

GENERAL MEETINGS: Outcome of Meeting

TENAGA NASIONAL BHD

| | |
|--------------------|--|
| Type of Meeting | General |
| Indicator | Outcome of Meeting |
| Date of Meeting | 21 May 2024 |
| 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://investor.boardroomlimited.com via Remote Participation and Electronic 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 Fourth Annual General Meeting ("34th AGM") dated 22 April 2024 were duly approved by the shareholders at the 34th AGM held today, 21 May 2024 except for Ordinary Resolutions 2 and 15 which had been withdrawn.</p> <p>Both, Ordinary Resolutions 2 and 15 had been withdrawn following the resignation of Dato' Roslina binti Zainal as TNB Independent Non-Executive Director with effect from 13 May 2024.</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 21 May 2024.</p> |

Voting Results

1. Ordinary Resolution 1

| | | |
|----------------------|---|------------|
| Description | To re-elect Ong Ai Lin 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 | 2,420 | 322 |
| No. of Shares | 4,709,656,152 | 72,796,211 |
| % of Voted Shares | 98.4778 | 1.5222 |
| Result | Accepted | |

2. Ordinary Resolution 2

| | |
|-------------|---|
| Description | To re-elect Dato Roslina binti Zainal who retires by rotation in accordance with Clause 64(1) of the Company's Constitution and being |
|-------------|---|

| | | |
|-----------------------------|---|---------|
| | 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 | 0 | 0 |
| No. of Shares | 0 | 0 |
| % of Voted Shares | 0.0000 | 0.0000 |
| Result | Withdrawn/ Postponed | |

3. Ordinary Resolution 3

| | | |
|-----------------------------|---|------------|
| Description | To re-elect Datuk Ir. Megat Jalaluddin bin Megat Hassan 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 | |
| Voted | For | Against |
| No. of Shareholders | 2,405 | 324 |
| No. of Shares | 4,749,756,218 | 32,704,759 |
| % of Voted Shares | 99.3162 | 0.6838 |
| Result | Accepted | |

4. Ordinary Resolution 4

| | | |
|-----------------------------|--|------------|
| Description | To re-elect Ramzi bin Mansor 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 | |
| Voted | For | Against |
| No. of Shareholders | 2,349 | 378 |
| No. of Shares | 4,712,608,136 | 69,806,080 |
| % of Voted Shares | 98.5404 | 1.4596 |
| Result | Accepted | |

5. Ordinary Resolution 5

| | | |
|-----------------------------|---|-------------|
| Description | To re-elect Selvendran Katheerayson 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 | |
| Voted | For | Against |
| No. of Shareholders | 2,304 | 426 |
| No. of Shares | 4,679,636,966 | 102,781,512 |
| % of Voted Shares | 97.8508 | 2.1492 |
| Result | Accepted | |

6. Ordinary Resolution 6

| | | |
|-----------------------------|---|------------|
| Description | To re-elect Muazzam bin Mohamad 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 | |
| Voted | For | Against |
| No. of Shareholders | 2,347 | 379 |
| No. of Shares | 4,712,603,617 | 69,811,537 |
| % of Voted Shares | 98.5402 | 1.4598 |
| Result | Accepted | |

7. Ordinary Resolution 7

| | | |
|-----------------------------|--|------------|
| Description | To re-elect Dato' Zulkifli bin Ibrahim 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 | |
| Voted | For | Against |
| No. of Shareholders | 2,420 | 299 |
| No. of Shares | 4,758,430,674 | 23,986,442 |
| % of Voted Shares | 99.4984 | 0.5016 |
| Result | Accepted | |

8. Ordinary Resolution 8

| | | |
|-----------------------------|---|-----------|
| 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 34th 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 34th AGM until the next AGM of the Company. | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 2,257 | 456 |
| No. of Shares | 4,781,224,294 | 1,142,920 |
| % of Voted Shares | 99.9761 | 0.0239 |
| Result | Accepted | |

