



**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the Sixty-Seventh (67<sup>th</sup>) Annual General Meeting ("AGM") of the Company will be held:

- (a) **IN-PERSON:** At the Ballroom, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor, Malaysia (Main Venue); and
- (b) **VIRTUAL:** Through live streaming via the meeting platform of **Dvote** at <https://www.dvote.my>

on **Tuesday, 16 June 2026 at 2:00 p.m.**, for the purpose of transacting the following business:

1. To receive the Company's Audited Accounts for the year ended 31 December 2025 and the Directors' and Auditors Reports thereon.
2. To approve the declaration of a final dividend of 20 sen per ordinary shares for the year ended 31 December 2025. **(Ordinary Resolution 1)**
3. a) To re-elect Ms. Jacqueline L. Ang retiring in accordance with Article 103 and 104 of the Company's Constitution. **(Ordinary Resolution 2)**  
b) To re-elect Mr. Antonio M. Cailao retiring in accordance with Article 103 and 104 of the Company's Constitution. **(Ordinary Resolution 3)**  
c) To re-elect Y. Bhg. Datuk Nik Mohd Hasyudeen Bin Yusoff retiring in accordance with Article 103 and 104 of the Company's Constitution. **(Ordinary Resolution 4)**
4. To approve the payment of Directors' fees and benefits payable to the Independent Directors with effect from 1 January 2026 until the next AGM of the Company. **(Ordinary Resolution 5)**
5. To appoint Messrs PricewaterhouseCoopers PLT as the Auditor of the Company and to authorise the Directors to determine their remuneration. **(Ordinary Resolution 6)**
6. As Special Business, to consider and, if thought fit, to pass the following as an Ordinary Resolution: **(Ordinary Resolution 7)**

**PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

"THAT 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 a revenue or trading nature with the related parties as specified in Sections 2.5.1 of the Circular to Shareholders dated 28 April 2026 ("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 interests of the minority shareholders of the Company ("Proposed Mandate").

AND THAT the Proposed Mandate shall commence immediately upon the 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 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.

AND FURTHER THAT the Directors of the Company be and are hereby empowered and authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to this Ordinary Resolution."

7. To transact any other business of the Company.

**NOTICE OF BOOK CLOSURE**

NOTICE IS HEREBY GIVEN that:

**For the purpose of attendance at the AGM:** Only shareholders who are registered in the Register of Members and Record of Depositors as at the close of business on 8 June 2026 are allowed to attend the AGM both in person or virtually. Only a Depositor whose name appears on such Record of Depositors shall be entitled to attend and vote at this meeting, or to appoint a proxy or proxies to attend and/or vote in his/her stead.

**For purposes of dividend entitlement:** Only shareholders who are registered in the Register of Members and Record of Depositors as at the close of business on 22 June 2026, shall be entitled to the final dividend which, if approved by the shareholders at the AGM, the dividend will be paid on 8 July 2026.

A shareholder shall qualify for entitlement only in respect of:

- a) Securities transferred to the Depositor's Securities Account before 4:30 p.m. on 22 June 2026 in respect of the transfer;
- b) Securities deposited into the Depositor's Securities Account before 12:30 p.m. on 18 June 2026 in respect of securities which are exempted from mandatory deposit; and
- c) Securities bought on Bursa Malaysia Securities Berhad.

**BY ORDER OF THE BOARD**

**Manoj Devadasan**

SSM PC No. 202008001784 (LS0006885)

Company Secretary

28 April 2026

**PROXY**

A member of the Company entitled to attend and vote at the AGM is entitled to appoint not more than two (2) proxies to attend and vote instead of the member. A proxy need not be a member of the Company. Where a member is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, that holds shares for multiple beneficiaries in one securities account ("Omnibus Account"), there is no limit on the number of proxies it may appoint in respect of such Omnibus Account.

The instrument appointing a Proxy and the power of attorney or other authority (if any) under which it is signed or a notarial certified copy of such power or authority shall be deposited at the Share Registrar's office, Ascendserv Capital Markets Services Sdn. Bhd. at Office Suite No. 603, Block C, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor, Malaysia. In the case of an appointment made via online platform, the proxy form must be deposited at <https://www.dvote.my>. All proxy forms submitted must be received by the Company not later than 2:00 p.m., 15 June 2026.

For the purpose of determining a member who shall be entitled to attend this AGM, only a depositor whose name appears on such Record of Depositors as at 8 June 2026 shall be entitled to attend, speak and vote at the AGM or appoint proxy or proxies to attend, speak and/or vote in his/her stead.

