

PETRONAS DAGANGAN BERHAD

Registration No.: 198201008499 (88222-D)
(Incorporated in Malaysia)

NOTICE OF 42nd ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 42nd Annual General Meeting (AGM) of PETRONAS Dagangan Berhad will be held virtually through live streaming via a remote participation and electronic voting facilities at the Broadcast Venue, Virtual Studio, Room 401 – 402, Level 4, Kuala Lumpur Convention Centre, Kuala Lumpur City Centre, 50088 Kuala Lumpur on Monday, 29 April 2024 at 10.00 a.m. to transact the following business:

ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2023 together with the Reports of the Directors and Auditors thereon.
2. To re-elect the following Directors who retire by rotation in accordance with Article 107 of the Company's Constitution and being eligible, offer themselves for re-election:
 - (a) Datuk Anuar Ahmad **(Resolution 1)**
 - (b) Tang Saw Hua **(Resolution 2)**
 - (c) Arni Laily Anwarrudin **(Resolution 3)**
3. To approve the Directors' fees and allowances payable to the Non-Executive Directors of up to RM2,600,000 with effect from 30 April 2024 until the next annual general meeting of the Company. **(Resolution 4)**
4. To approve the re-appointment of KPMG PLT, as Auditors of the Company for the financial year ending 31 December 2024 and to authorise the Directors to fix their remuneration. **(Resolution 5)**
5. 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 purpose of determining a member who shall be entitled to attend and vote at the forthcoming 42nd AGM, the Company shall be requesting the Record of Depositors as at 22 April 2024. Only a depositor whose name appears on the Record of Depositors as at 22 April 2024 shall be entitled to attend and vote at the meeting as well as for appointment of proxy(ies) to attend and vote on his/her stead.

By Order of the Board

NORHASHEMA SALEH (MAICSA 7021781) (SSM Practising Certificate No. 202308000073)
MEK YAM @ MARIAM HASSAN (MAICSA 7030578) (SSM Practising Certificate No. 201908000788)
Company Secretaries

Kuala Lumpur
29 March 2024

NOTES:

1. IMPORTANT NOTICE

The Broadcast Venue is **strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 (CA 2016)** which requires the Chairman of the meeting to be present at the main venue of the meeting.

Shareholders **will not be allowed** to attend this AGM in person at the Broadcast Venue on the day of the meeting.

Shareholders are to attend, participate, speak (by posing questions to the Board via real time submission of typed texts) and vote (collectively referred as "participate") remotely at this AGM via the Remote Participation and Electronic Voting (RPEV) facilities provided by Boardroom Share Registrars Sdn. Bhd. (Boardroom) via its BoardRoom Smart Investor Portal (BSIP) website at <https://investor.boardroomlimited.com>.

Please read these notes carefully and follow the procedures in the Administrative Guide for the AGM in order to participate remotely via RPEV.

2. PROXY AND/OR AUTHORISED REPRESENTATIVE

(a) A member who is entitled to participate in this AGM via RPEV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.

(b) A member of the Company who is entitled to participate at the meeting may appoint not more than two proxies to participate on his/her 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.

(c) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, 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 account.

(d) Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for 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 it holds.

(e) 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.

(f) A member who has appointed a proxy or attorney or authorised representative to participate at the AGM via RPEV **must request his/her proxy or attorney or authorised representative to register himself/herself for RPEV** via BSIP website at <https://investor.boardroomlimited.com>. Procedures for RPEV can be found in the Administrative Guide for the AGM.

(g) The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be deposited with Boardroom not less than 48 hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote:

(i) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with:

- (a) Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor; or
- (b) By fax at 03-7890 4670 or e-mail to bsr.helpdesk@boardroomlimited.com

(ii) By electronic means

The proxy form can be electronically lodged with Boardroom via BSIP website at <https://investor.boardroomlimited.com>. Kindly refer to the Administrative Guide for the AGM on the procedures for electronic lodgment of proxy form via BSIP website.

(h) Please ensure the proxy form is completed with ALL required particulars, signed and dated accordingly.

(i) Last date and time for lodging the proxy form is **Saturday, 27 April 2024 at 10.00 a.m.**

(j) Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with Boardroom at the address stated under item (g)(i)(a) above, not less than 48 hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

(k) For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative with Boardroom at the address stated under item (g)(i)(a) above. The certificate of appointment of authorised representative should be executed in the following manner:

(i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.

(ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by at least two authorised officers, of whom one shall be a director or any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

(l) By submitting the duly executed Proxy Form, the member and his/her proxy(ies) consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010 for the purpose of the 42nd AGM and any adjournment thereof.

3. VOTING ON A POLL

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of 42nd AGM will be put to vote as a poll.