

SOLUTION GROUP BERHAD
Registration No. 200401016072 (654575-P)
(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING (“EGM”) OF THE COMPANY HELD AT THE BROADCAST VENUE AT PT 13796, JALAN TEKNO USAHAWAN 2, TECHNOLOGY PARK MALAYSIA, 57000 KUALA LUMPUR ON FRIDAY, 15 JANUARY 2021 AT 10.00 A.M.

Board of Directors:

1. Datuk Dr. Syed Muhamad bin Syed Abdul Kadir, Chairman and Independent Director (*)
2. Mr. Lim Yong Hew, Group Managing Director (*)
3. Dato’ Dr Mohd Nazlee bin Kamal, Deputy Group Managing Director (*)
4. Mdm. Lim Chiou Kim, Executive Director (*)
5. Mr. Lim Hai Guan, Executive Director (#)
6. En. Mohd Shahrin Bin Saparin @ Abd Rahman, Executive Director (#)
7. Mr. Low Wei Ngee, Independent Director (#)

Absent with apologies:

En. Zainuddin bin Muhamad, Independent Director

Secretary in Attendance:

Ms Lim Yen Teng (LS 0010182)

Attendance of Shareholders:

70 shareholders registered in the virtual EGM.

(*) Present at Broadcast Venue

(#) Participated Remotely

1. CHAIRMAN

Datuk Dr. Syed Muhamad bin Syed Abdul Kadir (“Datuk Dr. Syed”), being the Chairman of the Board of Directors (“Board”), presided as Chairman of the Meeting and welcomed all members and guests to the Meeting which was held fully virtual in line with the Government’s call for social distancing and pursuant to the guidance for conducting of a fully virtual meeting issued by the Securities Commission on 18 April 2020. Thereafter, he introduced his fellow Board Members and also informed that the following persons were present at the Broadcast Venue, the representatives from Tricor Investor & Issuing House Services Sdn Bhd as the Poll Administrator to conduct the polling process, and Asia Securities Sdn Berhad, the Independent Scrutineer. The representatives from M&A Securities Sdn Bhd participated remotely.

2. QUORUM AND ATTENDANCE

The requisite quorum pursuant to the Company’s Constitution was confirmed and the Chairman called the meeting to order. Based on the registration data provided by the Poll Administrator, as at 10.00 a.m., 70 members had registered remotely and received 5 proxies representing 6,805,903 ordinary shares. Thereafter, the Members were provided guidance on the online voting procedures. Pursuant to the Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice of meeting was voted by way of poll.

3. NOTICE OF MEETING

The Notice of Meeting dated 31 December 2020 had been emailed to all members of the Company together with the Circular within the prescribed period and was taken as read.

4. ORDINARY RESOLUTION 1 - PROPOSED DIVERSIFICATION

Ordinary Resolution 1 was to approve the proposed diversification of the existing businesses of the Company and its subsidiaries to include the pharmaceutical related business.

5. QUESTIONS AND ANSWERS

The Chairman informed that the Company had received a few questions prior to the meeting. Dato' Dr Mohd Nazlee bin Kamal, Deputy Group Managing Director was invited to read the questions and the response by the Company for information. A summary of the questions and answers are enclosed as Appendix A.

6. CONDUCT OF POLL

Since there were no other further questions, at 10.35, the Chairman requested shareholders to submit their votes online. The voting closed at 10.40 a.m. and was adjourned for verification and counting of votes by Scrutineer.

7. ANNOUNCEMENT OF POLL RESULTS

At 10.55 a.m., the Meeting resumed for the announcement of the poll results, as follows:

Resolution	For		Against	
	No. of Shares	% of votes	No. of Shares	% of votes
Ordinary Resolution 1	98,265,718	100	-	-

Based on the poll results, the Chairman declared the Ordinary Resolution 1 tabled at the EGM was carried.

8. CONCLUSION

There being no other business to be transacted, the Chairman declared the Extraordinary General Meeting closed at 11.00 a.m.

