

PARAGON UNION BERHAD

Registration No. 199401000779 (286457-V)
Incorporated in Malaysia

MINUTES OF THE EXTRAORDINARY GENERAL MEETING (“EGM”) OF PARAGON UNION BERHAD (“PUB” OR “THE COMPANY”) HELD ON A VIRTUAL BASIS AT BROADCAST VENUE AT BOARD ROOM, LOT 14, JALAN CJ 1/1, KAWASAN PERINDUSTRIAN CHERAS JAYA, BATU 11, 43200 CHERAS, SELANGOR DARUL EHSAN ENTIRELY THROUGH LIVE STREAMING AND ONLINE REMOTE VOTING VIA CLOUD AGM PLATFORM OPERATED BY ARB WEMEET SDN BHD AT [HTTPS://MEMBER.ARBWEMEET.COM](https://member.arbwemeet.com) ON MONDAY, 27 MARCH 2023 AT 10:00 A.M.

Directors present:

1. Mr Koon Hoi Chun (Executive Chairman)
2. Mr Wong Ee-Coln (Managing Director)
3. Mr Tan Vei Teck (Independent Non-Executive Director)
4. Ms Tong Siut Moi (Independent Non-Executive Director)

In Attendance: Mr Tan Tong Lang (Company Secretary)

By Invitation:

1. Mr Tan Teck Khong (Senior General Manager of Finance)
2. Ms Yee Peili (Representative from TA Securities Holding Berhad)
3. Ms Sia Jean Wen (Representative from TA Securities Holding Berhad)
4. Ms Lim Jia Tong (Representative from Wong Beh & Toh)
5. Sr Stanley Toh Kim Seng (Representative from Laurelcap Sdn Bhd)

Shareholders/ Proxies (by remote participation)

As per the Attendance List

1.0 CHAIRMAN

Mr Koon Hoi Chun (the “**Chairman**”) chaired the Meeting and welcomed all present to the EGM of the Company. The Chairman then welcomed the shareholders and proxies who have joined the EGM of the Company via the virtual online platform and introduced the Board of Directors and the Company Secretary who joined the Meeting.

2.0 QUORUM

The requisite quorum being present, the Chairman declared the Meeting duly convened at 10:01 a.m.

3.0 NOTICE

The Notice of the Meeting had been circulated within the prescribed period, was taken as read.

4.0 PROCEEDINGS OF MEETING

The Chairman informed that pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions at the general meeting would be voted by poll.

The Chairman then informed that the Company had appointed ARB WeMeet Sdn Bhd (“**ARB**”) as the Poll Administrator and CSC Securities Services Sdn Bhd as the Independent Scrutineers to validate the poll results.

The Chairman further informed that the EGM would proceed according to the sequence in the agenda, which was to be followed by a question and answer (“**Q&A**”) session via the RPV facility. Shareholders were given the opportunity to ask question on the agendas, which would be responded during the Q&A session. The responses to questions not addressed during the Q&A session due to time constraint would be emailed to the shareholder earliest possible.

A video presentation by ARB was played to brief the participants on the online voting procedure through the RPV application.

5.0 ORDINARY RESOLUTION

PROPOSED DISPOSAL BY PARAGON CAR CARPETS & COMPONENTS SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF PARAGON UNION BERHAD (“PUB” OR “COMPANY”) OF A PARCEL OF INDUSTRIAL LAND WHERE ERECTED UPON IS A SINGLE STOREY DETACHED FACTORY WITH 3 STOREY OFFICE ANNEXED HELD UNDER H.S.(M) 4080, PT 7667, TEMPAT CHERAS JAYA, MUKIM CERAS, DAERAH HULU LANGAT, NEGERI SELANGOR AND BEARING POSTAL ADDRESS OF LOT 21, JALAN 1, TAMAN CHERAS JAYA, 43200 CHERAS, SELANGOR DARUL EHSAN TO ATTRACTIVE VENTURE (KL) SDN BHD FOR A CASH CONSIDERATION OF RM17,500,000

