

# GENERAL MEETINGS: Outcome of Meeting

## TENAGA NASIONAL BHD

Type of Meeting	General
Indicator	Outcome of Meeting
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: <a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a> via Remote Participation and Voting (RPV) facilities Malaysia</p>
Outcome of Meeting	<p>Tenaga Nasional Berhad wishes to announce that the Ordinary Resolutions set out in the Notice of the Thirty-Third Annual General Meeting ("33rd AGM") dated 17 April 2023 were duly approved by the shareholders at the 33rd AGM held today, 18 May 2023 except for Ordinary Resolutions 3 and 14 which had been withdrawn.</p> <p>Both, Ordinary Resolutions 3 and 14 had been withdrawn as Datuk Rawisandran a/l Narayanan had expressed his intention of not to seek for re-election and remained in office until the conclusion of the 33rd AGM.</p> <p>The remaining Ordinary Resolutions were voted by poll and the results were validated by Boardroom Corporate Services Sdn. Bhd., the independent scrutineer appointed by the Company.</p> <p>Please refer to the attachment for the poll results.</p> <p>This announcement is dated 18 May 2023.</p>

## Voting Results

### 1. 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	
Voted	For	Against
No. of Shareholders	2,125	378
No. of Shares	4,709,923,585	51,052,568
% of Voted Shares	98.9277	1.0723
Result	Accepted	

### 2. 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	

<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	2,154	353
<b>No. of Shares</b>	4,714,849,176	46,121,165
<b>% of Voted Shares</b>	99.0313	0.9687
<b>Result</b>	Accepted	

### 3. Ordinary Resolution 3

<b>Description</b>	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.	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	0	0
<b>No. of Shares</b>	0	0
<b>% of Voted Shares</b>	0.0000	0.0000
<b>Result</b>	Withdrawn/ Postponed	

### 4. Ordinary Resolution 4

<b>Description</b>	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.	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	1,975	515
<b>No. of Shares</b>	4,617,433,771	129,782,466
<b>% of Voted Shares</b>	97.2661	2.7339
<b>Result</b>	Accepted	

### 5. Ordinary Resolution 5

<b>Description</b>	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.	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	2,092	426
<b>No. of Shares</b>	4,690,876,566	70,125,733
<b>% of Voted Shares</b>	98.5271	1.4729
<b>Result</b>	Accepted	

### 6. Ordinary Resolution 6

<b>Description</b>	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.	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	2,079	437

<b>No. of Shares</b>	4,690,034,063	70,938,124
<b>% of Voted Shares</b>	98.5100	1.4900
<b>Result</b>	Accepted	

## 7. Ordinary Resolution 7

<b>Description</b>	(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.	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	1,997	501
<b>No. of Shares</b>	4,758,111,008	2,867,643
<b>% of Voted Shares</b>	99.9398	0.0602
<b>Result</b>	Accepted	

## 8. Ordinary Resolution 8

<b>Description</b>	To approve the payment of Director's fee of RM20,000.00 per month for Datin Rashidah binti Mohd Sies from the 33rd AGM until the next AGM of the Company.	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	1,986	511
<b>No. of Shares</b>	4,759,807,283	1,170,278
<b>% of Voted Shares</b>	99.9754	0.0246
<b>Result</b>	Accepted	

## 9. Ordinary Resolution 9

<b>Description</b>	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.	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	1,976	522
<b>No. of Shares</b>	4,759,778,433	1,181,255
<b>% of Voted Shares</b>	99.9752	0.0248
<b>Result</b>	Accepted	

## 10. Ordinary Resolution 10

<b>Description</b>	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.	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	2,003	494

<b>No. of Shares</b>	4,759,915,045	1,081,438
<b>% of Voted Shares</b>	99.9773	0.0227
<b>Result</b>	Accepted	

#### 11. Ordinary Resolution 11

<b>Description</b>	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.	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	1,983	515
<b>No. of Shares</b>	4,759,823,283	1,169,105
<b>% of Voted Shares</b>	99.9754	0.0246
<b>Result</b>	Accepted	

#### 12. Ordinary Resolution 12

<b>Description</b>	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.	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	1,998	499
<b>No. of Shares</b>	4,759,835,932	1,136,356
<b>% of Voted Shares</b>	99.9761	0.0239
<b>Result</b>	Accepted	

#### 13. Ordinary Resolution 13

<b>Description</b>	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.	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	1,990	508
<b>No. of Shares</b>	4,759,870,488	1,105,900
<b>% of Voted Shares</b>	99.9768	0.0232
<b>Result</b>	Accepted	

#### 14. Ordinary Resolution 14

<b>Description</b>	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.	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	0	0
<b>No. of Shares</b>	0	0
<b>% of Voted Shares</b>	0.0000	0.0000
<b>Result</b>	Withdrawn/ Postponed	

Result	Majority Resolved	
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#### 15. 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	
Voted	For	Against
No. of Shareholders	1,990	509
No. of Shares	4,759,860,483	1,135,905
% of Voted Shares	99.9761	0.0239
Result	Accepted	

#### 16. 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	
Voted	For	Against
No. of Shareholders	1,948	549
No. of Shares	4,758,009,407	2,986,979
% of Voted Shares	99.9373	0.0627
Result	Accepted	

#### 17. 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	
Voted	For	Against
No. of Shareholders	2,230	276
No. of Shares	4,752,973,921	8,026,382
% of Voted Shares	99.8314	0.1686
Result	Accepted	

#### 18. 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	

<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	1,585	882
<b>No. of Shares</b>	4,231,398,619	334,651,580
<b>% of Voted Shares</b>	92.6709	7.3291
<b>Result</b>	Accepted	

