

TECHNA-X BERHAD
(formerly known as Sino Hua-An International Berhad)

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

MINUTES OF THE FIFTEENTH ANNUAL GENERAL MEETING OF TECHNA-X BERHAD (FORMERLY KNOWN AS SINO HUA-AN INTERNATIONAL BERHAD) ("TXB" OR "COMPANY") DEEMED HELD WHERE THE CHAIRMAN OF THE MEETING WAS IN KUALA LUMPUR, WILAYAH PERSEKUTUAN AND ON A FULLY VIRTUAL BASIS HOSTED ON SECURITIES SERVICES E-PORTAL AT [HTTPS://SSHSB.NET.MY/](https://sshsb.net.my/) PROVIDED BY SS E SOLUTIONS SDN. BHD. IN MALAYSIA ON WEDNESDAY, 30 JUNE 2021 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)
Ms. Lim See Tow
(Independent Non-Executive Director)
Mr. Balraj Singh Pannu A/L Gajjan Singh
(Independent Non-Executive Director)
- ABSENT WITH APOLOGIES** : Mr. Liu Guodong
(Managing Director)
Mr. Zhai Baoxing
(Independent Non-Executive Director)
- IN ATTENDANCE** : Mr. Tony Foong
(Financial Controller)
Ms. Chua Siew Chuan
(Company Secretary)
Ms. Jessica Tee Hui Tian
(Assisting the Company Secretary)
Ms. Lim Yun Fang
(Assisting the Company Secretary)
Ms. Naya Ann Wong Tze Yee
(Assisting the Company Secretary)
- INVITEES** : Mr. Kelvin Chew Loong Jin
[HLB AAC PLT (formerly known as Morison AAC PLT)]
Mr. Cedric Choo Sia Teik
[Techna-X Berhad (formerly known as Sino Hua-An International Berhad)]
- MEMBERS** : As per Attendance List
- PROXY HOLDERS** : As per Attendance List
- CORPORATE REPRESENTATIVES** : As per Attendance List

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CHAIRMAN

Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar ("**Tunku Chairman**") welcomed all for participating in the Fifteenth Annual General Meeting ("**15th AGM**" or "**Meeting**") of the Company remotely through live streaming.

Tunku Chairman informed the Meeting that in view of the current coronavirus disease ("**COVID-19**") pandemic and compliance with the Guidance Note and FAQs on the conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia, the Board had decided that the 15th AGM be held on a fully virtual basis through live streaming and remote participation and voting facility hosted on Securities Services e-Portal ("**SSeP**") provided by SS E Solutions Sdn. Bhd.

Tunku Chairman then introduced the Directors, the Management, the Company Secretary, and the Company's External Auditors who joined the Meeting remotely.

QUORUM

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

VOTING PROCEDURES

Tunku Chairman informed that all resolutions set out in the Notice of the 15th AGM would be voted by way of poll in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**").

The Meeting was informed that shareholders or proxies could post questions to the Board of Directors of the Company as well as vote using the remote participation and voting facilities.

Tunku Chairman informed that there were shareholders who could not participate in the Meeting remotely and had appointed him to vote on their behalf. Accordingly, Tunku Chairman would be voting in his capacity as a proxy in accordance with the shareholders' instructions, where indicated.

Tunku Chairman briefed the Meeting that there was no legal requirement for a proposed resolution to be seconded. The voting session had commenced from the start of the Meeting and shall continue until the closure of the voting session to be announced later. Alternatively, shareholders, proxies, or corporate representatives may cast their vote after all the questions and answers in relation to each Agenda and resolution have been dealt with.

Tunku Chairman then invited the Company Secretary to give an overview of the proceedings of the Meeting.

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PROCEEDINGS

Ms. Chua Siew Chuan, the Company Secretary, informed that Tunku Chairman would take the Meeting through each item on the Agenda, followed by a question-and-answer ("Q&A") session. Shareholders and proxies were advised to use the text box within the same e-Portal page to transmit their questions or remarks during the Meeting.

The Meeting was informed that SS E Solutions Sdn. Bhd. was the poll administrator and Commercial Quest Sdn. Bhd. was the independent scrutineer to verify the results of the poll voting.

The Meeting was further informed that for Ordinary Resolution No. 7, shareholders' votes would be cast under the two-tier voting process pursuant to the Malaysian Code on Corporate Governance.

