

GENERAL MEETINGS: Notice of Meeting

TENAGA NASIONAL BHD

Type of Meeting	General
Indicator	Notice of Meeting
Description	Notice of the Thirty Third Annual General Meeting (33rd AGM) of Tenaga Nasional Berhad
Date of Meeting	18 May 2023
Time	10:00 AM

Venue(s)	<p>The Broadcast Venue : Pusat Konvensyen Leo Moggie, TNB Platinum No. 3, Jalan Bukit Pantai, Bangsar 59100 Kuala Lumpur Malaysia</p> <p>Meeting Platform: https://meeting.boardroomlimited.my via Remote Participation and Voting (RPV) facilities Malaysia</p>
Date of General Meeting Record of Depositors	10 May 2023

Resolutions

1. For Information

Description	To receive the Audited Financial Statements for the Financial Year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon.
Shareholder's Action	For Information Only

2. Ordinary Resolution 1

Description	To re-elect Juniwati Rahmat Hussin who retires by rotation in accordance with Clause 64(1) of the Company's Constitution and being eligible offers herself for re-election.
Shareholder's Action	For Voting

3. Ordinary Resolution 2

Description	To re-elect Gopala Krishnan K.Sundaram who retires by rotation in accordance with Clause 64(1) of the Company's Constitution and being eligible offers himself for re-election.
Shareholder's Action	For Voting

4. Ordinary Resolution 3

Description	To re-elect Datuk Rawisandran a/l Narayanan who retires by rotation in accordance with Clause 64(1) of the Company's Constitution and being eligible offers himself for re-election.
Shareholder's Action	For Voting

5. Ordinary Resolution 4

Description	To re-elect Dato' Abdul Razak bin Abdul Majid who was appointed to the Board and retires in accordance with Clause 63(2) of the Company's Constitution and being eligible offers himself for re-election.
Shareholder's Action	For Voting

6. Ordinary Resolution 5

Description	To re-elect Datin Rashidah binti Mohd Sies who was appointed to the Board and retires in accordance with Clause 63(2) of the Company's Constitution and being eligible offers herself for re-election.
Shareholder's Action	For Voting

7. Ordinary Resolution 6

Description	To re-elect Rohaya binti Mohammad Yusof who was appointed to the Board and retires in accordance with Clause 63(2) of the Company's Constitution and being eligible offers herself for re-election.
Shareholder's Action	For Voting

8. Ordinary Resolution 7

Description	(i) To approve the payment of Director's fee of RM30,000.00 per month to Dato' Abdul Razak bin Abdul Majid, Non-Executive Chairman from the 33rd AGM until the next Annual General Meeting (AGM) of the Company; (ii) To approve the payment of Director's fees of RM7,000.00 and RM5,000.00 per month for TNB Subsidiaries Category II and III respectively to Dato' Abdul Razak bin Abdul Majid, Non-Executive Chairman from the 33rd AGM until the next AGM of the Company.
Shareholder's Action	For Voting

9. Ordinary Resolution 8

Description	To approve the payment of Director's fee of
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	RM20,000.00 per month for Datin Rashidah binti Mohd Sies from the 33rd AGM until the next AGM of the Company.
Shareholder's Action	For Voting

10. Ordinary Resolution 9

Description	To approve the payment of Director's fee of RM20,000.00 per month for Rohaya binti Mohammad Yusof from the 33rd AGM until the next AGM of the Company.
Shareholder's Action	For Voting

11. Ordinary Resolution 10

Description	To approve the payment of Director's fee of RM20,000.00 per month for Ong Ai Lin from the 33rd AGM until the next AGM of the Company.
Shareholder's Action	For Voting

12. Ordinary Resolution 11

Description	To approve the payment of Director's fee of RM20,000.00 per month for Juniwati Rahmat Hussin from the 33rd AGM until the next AGM of the Company.
Shareholder's Action	For Voting

13. Ordinary Resolution 12

Description	To approve the payment of Director's fee of RM20,000.00 per month for Gopala Krishnan K.Sundaram from the 33rd AGM until the next AGM of the Company.
Shareholder's Action	For Voting

14. Ordinary Resolution 13

Description	To approve the payment of Director's fee of RM20,000.00 per month for Dato' Roslina binti Zainal from the 33rd AGM until the next AGM of the Company.
Shareholder's Action	For Voting

15. Ordinary Resolution 14

Description	To approve the payment of Director's fee of RM20,000.00 per month for Datuk Rawisandran a/l Narayanan from the 33rd AGM until the next AGM of the Company.
Shareholder's Action	For Voting

16. Ordinary Resolution 15

Description	To approve the payment of Director's fee of RM20,000.00 per month for Dato' Merina binti Abu Tahir from the 33rd AGM until the next AGM of the Company.
Shareholder's Action	For Voting

17. Ordinary Resolution 16

Description	To approve the payment of benefits payable to the Non-Executive Directors (excluding Non-Executive Directors' fees) amounting to RM1,760,400.00 from the 33rd AGM until the next AGM of the Company.
Shareholder's Action	For Voting

18. Ordinary Resolution 17

Description	To re-appoint Messrs PricewaterhouseCoopers PLT, having consented to act, as Auditors of the Company, to hold office until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.
Shareholder's Action	For Voting

19. Ordinary Resolution 18

Description	<p>Proposed Grant and Allotment of Shares to Abdul Latif bin Abdul Razak.</p> <p>"THAT the Board (save for Dato' Abdul Razak bin Abdul Majid) be and is hereby authorised at any time and from time to time, to cause or procure the offering and allocation to Abdul Latif bin Abdul Razak, Senior Executive of the Company, being Person Connected to Dato' Abdul Razak bin Abdul Majid, of up to 15,600 ordinary shares in TNB (TNB Shares) under the Long Term Incentive Plan for the Eligible Employees of TNB and Its Subsidiaries and Executive Directors of TNB (LTIP) as they shall deem fit, which will be vested to him at a future date, subject to such terms and conditions of the LTIP By-Laws."</p> <p>"AND THAT the Board be and is hereby authorised to allot and issue new TNB Shares pursuant to the LTIP to him from time to time in accordance with the vesting of his Grant."</p>
Shareholder's Action	For Voting