9. Ordinary Resolution 9

| | | |
|-----------------------------|---|-----------|
| Description | To approve the payment of Director's fee of RM20,000.00 per month for Ramzi bin Mansor from the 34th AGM until the next AGM of the Company. | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 2,234 | 470 |
| No. of Shares | 4,781,024,687 | 1,272,227 |

| | | |
|--------------------------|----------|--------|
| % of Voted Shares | 99.9734 | 0.0266 |
| Result | Accepted | |

10. Ordinary Resolution 10

| | | |
|-----------------------------|--|-----------|
| Description | To approve the payment of Director's fee of RM20,000.00 per month for Rohaya binti Mohammad Yusof from the 34th AGM until the next AGM of the Company. | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 2,234 | 473 |
| No. of Shares | 4,781,076,179 | 1,280,435 |
| % of Voted Shares | 99.9732 | 0.0268 |
| Result | Accepted | |

11. Ordinary Resolution 11

| | | |
|-----------------------------|--|-----------|
| Description | To approve the payment of Director's fee of RM20,000.00 per month for Muazzam bin Mohamad from the 34th AGM until the next AGM of the Company. | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 2,238 | 467 |
| No. of Shares | 4,781,074,815 | 1,278,299 |
| % of Voted Shares | 99.9733 | 0.0267 |
| Result | Accepted | |

12. Ordinary Resolution 12

| | | |
|-----------------------------|---|-----------|
| Description | To approve the payment of Director's fee of RM20,000.00 per month for Ong Ai Lin from the 34th AGM until the next AGM of the Company. | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 2,249 | 460 |
| No. of Shares | 4,781,160,999 | 1,184,377 |
| % of Voted Shares | 99.9752 | 0.0248 |
| Result | Accepted | |

13. Ordinary Resolution 13

| | | |
|-----------------------------|---|-----------|
| Description | To approve the payment of Director's fee of RM20,000.00 per month for Juniwati Rahmat Hussin from the 34th AGM until the next AGM of the Company. | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 2,237 | 469 |
| No. of Shares | 4,781,086,243 | 1,258,371 |

| | | |
|--------------------------|----------|--------|
| % of Voted Shares | 99.9737 | 0.0263 |
| Result | Accepted | |

14. Ordinary Resolution 14

| | | |
|-----------------------------|---|-----------|
| Description | To approve the payment of Director's fee of RM20,000.00 per month for Gopala Krishnan K.Sundaram from the 34th AGM until the next AGM of the Company. | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 2,249 | 458 |
| No. of Shares | 4,781,163,840 | 1,170,036 |
| % of Voted Shares | 99.9755 | 0.0245 |
| Result | Accepted | |

15. Ordinary Resolution 15

| | | |
|-----------------------------|---|---------|
| Description | To approve the payment of Director's fee of RM20,000.00 per month for Dato' Roslina binti Zainal from the 34th AGM until the next AGM of the Company. | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 0 | 0 |
| No. of Shares | 0 | 0 |
| % of Voted Shares | 0.0000 | 0.0000 |
| Result | Withdrawn/ Postponed | |

16. Ordinary Resolution 16

| | | |
|-----------------------------|---|-----------|
| Description | To approve the payment of Director's fee of RM20,000.00 per month for Dato' Merina binti Abu Tahir from the 34th AGM until the next AGM of the Company. | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 2,245 | 461 |
| No. of Shares | 4,781,100,317 | 1,218,559 |
| % of Voted Shares | 99.9745 | 0.0255 |
| Result | Accepted | |

17. Ordinary Resolution 17

| | | |
|-----------------------------|---|-----------|
| Description | To approve the payment of Director's fee of RM20,000.00 per month for Dato' Zulkifli bin Ibrahim from the 34th AGM until the next AGM of the Company. | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 2,242 | 465 |
| No. of Shares | 4,781,085,366 | 1,257,310 |

| | | |
|--------------------------|----------|--------|
| % of Voted Shares | 99.9737 | 0.0263 |
| Result | Accepted | |

