

PETRONAS GAS BERHAD
Registration No.: 198301006447 (101671-H)
(Incorporated in Malaysia)

The Minutes of the 40th Annual General Meeting ("AGM") of the Company held virtually through live streaming from the Broadcast Venue at Meeting Rooms 406 to 407 (Virtual Studio), Level 4, Kuala Lumpur Convention Centre, Kuala Lumpur City Centre, 50088 Kuala Lumpur on Thursday, 11 May 2023 at 10.00 a.m.

Present at the Broadcast Venue : **Board of Directors:**
Encik Adnan bin Zainol Abidin
(Chairman / Non-Independent Non-Executive Director)

Encik Abdul Aziz bin Othman
(Managing Director/Chief Executive Officer)

Puan Farina binti Farikhullah Khan
(Senior Independent Non-Executive Director/Chairman, Board Audit Committee)

Company Secretary:
Puan Mek Yam @ Mariam binti Hassan

Chief Financial Officer:
Encik Shahrul Azham bin Sukaiman

Directors Present (via Video Conferencing) : **Board of Directors:**
YBhg. Datuk Yeow Kian Chai
(Independent Non-Executive Director)

YBhg. Datuk Mark Victor Rozario
(Independent Non-Executive Director)

Mr Sujit Singh Parhar s/o Sukhdev Singh
(Independent Non-Executive Director)

Cik Marina binti Md Taib
(Non-Independent Non-Executive Director)

Puan Hasliza binti Othman
(Non-Independent Non-Executive Director)

In Attendance (via Video Conferencing) : Mr. Yeap Kok Leong (Company Secretary)
Mr. Chong Chen Kian (Partner - KPMG PLT)

Poll Administrator : Representatives from
Tricor Investor & Issuing House Services Sdn. Bhd.

Scrutineers : Representatives from
Boardroom Corporate Services Sdn. Bhd.

By Invitation (via live streaming)

As per the attendance list in Attachment 1.

Shareholders and Proxies Attendance (participated through Remote Participation and Voting ("RPV") Platform)

The number of shareholders and their representatives who participated via the RPV platform at the commencement of the meeting was 833 and the total number of shareholders and their representatives who had at any point of time participated in the virtual meeting was 2,146 as set out in the Attendance List in Attachment 2.

1.0 PROCEDURES FOR MEETING/INTRODUCTION TO RPV

The Company Secretary briefed on the AGM procedures and the appointment of Tricor Investor & Issuing House Services Sdn Bhd ("Tricor") as Poll Administrator to conduct the polling process, and Boardroom Corporate Services Sdn. Bhd. ("Boardroom") as Independent Scrutineer to verify the poll results.

It was also highlighted that the voting session had commenced from the start of the meeting until the announcement of its closure.

A short video by Tricor was played to demonstrate to the Shareholders and their corporate representatives and attorneys who were present at the 40th AGM on the process for online voting via TIIH Online.

2.0 WELCOME BY THE CHAIRMAN

The Chairman, Encik Adnan bin Zainol Abidin welcomed and thanked the Shareholders and their representatives for attending the Company's 40th AGM and for their continuous support. He proceeded to inform that the Company had decided to leverage on technology in conducting the Company's 40th AGM to facilitate voting including voting in absentia and remote shareholders' participation. This was in line with Practice 13.3 of the Malaysian Code on Corporate Governance and bearing foremost in mind the participants' safety whilst complying with the requirement to hold the AGM within the stipulated time.

3.0 NOTICE OF MEETING

The Chairman informed that notice of convening the meeting had been circulated to all the Shareholders and advertised in The Star and Berita Harian on 11 April 2023. The same was also published through the announcement to Bursa Malaysia Securities Berhad ("Bursa Malaysia") and the Company's Corporate website respectively. The Notice of Meeting dated 11 April 2023 was taken as read.

4.0 QUORUM, SHAREHOLDERS AND PROXIES DETAILS

Prior to seeking confirmation from the Company Secretary on the requisite quorum for this meeting, on behalf of the Board, the Chairman recorded his utmost appreciation to YBhg Dato' Abdul Razak Abdul Majid, who stepped down from the Board on 27 Mach 2023, for his contribution and services to the Company.

Upon confirmation by the Company Secretary on the presence of the requisite quorum, the Chairman called the meeting to order.

The Shareholders were informed that in compliance with the Main Market Listing Requirements of Bursa Malaysia, all proposed resolutions of this AGM would be voted by poll. The Shareholders were further informed that in this meeting, the poll would be by way of e-polling to be undertaken at the end of the meeting after the proposed resolutions of this Meeting have been tabled.