20. Ordinary Resolution 19

Description	<p>Proposed Grant and Allotment of Shares to Noor 'Asyikin binti Mohamad Zin.</p> <p>"THAT the Board (save for Dato' Abdul Razak bin Abdul Majid) be and is hereby authorised at any time</p>
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	<p>and from time to time, to cause or procure the offering and allocation to Noor 'Asyikin binti Mohamad Zin, Executive of the Company, being Person Connected to Dato' Abdul Razak bin Abdul Majid, of up to 2,700 TNB Shares under the LTIP as they shall deem fit, which will be vested to her at a future date, subject to such terms and conditions of the LTIP By-Laws."</p> <p>"AND THAT the Board be and is hereby authorised to allot and issue new TNB Shares pursuant to the LTIP to her from time to time in accordance with the vesting of her Grant."</p>
Shareholder's Action	For Voting

21. Ordinary Resolution 20

Description	<p>Proposed Grant and Allotment of Shares to Mohd Mirza bin Abdul Gani.</p> <p>"THAT the Board (save for Dato' Indera Ir. Baharin bin Din) be and is hereby authorised at any time and from time to time, to cause or procure the offering and allocation to Mohd Mirza bin Abdul Gani, Executive of the Company, being Person Connected to Dato' Indera Ir. Baharin bin Din, of up to 2,700 TNB Shares under the LTIP as they shall deem fit, which will be vested to him at a future date, subject to such terms and conditions of the LTIP By-Laws."</p> <p>"AND THAT the Board be and is hereby authorised to allot and issue new TNB Shares pursuant to the LTIP to him from time to time in accordance with the vesting of his Grant."</p>
Shareholder's Action	For Voting

22. Ordinary Resolution 21

Description	<p>Proposed Grant and Allotment of Shares to Nurdiyana Munira binti Sa'id.</p> <p>"THAT the Board (save for Dato' Roslina binti Zainal) be and is hereby authorised at any time and from time to time, to cause or procure the offering and allocation to Nurdiyana Munira binti Sa'id, Executive of the Company, being Person Connected to Dato' Roslina binti Zainal, of up to 2,900 TNB Shares under the LTIP as they shall deem fit, which will be vested to her at a future date, subject to such terms and conditions of the LTIP By-Laws."</p> <p>"AND THAT the Board be and is hereby authorised to allot and issue new TNB Shares pursuant to the LTIP to her from time to time in accordance with the vesting of her Grant."</p>
Shareholder's Action	For Voting

23. Ordinary Resolution 22

Description	<p>Proposed Grant and Allotment of Shares to Farah Yasmin binti Sa'id.</p>
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	<p>"THAT the Board (save for Dato' Roslina binti Zainal) be and is hereby authorised at any time and from time to time, to cause or procure the offering and allocation to Farah Yasmin binti Sa'id, Executive of the Company, being Person Connected to Dato' Roslina binti Zainal, of up to 1,500 TNB Shares under the LTIP as they shall deem fit, which will be vested to her at a future date, subject to such terms and conditions of the LTIP By-Laws."</p> <p>"AND THAT the Board be and is hereby authorised to allot and issue new TNB Shares pursuant to the LTIP to her from time to time in accordance with the vesting of her Grant."</p>
Shareholder's Action	For Voting

Please refer attachment below.

Attachments



[Notice of 33rd AGM - Statement Accompanying Notice - Proxy Form - Administrative Details.pdf](#)
153.8 kB



Announcement Info

Company Name	TENAGA NASIONAL BHD
Stock Name	TENAGA
Date Announced	14 Apr 2023
Category	General Meeting
Reference Number	GMA-13042023-00003
Corporate Action ID	MY230413MEET0003

NOTICE OF THE 33RD ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Thirty Third Annual General Meeting (33rd AGM) of Tenaga Nasional Berhad (TNB or the Company) will be held on **Thursday, 18 May 2023 at 10.00 a.m.**, virtually via Remote Participation and Voting (RPV) at **Pusat Konvensyen Leo Moggie, TNB Platinum, No. 3, Jalan Bukit Pantai, Bangsar, 59100 Kuala Lumpur, Malaysia (the Broadcast Venue)** to transact the following businesses:

AGENDA

AS ORDINARY BUSINESS:

1. To receive the Audited Financial Statements for the Financial Year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon.
Please refer to Explanatory Note (a)
2. To re-elect the following Directors who retire by rotation in accordance with Clause 64(1) of the Company's Constitution and being eligible offer themselves for re-election:
 - (i) Juniwati Rahmat Hussin **Ordinary Resolution 1**
 - (ii) Gopala Krishnan K.Sundaram **Ordinary Resolution 2**
 - (iii) Datuk Rawisandran a/l Narayanan **Ordinary Resolution 3***Please refer to Explanatory Note (b)*
3. To re-elect the following Directors who were appointed to the Board and retire in accordance with Clause 63(2) of the Company's Constitution and being eligible offer themselves for re-election:
 - (i) Dato' Abdul Razak bin Abdul Majid **Ordinary Resolution 4**
 - (ii) Datin Rashidah binti Mohd Sies **Ordinary Resolution 5**
 - (iii) Rohaya binti Mohammad Yusof **Ordinary Resolution 6***Please refer to Explanatory Note (b)*
4. To approve the payment of the following Non-Executive Directors' fees from the 33rd AGM until the next Annual General Meeting (AGM) of the Company:
 - (i) Director's fee of RM30,000.00 per month to Dato' Abdul Razak bin Abdul Majid, Non-Executive Chairman
 - (ii) Director's fee of RM7,000.00 and RM5,000.00 per month for TNB Subsidiaries Category II and III respectively to Dato' Abdul Razak bin Abdul Majid, Non-Executive Chairman **Ordinary Resolution 7**
 - (iii) Director's fee of RM20,000.00 per month for the following Non-Executive Directors:
 - a. Datin Rashidah binti Mohd Sies **Ordinary Resolution 8**
 - b. Rohaya binti Mohammad Yusof **Ordinary Resolution 9**
 - c. Ong Ai Lin **Ordinary Resolution 10**
 - d. Juniwati Rahmat Hussin **Ordinary Resolution 11**
 - e. Gopala Krishnan K.Sundaram **Ordinary Resolution 12**
 - f. Dato' Roslina binti Zainal **Ordinary Resolution 13**
 - g. Datuk Rawisandran a/l Narayanan **Ordinary Resolution 14**
 - h. Dato' Merina binti Abu Tahir **Ordinary Resolution 15***Please refer to Explanatory Note (c)*
5. To approve the payment of benefits payable to the Non-Executive Directors (excluding Non-Executive Directors' fees) amounting to RM1,760,400.00 from the 33rd AGM until the next AGM of the Company. **Ordinary Resolution 16**
Please refer to Explanatory Note (c)
6. To re-appoint Messrs PricewaterhouseCoopers PLT, having consented to act, as Auditors of the Company, to hold office until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. **Ordinary Resolution 17**
Please refer to Explanatory Note (d)