**ANNUAL REPORT 2025**

The Annual Report 2025 and other accompanying documents are available online on the Company website at <https://www.petron.com.my/investor-relations>.

The Notification to Shareholders will be sent by electronic mail to Shareholders who have maintained their e-mail addresses in the Record of Depositors with Bursa Malaysia Depository Sdn. Bhd.

Please be advised that any request for hard copies of the Annual Report will be processed and forwarded to the requesting shareholders at the first reasonable opportunity.

**MEETING REFRESHMENT/DOOR-GIFTS**

- **Physical Attendance:** No meeting refreshments (i.e. packed lunch) will be served at the Main Venue. Instead of a packed lunch, the Company will provide an e-voucher of RM40 as meeting refreshment to the registered and verified Shareholder/Proxy/Corporate Representative who attended the 67<sup>th</sup> AGM physically at the Main Venue. The e-voucher will be sent via email based on attendance record of the 67<sup>th</sup> AGM within 3 weeks from the date of the 67<sup>th</sup> AGM. There will be no "door-gifts" provided for the physical attendance at the 67<sup>th</sup> AGM.
- **Virtual Attendance:** The Company will provide an e-voucher of RM40 as meeting refreshment to the registered and verified Shareholder/Proxy/Corporate Representative who performed pre-registration and attended the 67<sup>th</sup> AGM virtually via the **Dvote** Portal. The e-voucher will be sent via email based on attendance record of the 67<sup>th</sup> AGM within 3 weeks from the date of the 67<sup>th</sup> AGM.
- **E-Voucher:** An e-Voucher will be provided to all shareholders/proxies/corporate representatives who have registered for the 67<sup>th</sup> AGM and will be provided in the following manner:

- (a) One (1) e-voucher for one (1) shareholder who attends physically or virtually.
- (b) For a shareholder who has been appointed as a proxy by another shareholder, he/she is entitled to one (1) e-voucher only.
- (c) For a shareholder who appoints more than one (1) proxy, e-voucher will only be provided to the first proxy stated in the Proxy Form.
- (d) If the Proxy has registered for the meeting and the shareholder who appointed him/her decides to attend and request to revoke the proxy appointment, the proxy will no longer be entitled to any e-voucher and instead the e-voucher will be given to the shareholder.

**STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING**

**1. Hybrid Annual General Meeting**

For 2026, the Annual General Meeting (AGM) will be held in a hybrid format with main venue (broadcast venue) at Ballroom, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor, Malaysia.

By implementing a hybrid AGM, the Company reaffirms its commitment to good corporate governance and inclusive engagement by ensuring all shareholders can participate meaningfully and securely by offering an in-person venue while also providing online option to mitigate any unforeseen travel or technical limitations.

**2. Directors Standing for Re-election**

- Ms. Jacqueline L. Ang, Mr. Antonio M. Cailao and Y. Bhg. Datuk Nik Mohd Hasyudeen Bin Yusoff, retire by rotation and are eligible for re-election pursuant to Article 103 and 104 of the Company's Constitution.
- The Nominating Committee following its annual evaluation of the Board's performance, has concluded that Ms. Jacqueline L. Ang, Mr. Antonio M. Cailao and Y. Bhg. Datuk Nik Mohd Hasyudeen Bin Yusoff, in performing their duties as Directors, have met and/or exceeded expectations.
- The Board (based on representations by the Nominating Committee) recommends to the shareholders that Ms. Jacqueline L. Ang, Mr. Antonio M. Cailao and Y. Bhg. Datuk Nik Mohd Hasyudeen Bin Yusoff be re-elected to the Board.

The above Directors' profiles containing their qualifications, experience and other directorships can be viewed on pages 56, 57 and 59 of the Annual Report.

**3. Directors Benefit**

- Section 230(1) of the Act provides, amongst others, that the "fees" of the Directors and "any benefits" payable to the Directors of a listed company and its subsidiaries must be approved at a general meeting. Pursuant thereto, shareholders' approval is sought for repayment of Directors' fees and benefits payable to the Directors as follows:
  - a) RM132,537 per annum as Directors' fee to each Independent Director of the Company. This is an increase from RM112,320 previously approved by the Board and applicable since 2024;
  - b) RM3,000 as meeting allowance for each Independent Director (who is the Chairperson of a Committee) attends. This remains unchanged from the previous year;
  - c) RM2,500 as meeting allowance for each Independent Director (who is not the Chairperson of a Committee) attends. This remains unchanged from the previous year;
  - d) RM700 per month to each Independent Director as fuel allowance, on a reimbursement basis. This remains unchanged from the previous year; and
  - e) RM20,000 as an ex-gratia payment to each Independent Director of the Company for services rendered to the Company in 2025.