18. Ordinary Resolution 18

| | | |
|-----------------------------|--|-----------|
| Description | To approve the payment of benefits payable to the Non-Executive Directors (excluding Non-Executive Directors' fees) amounting to RM1,792,900.00 from the 34th AGM until the next AGM of the Company. | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 2,202 | 498 |
| No. of Shares | 4,779,158,332 | 3,129,264 |
| % of Voted Shares | 99.9346 | 0.0654 |
| Result | Accepted | |

19. Ordinary Resolution 19

| | | |
|-----------------------------|--|-----------|
| Description | To approve the payment of Director's fee of RM20,000.00 per month to Muazzam bin Mohamad, Non-Executive Director from the date of his appointment until the 34th AGM of the Company. | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 2,236 | 467 |
| No. of Shares | 4,781,100,004 | 1,202,110 |
| % of Voted Shares | 99.9749 | 0.0251 |
| Result | Accepted | |

20. Ordinary Resolution 20

| | | |
|-----------------------------|---|------------|
| 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 | 2,435 | 292 |
| No. of Shares | 4,764,798,838 | 17,632,939 |
| % of Voted Shares | 99.6313 | 0.3687 |
| Result | Accepted | |

21. Ordinary Resolution 21

| | | |
|--------------------|--|--|
| Description | Proposed Grant and Allotment of Shares to Datuk Ir. Megat Jalaluddin bin Megat Hassan. "THAT the Board (save for Datuk Ir. Megat Jalaluddin bin Megat Hassan) be and is hereby authorised at any time and from time to time, to cause or procure the offering and allocation to Datuk Ir. Megat Jalaluddin bin Megat Hassan, President/Chief Executive Officer of the Company, of up to 265,600 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." | |
| Shareholder's Action | For Voting | |
| Voted | For | Against |
| No. of Shareholders | 1,862 | 856 |
| No. of Shares | 4,294,741,677 | 487,600,801 |
| % of Voted Shares | 89.8041 | 10.1959 |
| Result | Accepted | |

Please refer attachment below.

Attachments



[TNB 34th AGM-Polling Results.pdf](#)
164.2 kB

Announcement Info

| | |
|----------------------------|---------------------|
| Company Name | TENAGA NASIONAL BHD |
| Stock Name | TENAGA |
| Date Announced | 21 May 2024 |
| Category | General Meeting |
| Reference Number | GMA-16052024-00005 |
| Corporate Action ID | MY240516MEET0005 |

Tenaga Nasional Berhad

Level 5, Tower 1, UOA Business Park
No. 1, Jalan Pengaturcara U1/51A
Section U1, Kawasan Perindustrian Temasya
40150 Shah Alam
Selangor
Malaysia

Attn: Chairman of the Meeting

Date: 21 May 2024


Re: Independent Scrutineer Report for the conduct of poll for Tenaga Nasional Berhad's 34th Annual General Meeting held on 21 May 2024


We, Boardroom Corporate Services Sdn. Bhd. [Registration No. 196001000110 (3775-X)] are the appointed independent scrutineer in attendance at the 34th Annual General Meeting ("34th AGM") of Tenaga Nasional Berhad held on 21 May 2024.

The results of the poll, as casted by the shareholders and proxy holders who participated and voted remotely at the 34th AGM, based on the results generated by the Polling System provided by Boardroom Share Registrars Sdn. Bhd. [Registration No. 199601006647 (378993-D)] is as per Appendix attached.

Thank you,

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


Independent Scrutineer



TENAGA NASIONAL BERHAD

34TH ANNUAL GENERAL MEETING

THE BROADCAST VENUE : PUSAT KONVENSYEN LEO MOGGIE, TNB PLATINUM, NO. 3, JALAN BUKIT PANTAI, BANGSAR, 59100 KUALA LUMPUR, MALAYSIA

TUESDAY, 21 MAY 2024 AT 10.00 A.M.