The total number of shareholders and their representatives present at this AGM was 833, which represented a total of 459,532,563 shares. The Chairman was also appointed by the Shareholders as proxy representing 1,176,065,298 shares, which represented 59.44% of the total voting rights at this AGM.

The Shareholders and their representatives were also informed that all resolutions at this meeting required a simple majority vote.

5.0 PRESENTATION

Before the Chairman proceeded with the business of the meeting, he invited Encik Abdul Aziz Othman ("Encik Aziz"), the Managing Director/Chief Executive Officer of the Company to deliver his presentation on the performance of the Company for the financial year ended 31 December 2022.

Encik Aziz thanked the Shareholders for their attendance and shared his presentation that covered the highlights of the Company's performance in 2022 and the outlook for 2023 as posted on the Company's website at www.petronas.com/pgb under Investor Relations.

After the said presentation, the Chairman thanked Encik Aziz and proceeded with the business of the meeting.

The Chairman informed the Shareholders that the Company received a list of questions from the Minority Shareholder Watch Group ("MSWG") on 1 May 2023 and had responded to their queries ahead of this AGM, of which the same were posted on the Company's website at www.petronas.com/pgb under Investor Relations.

For the benefit of the Shareholders, the Chairman then invited Puan Mek Yam @ Mariam binti Hassan, the Company Secretary, to read out the questions from MSWG and for Encik Aziz thereupon to respond to the said questions accordingly.

6.0 AGENDA ITEM NO. 1:
AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31
DECEMBER 2022 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND
AUDITORS THEREON

The Audited Financial Statements and Reports of the Directors and Auditors for the financial year ended 31 December 2022 ("AFS"), which had been circulated to all the members of the Company within the prescribed period, were tabled to the meeting.

The Chairman explained that the AFS were for information only as they did not require shareholders' approval. Hence, it would not be put forth for voting.

He then declared that the AFS, were received and noted.

7.0 AGENDA ITEM NO. 2:
RE-ELECTION OF DIRECTORS PURSUANT TO ARTICLE 107 **OF THE COMPANY'S**
CONSTITUTION

The Chairman informed that in view that he would be standing for re-election, he handed over the chairmanship to Puan Farina Farikhullah Khan ("Chairperson" or "Puan Farina") being the Senior Independent Director and Chairman, Board Audit Committee of the Company for this item.

The Chairperson informed that at this AGM, three (3) Directors would be retiring in accordance with Article 107 of the Company's Constitution. They were YBhg Datuk Yeow Kian Chai, Encik Adnan Zainol Abidin and Encik Abdul Aziz Othman. She also informed that YBhg Datuk Yeow Kian Chai, Encik Adnan Zainol Abidin and Encik Abdul Aziz Othman had given their respective consents and offered themselves for re-election.

The Board had endorsed the Nomination and Remuneration Committee ("NRC")'s recommendation that these Directors who retire in accordance with Article 107 of the Company's Constitution were eligible to stand for re-election.

The Chairperson then put forth the following Resolutions for the Shareholders' consideration:

7.1 ORDINARY RESOLUTION 1 – RE-ELECTION OF DATUK YEOW KIAN CHAI

"THAT Datuk Yeow Kian Chai retiring in accordance with Article 107 of the Company's Constitution, be hereby re-elected as a Director of the Company."

7.2 ORDINARY RESOLUTION 2 – RE-ELECTION OF ADNAN ZAINOL ABIDIN

"THAT Adnan Zainol Abidin retiring in accordance with Article 107 of the Company's Constitution, be hereby re-elected as a Director of the Company."

7.3 ORDINARY RESOLUTION 3 – RE-ELECTION OF ABDUL AZIZ OTHMAN

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

Puan Farina then handed over the chair to the Encik Adnan Zainol Abidin.

8.0 AGENDA ITEM NO. 3:

ORDINARY RESOLUTION 4 - TO **APPROVE DIRECTORS' FEES AND ALLOWANCES PAYABLE TO NON-EXECUTIVE DIRECTORS OF UP TO AN AMOUNT OF RM2,500,000 WITH EFFECT FROM 12 MAY 2023 UNTIL THE NEXT AGM OF THE COMPANY**

The Chairman proceeded with agenda item no. 3 on the payment of Directors' fees and allowances to the Non-Executive Directors ("NEDs") of up to an amount of RM2,500,000.00 with effect from 12 May 2023 until the next AGM of the Company.

The Directors' fees and allowances for the NEDs for the period from 12 May 2023 until the conclusion of the next AGM ("FYE2023/2024") were calculated based

on the estimated number of scheduled Board and Board Committees meetings and on the assumption that majority of the NEDs would remain in office until the next AGM. This resolution was to facilitate payment of the Directors' fees and allowances for the Financial Year Ended 2023/2024.