It is to be noted that the Board, in making the above recommendations, wishes to highlight the following for shareholders' attention:

- i. A competitive remuneration package is necessary to attract and retain high-quality Independent Directors who will then best serve the interests if the minority shareholders (and the Board and Company); and
- ii. All Independent Directors abstained from participation in or voting on the matter at the Board meeting when it was tabled.

**4. Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

This resolution is primarily to give flexibility to the Company to enter into recurrent related party transactions of a revenue or trading nature with the Directors/Major Shareholders or persons connected with the Directors/Major Shareholders.

**5. Mode of Voting**

In line with the recommendation of the Malaysian Code on Corporate Governance 2021, and for the purpose of providing fair representation of votes based on shareholding, voting at the AGM shall be by Poll.

**6. Details of Directors Standing for Re-election**

- i. Profiles**  
The profiles of the Directors standing for re-election are set out in pages 56, 57 and 59 of the Annual Report.
- ii. Statement of Shareholdings**  
None of the Directors standing for re-election hold shares in the Company.
- iii. Family relationship**  
Otherwise than as disclosed including in the proposed renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature, none of the Directors standing for re-election has any conflict of interest or potential conflict of interest situation, including interest in any other competing business with the Company.
- iv. Conflicts of interest**  
None of the Directors standing for re-election has any conflict of interest or potential conflict of interest situation, including interest in any other competing business with the Company.
- v. Conviction for offences (excluding traffic offenses), sanctions or penalty**  
None of the Directors standing for re-election have been convicted of offences within the past five (5) years, nor have any of them been subjected to any public sanction or penalty by the relevant regulatory bodies during the financial year.

**ADMINISTRATIVE DETAILS FOR THE SIXTY SEVENTH ANNUAL GENERAL MEETING ("THE AGM")**

**Date and Time** : Tuesday, 16 June 2026 at 2:00 p.m.

**Venue** : **IN PERSON:** Ballroom, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor, Malaysia  
**VIRTUAL:** Meeting platform of **Dvote** at <https://www.dvote.my>

**ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY**

1. Only members whose names appear on the **Record of Depositors as at 8 June 2026** shall be entitled to participate in the AGM or appoint proxy(ies)/authorised representative/attorney to participate on their behalf.
2. Members who are unable to participate in the AGM may appoint proxy(ies) or the Chairperson of the Meeting as his/her proxy and indicate the voting instructions in the Proxy Form.
3. The appointment of a proxy/authorised representative/attorney for the AGM may be made in hard copy form or by electronic means. The instrument appointing a proxy/authorised representative/attorney must be deposited or submitted in the following manner, no later than **Monday, 15 June 2026 at 2:00 p.m.**

**(i) In hard copy form**

In the case of an appointment made in hard copy form, the Proxy Form must be deposited at the Share Registrar's Office at

Office Suite No. 603 Block C,  
Pusat Dagangan Phileo Damansara 1,  
No. 9, Jalan 16/11, Off Jalan Damansara,  
46350 Petaling Jaya, Selangor

**(ii) By electronic means**

The proxy form can be electronically lodged with the Poll Administrator of the company via **Dvote Online** website at <https://www.dvote.my>. The procedure to submit your Proxy Form electronically is outlined below under "**Procedures to Submit Proxy Form Online**". The electronically Proxy Form submission is applicable for individual shareholders only and corporations are required to send hard copy Proxy Form.

**WE STRONGLY ENCOURAGE ALL SHAREHOLDERS AND PROXIES TO PRE-REGISTER FOR THE EVENT PRIOR TO THE MEETING DAY.**

**WE ALSO WISH TO INFORM YOU THAT IT IS IMPORTANT YOU PRE-REGISTER BEFORE THE MEETING AS SHAREHOLDER(S) OR PROXY(IES) WHO DID NOT PRE-REGISTER BEFORE THE MEETING DAY WILL NEED TO SPEND MORE TIME BEFORE YOU ARE ALLOWED TO PARTICIPATE IN THE AGM.**

**REVOCATION OF PROXY**

1. If you have submitted the Proxy Form and subsequently decide to change your proxy(ies) or revoke your appointment(s) to personally participate in the AGM, please write in to the Company's Poll Administrator at [generalmeeting@ascendserv.com](mailto:generalmeeting@ascendserv.com).
2. Upon revocation, your proxy(ies) will not be allowed to participate in the AGM. Please advise your proxy(ies) accordingly.

