NOTICE OF THIRTY-SECOND ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty-Second ("32nd") Annual General Meeting ("AGM") of Paragon Union Berhad ("Paragon" or "the Company") will be held at Dewan Perdana Ballroom at the Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara 60000 Kuala Lumpur on Friday, 27 November 2026 at 10:00 a.m. or any adjournment thereof for the transaction of the following businesses:

AGENDA

AS ORDINARY BUSINESS:

1	To receive the Audited Financial Statements for the financial year ended 30 June 2026 together with the Reports of the Directors and Auditors thereon.	***(Please refer to Explanatory Note 1)***
2	To approve the payment of Directors' fees and other benefits payable up to RM250,000.00 for the financial year ending 30 June 2027.	***Ordinary Resolution 1 (Please refer to Explanatory Note 2)***
3	To re-elect Madam Koh Huey Min, who retires by rotation in accordance with Clause 97.1 of the Company's Constitution and who being eligible, has offered herself for re-election.	***Ordinary Resolution 2 (Please refer to Explanatory Note 3)***
4	To re-elect Madam Teo Siang Ly, who retires by rotation in accordance with Clause 97.1 of the Company's Constitution and who being eligible, has offered herself for re-election.	***Ordinary Resolution 3 (Please refer to Explanatory Note 3)***
5	To re-appoint Messrs. Baker Tilly Monteiro Heng PLT as auditors of the Company and to authorise the Directors to fix their remuneration.	***Ordinary Resolution 4 (Please refer to Explanatory Note 4)***

AS SPECIAL BUSINESS:

To consider and, if thought fit, to pass the following Resolutions:

6 **Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016** — ***Ordinary Resolution 5 (Please refer to Explanatory Note 5)***

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue and allot shares in the capital of the Company, at any time to such persons 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 ten per centum (10%) of the total number of issued shares of the Company for the time being or such higher percentage as Bursa Malaysia Securities Berhad may from time to time allow and the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad.

AND THAT such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company."

7 **Proposed new and renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature ("Proposed Shareholders' Mandate")** ***Ordinary Resolution 6 (Please refer to Explanatory Note 6)***

"THAT, subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with the related parties as specified in Section 2.4 of the Circular to Shareholders dated 30 October 2026 in relation to the Proposed Shareholders' Mandate which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until:-

a) the conclusion of the next AGM of the Company following the AGM at which such ordinary resolution for the Proposed Shareholders' Mandate was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed;

b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or

c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier;

AND FURTHER THAT authority be and is hereby given to the Directors of the Company and its subsidiary companies to complete and do all such acts and things (including executing such documents as may be required) to give effect to such transactions as authorised by this Ordinary Resolution."

8 To transact any other business for which due notice shall have been given.

BY ORDER OF THE BOARD

TAN TONG LANG (MAICSA 7045482 / SSM PC NO. 202208000250)
LIM WEN THENG (MAICSA 7073397 / SSM PC NO. 202308000441)
Company Secretaries

Kuala Lumpur
Dated this 30 October 2026

Notes:

1. For the purpose of determining a member who shall be entitled to attend and vote at the 32nd AGM, the Company shall be requesting the Record of Depositors as at 20 November 2026. Only a depositor whose name appears on the Record of Depositors as at 20 November 2026 shall be entitled to attend and vote at the said meeting as well as for appointment of proxy(ies) to attend and vote on his/her stead.

2. A member entitled to attend, speak and vote at the meeting is entitled to appoint up to two (2) proxies to attend, speak and vote in his/her stead. If a member appoints two (2) proxies, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy. There shall be no restriction as to the qualification of the proxy.

3. Where a member 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.

4. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for the multiple beneficial owners in one 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.

5. Where a member or the authorised nominee or an exempt authorised nominee appoints two (2) or more proxies, the proportion of the shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

6. The instrument appointing a proxy or the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the share registrar of the Company, Aldpro Corporate Services Sdn. Bhd. at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur or alternatively to lodge the Proxy Form electronically via Digerati Portal at https://paragon-agm.digerati.com.my or email the duly executed Proxy Form to admin@aldpro.com.my not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote and in default the instrument of proxy shall not be treated as valid.