Polling Results

| RESOLUTION | Vote FOR | | | Vote AGAINST | | | TOTAL Vote | |
|------------------------|----------|---------------|---------|--------------|-------------|---------|------------|---------------|
| | RECORDS | SHARES | % | RECORDS | SHARES | % | RECORDS | SHARES |
| ORDINARY RESOLUTION 1 | 2,420 | 4,709,656,152 | 98.4778 | 322 | 72,796,211 | 1.5222 | 2,742 | 4,782,452,363 |
| ORDINARY RESOLUTION 2 | 0 | WITHDRAWN | 0.0000 | 0 | WITHDRAWN | 0.0000 | 0 | WITHDRAWN |
| ORDINARY RESOLUTION 3 | 2,405 | 4,749,756,218 | 99.3162 | 324 | 32,704,759 | 0.6838 | 2,729 | 4,782,460,977 |
| ORDINARY RESOLUTION 4 | 2,349 | 4,712,608,136 | 98.5404 | 378 | 69,806,080 | 1.4596 | 2,727 | 4,782,414,216 |
| ORDINARY RESOLUTION 5 | 2,304 | 4,679,636,966 | 97.8508 | 426 | 102,781,512 | 2.1492 | 2,730 | 4,782,418,478 |
| ORDINARY RESOLUTION 6 | 2,347 | 4,712,603,617 | 98.5402 | 379 | 69,811,537 | 1.4598 | 2,726 | 4,782,415,154 |
| ORDINARY RESOLUTION 7 | 2,420 | 4,758,430,674 | 99.4984 | 299 | 23,986,442 | 0.5016 | 2,719 | 4,782,417,116 |
| ORDINARY RESOLUTION 8 | 2,257 | 4,781,224,294 | 99.9761 | 456 | 1,142,920 | 0.0239 | 2,713 | 4,782,367,214 |
| ORDINARY RESOLUTION 9 | 2,234 | 4,781,024,687 | 99.9734 | 470 | 1,272,227 | 0.0266 | 2,704 | 4,782,296,914 |
| ORDINARY RESOLUTION 10 | 2,234 | 4,781,076,179 | 99.9732 | 473 | 1,280,435 | 0.0268 | 2,707 | 4,782,356,614 |
| ORDINARY RESOLUTION 11 | 2,238 | 4,781,074,815 | 99.9733 | 467 | 1,278,299 | 0.0267 | 2,705 | 4,782,353,114 |
| ORDINARY RESOLUTION 12 | 2,249 | 4,781,160,999 | 99.9752 | 460 | 1,184,377 | 0.0248 | 2,709 | 4,782,345,376 |
| ORDINARY RESOLUTION 13 | 2,237 | 4,781,086,243 | 99.9737 | 469 | 1,258,371 | 0.0263 | 2,706 | 4,782,344,614 |
| ORDINARY RESOLUTION 14 | 2,249 | 4,781,163,840 | 99.9755 | 458 | 1,170,036 | 0.0245 | 2,707 | 4,782,333,876 |
| ORDINARY RESOLUTION 15 | 0 | WITHDRAWN | 0.0000 | 0 | WITHDRAWN | 0.0000 | 0 | WITHDRAWN |
| ORDINARY RESOLUTION 16 | 2,245 | 4,781,100,317 | 99.9745 | 461 | 1,218,559 | 0.0255 | 2,706 | 4,782,318,876 |
| ORDINARY RESOLUTION 17 | 2,242 | 4,781,085,366 | 99.9737 | 465 | 1,257,310 | 0.0263 | 2,707 | 4,782,342,676 |
| ORDINARY RESOLUTION 18 | 2,202 | 4,779,158,332 | 99.9346 | 498 | 3,129,264 | 0.0654 | 2,700 | 4,782,287,596 |
| ORDINARY RESOLUTION 19 | 2,236 | 4,781,100,004 | 99.9749 | 467 | 1,202,110 | 0.0251 | 2,703 | 4,782,302,114 |
| ORDINARY RESOLUTION 20 | 2,435 | 4,764,798,838 | 99.6313 | 292 | 17,632,939 | 0.3687 | 2,727 | 4,782,431,777 |
| ORDINARY RESOLUTION 21 | 1,862 | 4,294,741,677 | 89.8041 | 856 | 487,600,801 | 10.1959 | 2,718 | 4,782,342,478 |