**VOTING PROCEDURES**

The voting at the AGM will be conducted by poll in accordance with Rule 8.29A of the MAIN Market Listing Requirements of Bursa Malaysia Securities Berhad.

Petron Malaysia Refining & Marketing Bhd has appointed Ascendserv Capital Markets Services Sdn. Bhd. as the Poll Administrator to conduct the poll by way of ("e-Voting") via its **Dvote Online** website at <https://www.dvote.my>.

Members can proceed to vote on the resolutions any time from the commencement of the AGM at 2:00 p.m. and before the end of the voting session which will be announced by the Chairperson of the Meeting. Kindly refer to "**Procedures to Participate Physically/Remotely**" provided below for guidance on how to vote during the Meeting Day.

For the purpose of the AGM, e-Voting will be carried out via personal smart mobile phones, tablets or personal computers/laptops.

Upon completion of the voting session for the AGM, the Independent Scrutineers will verify the poll results followed by the Chairperson's declaration whether the resolution(s) tabled for voting is carried or otherwise.

**PROCEDURES TO PARTICIPATE PHYSICALLY**

Member(s)/proxy(ies)/authorised representative(s)/attorney(s) who wish to participate in the AGM are to follow the requirements and procedures as summarised below:

**BEFORE AGM DAY FOR PHYSICAL AND VIRTUAL PARTICIPATION (NOT A USER)**

Member(s)/proxy(ies)/authorised representative(s)/attorney(s) are **required to register as a Dvote user** at <https://www.dvote.my/> in order to attend the AGM. Once you registered and activated your Dvote user login, please pre-register your AGM attendance for the meeting.

BEFORE THE AGM DAY	
Procedure	Action
(a) Sign-up as a user with <b>Dvote Online</b>	<p><b>Note:</b> <i>If you are already a user with <b>Dvote Online</b>, you are not required to sign-up again. You may proceed to sign-in using your email address and password.</i></p> <p><i>Please check your spam mailbox if you do not receive emails from us.</i></p> <ul style="list-style-type: none"> <li>• Access the website at <a href="https://www.dvote.my">https://www.dvote.my</a></li> <li>• Click on "<b>Sign up</b>" to register as a new user with <b>Dvote Online</b>.</li> <li>• Complete registration and upload softcopy of Malaysia Identification card (front and back) or passport (foreigner(s)).</li> </ul> <p>You will be notified via email once your user registration is accepted/rejected by <b>Dvote Online</b>.</p>
(b) Register with <b>Dvote Online</b>	<ul style="list-style-type: none"> <li>• Registration is open from <b>Wednesday, 10 June 2026</b> until the commencement of the polling at the AGM.</li> <li>• Login to <a href="https://www.dvote.my">https://www.dvote.my</a> with your email address and password.</li> <li>• Select event: "<b>PETRONM BHD - 67<sup>th</sup> AGM</b>".</li> <li>• Click "<b>Register</b>", select "<b>Physically</b>" and <b>Submit</b>.</li> <li>• You will receive an email notifying that your registration is received for verification.</li> </ul>

**PROCEDURES TO SUBMIT PROXY FORM ONLINE**

Procedure	Action
(a) Submission of Proxy Form	<ul style="list-style-type: none"> <li>• Login with your email address and password. Submission of e-proxy form will be available from <b>Wednesday, 10 June 2026 until Monday, 15 June 2026 at 2:00 p.m.</b></li> <li>• Select the corporate event: "<b>PETRONM BHD - 67<sup>th</sup> AGM</b>" and click "<b>e-proxy</b>" under "<b>Pre-Meeting Submission</b>".</li> <li>• Select Security Account by clicking on "<b>Select</b>" under the Action column.</li> <li>• Appoint your proxy(ies) and insert the required details of your proxy (ies) or appoint Chairperson as your proxy.</li> <li>• Indicate your voting instructions - FOR or AGAINST, otherwise your proxy will decide your vote.</li> <li>• Review and submit your proxy(ies) appointment.</li> </ul>

**ON THE DAY OF THE AGM**

Procedure	Action
(a) Mark Attendance	<ul style="list-style-type: none"> <li>• Scan the QR Code provided by the Poll Administrator on the meeting site.</li> <li>• Click on "<b>Mark Attendance</b>" on the screen to Mark your attendance.</li> <li>• You will get an e-pass after marking your attendance.</li> <li>• The e-Pass page also includes a button that allows you to post a typed question. When typing your question, please keep it related to the meeting and avoid sharing personal information.</li> </ul>
(b) Voting on site	<ul style="list-style-type: none"> <li>• Click on "<b>Poll station</b>" to view and select your Security Account(s) to vote.</li> <li>• Click on "<b>Vote</b>", to cast your votes for each resolution(s).</li> <li>• Review your casted votes, confirm and submit your votes.</li> </ul>

