

# Announcement

**Subject** : PARAGON UNION BERHAD ("Paragon") - Notice of the Fifteenth Annual General Meeting ("15th AGM")

**Date Announced** : 04/06/2009

**Reference No.** : CC-090604-50966

**Type** : Announcement

**Company Name** : Paragon Union Berhad

**Stock Name** : Paragon

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## Content:

We wish to announce that the 15th AGM of Paragon will be held at the Classics 2, Holiday Villa, No. 9 Jalan SS12/1, Subang Jaya, 47500 Petaling Jaya, Selangor Darul Ehsan on Monday, 29 June 2009 at 11.00 a.m..

Attached herewith a copy of the Notice of 15th AGM of Paragon for your kind attention.

## NOTICE OF FIFTEENTH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Fifteenth Annual General Meeting of the Company will be held at the Classics 2, Holiday Villa, No. 9 Jalan SS12/1, Subang Jaya, 47500 Petaling Jaya, Selangor Darul Ehsan on Monday, 29 June 2009 at 11.00 a.m. for the following purposes:-

### AGENDA

#### ORDINARY BUSINESS

1	To receive the Audited Financial Statements for the year ended 31 December 2008 together with the Directors' and Auditors' Reports thereon.	
2	To approve the payment of Directors' Fees for the year ended 31 December 2008.	<b>Resolution 1</b>
3	To approve a First and Final Dividend of 1% less tax at 25% for the year ended 31 December 2008.	<b>Resolution 2</b>
4	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.	<b>Resolution 3</b>
5	To re-elect Mr. Toh Hong Wool who is retiring as Director of the Company in accordance with Article 81 of the Company's Articles of Association.	<b>Resolution 4</b>
6	To re-elect Mr. Goh Chee Heng who is retiring as Director of the Company in accordance with Article 81 of the Company's Articles of Association.	<b>Resolution 5</b>
7	To re-elect Mr. Chin Nam Onn who is retiring as Director of the Company in accordance with Article 81 of the Company's Articles of Association.	<b>Resolution 6</b>
8	To appoint Auditors of the Company for the ensuing year and to authorise the Board of Directors to fix their remuneration.	<b>Resolution 7</b>
	<p>Notice of Nomination from a member pursuant to Section 172(11) of the Companies Act, 1965, a copy of which is annexed hereto and marked "Annexure A" has been received by the Company for the nomination of Messrs. Anuarul Azizan Chew &amp; Co., for appointment as Auditors and of the intention to propose the following Ordinary Resolution:-</p> <p><b>"THAT</b> subject to their consent to act, Messrs. Anuarul Azizan Chew &amp; Co. be and are hereby appointed as Auditors of the Company in place of the retiring Auditors, Messrs. UHY Diong and to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Board of Directors."</p>	

#### SPECIAL BUSINESS

9	To consider and, if thought fit, to pass with or without modifications, the following Resolution:-	
	<p><b>Ordinary Resolution</b>  <b>• Authority For Directors To Allot And Issue Shares</b></p> <p><b>"THAT</b> pursuant to Section 132D of the Companies Act, 1965, the Directors be and are hereby authorised to 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 shares to be issued does not exceed 10% of the issued and paid-up share capital of the Company for the time being, subject always to the approvals of the relevant regulatory authorities."</p>	<b>Resolution 8</b>

#### ANY OTHER BUSINESS

	To transact any other 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.	
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#### NOTICE OF DIVIDEND ENTITLEMENT

**NOTICE IS HEREBY GIVEN THAT** the First and Final Dividend of 1% less tax at 25% in respect of the year ended 31 December 2008 will be payable on 17 July 2009 to Depositors registered in the Record of Depositors at the close of business on 8 July 2009.

A Depositor shall qualify for entitlement only in respect of:-

- Shares transferred to the Depositor's Securities Account before 4.00 p.m. on 8 July 2009 in respect of ordinary transfers; and
- Shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

BY ORDER OF THE BOARD  
**PARAGON UNION BERHAD**

NG YIM KONG (LS 0009297)  
 Company Secretary

Petaling Jaya  
 Date: 5 June 2009

#### 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 to the Company.
- A member may appoint more than one (1) proxy to attend the same meeting. Where a member appoints two (2) or more proxies, he/she shall specify the proportion of his(her) shareholdings to be represented by each proxy.
- The Form of Proxy 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 Unit 07-02, Level 7, Menara Luxor, 6B Persiaran Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting.

#### EXPLANATORY NOTES ON SPECIAL BUSINESS

##### Authority For Directors To Allot And Issue Shares

The proposed Resolution 8 above, if passed, will give the Directors of the Company authority to issue and allot shares for such purposes as the Directors in their absolute discretion consider to be in the interest of the Company without having to convene a general meeting. This authority, unless revoked or varied by the Company in general meeting, will expire at the next Annual General Meeting of the Company.