CONFIRMED AS CORRECT RECORD

-signed-

DATUK DR. SYED MUHAMAD BIN
SYED ABDUL KADIR
CHAIRMAN
Date : 15 January 2021

QUESTIONS AND ANSWERS**APPENDIX A**

	QUESTIONS	REPLY / ANSWER
1.	What is the expected revenue from the CanSino vaccine fill and finish?	We expected significant contributions from this facility as the capacity was about 60 million vials per year. At the moment, it is a bit premature to disclose the figures because we had signed the Non-Disclosure Agreement with the Government, the information should be available when the deal has been finalised. But we expect it will contribute very positively to the Group's earnings.
2.	strategy in next 12 months	Other than the local market, we have market authorization to sell the product to other ASEAN countries. We shall export the vaccine to Southeast Asia countries. The Company is in talks with several parties from Philippines, Vietnam, Cambodia and Thailand.
3.	Malaysia Government previous mentioned plan to buy 3.5 million doses CanSino vaccine, will it buy through Solution Group Berhad? and possible quantity top up?	We are currently in final negotiations with the Government to supply 3.5 million doses. We hope to be able to secure more in the near future from the Government as we have the capacity. The Company is in talks with several parties and hope we would be able to distribute the vaccine to private hospitals and clinics.
4.	The plan and works has been done for distributing products to private hospital and clinics within Malaysia?	We have companies that have strong interest to sign up to be our distributors.
5.	Please update the deal with Thailand, Vietnam, etc. ASEAN countries. Has contacted those countries' government or related distribution companies? And most important expected how much demand within 1 to 5 years?	We have local partners in those countries who are talking to their Government. We are expecting sales of about 30 million vials for 2021 from Southeast Asia. CanSino has few vaccine products in the pipeline and hope it will ensure a sustainable business.
6.	What is the unique selling point / advantage of CanSino vaccine compared to other vaccine such as Pfizer and Moderna?	CanSino is a single-dose vaccine available in the market for this Region. Pfizer and Moderna require two shots. CanSino vaccine can be stored at 2-8 degrees Celsius. It means that CanSino vaccine can be supplied to rural areas of Malaysia and Southeast Asia.
7.	Have approach the drug registration authority in ASEAN pertaining registration of CanSino vaccine?	In this regard, we shall work with our partner in those countries, as they would require local company to make market authorisation and we hope the registration process can be completed in this couple of months.
8.	Is there any risk that CanSino vaccine not pass the clinical trial?	CanSino's partner has submitted the data to the drug registration agency in Russia and expects local authorities to register its vaccine soon.
9.	How the Company going to fund the purchase of COVID-19 vaccine?	The Company raised about RM28.2 million through private placement.

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10.	Government will purchase the vaccine from CanSino directly or through Solution Group? When will the Phase III trial be complete?	<p>The Government will purchase the vaccine through Solution Group as we are now in the final discussion with the Government and we are representing CanSino for the distribution in Malaysia and Southeast Asia.</p> <p>The interim data for Phase III trial is expected to be released by CanSino by end of this month or early February. Based on the new guideline by NPRA and other global drug agencies, the registration of vaccine can be completed based on the interim data.</p>
11.	When will the vaccine filling facility be starting? Any secure order?	The Fill & Finish Facility is expected to be completed by March / April. We are in the final discussion with the Government for the supply of 3.5 million doses, approximately 10% of the population in Malaysia. We are also in talk with private companies for distribution.
12.	What is the Company's next step after the vaccine fill and finish facility? Is there any new business segment?	<p>After the completion of fill and finish facility, the Company is going to tap into business of healthcare. Biological sector is expected to be one of the key industry in the near future.</p> <p>The Group's fill and finish facility can also accommodate the other range of vaccine by CanSino.</p>
13.	What is the status of NPRA registration?	The registration is currently work-in-progress. We are in preparation for submission of the Phase I and Phase II clinical data and it is expected to be completed by 1 st week of February.
14.	When is the expected date that CanSino will release its Phase III clinical data?	The data will be available latest by early February.
15.	Whether the agreement with CanSino to distribute the vaccine is exclusive?	Yes, it is exclusive.
16.	What is the construction status for the fill and finish facility?	The construction work is on progress and expected to complete by March / April.
17.	Is Solution involve in the procurement of 3.5 million doses of CanSino vaccine to Malaysia?	Yes, we are CanSino's partner and we are in the discussion with the Government on behalf of CanSino. We will use our fill and finish facility to supply 3.5 million doses of the vaccine to the Government.
18.	What is the expected margin?	The information can only be disclosed after certain milestone has been achieved.
19.	Is Solution capable to develop its own vaccine?	No. But we are working with CanSino for supplying the vaccine on their behalf.
20.	How's the Company to fund the acquisition of vaccine from CanSino?	The purchase will be done by Malaysian Government, private sectors and other government of Southeast Asia.
21.	What is the strategy for the next 12-month?	We will focus on the supply of vaccine to Malaysia and Southeast Asia.

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22.	What's the impact of COVID-19 to the Company?	The Company faced operational challenges during the pandemic. On the bright side, we can contribute to the country in terms of vaccine distributing and it also provided commercial opportunities to the Company.
23.	What is the prospect?	The prospect is favourable. Further, the good relationship between the Company and CanSino also placed the Company in the privileged position to supply various type of vaccines to Malaysia and Southeast countries.
24.	What is the expected volume of bulk vaccine from CanSino?	About 30 to 40 million doses for this year.
25.	Is the CanSino vaccine Halal?	We had written to Kementerian Agama and the vaccine is Halal, as it does not contain animal-derive ingredients.
26.	Do you foresee any competition from Pharmaniaga-Sinovac?	Yes, but we have price advantage with a single-dose vaccine.