NOTICE OF THE 33RD ANNUAL GENERAL MEETING

AS SPECIAL BUSINESS:

To consider and if thought fit, to pass the following Resolutions:

7. Proposed Grant and Allotment of Shares to Abdul Latif bin Abdul Razak.

"THAT the Board (save for Dato' Abdul Razak bin Abdul Majid) be and is hereby authorised at any time and from time to time, to cause or procure the offering and allocation to Abdul Latif bin Abdul Razak, Senior Executive of the Company, being Person Connected to Dato' Abdul Razak bin Abdul Majid, of up to 15,600 ordinary shares in TNB (TNB Shares) under the Long Term Incentive Plan for the Eligible Employees of TNB and Its Subsidiaries and Executive Directors of TNB (LTIP) as they shall deem fit, which will be vested to him at a future date, subject to such terms and conditions of the LTIP By-Laws."

"AND THAT the Board be and is hereby authorised to allot and issue new TNB Shares pursuant to the LTIP to him from time to time in accordance with the vesting of his Grant."

Please refer to Explanatory Note (e)

Ordinary Resolution 18

8. Proposed Grant and Allotment of Shares to Noor 'Asyikin binti Mohamad Zin.

"THAT the Board (save for Dato' Abdul Razak bin Abdul Majid) be and is hereby authorised at any time and from time to time, to cause or procure the offering and allocation to Noor 'Asyikin binti Mohamad Zin, Executive of the Company, being Person Connected to Dato' Abdul Razak bin Abdul Majid, of up to 2,700 TNB Shares under the LTIP as they shall deem fit, which will be vested to her at a future date, subject to such terms and conditions of the LTIP By-Laws."

"AND THAT the Board be and is hereby authorised to allot and issue new TNB Shares pursuant to the LTIP to her from time to time in accordance with the vesting of her Grant."

Please refer to Explanatory Note (e)

Ordinary Resolution 19

9. Proposed Grant and Allotment of Shares to Mohd Mirza bin Abdul Gani.

"THAT the Board (save for Dato' Indera Ir. Baharin bin Din) be and is hereby authorised at any time and from time to time, to cause or procure the offering and allocation to Mohd Mirza bin Abdul Gani, Executive of the Company, being Person Connected to Dato' Indera Ir. Baharin bin Din, of up to 2,700 TNB Shares under the LTIP as they shall deem fit, which will be vested to him at a future date, subject to such terms and conditions of the LTIP By-Laws."

"AND THAT the Board be and is hereby authorised to allot and issue new TNB Shares pursuant to the LTIP to him from time to time in accordance with the vesting of his Grant."

Please refer to Explanatory Note (e)

Ordinary Resolution 20

10. Proposed Grant and Allotment of Shares to Nurdiyana Munira binti Sa'id.

"THAT the Board (save for Dato' Roslina binti Zainal) be and is hereby authorised at any time and from time to time, to cause or procure the offering and allocation to Nurdiyana Munira binti Sa'id, Executive of the Company, being Person Connected to Dato' Roslina binti Zainal, of up to 2,900 TNB Shares under the LTIP as they shall deem fit, which will be vested to her at a future date, subject to such terms and conditions of the LTIP By-Laws."

"AND THAT the Board be and is hereby authorised to allot and issue new TNB Shares pursuant to the LTIP to her from time to time in accordance with the vesting of her Grant."

Please refer to Explanatory Note (e)

Ordinary Resolution 21

NOTICE OF THE 33RD ANNUAL GENERAL MEETING

11. Proposed Grant and Allotment of Shares to Farah Yasmin binti Sa'id.

"THAT the Board (save for Dato' Roslina binti Zainal) be and is hereby authorised at any time and from time to time, to cause or procure the offering and allocation to Farah Yasmin binti Sa'id, Executive of the Company, being Person Connected to Dato' Roslina binti Zainal, of up to 1,500 TNB Shares under the LTIP as they shall deem fit, which will be vested to her at a future date, subject to such terms and conditions of the LTIP By-Laws."

"AND THAT the Board be and is hereby authorised to allot and issue new TNB Shares pursuant to the LTIP to her from time to time in accordance with the vesting of her Grant."

Please refer to Explanatory Note (e)

Ordinary Resolution 22

12. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 (Act).

FURTHER NOTICE IS HEREBY GIVEN THAT for the purpose of determining a member who shall be entitled to attend this 33rd AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. (Bursa Depository) in accordance with Clause 45(2) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991 (SICDA) to issue a General Meeting Record of Depositors (ROD) as at 10 May 2023. Only a depositor whose name appears on the ROD as at 10 May 2023 shall be entitled to attend the said Meeting or appoint proxy/proxies to attend and/or vote on his/her behalf.

BY ORDER OF THE BOARD

NORAZNI BINTI MOHD ISA

(LS 0009635)

(SSM Practicing Certificate No. 201908000492)

Company Secretary

Kuala Lumpur

17 April 2023

EXPLANATORY NOTES ON ORDINARY BUSINESSES:

(a) **Agenda No. 1** is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require shareholders' approval for the Audited Financial Statements. As such, it is not put forward for voting.

(b) **Ordinary Resolutions 1 to 6 – Proposed Re-election of Directors in accordance with Clauses 64(1) and 63(2) of the Company's Constitution**

Clause 64(1) of the Company's Constitution provides among others, that one-third (1/3) of the Directors at the time being of whom have been longest in office shall retire by rotation at the AGM of the Company and shall be eligible for re-election.

Clause 63(2) of the Company's Constitution provides among others, that the Directors shall have power at any time and from time to time to appoint any other person to be a Director of the Company either to fill a casual vacancy or as an addition to the existing Directors. Any Director so appointed shall hold office only until the next following AGM of the Company and shall then be eligible for re-election.