**PROCEDURES TO PARTICIPATE REMOTELY**

Member(s)/proxy(ies)/authorised representative(s)/attorney(s) who wish to participate in the AGM are to follow the requirements and procedures as summarised below:

BEFORE THE AGM DAY	
Procedure	Action
(a) Sign-up as a user with <b>Dvote Online</b>	<p><b>Note:</b> <i>If you are already a user with <b>Dvote Online</b>, you are not required to sign-up again. You may proceed to sign-in using your email address and password.</i></p> <p><i>Please check your spam mailbox if you do not receive emails from us.</i></p> <ul style="list-style-type: none"> <li>• Access the website at <a href="https://www.dvote.my">https://www.dvote.my</a></li> <li>• Click on "<b>Sign up</b>" to register as a new user with <b>Dvote Online</b>.</li> <li>• Complete registration and upload softcopy of Malaysia Identification card (front and back) or passport (foreigner(s)).</li> </ul> <p>You will be notified via email once your user registration is accepted/rejected by <b>Dvote Online</b>.</p>
(b) Register for Remote Participation with <b>Dvote Online</b>	<ul style="list-style-type: none"> <li>• Registration for remote participation is open from Wednesday, 10 June 2026 until the commencement of the polling at the AGM.</li> <li>• Login to <a href="https://www.dvote.my">https://www.dvote.my</a> with your email address and password.</li> <li>• Select event: "<b>PETRONM BHD - 67<sup>th</sup> AGM</b>".</li> <li>• Click "<b>Register</b>", select "<b>Virtually</b>" and <b>Submit</b>.</li> </ul> <p>You will receive an email notifying that your registration for remote participation is received for verification.</p>

**PROCEDURES TO PARTICIPATE AGM REMOTELY**

ON THE DAY OF THE AGM	
Procedure	Action
(a) Mark Attendance	<ul style="list-style-type: none"> <li>• Login in to <a href="https://www.dvote.my">https://www.dvote.my</a> and select the corporate event "<b>PETRONM BHD - 67<sup>th</sup> AGM</b>".</li> <li>• Click on "<b>Mark Attendance</b>" on the screen to Mark your attendance.</li> </ul>
(b) Join Meeting via Live Streaming	<ul style="list-style-type: none"> <li>• Click on "<b>Join Meeting</b>" button on your screen to join the live streaming meeting room.</li> <li>• You are advised to log in early, at least 20 minutes, before the commencement of the AGM.</li> </ul>
(c) Post Questions during Live Streaming	<ul style="list-style-type: none"> <li>• If you have any question(s) for the Board of Directors, you may use the "<b>Question Box</b>" to transmit your question(s).</li> </ul>
(d) Online Remote Voting	<ul style="list-style-type: none"> <li>• Click on "<b>Vote</b>" to view and select Security Account to vote.</li> <li>• Cast your votes for each resolution(s).</li> <li>• Review your casted votes, confirm and submit your votes.</li> </ul>
(e) Join Meeting via Live Streaming	<ul style="list-style-type: none"> <li>• Upon the announcement by the Chairperson of the Meeting on the closure of the AGM, the live streaming meeting will end.</li> </ul>

**NO RECORDING OR PHOTOGRAPHY**

**Strictly no recording or photography of the AGM proceedings is allowed.**

**ANNUAL REPORT**

As part of our commitment to sustainability and to reduce paper consumption, we encourage you to refer to the digital version of the **Annual Report** by following [this link](#) or by scanning the QR code below. However, if you require a printed copy of the Annual Report, you may request for a printed copy of the Annual Report by email to [ascendserv@ascendserv.com](mailto:ascendserv@ascendserv.com).



**ENQUIRIES FOR THE AGM**

If you have any enquiry(ies) on the above, please contact the **Poll Administrator** during office hours on Mondays to Fridays from 8.30 a.m. to 5.30 p.m. (except on public holidays):

**ASCENDSERV CAPITAL MARKETS SERVICES SDN. BHD.**

Office Suite No. 603 Block C,  
Pusat Dagangan Phileo Damansara 1,  
No. 9, Jalan 16/11, Off Jalan Damansara,  
46350 Petaling Jaya, Selangor

**Contact Person** : Mr Alven Lai / En Mikael Osman  
**Email** : [generalmeeting@ascendserv.com](mailto:generalmeeting@ascendserv.com)  
**General Line** : +603-7890 0238