

Announcement

Subject : PARAGON UNION BERHAD ("the Company")
NOTICE OF TENTH ANNUAL GENERAL MEETING

Date Announced : 27/05/2004

Reference No. : C&-040527-251A1

Type : Announcement

Company Name : Paragon Union Berhad

Stock Name : Paragon

Content:

NOTICE IS HEREBY GIVEN THAT the Tenth Annual General Meeting of the Company will be held at the Cempaka Raya Room, Equatorial Hotel, Jalan Sultan Ismail, 50250 Kuala Lumpur on Monday, 21 June 2004 at 11 a.m. for the following purposes:

A G E N D A

ORDINARY BUSINESS

1.To receive the Audited Financial Statements for the year ended 31 December 2003 together with the Directors' and Auditors' Reports thereon.

Resolution 1

2.To approve the payment of Directors' fees for the year ended 31 December 2003.

Resolution 2

3.To approve a First and Final Dividend of 3% less tax at 28% for the year ended 31 December 2003.

Resolution 3

4.To re-elect Mr. Tan Onn Poh who is retiring as Director of the Company in accordance with Article 75 of the Company's Articles of Association.

Resolution 4

5.To re-elect Dato' Zainol Abidin Bin Haji A Hamid who is retiring as Director of the Company in accordance with Article 75 of the Company's Articles of Association.

Resolution 5

6.To re-appoint Messrs. Moores Rowland, the retiring Auditors and to authorise the Board of Directors to fix their remuneration.

Resolution 6

SPECIAL BUSINESS

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

Resolution 7

7.Ordinary Resolution

- Authority for Directors to Allot and Issue Shares

“**THAT** subject always to the approvals of the relevant authorities, the Directors be and are hereby authorised pursuant to Section 132D of the Companies Act, 1965, to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total issued capital of the Company at the time of issue and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.”

ANY

OTHER

BUSINESS

To transact any other ordinary business of the Company of which due notice shall have been given in accordance with the Company’s Articles of Association and the Companies Act, 1965.

BY ORDER OF THE BOARD

PARAGON UNION BERHAD

Lim Phooi Kee (MIA 2759)
Ng Yim Kong (LS 0008343)
Company Secretaries

Kuala Lumpur

Date: 28 May 2004

Notes:

- A member of the Company entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote on his (her) behalf.
- A Proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply.
- A member may appoint more than one Proxy to attend the same Meeting. Where a member appoints two or more Proxies, he shall specify the proportion of his shareholdings to be represented by each Proxy. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one Proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- The Proxy Form shall be signed by the appointor or his(her) attorney duly authorised in writing or, if the member is a corporation, must be executed under its common seal or by its duly authorised attorney or officers.
- The instrument appointing a Proxy must be deposited at the Registered Office of the Company at Level 17, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, 50490 Kuala Lumpur not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote and in default the instrument of proxy shall not be treated as valid.

EXPLANATORY NOTES ON SPECIAL BUSINESS

Resolution pursuant to Section 132D of the Companies Act, 1965

The proposed Ordinary Resolution under item 7 above, if passed, will empower the Directors of the Company, from the date of the above Annual General Meeting, authority to allot and issue shares in the Company up to an amount not exceeding in total 10% of the issued capital of the Company for such purposes as the Directors consider would be in the interest of the Company. This authority unless revoked or varied at a General Meeting will expire at the next Annual General Meeting.