The Board with the assistance of the Board Nomination and Remuneration Committee (BNRC) conducted an independence assessment of all Independent Directors including Juniwati Rahmat Hussin, Gopala Krishnan K.Sundaram and Datuk Rawisandran a/I Narayanan and are satisfied that they have complied with the independence criteria as required by the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (MMLR) and continue to bring independent and objective judgment to the Board deliberations.

The BNRC and Board also considered the Board Evaluation Assessment including the Self and Peer Assessment results of Juniwati Rahmat Hussin, Gopala Krishnan K.Sundaram and Datuk Rawisandran a/I Narayanan and agreed that they have met the Board's expectation in terms of experience, expertise, integrity, competency, commitment and individual contribution by continuously performing their duties diligently as Company Directors.

Based on the Board Evaluation Assessment, the retiring Directors who are standing for re-election have fulfilled the fit and proper assessment that comprises character & integrity, experience & competence and time & commitment.

NOTICE OF THE 33RD ANNUAL GENERAL MEETING

The Board on 23 March 2023 had approved, with the concurrence of Minister of Finance (Incorporated) (MoF Inc.), the Special Shareholder of TNB for the appointment of Dato' Abdul Razak bin Abdul Majid as Chairman, Non-Independent Non-Executive Director with effect from 27 March 2023. Prior to that the Board on 20 March 2023 approved the appointment of Rohaya binti Mohammad Yusof as Non-Independent Non-Executive Director, representing Employees Provident Fund with effect from 20 March 2023.

The Board on 10 April 2023 had approved on the appointment of Datin Rashidah binti Mohd Sies with the concurrence of MoF Inc. as Non-Independent Non-Executive Director of TNB.

The BNRC and Board hereby recommend for the re-election of each Director who is retiring at the 33rd AGM.

(c) Ordinary Resolutions 7 to 16 – Non-Executive Directors' Remuneration

Section 230(1) of the Act stipulates among others that the fees and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting. As agreed by the Board, the shareholders' approval shall be sought at the 33rd AGM on the Non-Executive Directors' remuneration of the Company and TNB Subsidiaries Category II and III through separate resolutions as follows:

- (i) **Ordinary Resolutions 7 to 15** on the payment of Non-Executive Directors' fees for the Non-Executive Chairman and each Non-Executive Director separately from the 33rd AGM until the next AGM of the Company.
- (ii) **Ordinary Resolution 16** on the payment of benefits payable (excluding Non-Executive Directors' fees) to the Non-Executive Directors from the 33rd AGM until the next AGM of the Company.

The last increment of the Non-Executive Directors remuneration/benefits payable was made in 2013. The Board in 2021 engaged Willis Towers Watson to undertake Non-Executive Directors' Remuneration Benchmarking exercise. Based on the findings, the structure of Non-Executive Directors' remuneration (including benefits) was generally aligned with the market practice and the existing remuneration is recommended to be retained and reviewed in three (3) years' time.

The proposed Ordinary Resolutions 7 to 16 for the payment of Directors' fees and benefits payable to the Non-Executive Directors of the Company from the 33rd AGM until the conclusion of the next AGM are tabled herewith in line with the provision of the Act and Guidance 7.2 of the Malaysian Code on Corporate Governance 2021 to ensure full disclosure.

No separate resolution for Khazanah Nasional Berhad (Khazanah) Nominee Director, Datuk Amran Hafiz bin Affudin including his Alternate Director, in lieu of Khazanah's waiver of Director's fees and meeting allowances to its Nominee Directors who are Khazanah employees. The said waiver is applicable to all Khazanah's investee companies.

The Non-Executive Directors remuneration policy of TNB and its subsidiaries is as follows:

Description	TNB Board		TNB Subsidiaries	
	Chairman	Non-Executive Directors	Chairman	Non-Executive Directors**
Monthly fixed fees	RM30,000 per month	RM20,000 per month	Category I – RM20,000 Category II – RM7,000 Category III – RM5,000	Category I – RM15,000 Category II – RM5,000 Category III – RM3,000
*Meeting Allowances (per meeting)				
(i) Board	RM2,500	RM2,000	Category I – RM2,000 Category II & III – RM1,500	Category I – RM1,500 Category II & III – RM1,000
(ii) Board Committees	RM2,000	RM1,500	Category I – RM1,500 Category II & III – RM1,000	Category I – RM1,000 Category II & III – RM800
Benefits	Medical, Business Peripherals, Utilities Bills, Travelling & Telecommunication and other claimable benefits			

* subject to not more than three (3) payments in a month.

** save for TNB Non-Executive Chairman, none of TNB Non-Executive Directors are currently on the board of TNB subsidiaries.

In determining the estimated total amount of benefits payable, the Board had considered various factors including the number of scheduled and special meetings for the Board, Board Committees and boards of subsidiaries along with the number of Non-Executive Directors involved.

Payment of Non-Executive Directors' benefits will be made by the Company and its subsidiaries on a monthly basis and/or as and when incurred, provided that the proposed Ordinary Resolution 16 be passed at the 33rd AGM. The Board is of the view that it is fair and justifiable for the payment of benefits to the Non-Executive Directors be made as and when incurred, after the Non-Executive Directors have discharged their responsibilities and rendered their services to the Company.

Details of the Directors' Remuneration for the Financial Year ended 31 December 2022 are enumerated on page 180 of the Corporate Governance Overview Statement of this Integrated Annual Report.

(d) Ordinary Resolution 17 – Re-appointment of Auditors

Based on the External Auditors Assessment Result for the Financial Year under review, the Board Audit Committee and Board are satisfied with the quality of service, adequacy of resources provided, communication, independence, objectivity and professionalism demonstrated by the External Auditors in carrying out their duties. Being satisfied with the External Auditors' performance, the Board recommends their re-appointment for shareholders' approval at the 33rd AGM.

NOTICE OF THE 33RD ANNUAL GENERAL MEETING

EXPLANATORY NOTES ON SPECIAL BUSINESSES:

(e) Ordinary Resolutions 18 to 22 – Proposed Grant and Allotment of Shares

Pursuant to Paragraph 6.06 of the MMLR, any offer and issuance of shares to the director, major shareholder or chief executive and persons connected with them must be approved by the shareholders at the general meeting stating the specific allotment.