The Chairman then put forth the following Resolution 4 to the Shareholders for their consideration:

"THAT the payment of the Directors' fees and allowances payable to the Non-Executive Directors of up to an amount of RM2,500,000 with effect from 12 May 2023 until the next Annual General Meeting of the Company be hereby approved."

9.0 AGENDA ITEM NO. 4:

ORDINARY RESOLUTION 5 – RE-APPOINTMENT OF KPMG PLT AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2023 AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

The Chairman informed the Shareholders that the Board recommended to the Shareholders for approval of the re-appointment of KPMG PLT as Auditors of the Company who would hold office until the conclusion of the next AGM and to authorise the Directors to determine their remuneration.

The auditors, KPMG PLT, had expressed their willingness to continue office. The Chairman then put the following Resolution 5 to the Shareholders for their consideration:

"THAT KPMG PLT be hereby re-appointed as Auditors of the Company for the financial year ending 31 December 2023 and that the Directors be hereby authorized to fix their remuneration."

10.0 AGENDA ITEM NO. 5:

ANY OTHER BUSINESS

The Chairman informed that the last item on the agenda for this AGM was to transact any other business of which due notices should be received in accordance with the Companies Act 2016. The Company Secretary confirmed that the Company had not received any notice of any other business to be transacted at this meeting.

11.0 QUESTION & ANSWER SESSION

The Shareholders were informed that the Company had received 45 pre-submitted questions, whereby out of 45 questions, 16 questions were on door gifts from the Shareholders. In the interest of time, the Company had addressed 21 pre-submitted questions at the AGM and the balance of the questions would be published on the Company's corporate website at www.petronas.com/pgb.

The Chairman also assured the Shareholders that the Company endeavored to answer all live questions raised by the Shareholders. However, if any questions were not answered at the AGM due to time constraints, the response would still be published on the Company's corporate website at www.petronas.com/pgb under the Investor Relations page within three (3) working days, together with the responses to all the other questions.

The Company received 117 live questions from the Shareholders and their representatives and had addressed 20 live questions during the Question and Answer session. Some of these questions were repetitive or similar; this included the question on door gifts, whereby the Company received 50 questions on this topic.

The details of all the pre-submitted and live questions were posted on the Company's website at www.petronas.com/pgb under Investor Relations.

12.0 REMOTE VOTING

For the benefit of the Shareholders, the Chairman informed that he had been appointed to act as proxies for a number of Shareholders and should vote in accordance with the instructions given.

The Chairman declared the commencement of the voting session and adjourned the meeting at 11.41 a.m. for remote voting.

The Meeting was reconvened at 11.51 a.m., and the Chairman announced the closure of the voting and that the meeting would be reconvened in 20 minutes to allow for the poll verification process by the Scrutineers.

(The poll results were handed over to Boardroom for validation).

13.0 ANNOUNCEMENT OF POLL RESULTS

The Chairman called the meeting to order at 12.07 p.m. for the declaration of poll results, as verified by Boardroom, as follows:

Resolution	Vote in favour		Vote Against		Results
	No. of Shares	%	No. of Shares	%	
<p>Ordinary Resolution 1</p> <p>To re-elect Datuk Yeow Kian Chai who retires by rotation in accordance with Article 107 of the Company's Constitution and being eligible, offers himself for -re-election.</p>	1,834,812,498	99.9326	1,238,224	0.0674	Accepted
<p>Ordinary Resolution 2</p> <p>To re-elect Encik Adnan Zainol Abidin who retires by rotation in accordance with Article 107 of the Company's Constitution and being eligible, offers herself for -re-election.</p>	1,818,198,814	99.0541	17,362,204	0.9459	Accepted
<p>Ordinary Resolution 3</p> <p>To re-elect Encik Abdul Aziz Othman who retires in accordance with Article 107 of the Company's Constitution and being eligible, offers himself for -re-election.</p>	1,832,561,430	99.8098	3,491,693	0.1902	Accepted
<p>Ordinary Resolution 4</p> <p>To approve the Directors' fees and allowances payable to the Non-Executive Directors of up to an amount of RM2,500,000 with effect from 12 May 2023 until the next</p>	1,836,006,024	99.9975	46,091	0.0025	Accepted

Resolution	Vote in favour		Vote Against		Results
	No. of Shares	%	No. of Shares	%	
Annual General Meeting of the Company.					
Ordinary Resolution 5 To approve the re-appointment of KPMG PLT, as Auditors of the Company for the financial year ending 31 December 2023 and to authorise the Directors to fix their remuneration.	1,819,635,847	99.1051	16,430,276	0.8949	Accepted

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

14.0 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 adjourned at 12.09 p.m.

CONFIRMED AS CORRECT MINUTES

-signed-

 Adnan bin Zainol Abidin
 Chairman