The Shareholders were also informed that all resolutions at this AGM would only require a simple majority vote.

3. PROCEDURES FOR MEETING/INTRODUCTION TO REMOTE PARTICIPATION AND ELECTRONIC VOTING

- 3.1 The Company has appointed Boardroom Share Registrars Sdn. Bhd. ("Boardroom") as Poll Administrator to conduct the polling process and Scrutineer Solutions Sdn. Bhd. ("Scrutineer") as Independent Scrutineer to verify the poll results.

- 3.2 All Shareholders attending the AGM were required to vote via the Boardroom Smart Investor Portal facilities, or at the polling station set up at the Main Venue. A short video by Boardroom was played to demonstrate to the Shareholders and their Proxies, and Corporate Representatives who were present at the AGM on process for electronic voting.
- 3.3 The voting session commenced from the start of the meeting at 10.00 a.m. until the Chairman announced the closure of the voting session.

4. WELCOMING REMARKS BY THE CHAIRMAN

The Chairman, YBhg Datuk Adif Zulkifli welcomed and thanked the Shareholders and their representatives for attending this AGM and for their time to join the meeting at the main venue as well as remotely from various locations.

The Chairman then introduced his fellow Board Members, the Management, the Company Secretaries and the external auditor who were present at this AGM.

5. PRESENTATION

- 5.1 Before the Chairman proceeded with the business of the meeting, the Chairman invited Mr. Abdul Aziz, the Managing Director/Chief Executive Officer of the Company to deliver his presentation in relation to the performance of the Company for the financial year ended 31 December 2025.
- 5.2 Mr. Abdul Aziz thanked the Shareholders and their representatives for their attendance and shared his presentation, which was subsequently, posted on the Company's website at www.petronas.com/pgb under Investor Relations.
- 5.3 After the said presentation, the Chairman thanked Mr. Abdul Aziz and proceeded with the business of the meeting.

6. AGENDA NO. 1

AUDITED FINANCIAL STATEMENTS AND REPORTS FOR THE YEAR ENDED 31 DECEMBER 2025

- 6.1 The Audited Financial Statements and Reports of the Directors and Auditors for the year ended 31 December 2025 ("AFS") which had been circulated to all the members of the Company within the prescribed period were tabled to the meeting.
- 6.2 The Chairman explained that the AFS were for discussion only as it did not require Shareholders' approval. Hence, it would not be put for voting.
- 6.3 He then declared that the AFS were received and noted.

7. AGENDA ITEM NO. 2

RETIREMENT OF DIRECTORS PURSUANT TO ARTICLE 107 OF THE COMPANY'S CONSTITUTION

- 7.1 The Chairman informed that at this AGM, two Directors namely, Mr. Abdul Aziz and Datuk Mark Victor Rozario (Datuk Mark) would be retiring in accordance with *Article 107 of the Company's Constitution*.
- 7.2 Mr. Abdul Aziz has provided his consent to the Board and offered himself for re-election. The Board has endorsed that he was eligible to stand for re-election, after considering the NRC's recommendation that was evaluated based on a comprehensive review of his competencies, commitment, contributions and overall performance. This assessment incorporates findings from the Board Effectiveness Evaluation, the fit and proper declaration, and an evaluation of his ability to act in the best interests of the Company as well as the assessment of conflict of interest by the Board Audit Committee (BAC). His profile can be found on page 81 of the Integrated Report 2025.
- 7.3 Meanwhile, Datuk Mark has expressed his intention to retire from office and not to seek for re-election at this AGM.
- 7.4 In view of the above, it was noted that Datuk Mark retired as a Director of the Company at the conclusion of this AGM.
- 7.5 The Chairman then put forth the following Resolution for the Shareholders' consideration:

Ordinary Resolution 1 – Re-election of Abdul Aziz Othman

"THAT Abdul Aziz Othman retiring in accordance with Article 107 of the Company's Constitution, be and is hereby re-elected as a Director of the Company".

8. AGENDA ITEMS NO. 3 TO 6

RETIREMENT OF DIRECTORS PURSUANT TO ARTICLE 100 OF THE COMPANY'S CONSTITUTION

- 8.1 The Chairman informed that following Directors who would be retiring in accordance with *Article 100 of the Company's Constitution* have provided their consents and offered themselves for re-election to the Board:
- 8.1.1 Datuk Dr. Yatimah Sarjiman.
- 8.1.2 Ms. Lim Li Ping.
- 8.1.3 Mr. Yusa' Hassan.
- 8.1.4 Mr. Izwan Ismail.