The proposed Ordinary Resolutions 18 to 19, if passed, is to empower the Directors at any time and from time to time to cause or procure the offerings and the allocations to Abdul Latif bin Abdul Razak and Noor 'Asyikin binti Mohamad Zin, being Persons Connected to Dato' Abdul Razak bin Abdul Majid, such number of TNB Shares as they shall deem fit, which will be vested to them for the remaining LTIP period until 29 April 2025, subject to such terms and conditions of the LTIP By-Laws, which was approved at the Extraordinary General Meeting of the Company held on 18 December 2014.

Dato' Abdul Razak bin Abdul Majid and Persons Connected to him will abstain from voting on Ordinary Resolutions 18 to 19.

The proposed Ordinary Resolution 20, if passed, is to empower the Directors at any time and from time to time to cause or procure the offering and the allocation to Mohd Mirza bin Abdul Gani, being Person Connected to Dato' Indera Ir. Baharin bin Din, such number of TNB Shares as they shall deem fit, which will be vested to him for the remaining LTIP period until 29 April 2025, subject to such terms and conditions of the LTIP By-Laws, which was approved at the Extraordinary General Meeting of the Company held on 18 December 2014.

Dato' Indera Ir. Baharin bin Din and Person Connected to him will abstain from voting on Ordinary Resolution 20.

The proposed Ordinary Resolutions 21 to 22, if passed, is to empower the Directors at any time and from time to time to cause or procure the offerings and the allocations to Nurdyana Munira binti Sa'id and Farah Yasmin binti Sa'id, being Persons Connected to Dato' Roslina binti Zainal, such number of TNB Shares as they shall deem fit, which will be vested to them for the remaining LTIP period until 29 April 2025, subject to such terms and conditions of the LTIP By-Laws, which was approved at the Extraordinary General Meeting of the Company held on 18 December 2014.

Dato' Roslina binti Zainal and Persons Connected to her will abstain from voting on Ordinary Resolutions 21 to 22.

NOTES:

1. A member of a Company shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote at a meeting of members of the Company, in accordance with Section 334(1) of the Act.
2. Where a member is an authorised nominee as defined in accordance with the provisions of the SICDA, it may appoint up to two (2) proxies in respect of each Securities Account it holds with ordinary shares in the Company standing to the credit of the said Securities Account.
3. A member entitled to participate and vote at the Meeting is entitled to appoint not more than two (2) proxies to participate and vote on his/her behalf. Where a member appoints two (2) proxies, the appointments shall be invalid unless the proportion of the shareholdings to be represented by each proxy is specified.
4. The instrument appointing a proxy/Proxy Form shall be in writing under the hand of the appointer or of his attorney duly appointed under a power of attorney. Where the instrument appointing a proxy/Proxy Form is executed by a corporation, it shall be executed either under its common seal or under the hand of any officer or attorney duly appointed under a power of attorney.
5. A corporation which is a member may by resolution of its Directors or other governing body authorise such person as it thinks fit to act as its representative at the Meeting in accordance with Clause 51 of the Company's Constitution.
6. The Proxy Form may be downloaded from the website at www.tnb.com.my. Duly completed Proxy Form must be deposited at Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for the taking of the poll or **no later than 16 May 2023 at 12.00 p.m.**
7. Alternatively, you may lodge the Proxy Form online via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> or by email to bsr.helpdesk@boardroomlimited.com before the abovementioned cut-off time. For further details on proxy lodgement, kindly refer to the Administrative Details of 33rd AGM.
8. Pursuant to Paragraph 8.29A of the MMLR, voting at the Meeting will be conducted by poll.

STATEMENT ACCOMPANYING NOTICE OF THE 33RD ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) and Appendix 8A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

The Directors who are retiring by rotation in accordance with Clause 64(1) of the Company's Constitution and seeking for re-election:

- (i) Juniwati Rahmat Hussin
- (ii) Gopala Krishnan K.Sundaram
- (iii) Datuk Rawisandran a/l Narayanan

The Directors who were appointed to the Board and are retiring in accordance with Clause 63(2) of the Company's Constitution and seeking for re-election:

- (i) Dato' Abdul Razak bin Abdul Majid
- (ii) Datin Rashidah binti Mohd Sies
- (iii) Rohaya binti Mohammad Yusof

The profiles of the retiring Directors are set out in Board of Directors' Profile on pages 138 to 149 of this Integrated Annual Report.

Save for Dato' Abdul Razak bin Abdul Majid who holds 26,562 ordinary shares in the Company, none of the above Directors has any interest in the securities of the Company or its Subsidiaries.

PROXY FORM

33RD ANNUAL GENERAL MEETING

(Before completing the form, please refer to the notes overleaf)



NUMBER OF ORDINARY SHARE(S) HELD	CDS ACCOUNT NO.															
				-				-								

I/We, _____
(FULL NAME OF SHAREHOLDER AS PER NRIC/CERTIFICATE OF INCORPORATION IN CAPITAL LETTERS)

NRIC No./Passport No./Company No. _____ of _____
(FULL ADDRESS)

(FULL ADDRESS)

Telephone No. and Email Address _____ being a Member of Tenaga Nasional Berhad, hereby appoint:

	FULL NAME OF PROXY AS PER NRIC IN CAPITAL LETTERS	NO. OF SHARES	PERCENTAGE (%)	
Proxy 1				or failing him/her
	NRIC No./Passport No.:			
	Telephone No.:			
	Email Address:			
Proxy 2				or failing him/her
	NRIC No./Passport No.:			
	Telephone No.:			
	Email Address:			
TOTAL		100%		

*the Chairman of the Meeting, as my/our proxy, to attend and vote for me/us and on my/our behalf at the **33RD ANNUAL GENERAL MEETING (33rd AGM)** of **TENAGA NASIONAL BERHAD ("TNB" or "the Company")** to be held virtually via Remote Participation and Voting (RPV) at Pusat Konvensyen Leo Moggie, TNB Platinum, No. 3, Jalan Bukit Pantai, Bangsar, 59100 Kuala Lumpur, Malaysia (the Broadcast Venue) on **THURSDAY, 18 MAY 2023 at 10.00 a.m.**, and/or at any adjournment thereof.

