



PETRONAS

PETRONAS GAS BERHAD

Company No. 198301006447 (101671-H)

(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 37th Annual General Meeting (AGM) of PETRONAS Gas Berhad will be held at The Majestic Ballroom, Level 2, The Majestic Hotel Kuala Lumpur, 5, Jalan Sultan Hishamuddin, 50000 Kuala Lumpur, Malaysia on Thursday, 25 June 2020 at 10.00 a.m. to transact the following businesses:

ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2019 together with the Reports of the Directors and Auditors thereon.
2. To re-elect the following Directors who retire by rotation pursuant to Article 107 of the Company's Constitution:
 - (a) Dato' Ab. Halim Mohyiddin **(Resolution 1)**
 - (b) Emeliana Dallan Rice-Oxley **(Resolution 2)**
3. To re-elect the following Directors who were appointed during the year pursuant to Article 100 of the Company's Constitution:
 - (a) Adif Zulkifli **(Resolution 3)**
 - (b) Marina Md Taib **(Resolution 4)**
4. To approve the Directors' Fees and Allowances payable to the Non-Executive Directors of up to RM2,600,000 with effect from 26 June 2020 until the next Annual General Meeting of the Company. **(Resolution 5)**
5. To approve the re-appointment of KPMG PLT, as Auditors of the Company for the financial year ending 31 December 2020 and to authorise the Directors to fix their remuneration. **(Resolution 6)**
6. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and Company's Constitution.

FURTHER NOTICE IS HEREBY GIVEN THAT for the purposes of determining a member who shall be entitled to attend and vote at the forthcoming 37th AGM, the Company shall be requesting the Record of Depositors as at 19 June 2020. Only a depositor whose name appears on the Record of Depositors as at 19 June 2020 shall be entitled to attend, participate, speak and vote at the meeting as well as for appointment of proxy(ies) to attend, participate, speak and vote on his/her stead.

By Order of the Board

SYUHAIDA AB RASHID (MACS 01582)
Company Secretary

YEAP KOK LEONG (MAICSA 0862549)
Company Secretary

Kuala Lumpur
20 March 2020

NOTES:

Proxy and/or Authorised Representative

1. A member of the Company entitled to attend, participate, speak and vote at the meeting may appoint not more than two proxies to attend and vote on his behalf provided that the member specifies the proportion of the member's shareholdings to be represented by each proxy. There shall be no restriction as to the qualification of the proxy.
2. Where a member of the Company is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act, 1991 (SICDA), it may appoint at least one proxy in respect of each Securities account it holds with ordinary shares of the Company standing to the credit of the said Securities accounts.
3. Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for the multiple beneficial owners in one Securities Account (omnibus account), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account if holds.
4. Where a member or the authorised nominee appoints two proxies, or where an Exempt Authorised Nominee appoints two or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if the appointer is a corporation either under seal or under the hand of an officer or attorney duly authorised. The appointment of a proxy may be made in hard copy form or by electronic form. If the appointment is made in hard copy form, the Proxy Form must be deposited with Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively to submit your electronic Proxy Form via TIH Online at <https://tiah.online> not less than 48 hours before the time fixed for holding the meeting. Please refer to the Annexure of the Proxy Form in the Administrative Details for submission of electronic Proxy Form.
6. If the Proxy Form is signed under the hand of an officer duly authorised, it should be accompanied by a statement reading "signed as authorised officer under Authorisation Document which is still in force, no notice of revocation having been received". If the Proxy Form is signed by an attorney duly appointed under a power of attorney, it should be accompanied by a statement reading "signed under Power of Attorney which is still in force, no notice of revocation having been received". A copy of the Authorisation Document or the Power of Attorney, which should be valid in accordance with the laws of the jurisdiction in which it was created and is exercised, should be enclosed with this Proxy Form.
7. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad all resolution set out in the Notice of 37th AGM will be put to vote as a poll.

Following the Malaysia Government's announcement on 16 March 2020 related to the Movement Restriction Order effective 18 to 31 March 2020, there may be some delay in the delivery of the hardcopies of the Company's Integrated Report 2019, as requested by the shareholders. The hardcopies will be delivered once they are made available to the Company.