- 8.2 The Board had through the NRC, assessed the eligibility of the retiring Directors based on the provisions of the Company's Directors' Fit and Proper Policy and was satisfied that they fulfilled the criteria set under the Directors' Fit and Proper Policy. In addition, the BAC reviewed, assessed and agreed on the proposed mitigations for any potential conflict of interest that may arise.
- 8.3 Based on the above assessments, the Board has endorsed the NRC's recommendation that all four Directors above are eligible to stand for re-election. Their profiles can be found on page 85 to 88 of the Integrated Report 2025.
- 8.4 The Chairman then put forth the following Resolution for the Shareholders' consideration:

Ordinary Resolution 2 – Re-election of Datuk Dr. Yatimah Sarjiman

"THAT Datuk Dr. Yatimah Sarjiman retiring in accordance with Article 100 of the Company's Constitution, be and is hereby re-elected as a Director of the Company".

Ordinary Resolution 3 – Re-election of Lim Li Ping

"THAT Lim Li Ping retiring in accordance with Article 100 of the Company's Constitution, be and is hereby re-elected as a Director of the Company".

Ordinary Resolution 4 – Re-election of Yusa' Hassan

"THAT Yusa' Hassan retiring in accordance with Article 100 of the Company's Constitution, be and is hereby re-elected as a Director of the Company".

Ordinary Resolution 5 – Re-election of Izwan Ismail

"THAT Izwan Ismail retiring in accordance with Article 100 of the Company's Constitution, be and is hereby re-elected as a Director of the Company".

9. AGENDA ITEM NO. 7

DIRECTORS' FEES AND ALLOWANCES, PAYABLE TO THE NON-EXECUTIVE DIRECTORS OF UP TO RM3,000,000 WITH EFFECT FROM 30 APRIL 2026 UNTIL THE NEXT AGM OF THE COMPANY

- 9.1 The Chairman continued the meeting with agenda item number 7 on the payment of Directors' fees and allowances payable to Non-Executive Directors (NED) of up to RM3,000,000.00 with effect from 30 April 2026 until the next AGM of the Company.
- 9.2 The Directors' fees and allowances for the NED for the period from 30 April 2026 until the conclusion of the next AGM ("FYE2026/2027") were calculated based on the assumption that no changes to the fees structure and allowances and estimated number of scheduled Board and Board Committees meetings including on the basis that all current NED would remain in office up to the next AGM. This resolution was to facilitate payment of the Directors' fees and allowances for the FYE2026/2027.

- 9.3 The Chairman then put the following resolution to the Shareholders for their consideration:

Ordinary Resolution 6 – Directors’ Fees and Allowances

“THAT the payment of Directors’ fees and allowances of up to RM3,000,000.00 payable to the Non-Executive Directors with effect from 30 April 2026 until the next Annual General Meeting of the Company, be and is hereby approved”.

10. AGENDA ITEM NO. 8

RE-APPOINTMENT OF KPMG PLT AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2026 AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

- 10.1 The Chairman informed the Shareholders that the Board had recommended to the Shareholders for the approval on the re-appointment of KPMG PLT as Auditors of the Company for the financial year ending 31 December 2026, and to authorise the Directors to determine their remuneration.

- 10.2 The auditors, KPMG PLT, had expressed their willingness to continue office.

- 10.3 The Chairman then put the following resolution to the Shareholders for their consideration.

Ordinary Resolution 7 – Re-appointment of Auditors

“THAT KPMG PLT be and are hereby re-appointed as Auditors of the Company for the financial year ending 31 December 2026 and that the Directors be and are hereby authorised to fix their remuneration.”

11. AGENDA ITEM NO. 9

ANY OTHER BUSINESS

The last item on the agenda for this AGM was to transact any other business of which due notice shall have been received in accordance with the Companies Act 2016. The Company Secretary confirmed that the Company had not received any notices for transaction of any other business in this meeting.

12. QUESTION AND ANSWER SESSION

- 12.1 The Chairman then invited the master of ceremony (“MC”) to moderate the Q&A session. The Company received a list of questions from Minority Shareholders Watch Group (MSWG) on 22 April 2026 and had responded to the MSWG on their queries ahead of this AGM on 27 April 2026. The Company also thanked MSWG for its continuous invaluable contribution in helping to improve the Company’s Corporate Governance reporting.

