TECHNA-X BERHAD
[Registration No. 200601012477 (732227-T)]
(Incorporated in Malaysia)

MINUTES OF THE EXTRAORIDNARY GENERAL MEETING OF TECHNA-X BERHAD ("**TXB**" OR "**THE COMPANY**") HELD AT THE PAVILION @ ROYAL LAKE CLUB, TAMAN TASIK PERDANA, JALAN CENDERAMULIA, OFF JALAN PARLIMEN, 50480 KUALA LUMPUR, WILAYAH PERSEKUTUAN ON THURSDAY, 8 FEBRUARY 2024 AT 10:00 A.M.

DIRECTORS PRESENT	:	Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar *(Executive Chairman)* Datuk Lim Chih Li @ Lin ZhiLi *(Executive Director)* Mr. Fan Kah Seong *(Independent Non-Executive Director)* Mr. Balraj Singh Pannu A/L Gajjan Singh *(Independent Non-Executive Director)* Puan Aidawati Binti Dahari *(Independent Non-Executive Director)*
ABSENT WITH APOLOGIES	:	Encik Ahmad Rizan Bin Ibrahim (*Executive Director*)
IN ATTENDANCE	:	Ms. Cathy Chew *(Representing Company Secretary)*
INVITEES	:	As per the Attendance List
MEMBERS	:	As per the Attendance List
PROXY HOLDERS	:	As per the Attendance List

CHAIRMAN

Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar ("**Tunku Chairman**") was in the Chair. Tunku Chairman welcomed all present to the Company's Extraordinary General Meeting ("**EGM**" or "**the Meeting**") and called the Meeting to order at 10:00 a.m.

Tunku Chairman then proceeded to introduce the Directors, the Company Secretary and the invitees who were in attendance to the floor.

QUORUM

The requisite quorum being present pursuant to Clause 96 of the Company's Constitution, Tunku Chairman declared the Meeting duly convened.

The Meeting noted that the Company was using the General Meeting Record of Depositors as of 2 February 2024 for the EGM.

NOTICE OF MEETING

The Notice convening the Meeting dated 16 January 2024, having been circulated within the prescribed period, was with the permission of the Meeting, taken as read.

POLL VOTING AND VOTING PROCEDURES

Tunku Chairman informed that the voting of the Meeting would be conducted by way of poll, in compliance with the Main Market Listing Requirements ("**Main LR**") of Bursa Malaysia Securities Berhad ("**Bursa Malaysia Securities**"). Pursuant to the above and Section 330 of the Companies Act 2016 ("**the Act**"), Tunku Chairman exercised his rights to direct the votes on all resolutions set out in the Notice of the EGM to be conducted by way of poll to demonstrate shareholder democracy of one-share one-vote.

The Company Secretary briefed the Meeting on the proceedings of the Meeting. The voting process for all resolutions set out in the Notice of the EGM would be carried out after the discussion of all agenda items of the Meeting.

The Meeting was informed that Securities Services (Holdings) Sdn. Bhd. was the Poll Administrator and Commercial Quest Sdn. Bhd. was the Independent Scrutineer.

1.0 SPECIAL RESOLUTION
PROPOSED REDUCTION OF TXB'S SHARE CAPITAL PURSUANT TO SECTION 116 OF THE ACT ("PROPOSED CAPITAL REDUCTION")

Tunku Chairman informed that the first item on the agenda was to approve the Special Resolution in respect of the Proposed Capital Reduction.

There being no question from the floor, Tunku Chairman proceeded with the next agenda.

2.0 ORDINARY RESOLUTION 1
PROPOSED SETTLEMENT OF AN AGGREGATE AMOUNT OF RM33,834,500 DEBT OWING TO CREDITORS BY TXB VIA THE ISSUANCE OF 2,487,830,882 NEW ORDINARY SHARES IN TXB AT ISSUE PRICE OF RM0.0136 PER ORDINARY SHARE ("TXB SHARE(S)" OR "SHARE(S)") ("PROPOSED DEBT SETTLEMENT")

Tunku Chairman informed that the second item on the agenda was to approve the Ordinary Resolution in respect of the Proposed Debt Settlement. The proposed adoption of this Ordinary Resolution would waive the shareholders' statutory pre-emptive right to be offered new ordinary shares in the Company arising from the Proposed Debt Settlement pursuant to this Resolution.

The interested Director, Datuk Lim Chih Li @ Lin ZhiLi and the person connected to him (if any) abstained from all deliberations and voting in respect of this Resolution.

There being no question from the floor, Tunku Chairman proceeded to the next item on the agenda.

3.0 ORDINARY RESOLUTION 2
PROPOSED CONSOLIDATION OF EVERY 20 EXISTING TXB SHARES INTO 1 TXB SHARE ("CONSOLIDATED SHARE(S)") HELD BY THE ENTITLED SHAREHOLDERS ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER ("PROPOSED SHARE CONSOLIDATION")

Tunku Chairman informed that the third item on the agenda was to approve the Ordinary Resolution in respect of the Proposed Share Consolidation.