My/Our proxy is to vote as indicated below:

NO.	RESOLUTIONS	FOR	AGAINST
ORDINARY BUSINESS			
Re-election of the following Directors who retire in accordance with Clause 64(1) of the Company's Constitution:			
1.	Juniwati Rahmat Hussin	ORDINARY RESOLUTION 1	
2.	Gopala Krishnan K.Sundaram	ORDINARY RESOLUTION 2	
3.	Datuk Rawisandran a/I Narayanan	ORDINARY RESOLUTION 3	
Re-election of the following Directors who retire in accordance with Clause 63(2) of the Company's Constitution:			
4.	Dato' Abdul Razak bin Abdul Majid	ORDINARY RESOLUTION 4	
5.	Datin Rashidah binti Mohd Sies	ORDINARY RESOLUTION 5	
6.	Rohaya binti Mohammad Yusof	ORDINARY RESOLUTION 6	
Approval for payment of the following Non-Executive Directors' fees from the 33 rd AGM until the next Annual General Meeting (AGM) of the Company:			
7.	(i) Director's fee of RM30,000.00 per month to Dato' Abdul Razak bin Abdul Majid, Non-Executive Chairman (ii) Director's fee of RM7,000.00 and RM5,000.00 per month for TNB Subsidiaries Category II and III respectively to Dato' Abdul Razak bin Abdul Majid, Non-Executive Chairman	ORDINARY RESOLUTION 7	
8.	(iii) Director's fee of RM20,000.00 per month for the following Non-Executive Directors: a. Datin Rashidah binti Mohd Sies b. Rohaya binti Mohammad Yusof c. Ong Ai Lin d. Juniwati Rahmat Hussin e. Gopala Krishnan K.Sundaram f. Dato' Roslina binti Zainal g. Datuk Rawisandran a/I Narayanan h. Dato' Merina binti Abu Tahir	ORDINARY RESOLUTION 8 ORDINARY RESOLUTION 9 ORDINARY RESOLUTION 10 ORDINARY RESOLUTION 11 ORDINARY RESOLUTION 12 ORDINARY RESOLUTION 13 ORDINARY RESOLUTION 14 ORDINARY RESOLUTION 15	
9.	Approval for payment of benefits payable to the Non-Executive Directors (excluding Non-Executive Directors' fees) from the 33 rd AGM until the next AGM of the Company	ORDINARY RESOLUTION 16	
10.	Re-appointment of Messrs PricewaterhouseCoopers PLT as Auditors of the Company and to authorise the Directors to fix their remuneration	ORDINARY RESOLUTION 17	
SPECIAL BUSINESS			
11.	Proposed Grant and Allotment of Shares to Abdul Latif bin Abdul Razak, Person Connected to Dato' Abdul Razak bin Abdul Majid	ORDINARY RESOLUTION 18	
12.	Proposed Grant and Allotment of Shares to Noor 'Asyikin binti Mohamad Zin, Person Connected to Dato' Abdul Razak bin Abdul Majid	ORDINARY RESOLUTION 19	
13.	Proposed Grant and Allotment of Shares to Mohd Mirza bin Abdul Gani, Person Connected to Dato' Indera Ir. Baharin bin Din	ORDINARY RESOLUTION 20	
14.	Proposed Grant and Allotment of Shares to Nurdiyana Munira binti Sa'id, Person Connected to Dato' Roslina binti Zainal	ORDINARY RESOLUTION 21	
15.	Proposed Grant and Allotment of Shares to Farah Yasmin binti Sa'id, Person Connected to Dato' Roslina binti Zainal	ORDINARY RESOLUTION 22	

Please indicate with an "X" in the box provided for each Resolution as how you wish your votes to be cast. If no voting instruction is given, the proxy(ies) is/are hereby authorised to vote or abstain from voting at his/her/their discretion.

*If you do not wish to appoint the Chairman of the Meeting as your proxy/one (1) of your proxies, please strike out the word "the Chairman of the Meeting" and insert the name(s) of the proxy(ies) you wish to appoint in the blank spaces provided.

Dated this _____ day of _____, 2023

Signature(s) or Common Seal of Member(s)

NOTES:

1. A member of a Company shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote at a meeting of members of the Company, in accordance with Section 334(1) of the Companies Act 2016.
2. Only members whose names appear in the General Meeting Record of Depositors as at 10 May 2023 shall be entitled to attend the Meeting or appoint proxy(ies) to attend and/or vote on their behalf.
3. Where a member is an authorised nominee as defined in accordance with the provisions of the Securities Industry (Central Depositories) Act 1991, it may appoint up to two (2) proxies in respect of each Securities Account it holds with ordinary shares in the Company standing to the credit of the said Securities Account.
4. A member entitled to participate and vote at the Meeting is entitled to appoint not more than two (2) proxies to participate and vote on his/her behalf. Where a member appoints two (2) proxies, the appointments shall be invalid unless the proportion of the shareholdings to be represented by each proxy is specified.
5. The instrument appointing a proxy/Proxy Form shall be in writing under the hand of the appointer or of his attorney duly appointed under a power of attorney. Where the instrument appointing a proxy/Proxy Form is executed by a corporation, it shall be executed either under its common seal or under the hand of any officer or attorney duly appointed under a power of attorney.
6. A corporation which is a member may by resolution of its Directors or other governing body authorise such person as it thinks fit to act as its representative at the Meeting in accordance with Clause 51 of the Company's Constitution.
7. The Proxy Form may be downloaded from the website at www.tnb.com.my. Duly completed Proxy Form must be deposited at Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for the taking of the poll or **no later than 16 May 2023 at 12.00 p.m.**
8. Alternatively, you may lodge the Proxy Form online via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> or by email to bsr.helpdesk@boardroomlimited.com before the abovementioned cut-off time. For further details on proxy lodgement, kindly refer to the Administrative Details of 33rd AGM.
9. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the Meeting will be conducted by poll.

1. Fold Here

AFFIX
STAMP

BOARDROOM SHARE REGISTRARS SDN. BHD.

11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia

2. Fold Here To Seal

ADMINISTRATIVE DETAILS OF THE VIRTUAL 33RD ANNUAL GENERAL MEETING ("AGM")

Meeting Platform : <https://meeting.boardroomlimited.my>
Day and Date : **Thursday, 18 May 2023**
Time : **10.00 a.m.**
Broadcast Venue : Pusat Konvensyen Leo Moggie
TNB Platinum
No. 3, Jalan Bukit Pantai
Bangsar, 59100 Kuala Lumpur
Malaysia

Mode of Communication : 1. Type text in the meeting platform. The messaging window facility will be opened concurrently with the Meeting Platform i.e. one (1) hour before the AGM, which is from 9.00 a.m. on Thursday, 18 May 2023.
2. Shareholders may submit questions in advance on the AGM resolutions and Annual Report 2022 commencing from Monday, 17 April 2023 and in any event no later than 10.00 a.m., Tuesday, 16 May 2023 via Boardroom Smart Investor Portal ("**BSIP**") at <https://investor.boardroomlimited.com> using the same user ID and password provided in Step 2 below, and select "SUBMIT QUESTION" to pose questions ("**Pre-AGM Meeting Questions**").