A step-by-step guide together with a short audio clip on the online voting module within SSeP was then played.

The Meeting noted that the Company was using the Record of Depositors as of 23 June 2021 for the 15th AGM.

NOTICE

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

PRESENTATION OF AN OVERVIEW OF THE PERFORMANCE OF THE GROUP

Tunku Chairman invited Datuk Lim Chih Li @ Lin ZhiLi, the Executive Director of the Company, to present an overview of the business of the Company and industry prospects for all to have a better appreciation of the events and activities that had been or to be undertaken by the Company in the past and the near future.

After the presentation, Tunku Chairman then invited Mr. Tony Foong, the Company's Financial Controller, to present the questions received from the Minority Shareholders Watch Group ("**MSWG**") and the Management's response.

LETTER RECEIVED FROM MSWG

Mr. Tony Foong informed that the Company had received a letter from MSWG dated 24 June 2021, and the Company had responded to the questions. The questions and corresponding reply from the Company to MSWG were presented by Mr. Tony Foong, which annexed hereto as **Annexures "A" and "B"** respectively.

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1.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON

Tunku Chairman informed that the first item on the Agenda was to receive the Audited Financial Statements for the financial year ended 31 December 2020 ("**AFS 2020**") together with the Reports of the Directors and the Auditors thereon.

The Meeting noted that formal approval from shareholders was not required for this item on the Agenda pursuant to Section 340(1)(a) of the Companies Act 2016, and hence, the AFS was not put forward for voting. Tunku Chairman declared that the Company's Audited Financial Statements for the financial year ended 31 December 2020, together with the Reports of the Directors and Auditors thereon, be received.

2.0 ORDINARY RESOLUTION 1
APPROVAL OF THE PAYMENT OF DIRECTORS' FEES TO THE NON-EXECUTIVE DIRECTORS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

Tunku Chairman informed that the next item on the Agenda was to approve the payment of Directors' fees to the Non-Executive Directors amounting to RM82,500.00 for the financial year ended 31 December 2020.

3.0 ORDINARY RESOLUTION 2
APPROVAL OF THE PAYMENT OF DIRECTORS' ALLOWANCES AND OTHER BENEFITS (EXCLUDING DIRECTORS' FEES) TO THE NON-EXECUTIVE DIRECTORS UP TO AN AMOUNT OF RM100,000 FROM 1 JULY 2021 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

Tunku Chairman informed that the next item on the Agenda was to approve the payment of Directors' allowances and other benefits (excluding Directors' fees) to the Non-Executive Directors of up to an amount of RM100,000 from 1 July 2021 until the next Annual General Meeting of the Company.

4.0 ORDINARY RESOLUTIONS 3 AND 4
RE-ELECTION OF THE FOLLOWING DIRECTORS WHO RETIRED PURSUANT TO CLAUSE 118 OF THE COMPANY'S CONSTITUTION:

- (I) MR. LIU GUODONG; AND**
(II) MR. ZHAI BAOXING

Tunku Chairman informed that the next two (2) Ordinary Resolutions were in relation to the re-election of Mr. Liu Guodong and Mr. Zhai Baoxing as Directors of the Company pursuant to Clause 118 of the Company's Constitution and being eligible, had offered themselves for re-election.

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5.0 ORDINARY RESOLUTION 5
RE-APPOINTMENT OF HLB AAC PLT (FORMERLY KNOWN AS MORISON AAC PLT) AS AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION

Tunku Chairman informed that the next item on the Agenda was to re-appoint HLB ACC PLT (*formerly known as Morison AAC PLT*) as the Company's Auditors for the ensuing year and authorise the Board of Directors to fix their remuneration.

The Meeting noted that HLB ACC PLT (*formerly known as Morison AAC PLT*) had indicated their willingness to continue in office as Auditors of the Company.

The Meeting was informed that the Audit and Risk Management Committee and the Board of Directors had reviewed the performance of HLB ACC PLT (*formerly known as Morison AAC PLT*) as Auditors of the Company for the past financial years and were satisfied with their effectiveness and performance as External Auditors of the Company.

SPECIAL BUSINESS

6.0 ORDINARY RESOLUTION 6
AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016

Tunku Chairman advised that the next item on the Agenda was a Special Business to consider and, if thought fit, pass Ordinary Resolution 6 on the authority to issue shares pursuant to the Companies Act 2016.

