

**MINUTES OF THE 64TH ANNUAL GENERAL MEETING OF
PETRON MALAYSIA REFINING & MARKETING BHD
(June 15, 2023)**

Time and Place

The 64th Annual General Meeting (“AGM” or “Meeting”) of **PETRON MALAYSIA REFINING & MARKETING BHD** (the “Company” or “PMRMB”) was held on June 15, 2023 at The Mutiara Grand Ballroom, Royale Chulan Damansara, 2A Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia. The meeting commenced at 2:00 p.m.

Attendance – Directors

The following members of the Board of Directors the Company were present at the meeting:

Mr. Ramon S. Ang (Chairman)

Y. Bhg Datuk Nik Mohd Hasyudeen Yusoff (Independent Director)

Ms. Chua See Hua (Independent Director)

Mr. Fong Seow Kee (Independent Director)

Mr. Antonio Martin Callao (Independent Director) – via video conference from Manila, Philippines

Y. Bhg. Dato’ Noorizah Abdul Hamid (Independent Director)

Mr. Lubin B. Nepomuceno (Executive Director/Chief Executive Officer)

Ms. Aurora T. Calderon (Executive Director)

Mr. Ferdinand K. Constantino (non-Executive Director)

In attendance were the following officers:

Pn. Faridah Ali (General Manager)

Mr. Mark Tristan D. Caparas (Chief Finance Officer)

Mr. Manoj Devadasan (General Counsel/Company Secretary)

CALL TO ORDER / NOTICE / PROXIES / QUORUM

Following confirmation that the Notice of Meeting was made publicly available to Shareholders on April 27, 2023, it was confirmed that a total of 564 shareholders (236 via proxies) had registered to attend the

AGM. It was also confirmed that Mr. Ramon S. Ang, was the corporate representative of Petron Oil & Gas International Sdn Bhd (“POGI”) and, as such, had the necessary right to propose, second and vote on all resolutions on behalf of POGI.

There being a quorum in attendance, the Chairman of the AGM called the Meeting to order. The General Counsel/Company Secretary, Mr. Manoj Devadasan, recorded the minutes of the AGM.

VOTING PROCESS

The Chairman requested the Company Secretary to inform the shareholders of the voting process.

Mr. Manoj Devadasan informed the shareholders/proxies that to meet compliance with best practices in Corporate Governance and for Shareholders’ convenience, a fully electronic voting process was adopted. The Shareholders/proxies were also informed that, as in the past AGMs under Petron, the voting by poll will be conducted after the formal proposal and seconding of all the Resolutions. Shareholders/proxies were further informed that an Independent Scrutineer would be monitoring and verifying the tabulated votes.

PRESENTATION - COMPANY’S PERFORMANCE REPORT

The Chairman of the AGM then invited Puan Faridah Ali, General Manager, to deliver the Management’s presentation on the Company’s business performance for the year. Key highlights presented were as follows:

- 2022 was a year of recovery as domestic demand rebounded with the lifting of travel restrictions due to Covid-19 pandemic. However, it continued to be challenged by volatility in the oil market caused by global geopolitical issues and supply/demand concerns.
- Crude oil prices escalated and peaked at \$130 per barrel in the first half of 2022. However, prices plunged in the second half as the global economy faced the growing risk of recession and high inflation, tempering fuel demand growth and putting pressure on the oil market. The declining prices trend continued into the first quarter of 2023.
- In 2022, total sales volume grew by 28% to 33.8 million barrels. Retail performance exceeded pre-pandemic level and increased by 37% versus prior year, driven by domestic travel rebound, increased business activities and healthy volumes from the Company’s new service stations.

Commercial volume improved from the prior year lead by the LPG business registering growth from the recovery in the eatery sector. To support higher sales volume, the Company optimized production from its Port Dickson Refinery, which was higher by 33% compared to 2021.

- For full year 2022, revenues reached RM18.4 million, double that of the previous year due to higher sales volume and higher oil prices. Operating income was slightly lower as the higher premium and freight of purchased crude oil and finished products due to global supply tightness offsets the gain from better refining cracks and higher sales volume. Despite this, the Company was able to utilize income tax incentive during the year from the qualified investments in its Diesel Hydrotreater at the Port Dickson Refinery. Overall, the Company recorded a net profit of RM301 million, 26% higher than 2021.
- In the first quarter of 2023, the Company's sales volume increased by 8% compared to the same quarter last year from the continued economic recovery post-pandemic and from sales and marketing activities. Despite the dip in oil prices, the Company recorded revenues of RM3.8 billion at the back of higher sales volume. PMRMB started 2023 with a promising RM109 million net profit in the first quarter exceeding RM106 million during the same period in 2022.
- In April 2022, Petron celebrated its tenth year anniversary, a significant milestone over a decade long journey. Over the years, Petron strengthened its brand, grew its market presence and continuously enhanced its supply chain. Fueled by its values, Petron cemented a strong reputation for resilience with a clear vision for success and sustainability.
- To celebrate Petron's anniversary, "TENtu Happy" Carnivals were launched at service stations nationwide to thank loyal customers and business partners for their consistent support. Customers were invited to participate in fun games, treating them to exciting gifts and prizes.
- In 2022, Petron expanded its retail network by adding new service stations, bringing Petron's Group total retail network to more than 750 service stations nationwide. To enhance customer experience, Petron introduced a modern industrial look, incorporating sustainability features. It also launched a new Petron Mobile App which aimed to provide greater rewards to the customers.
- Petron was the first to introduce Cash and Carry LPG at service stations which had expanded to about 140 stations nationwide. Its "Tandas Kita Bersih" campaign gained positive response from the customers with more than 75% of toilets receiving 4 and 5-star ratings in addition to receiving numerous awards from the local government.