- 12.2 The Company Secretary, Ms. Azira Marini proceeded to read out the questions from MSWG where Mr. Abdul Aziz thereupon responded to the said questions accordingly. Those responses had also been published on the Company's corporate website.
- 12.3 Before addressing all the questions received prior to the AGM, the MC informed the meeting that the questions received which are similar with the MSWG and pre-submitted questions would not be read, whilst similar or repeated pre-submitted questions will be grouped and answered collectively, through a single, consolidated response to ensure efficiency of this AGM.
- 12.4 The Company Secretary, Ms. Azira Marini also informed that the Company had also received questions from the Shareholders (including Permodalan Nasional Berhad, Employees Provident Fund and Kumpulan Wang Persaraan (Diperbadankan)) prior to the AGM and proceeded addressing all the questions with the MD/CEO provided responses accordingly.
- 12.5 The MC then opened the floor for questions from the Shareholders present virtually and physically at the AGM, and the Board and Management of the Company provided the responses/answers, accordingly.
- 12.6 The Shareholders were informed that the questions received, and the respective responses would also be published in the Company's corporate website at www.petronas.com/pgb under Investor Relations after the conclusion of the AGM within 5 business days. The complete list of questions received prior and during the AGM, together with the answers/responses for the same were posted on the Company's corporate website at www.petronas.com/pgb under Investor Relations.

13. ELECTRONIC VOTING

- 13.1 The Chairman informed the Shareholders that he had been appointed to act as proxy for several Shareholders and shall vote in accordance with the instruction given.
- 13.2 At 1.45 p.m., the Chairman informed that registration is closed and reminded the Shareholders to cast their votes as the voting session would remain open for another 10 minutes.
- 13.3 At 1.55 p.m., the Chairman declared the voting session has closed and adjourned the meeting.
- 13.4 The poll results were then handed over to the Scrutineers for validation.

14. ANNOUNCEMENT OF POLL RESULTS

- 14.1 The Chairman called the meeting to order at 2.15 p.m. for the declaration of poll results which have been verified by the Scrutineers, as follows:

Resolutions	Vote in Favour		Vote Against		Results
	No. of Shares	%	No. of Shares	%	
<p>Ordinary Resolution 1</p> <p>To re-elect Abdul Aziz Othman who retires by rotation pursuant to Article 107 of the Company's Constitution and being eligible, has offered himself for re-election.</p>	1,852,532,024	99.9543	846,867	0.0457	Accepted
<p>Ordinary Resolution 2</p> <p>To re-elect Datuk Dr. Yatimah Sarjiman who was appointed as Director during the year and retires pursuant to Article 100 of the Company's Constitution and being eligible, has offered herself for re-election.</p>	1,845,945,738	99.5989	7,433,402	0.4011	Accepted
<p>Ordinary Resolution 3</p> <p>To re-elect Lim Li Ping who was appointed as Director during the year and retires pursuant to Article 100 of the Company's Constitution and being eligible, has offered herself for re-election.</p>	1,849,294,178	99.7795	4,085,904	0.2205	Accepted
<p>Ordinary Resolution 4</p> <p>To re-elect Yusa' Hassan who was appointed as Director during the year and retires pursuant to Article 100 of the Company's Constitution and being eligible, has offered himself for re-election.</p>	1,853,349,758	99.9986	26,477	0.0014	Accepted
<p>Ordinary Resolution 5</p> <p>To re-elect Izwan Ismail who was appointed as Director during the year and retires pursuant to Article 100 of the Company's Constitution and being eligible, has offered himself for re-election.</p>	1,848,609,761	99.7430	4,762,578	0.2570	Accepted

Resolutions	Vote in Favour		Vote Against		Results
	No. of Shares	%	No. of Shares	%	
Ordinary Resolution 6 To approve the Directors' Fees and Allowances payable to the Non-Executive Directors of up to an amount of RM3 million with effect from 30 April 2026 until the next AGM of the Company.	1,853,328,225	99.9977	43,299	0.0023	Accepted
Ordinary Resolution 7 To approve the re-appointment of KPMG PLT, as Auditors of the Company for the financial year ending 31 December 2026 and to authorise the Directors to fix their remuneration.	1,849,927,919	99.8140	3,446,445	0.1860	Accepted

14.2 Based on the poll results, the Chairman then declared that all resolutions tabled at the AGM were carried.

15. END OF MEETING

On behalf of the Board of Directors and Management of the Company, the Chairman extended his appreciation to the Shareholders for attending the AGM and for their continued support to the Company.

There being no further business, the meeting was adjourned at 2.20 p.m.

CONFIRMED AS CORRECT MINUTES

-signed-

Datuk Adif Zulkifli
 Chairman

[This version is for the purpose of uploading to the Company's corporate website]