The proposed Ordinary Resolution, if passed, would give the Directors of the Company the authority from the date of the 15th AGM of the Company to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed 20% of the total number of issued shares of the Company for the time being pursuant to the Companies Act 2016 ("**20% General Mandate**").

The said 20% General Mandate would provide flexibility to the Company to raise additional funds expeditiously and efficiently during this challenging time to meet its funding requirements, including but not limited to working capital, operational expenditures, investment project(s), and/or acquisition(s).

Having considered the current and prospective financial position, needs, and capacity of the Group, the Board believed that the 20% General Mandate is in the best interests of the Company and its shareholders.

The 20% General Mandate may be utilised by a listed corporation to issue new securities until 31 December 2021, and thereafter, the 10% general mandate will be reinstated. Should there be a decision to issue and allot ordinary shares after the said authority has been given, the Company will make the appropriate announcement on the purpose and/or utilisation of proceeds arising from such

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issuance and allotment.

7.0 ORDINARY RESOLUTION 7
RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Tunku Chairman informed that the next item on the Agenda was to consider the retention of Ms. Lim See Tow to continue in office as an Independent Non-Executive Director of the Company.

The Meeting noted that the Board of Directors had vide the Nomination Committee conducted an annual performance evaluation and assessment of the independence of Ms. Lim See Tow and recommended her to continue in office as an Independent Non-Executive Director of the Company through a two-tier voting process pursuant to the Malaysian Code on Corporate Governance.

8.0 ANY OTHER ORDINARY BUSINESS

The Meeting was advised that there was no other business to be transacted at this Meeting of which due notice had been given.

9.0 Q&A SESSION

The salient enquiries and comments made by the shareholders as well as responses from the Board of Directors and Management were as follows:

9.1 Request for E-vouchers.

Shareholders could visit the M Squared application for discounts and offers.

9.2 Request for a hard copy of the Annual Report.

A hard copy of the Annual Report will be sent to those requested for it.

9.3 The Company's plan to instill confidence in the share price of the Company for the current and potential shareholders during the current global pandemic situation

Datuk Lim Chih Li @ Lin ZhiLi acknowledged the weak share price in view of the poor market sentiment. He made reference to his presentation made earlier on the various efforts made in the series of acquisitions in the digital transformation and energy storage space. The new acquisitions in the digital and technology space have shown much growth potential and traction. In addition, the Company had demonstrated the usefulness of its technology as an integrated solution and intelligence provider. However, the COVID-19 outbreak and crisis had impacted some business travels which is essential especially for oversea subsidiaries.

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The Board of Directors had anticipated the lack of visibility and viability in the metallurgical coke industry and would be divesting the coke business as soon as possible.

9.4 The business plan for the low voltage electric vehicle technologies

Datuk Lim Chih Li @ Lin ZhiLi informed that the Company via HK Aerospace Beidou New Energy Technology Co. Ltd entered into a partnership with the former co-founder of Rimac Automobili, one of the world's leading electric hypercar companies, and material and system specialists to design and develop Low Voltage electric mobility solutions.

The travel restrictions from the COVID-19 pandemic had impacted the progress as some critical developments had to be done in the factory in China.

There being no further question, the Meeting proceeded with the polling process.

10.0 POLL VOTING

At this juncture, the step-by-step guide, together with a short audio clip on the online e-voting process, was played again. Then, shareholders and proxies were given ten (10) minutes to cast and submit their votes. Thereafter, the Scrutineer proceeded to verify the poll results while the Company's corporate video was played for the viewing pleasure of all participants.

11.0 ANNOUNCEMENT OF POLL RESULTS

The Meeting resumed at 11:07 a.m., and Tunku Chairman then called the Meeting to order for the announcement of poll results.

The results of the poll as follows were shown on the screen:-

11.1 Approval of the payment of Directors' fees to the Non-Executive Directors for the financial year ended 31 December 2020

Resolution	Vote For		Vote Against		Results
	No. of shares	%	No. of shares	%	
Ordinary Resolution 1	383,803,923	99.9653	133,077	0.0347	Carried

Tunku Chairman declared that Ordinary Resolution 1 was **CARRIED** as follows:

"That the payment of Directors' fees to the Non-Executive Directors for the financial year ended 31 December 2020, be and is hereby approved."