The Chairman informed that the Ordinary Resolution for the EGM is to approve the proposed disposal by Paragon Car Carpets & Components Sdn Bhd (“**PCCC**”), a wholly-owned subsidiary of Paragon Union Berhad (“**PUB**” or “**Company**”) of a parcel of industrial land where erected upon is a single storey detached factory with 3 storey office annexed held under H.S.(M) 4080, PT 7667, Tempat Cheras Jaya, Mukim Ceras, Daerah Hulu Langat, Negeri Selangor and bearing postal address of Lot 21, Jalan 1, Taman Cheras Jaya, 43200 Cheras, Selangor Darul Ehsan to Attractive Venture (Kl) Sdn Bhd (“**AVSB**”) for a cash consideration of RM17,500,000 (“**Proposed Disposal**”)

The Chairman informed the shareholders that the details of the Proposed Disposal was disclosed in the Circular to Shareholders dated 10 March 2023.

The Chairman then welcome questions from the shareholders which would address at the Q&A session later. The Chairman then proceeded to the next agenda.

6.0 ANY OTHER BUSINESS

The Chairman informed the Meeting that the Company had not received any due notice to transact any other business in accordance with the Companies Act 2016 and the Company's Constitution.

7.0 QUESTION & ANSWER SESSION

The Chairman proceeded with the Q&A session of the EGM and the following were the key matters discussed at the EGM:-

Question 1:

When can the company start to pay dividend to the shareholders?

The Company is not in the position to pay dividend now, however the Management and the Company will take their effort to improve the performance of the Company in order to pay dividend to Shareholders.

8.0 VOTING SESSION

There being no other question raised by the shareholders, the Chairman proceeded with the next agenda of the meeting.

The Chairman then advised the shareholders to proceed to submit their vote via the RPV application as the polling process would conclude after 3 minutes; followed by a short break for the verification of the poll votes by the Scrutineers.

The Chairman then adjourned the Meeting.

9.0 DECLARATION OF RESULTS

The Meeting resumed after the conclusion of the verification of the poll votes.

The Chairman called the Meeting to order for the declaration of the poll results. The Chairman then announced the results of the poll voting and declared that the ordinary resolution as set out in the Notice of EGM dated 10 March 2023 was carried, as follow: -

Resolution	Vote For		Voted Against		Results
	No of Shares	%	No of Shares	%	
Ordinary Resolution	41,122,035	99.9976	1,000	0.0024	Carried

Ordinary Resolution

"THAT subject to the approvals/ consents of all relevant parties and/ or authorities being obtained (where required), approval be and is hereby given to PCCC to dispose the Subject Property for a cash consideration of RM17,500,000, subject to and upon such terms and conditions as set out in the conditional sale and purchase agreement dated 5 January 2023 entered into between PCCC and AVKL for the Proposed Disposal.

THAT the proceeds arising from the Proposed Disposal be utilised for the purposes set out in Section 3 of the circular to shareholders in relation to the Proposed Disposal dated 10 March 2023, and the Board of Directors of the Company (“Board”) be authorised with full powers to vary the manner and/ or purposes of utilisation of such proceeds in such manner as the Board may deem fit, necessary and/ or expedient in the best interest of the Company.

AND THAT the Board be and is hereby authorised to do all acts, deeds and things and to execute, sign and deliver for and on behalf of the Company all documents and to enter into any deeds, agreements, arrangements and/ or indemnities as they may deem fit, necessary or expedient in order to carry out, finalise and give effect to the Proposed Disposal with full powers to assent to any conditions, modifications, variations and/ or amendments as may be required or permitted by any relevant authorities and to take all steps as they may consider necessary or expedient in the best interest of the Company in order to implement, finalise and give full effect to the Proposed Disposal.”

10.0 CLOSURE

There being no other business, the EGM was closed at 10:31 a.m. with a vote of thanks to the Chairman.

**Confirmed as a correct record of
the proceedings held thereat**

-signed-

KOON HOI CHUN
Chairman