

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

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the Eighteenth Annual General Meeting (“AGM”) of the Company will be held at the “The Perdana Room” located at The Royal Lake Club Kuala Lumpur Taman Tasek Perdana, Jalan Cenderamulia, Off Jalan Parlimen, 50480 Kuala Lumpur, Malaysia on Monday, 9 December 2024 at 10:00 a.m. for the following purposes: -

**AGENDA**

**AS ORDINARY BUSINESS**

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| 1. To receive the Audited Financial Statements for the financial period ended 30 June 2024 together with the Reports of the Directors and Auditors thereon.  | <b>[Please refer to Explanatory Note (a)]</b> |
| 2. To approve the payment of Directors’ fees to the Directors amounting to RM180,000.00 for the financial period ended 30 June 2024.   | <b>Ordinary Resolution 1</b>                  |
| 3. To approve the Directors’ benefits payable to the Non-Executive Directors of up to RM30,000.00 from 9 December 2024 until the next AGM of the Company.  | <b>Ordinary Resolution 2</b>                  |
| 4. To re-elect Mr. Fan Kah Seong, who is due to retire pursuant to Clause 118 of the Company’s Constitution and being eligible, has offered himself for re-election.   | <b>Ordinary Resolution 3</b>                  |
| 5. To re-elect the following Directors, who are due to retire pursuant to Clause 117 of the Company’s Constitution and being eligible, have offered themselves for re-election: -                                  |   |
| a) Mr. Yen Soon Jin  | <b>Ordinary Resolution 4</b>                  |
| b) Mr. Sakthi Kumar A/L Ramadas  | <b>Ordinary Resolution 5</b>                  |
| c) YAM Tengku Shahrain Shah Bin Tengku Sulaiman Shah   | <b>Ordinary Resolution 6</b>                  |
| d) Dato' Geh Guat Yeow   | <b>Ordinary Resolution 7</b>                  |
| 6. To re-appoint Messrs. HLB Ler Lum Chew PLT as Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Board of Directors to fix their remuneration. | <b>Ordinary Resolution 8</b>                  |

**AS SPECIAL BUSINESS:**

To consider and, if thought fit, to pass with or without modifications, the following Resolutions: -

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| 7. <b>AUTHORITY FOR DIRECTORS TO ISSUE AND ALLOT SHARES IN THE COMPANY PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016</b>   | <b>Ordinary Resolution 9</b><br><b>[Please refer to Explanatory Note (d)]</b> |
| <p>“<b>THAT</b> subject always to the Companies Act, 2016, Constitution of the Company and approvals of the relevant governmental/regulatory bodies where such approvals shall be necessary, the Directors be and are hereby authorised and empowered pursuant to Section 75 and 76 of the Companies Act, 2016 to allot and issue shares in the Company at any time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of</p> |   |

shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares for the time being of the Company and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad.

**THAT** the Directors of the Company whether solely or jointly, be authorised to complete and do all such acts and things (including executing such relevant documents) as he/she/they may consider necessary, expedient or in the interest of the Company to give effect to the aforesaid mandate.”

**AND THAT** such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company, or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is earlier, unless revoked or varied by an ordinary resolution of the Company at a general meeting.”

8. **PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK OF UP TO TEN PER CENTUM (10%) OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY (“PROPOSED RENEWAL OF SHARE BUY-BACK”)**

**Ordinary  
Resolution 10  
[Please refer to  
Explanatory  
Note (e)]**

**“THAT**, subject always to the Act, the Company’s Constitution, the Main Market Listing Requirements of Bursa Malaysia Securities and all other applicable laws, guidelines, rules and regulations for the time being in force and the approvals of all relevant governmental and/or regulatory authority, approval be and is hereby given to the Company to purchase such number of ordinary shares in the Company (“**TXB Shares**”) as may be determined by the Directors of the Company from time to time through Bursa Malaysia Securities as the Directors may deem fit and expedient in the best interest of the Company, provided that:-

- (i) the aggregate number of TXB Shares to be purchased and/or held by the Company pursuant to this resolution shall not exceed ten per centum (10%) of the Company’s total number of issued shares as quoted on Bursa Malaysia Securities as at the point of purchase(s);
- (ii) the maximum funds to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited/unaudited financial statements of the Company (where applicable) available at the time of the purchase(s); and
- (iii) the TXB Shares to be purchased may be cancelled, retained as treasury shares, distributed as dividends to the shareholders or resold on Bursa Malaysia Securities, or a combination of any of the above, at the absolute discretion of the Directors.

**AND THAT** the authority conferred by this resolution shall commence immediately upon the passing of this resolution and shall continue to be in force until: -

- (a) the conclusion of the next AGM of the Company following this AGM at which such resolution was passed, at which time the authority shall lapse, unless by an Ordinary Resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (b) the expiration of the period within which the next AGM of the Company after that date is required by law to be held; or
- (c) revoked or varied by an Ordinary Resolution passed by the Company’s shareholders in a general meeting,

whichever occurs first.

**AND FURTHER THAT** the Directors of the Company be authorised to do all acts, deeds and things to give full effect to the Proposed Renewal of Share Buy-Back with full powers to assent

to any conditions, modifications, variations and/or amendments as may be imposed by the relevant authorities and to take all such steps, and do all such acts and things as they may deem fit and expedient in the best interest of the Company.

## 9. ANY OTHER BUSINESS

To transact any other business of the Company of which due notice shall have been given in accordance with the Constitution of the Company and the Companies Act, 2016.