#### 19. Ordinary Resolution 19

<b>Description</b>	<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 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>	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	1,584	886
<b>No. of Shares</b>	4,231,399,619	334,659,330
<b>% of Voted Shares</b>	92.6707	7.3293
<b>Result</b>	Accepted	

#### 20. Ordinary Resolution 20

<b>Description</b>	<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>	
<b>Shareholder's Action</b>	For Voting	
<b>Voted</b>	For	Against
<b>No. of Shareholders</b>	1,588	883
<b>No. of Shares</b>	4,231,322,861	334,649,950
<b>% of Voted Shares</b>	92.6708	7.3292
<b>Result</b>	Accepted	

#### 21. Ordinary Resolution 21

<b>Description</b>	<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</p>	
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	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."	
Shareholder's Action	For Voting	
Voted	For	Against
No. of Shareholders	1,586	883
No. of Shares	4,231,425,306	334,658,305
% of Voted Shares	92.6708	7.3292
Result	Accepted	

## 22. Ordinary Resolution 22

Description	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."	
Shareholder's Action	For Voting	
Voted	For	Against
No. of Shareholders	1,587	883
No. of Shares	4,231,440,205	334,646,206
% of Voted Shares	92.6710	7.3290
Result	Accepted	

Please refer attachment below.

### Attachments



[TNB 33rd AGM-Polling Results.pdf](#)  
130.3 kB

### Announcement Info

Company Name	TENAGA NASIONAL BHD
Stock Name	TENAGA
Date Announced	18 May 2023
Category	General Meeting
Reference Number	GMA-16052023-00013

TENAGA NASIONAL BERHAD  
Pusat Konvensyen Leo Moggie, TNB Platinum  
No. 3, Jalan Bukit Pantai  
Bangsar  
59100 Kuala Lumpur

Our Ref TLH/CLSY  
Contact Ext 03-7890 4848/4931

**Attn: Chairman of the Meeting**

**Date: 18 May 2023**

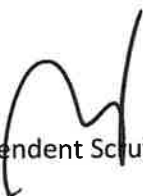
**Re: Independent Scrutineer Report for the conduct of poll for Tenaga Nasional Berhad's  
33<sup>rd</sup> Annual General Meeting held on 18 May 2023 conducted virtually**

We Boardroom Corporate Services Sdn. Bhd. as the appointed independent scrutineers for the 33<sup>rd</sup> Annual General Meeting of Tenaga Nasional Berhad held on 18 May 2023 conducted virtually, have performed the procedures as listed in our letter of engagement dated 16 February 2023.

The results of the poll, as casted by the shareholders and proxy holders present and voting, based on the results generated by the Polling System provided by Boardroom Share Registrars Sdn Bhd are as per Appendix attached.

Thank you,

For and on behalf of  
**Boardroom Corporate Services Sdn. Bhd.**

  
Independent Scrutineer



**TENAGA NASIONAL BERHAD**  
**33RD ANNUAL GENERAL MEETING**  
**THURSDAY, 18 MAY 2023**



**Polling Results**

	Vote FOR			Vote AGAINST		
	NO. OF			NO. OF		
RESOLUTION	REC	UNITS	%	REC	UNITS	%
ORDINARY RESOLUTION 1	2,125	4,709,923,585	98.9277	378	51,052,568	1.0723
ORDINARY RESOLUTION 2	2,154	4,714,849,176	99.0313	353	46,121,165	0.9687
ORDINARY RESOLUTION 3	0	WITHDRAWN	0.0000	0	WITHDRAWN	0.0000
ORDINARY RESOLUTION 4	1,975	4,617,433,771	97.2661	515	129,782,466	2.7339
ORDINARY RESOLUTION 5	2,092	4,690,876,566	98.5271	426	70,125,733	1.4729
ORDINARY RESOLUTION 6	2,079	4,690,034,063	98.5100	437	70,938,124	1.4900
ORDINARY RESOLUTION 7	1,997	4,758,111,008	99.9398	501	2,867,643	0.0602
ORDINARY RESOLUTION 8	1,986	4,759,807,283	99.9754	511	1,170,278	0.0246
ORDINARY RESOLUTION 9	1,976	4,759,778,433	99.9752	522	1,181,255	0.0248
ORDINARY RESOLUTION 10	2,003	4,759,915,045	99.9773	494	1,081,438	0.0227
ORDINARY RESOLUTION 11	1,983	4,759,823,283	99.9754	515	1,169,105	0.0246
ORDINARY RESOLUTION 12	1,998	4,759,835,932	99.9761	499	1,136,356	0.0239
ORDINARY RESOLUTION 13	1,990	4,759,870,488	99.9768	508	1,105,900	0.0232
ORDINARY RESOLUTION 14	0	WITHDRAWN	0.0000	0	WITHDRAWN	0.0000
ORDINARY RESOLUTION 15	1,990	4,759,860,483	99.9761	509	1,135,905	0.0239
ORDINARY RESOLUTION 16	1,948	4,758,009,407	99.9373	549	2,986,979	0.0627
ORDINARY RESOLUTION 17	2,230	4,752,973,921	99.8314	276	8,026,382	0.1686
ORDINARY RESOLUTION 18	1,585	4,231,398,619	92.6709	882	334,651,580	7.3291
ORDINARY RESOLUTION 19	1,584	4,231,399,619	92.6707	886	334,659,330	7.3293
ORDINARY RESOLUTION 20	1,588	4,231,322,861	92.6708	883	334,649,950	7.3292
ORDINARY RESOLUTION 21	1,586	4,231,425,306	92.6708	883	334,658,305	7.3292
ORDINARY RESOLUTION 22	1,587	4,231,440,205	92.6710	883	334,646,206	7.3290