There being no question from the floor, Tunku Chairman proceeded to the next item on the agenda.

4.0 ORDINARY RESOLUTION 3
PROPOSED RENOUNCEABLE RIGHTS ISSUE OF UP TO 251,587,641 NEW TXB SHARES ("RIGHTS SHARE(S)") ON THE BASIS OF 1 RIGHTS SHARE FOR EVERY 1 CONSOLIDATED SHARE HELD, TOGETHER WITH UP TO 251,587,641 FREE DETACHABLE WARRANTS IN TXB ("WARRANT(S)") ON THE BASIS OF 1 WARRANT FOR EVERY 1 RIGHTS SHARE SUBSCRIBED FOR BY THE ENTITLED SHAREHOLDERS ON AN ENTITLEMENT DATE AND AT AN ISSUE PRICE TO BE DETERMINED AND ANNOUNCED LATER ("PROPOSED RIGHTS ISSUE WITH WARRANTS")

Tunku Chairman informed that the last item on the agenda was to approve the Ordinary Resolution in respect of the Proposed Rights Issue with Warrants.

There being no question from the floor, Tunku Chairman proceeded with the poll voting.

POLL VOTING

Tunku Chairman announced that the registration for attendance at the EGM was closed at 10:10 a.m. to facilitate the conduct of a poll.

The Meeting was briefed on the procedures on the conduct of poll voting. Tunku Chairman then declared the commencement of the poll voting process.

After all votes had been cast, the Meeting was adjourned at 10:13 a.m. to facilitate the tabulation of votes by the Poll Administrator, Securities Services (Holdings) Sdn. Bhd. and verification of votes by the Independent Scrutineer, Commercial Quest Sdn. Bhd.

ANNOUNCEMENT OF POLL RESULTS

The Meeting resumed at 10:24 a.m. for the announcement of the poll results.

Based on the report from Independent Scrutineer, the Company Secretary announced the poll results as follows: -

Resolutions	Voted For		Voted Against	
	No. of shares	%	No. of shares	%
Special Resolution Proposed Capital Reduction	343,837,280	99.9759	82,766	0.0241

Resolutions	Voted For		Voted Against	
	No. of shares	%	No. of shares	%
Ordinary Resolution 1 Proposed Debt Settlement	341,445,180	99.9634	124,866	0.0366
Ordinary Resolution 2 Proposed Share Consolidation	343,794,980	99.9636	125,066	0.0364
Ordinary Resolution 3 Proposed Rights Issue with Warrants	343,544,980	99.8909	375,066	0.1091

Based on the results of the poll voting, Tunku Chairman declared that the following resolutions be **CARRIED**: -

Special Resolution
Proposed Capital Reduction

*"**THAT** subject to the confirmation of the High Court of Malaya and the approvals from the relevant authorities and/or parties being obtained (where applicable), approval be and is hereby given to the Board of Directors of TXB ("**Board**") for the implementation of the Proposed Capital Reduction pursuant to Section 116 of the Act;*

***THAT** the share capital of the Company be reduced and cancelled to the extent of RM1,199,734,780 and that such reduction be effected and satisfied by the cancellation of the share capital of the Company that has been lost or is unrepresented by available assets;*

***THAT** the credit arising from the Proposed Capital Reduction shall be used to eliminate the accumulated losses of the Company and the surplus after the elimination of the Company's accumulated losses pursuant to the Proposed Capital Reduction, if any, shall be credited to the retained earnings account of the Company, which may be utilised in such manner as the Board deems fit and in the best interest of the Company, as permitted by the relevant and applicable laws as well as the Constitution of the Company;*

***AND THAT** the Board of the Company be and is hereby authorised with full power to make any modifications, variations and/or amendments in any manner as may be in the best interest of the Company or as may be required by the relevant authorities to give effect to the Proposed Capital Reduction, and to take all such steps as they may deem necessary or expedient in the best interests of the Company to implement, finalise and give full effect to the Proposed Capital Reduction."*

Ordinary Resolution 1
Proposed Debt Settlement

*"**THAT** subject to all the approvals and consents being obtained from all relevant authorities and/or parties (where applicable), including but not limited to the approval by Bursa Malaysia Securities Berhad for the listing of and quotation for 2,487,830,882 new*

*TXB Shares ("**Settlement Shares**") at an issue price of RM0.0136 each, the Board be and is hereby authorised to allot and issue the Settlement Shares in the manner and subject to the terms and conditions contained in the capitalisation agreements and/or supplementary capitalisation agreements entered into with TAP Partners Sdn Bhd, Debut Supreme Capital Sdn Bhd, Chan Kok San, Tee Sook Sing, Advance Opportunities Fund I, Advance Opportunities Fund and GIP Work Sdn Bhd (collectively referred to the "**Creditors**");*

***THAT** any pre-emptive rights to the Settlement Shares that each shareholder of TXB may have pursuant to the Section 85 of the Act read together with the Clause 17 of the Constitution of TXB be hereby waived;*