- In the commercial sector, PMRMB partnered with an e-wallet provider to promote cashless payment for LPG Gasul home delivery, another first in the industry. PMRMB also made it easier for its customers to place their Gasul orders via social media.
- For aviation, demand started to recover in 2022 as many countries reopened borders. Despite heightened competition, PMRMB secured new accounts and renewals with major airlines. PMRMB also expanded its industrial reach by securing new accounts to support sectors still reeling from the pandemic's impact.
- Operations at the Port Dickson refinery and all terminals were flawless in 2022. PMRMB's terminals achieved 33.7 million manhours lost time injury free which is equivalent to 26 years.
- At the 40th Malaysian Society Occupational Safety and Health (MSOSH) Awards Ceremony, all Petron Terminals received either Grand, Gold Merit and Gold Class 1 awards.
- At the Prime Minister Hibiscus Award 2022, Port Dickson Refinery received the Exceptional award while Bagan Luar Terminal received the Notable award. Other terminal within the Group also received 1 Exceptional award (Pasir Gudang terminal) and 2 Notable awards (Kuantan and Sepang Bay terminals).
- Meanwhile, PMRMB's Lumut PME Plant successfully expanded its production capacity by 30%. PMRMB also upgraded its wastewater treatment facility to meet higher environmental standards.
- Petron has long been promoting Sustainability. The followings are some of PMRMB's more significant investments that support its sustainability commitment:
 - The Diesel Hydrotreater (DHT) has enabled PMRMB to produce cleaner diesel with significantly lower Sulphur content reduced from 500 parts per million (ppm) to 10 parts per million (ppm). About 920 metric ton of Bio-Sulphur recovered by the DHT in 2022 was converted as feedstock for fertilizer.
 - PMRMB's Marine Import Facility 2 (MIF-2) investment helped PMRMB to reduce and optimize import shipments by 68%, thus reducing carbon emissions, from 52 shipments a year to 16 shipments.
 - PMRMB is the only player in the industry that has a renewable palm oil methyl ester (PME) plant. The plant can produce 6,500 metric ton of renewable PME a month which is equivalent to reducing 20,000 metric ton of carbon dioxide. PMRMB is also looking at putting up another renewable PME plant.

- As Petron moves ahead, it continues to achieve more efficient energy utilization. This year, it switched to energy efficient LED light bulbs at its refinery, terminals and service stations.
- Petron is working to install solar powered lights at its facilities and will expand the capacity and usage of its rainwater harvesting facilities.
- Over the next two years, Petron will be adding more stations with solar panels in addition to the 15 stations already with solar panels.
- Petron implemented various CSR programmes together with its partners, including:
 - Go-to Safety Points or GTSP Mural & Safety Posters, in collaboration with Royal Malaysia Police to raise awareness and promote public safety.
 - Petron's employees together with the service station dealers assisted more than 1,000 flood victims by distributing home and personal care items.
 - 120 under privileged school children in the Klang Valley and Port Dickson received sponsorship of school items such as uniforms, books from our employees in the Back-To-School (BTS) programme.
- Petron is committed to grow its business efficiently, sustainably and responsibly – always with the needs of its customers and communities in mind.

QUESTIONS FROM SHAREHOLDERS/PROXIES

Written question that had been submitted in advance by Shareholders were answered by the Chief Executive Officer and Management.

Shareholders/proxies present then posed questions relating to the Company, its performance, operations and audited accounts, to which the Chief Executive Officer and Management provided responses. Some key questions and responses given by the Company are as on Appendix 'A' herein.

In the interest of time, the Company Secretary informed the Shareholders/proxies that questions which could not be asked at the AGM, can be emailed to the Company at petron.64thagm.questions@petron.com.my up to 4.00pm Friday June 16, 2023. The responses to the questions will be posted on the Company website.

FORMAL PROPOSAL OF RESOLUTIONS

Shareholders/proxies were reminded that at the end of the process of formal proposals in respect of each resolution as stated in the Notice of Meeting, the AGM would be temporarily adjourned for the poll voting process. Each of the ordinary resolutions per the Notice of Meeting, were then formally proposed and seconded.