7. If the appointer is a corporation, the Proxy Form shall be executed under its common seal or under the hand of its officer or attorney duly authorised.

PERSONAL DATA POLICY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof) and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"); (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

EXPLANATORY NOTES:

1. **Audited Financial Statements for the financial year ended 30 June 2026**

   This Agenda No. 1 is meant for discussion only as Section 340(1)(a) of the Companies Act, 2016 (the "Act") provides that the audited financial statements are to be laid in the general meeting and does not require a formal approval of the shareholders. Hence, this Agenda item is not put forward to the shareholders for voting.

2. **Ordinary Resolution 1: To approve the payment of Directors' fees and other benefits payable**

   Pursuant to Section 230(1) of the Act, fees and benefits payable to the Directors of a public company or a listed company shall be approved by shareholders at a general meeting. The Directors' benefits payable comprise meeting attendance allowances and other claimable benefits.

   In determining the estimated total amount of Directors' fees and benefits, the Board has considered various factors, among others, the estimated claimable benefits and estimated number of meetings for the Board and Board Committees held for the financial year ending 30 June 2027.

   In the event the proposed amount is insufficient (e.g. due to more meetings or enlarged Board size), approval will be sought at the next AGM for additional fees to meet the shortfall.

3. **Ordinary Resolutions 2 and 3: Re-election of Directors**

   Clause 97.1 of the Company's Constitution provides that one-third (1/3) of the Directors for the time being, or if their number is not three (3) or a multiple of three (3), then the number nearest to one-third, shall retire from office at each AGM and shall be eligible for re-election. Further, every Director shall retire from office at least once in every three (3) years but shall be eligible for re-election. A retiring Director shall retain office until the conclusion of the meeting at which he/she retires.

   The Nomination and Remuneration Committee ("NRC") has reviewed the performance and contributions of the Directors retiring by rotation and seeking re-election. Based on the results of the Board Evaluation conducted for the financial year ended 30 June 2026, the performance of each retiring Director was found to be satisfactory, and they have effectively discharged their duties and responsibilities.

   The Board, on the recommendation of the NRC, supports the re-election of the retiring Directors. The profiles of the retiring Directors are set out in the Directors' Profile section of this Annual Report.

4. **Ordinary Resolution 4: Re-appointment of Auditors**

   The Audit and Risk Management Committee and the Board have considered the re-appointment of Messrs. Baker Tilly Monteiro Heng PLT ("Baker Tilly") as auditors of the Company and collectively agreed that Baker Tilly have met the relevant criteria as prescribed by Paragraph 15.21 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

5. **Ordinary Resolution 5: Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016**

   The Ordinary Resolution 5, if passed, is a renewal of general mandate to empower the Directors to issue and allot shares up to an amount not exceeding 10% of the total number of issued shares of the Company for the time being or such higher percentage as Bursa Malaysia Securities Berhad may from time to time allow for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM.

   The general mandate will provide flexibility to the Company for any possible fund-raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisitions at any time without convening a general meeting as it would be both costs and time consuming to organise a general meeting.

   As at the date of this notice, the Company did not issue any new shares pursuant to the general mandate granted to the Directors at the last AGM held on 28 November 2025.

6. **Ordinary Resolution 6: Proposed new and renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature ("Proposed Shareholders' Mandate")**

   The Ordinary Resolution 6, if passed, will allow the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Company and/or its subsidiaries, subject to the transactions being carried out in the ordinary course of business of the Company and/or its subsidiaries and on normal commercial terms which are generally available to the public and not detrimental to the minority shareholders of the Company.

   This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.

   For further information on this resolution, please refer to the Circular to Shareholders dated 30 October 2026 in relation to the Proposed Shareholders' Mandate.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

[Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad]

1. **Details of individuals who are standing for election (excluding directors standing for re-election) as Directors.**

   There are no individuals who are standing for election as Directors at this 32nd AGM.

2. **General mandate for issue of securities in accordance with Paragraph 6.03 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.**

   Details of the general mandate to issue securities in the Company pursuant to Sections 75 and 76 of the Companies Act, 2016 are set out in Explanatory Note 5 of this Notice.