***THAT** the Settlement Shares to be issued to the Creditors, shall upon allotment and issuance, rank pari passu in all respects with the then existing TXB Shares, save and except that the new TXB Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to shareholders of the Company, the entitlement date of which is prior to the date of issuance and allotment of the Settlement Shares;*

***AND THAT** the Board be and is hereby authorised to approve, sign and execute all documents, do all things and acts as the Board may consider necessary or expedient to implement, finalise and give full effect to the Proposed Debt Settlement to Creditors in the best interest of the Company with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required by any relevant authorities, the relevant and applicable laws or deemed necessary or desirable by the Board."*

Ordinary Resolution 2
<u>Proposed Share Consolidation</u>

*"**THAT** subject to the passing of Ordinary Resolution 1 and the approvals of the relevant authorities and/or parties being obtained (where applicable), approval be and is hereby granted to the Company to consolidate every 20 existing TXB Shares held by the entitled shareholders of the Company whose names appear in the Record of Depositors of the Company as at the close of business on an entitlement date to be determined and announced later by the Board into 1 Consolidated Share and that such Consolidated Shares shall rank pari passu in all respects with one another;*

***THAT** the fractional entitlements for the Consolidated Shares arising from the Proposed Share Consolidation, if any, shall be disregarded and dealt with by the Board in such manner at its absolute discretion as it may deem fit or expedient and in the best interest of the Company;*

***AND THAT** the Board be and is hereby empowered and authorised with full power to do all such acts, to take all such steps and to execute, enter into, sign and deliver for and on behalf of the Company, all such documents as it may deem necessary, expedient and/or appropriate to implement, to give full effect to and to complete the Proposed Share Consolidation, with full power to assent to and/or accept any conditions, modifications, variations, arrangements and/or amendments as the Board in its absolute discretion may deem fit and/or as may be imposed by any relevant authorities and/or parties in connection with the Proposed Share Consolidation."*

Ordinary Resolution 3
Proposed Rights Issue with Warrants

*"**THAT**, subject to the passing of Ordinary Resolution 1 and Ordinary Resolution 2, and the approvals of all relevant authorities and/or parties being obtained for the Proposed Rights Issue with Warrants, approval be and is hereby given to the Board to undertake the Proposed Rights Issue with Warrants to provisionally issue and allot by way of renounceable rights issue of up to 251,587,641 Rights Shares together with up to 251,587,641 Warrants to the registered shareholders of the Company whose names appear in the Record of Depositors of the Company as at the close of business on an entitlement date to be determined and announced later by the Board ("**Entitlement Date**"), on the basis of 1 Rights Share for every 1 Consolidated Share held and 1 Warrant for every 1 Rights Share subscribed for on the Entitlement Date and at an issue price to be determined and announced by the Board at a later date;*

***THAT** the Board be and is hereby authorised to allocate the excess Rights Shares with Warrants which are not subscribed or validly subscribed, if any, for excess application, in a fair and equitable manner on a basis to be determined and announced later by the Board;*

***THAT** the fractional entitlements of the Rights Shares and Warrants arising from the Proposed Rights Issue with Warrants, if any, shall be disregarded and dealt with by the Board in such manner at its absolute discretion as it may deem fit or expedient and in the best interest of the Company;*

***THAT** the Board be and is hereby authorised to enter into and execute the deed poll constituting the Warrants ("**Deed Poll**") and to do all acts, deeds and things as the Board may deem fit or expedient in order to implement, finalise and give full effect to the Deed Poll;*

***THAT** all the Rights Shares and the new TXB Shares to be issued arising from the exercise of Warrants shall, upon allotment and issuance, rank pari passu in all respects with each other and with the then existing TXB Shares in issue, save and except that the Rights Shares and the new TXB Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to shareholders of the Company, the entitlement date of which is prior to the date of issuance and allotment of the Rights Shares and the new TXB Shares to be issued arising from the exercise of Warrant;*

***THAT** the proceeds from the Proposed Rights Issue with Warrants be utilised for such purposes as set out in the circular to shareholders dated 16 January 2024 and that the Board be authorised with full power to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Board may deem fit, necessary or expedient, subject to the approval of the relevant authorities (where applicable);*

***AND THAT** the Board be and is hereby empowered and authorised with full power to do all such acts, to take all such steps and to execute, enter into, sign and deliver for and on behalf of the Company, all such documents as it may deem necessary, expedient and/or appropriate to implement, to give full effect to and to complete the Proposed Rights Issue with Warrants, with full power to assent to and/or accept any conditions, modifications, variations, arrangements and/or amendments as the Board in its absolute discretion may deem fit and/or as may be imposed by any relevant authorities and/or parties in connection with the Proposed Rights Issue with Warrants."*

CONCLUSION

Tunku Chairman concluded the Meeting and thanked all present for their attendance.

The Meeting ended at 10:27 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD

-duly signed-

Y.A.M. TUNKU NAQUIYUDDIN
IBNI TUANKU JA'AFAR
CHAIRMAN

Dated: 8 February 2024