DEAR SHAREHOLDERS,

The Company will continue to leverage on technology to facilitate communication and engagement with shareholders by conducting the AGM virtually from the Broadcast Venue. This is in line with the Guidance Note and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 7 April 2022 including any amendment thereto, made from time to time.

In line with Practice 13.5 of the Malaysian Code on Corporate Governance 2021, by conducting a virtual meeting, this would facilitate greater shareholders' participation through remote participation and electronic voting.

With the Remote Participation and Electronic Voting ("**RPV**") facilities, you may exercise your right as a member of the Company to participate remotely (including pose questions to the Board of Directors and/or Management of the Company) and vote via electronic voting at the virtual AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the virtual AGM.

Kindly ensure that you are connected to the internet at all times in order to participate and vote when our virtual AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the meeting is maintained. The quality of the live webcast is dependent on the bandwidth and stability of the internet connection at respective locations of the participants.

BROADCAST VENUE

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

Shareholders/proxies/corporate representatives **SHALL NOT BE ALLOWED** to be physically present nor admitted at the Broadcast Venue on the day of AGM.

NO VOUCHERS OR SOUVENIRS

There will be **NO** vouchers nor souvenirs for shareholders/proxies/corporate representatives who participate at the virtual AGM.

ENTITLEMENT TO PARTICIPATE IN THE VIRTUAL AGM

In respect of deposited securities, only members whose names appear on the **General Meeting Record of Depositors as at Wednesday, 10 May 2023** shall be eligible to participate and vote at the virtual AGM or appoint proxy(ies)/corporate representatives to participate and vote on his/her/their behalf.


LODGEMENT OF PROXY FORM

1. Shareholders are encouraged to go online, participate and vote at the AGM using RPV facilities. Shareholders who are unable to join the virtual AGM are encouraged to appoint the Chairman of the Meeting or their proxy to vote on their behalf.
2. If you wish to participate in the virtual AGM yourself, please do not submit any Proxy Form. You will not be allowed to participate in the virtual AGM together with a proxy appointed by you.
3. The Proxy Form can be deposited with the Company's Share Registrars, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia or by electronic means through the Share Registrar's website, BSIP, not later than 48 hours before the AGM (i.e. latest by Tuesday, 16 May 2023 at 12.00 p.m.) which is free and available to all individual shareholders. For further information, kindly refer to the "Remote Participation and Electronic Voting" below.

REVOCATION OF PROXY

If you have submitted your Proxy Form prior to the virtual AGM and subsequently decide to appoint another person or wish to participate in the virtual AGM by yourself, please write to bsr.helpdesk@boardroomlimited.com to revoke the earlier appointed proxy(ies) at least 48 hours before the virtual AGM. Upon revocation, your proxy(ies) will not be allowed to participate in the virtual AGM. In such an event, you should advise your proxy(ies) accordingly.

POLL VOTING

1. The voting will be conducted by poll in accordance with Paragraph 8.29A(1) of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Boardroom Share Registrars Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic voting (e-Voting) and Boardroom Corporate Services Sdn. Bhd. as Scrutineers to verify the poll results.
2. During the virtual AGM, the Chairman will invite the Poll Administrator to brief on the e-Voting housekeeping rules.
3. For the purposes of the virtual AGM, the RPV will be carried out via the following voting devices:
 - (a) Personal smart mobile phones;
 - (b) Tablets; or
 - (c) Laptops.
4. The Meeting Platform can be accessed via one of the following methods:
 - (a) Use the OR Scanner Code provided in the email notification; or
 - (b) Log in to the website URL <https://meeting.boardroomlimited.my>.
5. The polling will only commence after the announcement on the opening of poll voting session by the Chairman and until such time when the Chairman announces the closure of the poll.
6. Once voting has been opened, the polling icon  will appear with the resolutions and your voting choices:
 - To vote, select your voting direction from the options provided. A confirmation message will appear to show your vote has been received.
 - To change your vote, re-select another voting direction.
 - If you wish to cancel your vote, please press "Cancel".
7. The Scrutineers will verify the poll result reports upon closing of the poll voting session by the Chairman. Scrutineers will pass the poll results to the Chairman and thereafter the Chairman will declare whether the resolution put to vote was successfully carried or not.

REMOTE PARTICIPATION AND ELECTRONIC VOTING

1. Please note that the RPV facilities are available to:
 - (a) Individual members;
 - (b) Corporate shareholders;
 - (c) Authorised Nominee; and
 - (d) Exempt Authorised Nominee.
2. If you choose to participate in the virtual AGM, you will be able to view a live webcast of the AGM proceedings, pose questions to the Board and submit your votes in real-time whilst the Meeting is in progress.

3. Kindly follow the steps below on how to request for login ID and password:

Step 1 – Register Online with BSIP (for first-time registration only)

(Note: If you have already signed up with BSIP, you are not required to register again. You may proceed to Step 2. Submit request for Remote Participation user ID and password.)

- (a) Access website <https://investor.boardroomlimited.com>.
- (b) Click <<**Register**>> to sign up as a user.
- (c) Please select the correct account type i.e. sign up as “**Shareholder**” or “**Corporate Holder**”
- (d) Complete the registration with all required information. Upload a softcopy of your or representative’s MyKAD (front and back) or Passport.
- (e) For Corporate Holder, kindly upload the authorisation letter as well. Click “**Sign Up**”.
- (f) You will receive an email from Boardroom for email address verification. Click “**Verify Email Address**” from the email received to continue with the registration.
- (g) Once your email address is verified, you will be re-directed to Boardroom Smart Investor Portal for verification of mobile number. Click “**Request OTP Code**” and an OTP code will be sent to the registered mobile number. You will need to enter the OTP Code and click “**Enter**” to complete the process.
- (h) Your registration will be verified and approved within one (1) business day and an email notification will be provided to you.