TEMPORAY ADJOURNMENT /POLL VOTING

Following the formal proposal in respect of each of the Resolutions, the Chairman declared the registration of Shareholder/proxies to attend the AGM closed for purposes of conducting the voting. The AGM was temporarily adjourned by the Chairman at 3.10p.m. to allow the Shareholders/proxies to cast their votes. Messrs Tricor Investor Issuing House Services Sdn Bhd conducted the poll and the tabulation of votes. Messrs Coopers Professional Scrutineers Sdn Bhd acted as Independent Scrutineers.

DECLARATION OF RESULTS OF POLL

At 3.45 p.m., the AGM was re-convened by the Chairman. Returning Officer/Independent Scrutineer's Representative, Mr. Chuah Poo Sian, read out the results of the Poll that all the Resolutions tabled at the AGM, as stated below, were duly approved and carried:

- Resolution 1** - THAT the payment of final dividend of 25 sen per ordinary share for the year ended 31 December 2022, be and is hereby approved.

- Resolution 2** - THAT the re-election of Executive Director Mr. Lubin B. Nepomuceno as a Director of the Company in accordance with Articles 103 and 104 of the Company's Constitution, be and is hereby approved.

- Resolution 3** - THAT the re-election of Independent Director Ms. Aurora T. Calderon as a Director of the Company in accordance with Articles 103 and 104 of the Company's Constitution, be and is hereby approved.

- Resolution 4** - THAT the re-election of Independent Director Y. Bhg Dato' Noorizah Binti Hj. Abd Hamid as a Director of the Company in accordance with Articles 103 and 104 of the Company's Constitution, be and is hereby approved.

Resolution 5 - THAT the appointment of Independent Director Ms. Chua See Hua - who has served more than ten (10) years as an Independent Director - in compliance with Practice 5.3 of the Malaysian Code on Corporate Governance 2021, be and is hereby approved.

(The voting on this resolution was via a two-tier system)

Resolution 6 - THAT the payment of Directors' fees and benefits to the Independent Directors with effect from 1 January 2023 until the next Annual General Meeting of the Company, as follows:

- (a) Annual Directors Fees of RM93,600 to be paid to each Independent Director in 2023.
 - (b) The following payments from 1 January 2023 until the next Annual General Meeting in 2024:
 - (i) Attendance Allowance of RM3,000 per meeting for each Independent Director Chairperson of a Committee;
 - (ii) Attendance Allowance of RM2,500 per meeting for each Independent Director (who is not a Chairperson of a Committee);
 - (iii) (up to) RM700 per month in fuel allowance /claims by each Independent Director; and
 - (c) An ex-gratia bonus payment of RM25,000 for each Independent Director who served a full term in 2022, for services rendered to the Company.
- be and is hereby approved.

Resolution 7 - THAT the appointment of Messrs PricewaterhouseCoopers as Auditors of the Company for the financial year ending 31 December 2023, to hold office until the conclusion of the AGM in 2024 (with authorization to the Board of Directors to determine their remuneration), be and is hereby approved.

Resolution 8 - THAT the renewal and new Shareholders' Mandate for Recurrent Related Party

Transactions of Revenue or Trading Nature, as follows:

- (a) Subject always to the Companies Act, 2016 (“the Act”), the Constitution of PMRMB and Main Market Listing Requirements of Bursa Securities, approval be and is hereby given to the Company and/or its subsidiaries to enter into the recurrent related party transactions of revenue or trading nature with the related parties as specified in Section 2.5.1 and 2.5.2 of the Circular to Shareholders dated 27 April 2023 (“Circular”), provided that such transactions are necessary for day-to-day operations and carried out in the ordinary course of business and at arms-length basis on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not detrimental to the interest of the minority shareholders of the Company (“the Mandates”);**
- (b) the Mandates shall commence immediately upon passing of this ordinary resolution and the authority conferred by such mandate shall continue to be in force until:**
 - (i) the conclusion of the next AGM of the Company following the forthcoming AGM, at which time it shall lapse, unless by a resolution passed at a general meeting, the mandate is again renewed; or**
 - (ii) the expiration of the period within which the next AGM is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or**
 - (iii) revoked or varied by a resolution passed by the shareholders in a general meeting.**

whichever is the earlier;
- (c) and the Directors of the Company be and are hereby empowered and authorized to complete and do all such acts and things as they may consider expedient or necessary to give effect to this Ordinary Resolution.**

be and is hereby approved.

(For voting on this resolution, major shareholder Petron Oil & Gas International Sdn Bhd abstained from voting due to its conflict of interest).

The Chairman then declared each Resolution as carried.

Adjournment

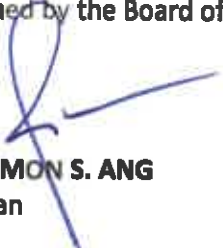
The Chairman thanked the Shareholders present for their participation and support. There being no further business, the Annual General Meeting was adjourned at 3:55 p.m. with a vote of thanks to the Chair.

Respectfully prepared/~~submitted~~ by



MANOJ DEVADASAN
Corporate Secretary

Confirmed by the Board of Directors:



MR. RAMON S. ANG
Chairman

Date: 24 August 2023