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11.2 Approval of the payment of Directors' allowances and other benefits (excluding Directors' fees) to the Non-Executive Directors up to an amount of RM100,000 from 1 July 2021 until the next Annual General Meeting of the Company

Resolution	Vote For		Vote Against		Results
	No. of shares	%	No. of shares	%	
Ordinary Resolution 2	383,719,123	99.9433	217,877	0.0567	Carried

Tunku Chairman declared that Ordinary Resolution 2 was **CARRIED** as follows:

"That the payment of Directors' allowances and other benefits (excluding Directors' fees) to the Non-Executive Directors up to an amount of RM100,000 from 1 July 2021 until the next Annual General Meeting of the Company, be and is hereby approved."

11.3 Re-election of Mr. Liu Guodong who retired pursuant to Clause 118 of the Company's Constitution

Resolution	Vote For		Vote Against		Results
	No. of shares	%	No. of shares	%	
Ordinary Resolution 3	383,328,426	99.8410	610,426	0.1590	Carried

Tunku Chairman declared that Ordinary Resolution 3 was **CARRIED** as follows:

"That Mr. Liu Guodong who retired pursuant to Clause 118 of the Company's Constitution, be and is hereby re-elected as a Director of the Company."

11.4 Re-election of Mr. Zhai Baoxing who retired pursuant to Clause 118 of the Company's Constitution

Resolution	Vote For		Vote Against		Results
	No. of shares	%	No. of shares	%	
Ordinary Resolution 4	383,362,976	99.8500	575,876	0.1500	Carried

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Tunku Chairman declared that Ordinary Resolution 4 was **CARRIED** as follows:

"That Mr. Zhai Baoxing who retired pursuant to Clause 118 of the Company's Constitution, be and is hereby re-elected as a Director of the Company."

11.5 Re-appointment of HLB AAC PLT (formerly known as Morison AAC PLT) as Auditors of the Company for the ensuing year and to authorise the Board of Directors to fix their remuneration

Resolution	Vote For		Vote Against		Results
	No. of shares	%	No. of shares	%	
Ordinary Resolution 5	383,869,876	99.9820	68,976	0.0180	Carried

Tunku Chairman declared that Ordinary Resolution 5 was **CARRIED** as follows:

"That HLB AAC PLT (formerly known as Morison AAC PLT) be re-appointed as Auditors of the Company for the ensuing year and authority be given for the Directors to fix their remuneration."

11.6 Authority to issue shares pursuant to the Companies Act 2016

Resolution	Vote For		Vote Against		Results
	No. of shares	%	No. of shares	%	
Ordinary Resolution 6	383,738,176	99.9477	200,676	0.0523	Carried

Tunku Chairman declared that Ordinary Resolution 6 was **CARRIED** as follows:

THAT subject always to the Companies Act 2016 ("**Act**"), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad ("**Bursa Malaysia Securities**") and any other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit provided always that the aggregate number of shares issued pursuant to this Resolution does not exceed twenty percent (20%) of the total number of issued shares of the Company for the time being to be utilised until 31 December 2021 as empowered by Bursa Malaysia Securities pursuant to Bursa Malaysia Securities' letter dated 16 April 2020 to grant additional temporary relief measures to listed issuers and thereafter ten percent (10%) of the total number of issued shares of the Company for the time being as stipulated under Paragraph 6.03(1) of the

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Main Market Listing Requirements of Bursa Malaysia Securities ("hereinafter referred to as the "General Mandate");

AND THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so be issued pursuant to the General Mandate on Bursa Malaysia Securities; **AND FURTHER THAT** such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next AGM of the Company."

11.7 Retention of Ms. Lim See Tow as an Independent Non-Executive Director

Resolution	Vote For		Vote Against		Results
	No. of shares	%	No. of shares	%	
Ordinary Resolution 7 Tier 1 (Large Shareholder)	285,000,080	100.0000	0	0.0000	Carried
Ordinary Resolution 7 Tier 2 (Other Shareholders)	98,862,871	99.9233	75,901	0.0767	Carried

Tunku Chairman declared that Ordinary Resolution 7 was **CARRIED** as follows:

"THAT approval be and is hereby given to Ms. Lim See Tow who has served as an Independent Director of the Company for a cumulative term of more than twelve (12) years, to continue to act as an Independent Non-Executive Director of the Company."

CONCLUSION

There being no other business, Tunku Chairman concluded the Meeting and thanked all present for their attendance. The Meeting ended at 11:09 a.m.

SIGNED AS A CORRECT RECORD



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

Dated: 30 June 2021