Step 2 – Submit Request for Remote Participation User ID and Password

(Note: The registration for remote access will be opened on Tuesday, 18 April 2023)

For Shareholders

- (a) Login to <https://investor.boardroomlimited.com> using your user ID and password from Step 1 above.
- (b) Select “**TENAGA NASIONAL BERHAD (33RD) ANNUAL GENERAL MEETING**” from the list of Meeting Event and click “**Enter**”.

To attend the virtual AGM remotely

- (a) Click on “**Register for RPEV**”
- (b) Read and agree to the terms & conditions and click “**Next**”.
- (c) Enter your CDS Account and thereafter submit your request.

To appoint Proxy

- (a) Click on “**Submit eProxy Form**”.
- (b) For Corporate Shareholders, please select the company you would like to be represented (*if more than one (1) company*).
- (c) Enter your CDS Account Number and number of securities held.
- (d) Select your proxy – either the Chairman of the Meeting or individual named proxy(ies).
- (e) Read and accept the General Terms and Conditions by clicking “**Next**”.
- (f) Enter the required particulars of your proxy(ies).
- (g) Indicate your voting instructions – **FOR** or **AGAINST** or **ABSTAIN**. If you wish to have your proxy(ies) to act upon his/her discretion, please indicate **DISCRETIONARY**.
- (h) Review and confirm your proxy appointment.
- (i) Click “**Apply**”.
- (j) Download or print the eProxy form as acknowledgement.

*Note for Corporate Shareholders: if you wish to appoint more than one (1) company, kindly click the home button and select “**Edit Profile**” in order to add Company name.*

Corporate Shareholders (via email)

- (a) To submit the request, Corporate Shareholders need to deposit the original hardcopy to Boardroom at bsr.helpdesk@boardroomlimited.com by providing softcopy of the Certificate of Appointment of Corporate Representative or Proxy Form, the name of shareholder and CDS Account Number.
- (b) Please provide a copy of the Corporate Representative’s MyKad (front and back) or Passport as well as his/her email address.
- (c) You will receive a notification from the Boardroom that your request has been received and is being verified.

Authorised Nominee and Exempt Authorised Nominee Via BSIP

- (a) Login to <https://investor.boardroomlimited.com> using your user ID and password from Step 1 above.
- (b) Select "**TENAGA NASIONAL BERHAD (33RD) ANNUAL GENERAL MEETING**" from the list of Meeting Event and click "**Enter**".
- (c) Click on "**Submit eProxy Form**".
- (d) Select the company you would like to be represented (if more than one (1) company).
- (e) Proceed to download the file format for "**Submission of Proxy Form**" from BSIP.
- (f) Prepare the file for the appointment of proxies by inserting the required data.
- (g) Proceed to upload the duly completed proxy appointment file.
- (h) Review and confirm your proxy appointment and click "**Submit**".
- (i) Download or print the eProxy form as acknowledgement.

*Note: if you wish to appoint more than one (1) company, kindly click the home button and select "**Edit Profile**" in order to add Company name.*

Via email

- (a) To submit the request, Authorised Nominee and Exempt Authorised Nominee need to deposit the original hardcopy Proxy Form to BSR and write in to BSR at bsr.helpdesk@boardroomlimited.com by providing softcopy of the Proxy Form, the name of shareholders and CDS Account Number.
- (b) Please provide a copy of the proxy holder's MyKad/Identification Card (front and back) or as well as his/her email address.
- (c) You will receive a notification from the Boardroom that your request has been received and is being verified.

Email Notification

- (a) Upon system verification against the General Meeting Record of Depositors as at Thursday, 10 May 2023 you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
- (b) You will also receive your remote access user ID and password along with the email from Boardroom if your registration is approved.
- (c) Please note that the closing time to submit your request is by Tuesday, 16 May 2023 at 10.00 a.m. (48 hours before the AGM).

Step 3 – Login to Virtual Meeting Portal

(Please note that the quality of the connectivity to the Virtual Meeting Platform for live webcast as well as for remote online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.)

- (a) The Virtual Meeting Platform will be open for login for an hour (1 hour) before the commencement of the AGM at **9.00 a.m. on Thursday, 18 May 2023**.
- (b) Follow the steps given to you in the email along with your remote access user ID and password to login to the Virtual Meeting Platform. (Refer to Step 2(b) above).
- (c) The steps will also guide you on how to view the live webcast, post questions and vote.
- (d) The live webcast will end and the Messaging window will be disabled upon announcement by the Chairman on the closure of virtual AGM.

LIVE WEBCAST, QUESTION AND VOTING AT THE VIRTUAL AGM

The Login User Guide for participation, posting questions and voting at the virtual AGM, will be emailed to you together with your remote access user ID and password once your registration has been approved.

The Chairman and the Board of Directors will endeavour their best to respond to the questions submitted by shareholders which are related to the resolutions to be tabled at the virtual AGM and the Company's performance.

- (i) If you wish to view the live webcast, select the broadcast icon.
- (ii) If you wish to ask a question during the AGM, select the messaging icon.
- (iii) Type your message within the chatbox, once completed click the send button.

Shareholders may proceed to cast votes on the proposed resolutions to be tabled at the 33rd virtual AGM, after the Chairman has opened the poll voting session on the resolutions. Shareholders are reminded to cast their votes before the poll is closed.

No recording or photography of the virtual AGM proceedings is allowed without prior written consent of the Company.

INTEGRATED ANNUAL REPORT 2022

In line with the on-going Group's commitment to the environment, in promoting sustainable practice as well as to achieve greater cost efficiencies, TNB encourages its shareholders to go paperless and access the digital copy of TNB Integrated Annual Report 2022 for perusal by downloading it from the Company's website at www.tnb.com.my

ENQUIRY

For any enquiry pertaining to the RPV, prior to the virtual AGM, please email Boardroom Share Registrars Sdn. Bhd. at bsr.helpdesk@boardroomlimited.com or contact the helpdesk number during office hours from 8.30 a.m. to 5.30 p.m. (Mondays to Fridays):

Telephone : +603-7890 4700

Facsimile : +603-7890 4670

PERSONAL DATA PRIVACY

By registering for the RPV meeting and/or submitting the instrument appointing a proxy(ies), and/or representative(s), the shareholder of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The shareholder agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.