By Order of the Board  
**TECHNA-X BERHAD**

**WONG YOUN KIM**  
(MAICSA 7018778)  
(SSM Practising Certificate No.: 201908000410)  
Company Secretary

Selangor Darul Ehsan  
Date: 7 November 2024

### EXPLANATORY NOTES:

#### (a) Audited Financial Statements for the financial period ended 30 June 2024

This agenda 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. Hence, this Agenda is not put forward for voting.

#### (b) Ordinary Resolutions 2 – Benefits payable to the Non-Executive Directors

The benefits (excluding Directors' fees) payable to the Non-Executive Directors from 9 December 2024 until the next AGM of the Company to be held in the year 2024 are as follows:

Description	Non-Executive Directors
Allowances	Up to RM30,000
Other Benefits	Nil

#### (c) Ordinary Resolutions 3 to 7 – Re-election of Directors

In determining the eligibility of the Directors to stand for re-election at the Eighteenth AGM of the Company, the Nomination Committee (“NC”) reviewed and assessed the following Directors’ (“**Retiring Directors**”) from the annual assessment and evaluation of the Board of Directors for the financial period ended 30 June 2024. The Board via the NC’s annual assessment was satisfied with the performance of Retiring Directors who are standing for re-election and had recommended to the shareholders the proposed re-election at the Eighteenth AGM under Resolution 3 to 7:

- (i) Mr. Fan Kah Seong
- (ii) Mr. Yen Soon Jin
- (iii) Mr. Sakthi Kumar A/L Ramadas
- (iv) YAM Tengku Shahrain Shah Bin Tengku Sulaiman Shah
- (v) Dato' Geh Guat Yeow

The profiles of the Retiring Directors are set out in the Annual Report in respect of the financial period ended 30 June 2024.

**(d) Ordinary Resolution 9 – Authority to Issue Shares pursuant to the Act**

The proposed Ordinary Resolution 9, if passed, is to give the Directors of the Company flexibility to issue and allot shares up to an amount not exceeding ten per centum (10%) of the Company's total number of issued share capital for the time being upon such terms and conditions and for such purposes and to such person or persons as Directors of the Company in their absolute discretion consider to be in the interest of the Company, without having to convene a separate general meeting so as to avoid incurring additional cost and time. The purpose of this general mandate is for possible fund-raising exercises including but not limited to further placement of shares for purposes of funding current and/or future investment projects, working capital and/or acquisitions.

The Company did not issue any shares pursuant to Sections 75 and 76 of the Companies Act, 2016 under the general authority which was approved at the 17th Annual General Meeting held on 30 May 2023 and which will lapse at the conclusion of the 18th Annual General Meeting to be held on 9 December 2024.

The Board is of the opinion that the issue and allot shares up to an amount not exceeding ten per centum (10%) is in the best interest of the Company.

This authority will expire at the conclusion of the next Annual General Meeting of the Company or at the expiration of the period within which the next Annual General Meeting is required by law to be held, whichever is earlier.

**(e) Ordinary Resolution 10 – Proposed Renewal of Share Buy-Back**

The proposed Ordinary Resolution 10, if passed, will enable the Company to renew the authority given to the Company to purchase its own shares of up to ten per centum (10%) of the Company's total issued shares at any time within the time period stipulated in the Main Market Listing Requirements of Bursa Malaysia Securities. Unless revoked or varied by the Company in a general meeting, this authority will expire at the conclusion of the next AGM of the Company.

Please refer to the Statement to Shareholders dated 7 November 2024 for further information.

**NOTES: -**

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 3 December 2024 shall be eligible to attend, participate, speak and vote at the Meeting or appoint proxy(ies) to attend, participate, speak and vote in his stead.
2. A member entitled to attend and vote at the Meeting may appoint more than one (1) proxy to attend, participate, speak and vote in his stead. Where a member appoints more than one (1) proxy to attend, participate, speak and vote at the same Meeting, the appointments shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy. A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting of the Company shall have the same rights as the member to attend, participate, speak and vote at the Meeting.
3. The instrument appointing a proxy shall be in writing under the hand of the member or of his attorney duly authorised in writing, or if the member is a corporation, shall either be executed under the corporations' common seal or under the hand of an officer or attorney duly authorised.
4. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
5. The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power of authority, must be deposited at the Company's Registered Office at Synergy Professionals Group Sdn. Bhd., Unit No. EL-11-01, Amcorp Business Suite, Menara Melawangi, Pusat Perdagangan Amcorp, No. 18, Jalan Persiaran Barat, 46050 Petaling Jaya, Selangor not less than twenty-four (24) hours before the time set for holding the Meeting or any adjournment thereof. All resolutions set out in this notice of Meeting are to be voted by poll.
6. Any notice of termination of authority to act as proxy must be received by the Company before the commencement of the Meeting or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Companies Act 2016:-

- (i) the constitution of the quorum at such meeting;
- (ii) the validity of anything he did as chairman of such meeting;
- (iii) the validity of a poll demanded by him at such meeting; or
- (iv) the validity of the vote exercised by him at such meeting.

7. The Personal Data Protection Act 2010, which regulates the processing of personal data in commercial transactions, applies to the Company. By providing to us your personal data, which may include your name and mailing address, you hereby consent, agree, and authorise the processing and/or disclosure of any personal data of or relating to you for the purposes of issuing the notice of this Meeting and convening the Meeting, including but not limited to preparation and compilation of documents and other matters, whether or not supplied by you. You further confirm to have obtained the consent, agreement, and authorisation of all persons whose personal data you have disclosed and/or processed in connection with the foregoing.