

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“EGM” or “Meeting”) of Technodex Bhd. (“TDEX” or “Company”) will be held at the KLGCC Function Room 1 & 2 (Level 1) Main Lobby, Kuala Lumpur Golf & Country Club, 10, Jalan 1/70D Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Wilayah Persekutuan, Malaysia on Wednesday, 8 May 2024 at 11:00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without any modifications the following resolution:

SPECIAL RESOLUTION

PROPOSED REDUCTION OF THE ISSUED SHARE CAPITAL OF TDEX PURSUANT TO SECTION 116 OF THE COMPANIES ACT 2016 (“ACT”) (“PROPOSED CAPITAL REDUCTION”)

“**THAT** subject to the approvals of all relevant authorities and/or parties being obtained, if applicable, including but not limited to the confirmation by the High Court of Malaya (“Court”) pursuant to Section 116 of the Act, approval be and is hereby given to the Company to implement the Proposed Capital Reduction to reduce its issued share capital via the reduction and cancellation of RM42.00 million of the Company’s issued share capital and that the corresponding credit arising from such capital reduction and cancellation shall be used to set off against the Company’s accumulated losses;

THAT any surplus credit that is in excess of what is required towards offsetting the Company’s accumulated losses pursuant to the Proposed Capital Reduction, shall be credited to a capital reserve account of the Company which may be used to set off the Company’s future losses and/or such other purposes allowed under the law, ACE Market Listing Requirements of Bursa Malaysia Securities Berhad and the Company’s Constitutions but excluding the diminution of liability in respect of unpaid share capital or payment to any shareholder of any paid-up share capital. Save for the aforementioned purposes, the capital reserve account shall not be distributable without leave granted by the High Court of Malaya.

AND THAT the Board of Directors of TDEX (“Board”) be and is hereby authorised to take all such steps as it may deem fit, necessary, expedient and appropriate to:-

- (i) implement, finalise and/or give effect to the Proposed Capital Reduction with full power to assent to any conditions, modifications, and variations as may be imposed or permitted by the relevant authorities and/ or the Court;
- (ii) lodge the order of the Court referred to in this Special Resolution with the Companies Commission of Malaysia on such date as the Board may determine; and
- (iii) do all acts, deeds and things and execute all documents for and on behalf of the Company incidental and/or as may be required or as it may be considered necessary or expedient in the best interest of the Company in order to give full effect to the Proposed Capital Reduction with full power to assent to any terms, conditions, modifications, variation and/ or amendments as may be imposed or permitted by the Court and/or the relevant regulatory authorities.”

By Order of the Board,
TECHNODEX BHD.

TEA SOR HUA (MACS 01324) (SSM PC NO. 201908001272)
LEE XIANG YEE (MAICSA 7068124) (SSM PC NO. 202408000069)
Company Secretaries

Petaling Jaya, Selangor Darul Ehsan
27 March 2024

Notes:

- (a) A member who is entitled to attend and vote at the Meeting shall be entitled to appoint more than one (1) proxy to attend and vote at the Meeting in his/her stead. Where a member appoints more than (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- (b) A proxy may but need not be a member of the Company. A member may appoint any person to be his proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
- (c) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (d) 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. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- (e) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
- (f) To be valid, the instrument appointing a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time for holding the Meeting or adjournment Meeting:-
 - (i) In hard copy form
In the case of an appointment made in hard copy form, the Proxy Form must be deposited at the Company’s Share Registrar, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.
 - (ii) By Electronic Form
The Proxy Form can be electronically submitted via e-mail to bsr.help@boardroomlimited.com (for Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee only) or submitted via Boardroom Smart Investor Portal at <http://investor.boardroomlimited.com> (for Individual Shareholders only).
- (g) For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 63(b) of the Company’s Constitution to issue a General Meeting Record of Depositors as at 2 May 2024. Only members whose names appear in the General Meeting Record of Depositors as at 2 May 2024 shall be regarded as members and entitled to attend and vote at the Meeting.
- (h) All the resolution set out in this Notice of the Meeting will be put to vote by poll.
- (i) The members are advised to refer to the Administrative Notes on the registration process for the Meeting.