

PARAGON GLOBE BERHAD
(Registration No. 194801000095 (1713-A))
(Incorporated In Malaysia)

MINUTES OF THE SEVENTY-FOURTH ANNUAL GENERAL MEETING (“74TH AGM”) OF PARAGON GLOBE BERHAD WILL BE CONDUCTED FULLY VIRTUAL MANNER THROUGH LIVE STREAMING AND ONLINE REMOTE MEETING PLATFORM OF TIIH ONLINE PROVIDED BY TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN. BHD. IN MALAYSIA VIA ITS WEBSITE ON WEDNESDAY, 29 SEPTEMBER 2021 AT 10.00 A.M

PRESENT : Dato’ Sri Edwin Tan Pei Seng (Chairman)
and as per attendance list

IN ATTENDANCE : Ms. Leong Siew Foong (Company Secretary)

BY INVITATION : As per attendance list

AGM21/01 CHAIRMAN

Dato’ Sri Edwin Tan Pei Seng took the Chair and welcomed all Members present at the Meeting. Today’s meeting is conducted fully virtual through Online Meeting Platform of TIIH Online and online voting using Remote Participation and Voting facilities which is in compliance with Section 327 of the Companies Act 2016.

He reminded shareholders that attendance at this AGM is restricted to the Company’s shareholders, proxies and authorised representatives of corporate shareholders who have registered to participate in this meeting remotely. As discussions at this AGM might be deemed confidential and only for the knowledge of the relevant parties, any visual or audio recording whilst this AGM is conducted, is strictly prohibited unless the Board’s written consent has been obtained prior to this meeting.

Please be mindful that whilst the Board endeavor its best to ensure a smooth live streaming, the quality of the broadcast may be affected by members internet bandwidth connection.

He then introduced the Board of Directors to the Members and also informed the shareholders that representatives of Messrs BDO, the Company Secretary and management team members were also present at this AGM via video conference today.

In view that this meeting is conducted fully virtual, as a contingency, the Audit Committee Chairman, Mr. Tee Boon Hin would assist the Chairman with the proceeding of the today’s meeting in the event he encounters unexpected interruption throughout the meeting.

AGM21/02 QUORUM

The requisite quorum being present in accordance with Article 76, the Chairman declared the Meeting duly convened.

AGM21/03 PROXY

The Secretary read out that 10 proxy forms from shareholders for a total of 105,947,805 ordinary shares representing 56.76% of the issued share capital of the Company were received during the prescribed period. Out of those, 7 shareholders who have appointed the Chairman of the Meeting as proxy to vote on their behalf and the shares so represented are 105,939,205 ordinary shares representing 56.76% of the issued share capital of the Company.

AGM21/04 NOTICE

The Secretary informed the members present that the Notice convening the Seventy-Fourth Annual General Meeting (“AGM”) had been previously circulated to all members within the prescribed period.

AGM21/05 POLLING AND ADMINISTRATIVE DETAILS

In accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia, all the resolutions set out in the notice of today’s meeting would be voted by poll.

The Company has appointed Tricor & Issuing House Services Sdn Bhd, the Company’s Share Registrar as Poll Administrator to conduct the electronic polling process and Sky Corporate Services Sdn Bhd as the Independent Scrutineer to verify the poll results.

Representative of Tricor, the Poll Administrator is invited to brief shareholders on the voting procedures. Before the Chairman proceeded with the agenda of today’s Meeting, he encouraged shareholders and proxies to raise questions in real time by transmitting their question via the Query Box. The Board would endeavor to respond to questions submitted during the Q&A session after the conclusion of agenda of this Meeting. If there is time constraint, the responses will be emailed to members at the earliest possible, after the Meeting.

Before the meeting commenced, the Chairman said that the Group’s financial highlight and company performance would be shown through a video presentation to the members.

AGM21/06 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2021 TOGETHER WITH THE REPORTS OF DIRECTORS AND AUDITORS THEREON

The Chairman proceeded to the first item of the agenda, which was to lay the Audited Financial Statements for the financial year ended 31 March 2021 together with the Reports of the Directors and Auditors thereon.

The Chairman invited shareholders to raise their questions on the financial statements tabled by typing it on the query box and the Board would answer it during the Q & A session later.

He subsequently put on record that the Audited Financial Statements of the Company for the financial year ended 31 March 2021 had been duly received by shareholders and proxy holders. The Chairman then proceeded to the agenda proper.

AGM21/07 RE-ELECTION OF DIRECTORS

The Chairman informed the shareholders the next agenda item was re-election of Directors.

In accordance with Article 93 of the Company's Constitution, Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar and Mr Tee Boon Hin shall retire from the Board at the Meeting and being eligible, have offered themselves for re-election to the Board.

The Chairman put to the Meeting the motion on re-election of Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar to the meeting.

The Chairman subsequently put to the Meeting the motion on re-election of Mr Tee Boon Hin to the meeting. He proceeded to the next motion.

AGM21/08 DIRECTORS' FEES AND BENEFITS FOR THE FINANCIAL YEAR ENDING 31 MARCH 2022

The Chairman proceeded to table to members the next item of the agenda, to approve the payment of Non-Executive Directors' fees and benefits not exceeding RM400,000/- for the financial year ending 31 March 2022.

AGM21/09 RE- APPOINTMENT OF AUDITORS

The Chairman informed the members present that Messrs BDO PLT will be appointed as auditors and the next motion is with regard their re-appointment as auditors of the Company.

AGM21/10 AUTHORITY TO ALLOT SHARES

The Chairman proceeded to the special business pertaining to the authority to the Directors to allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016 subject to the Constitution of the Company and approvals from the Bursa Malaysia Securities Berhad and other regulatory bodies.

He subsequently moved to the next item of today's agenda.

AGM21/11 PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

The Chairman proceeded with the Ordinary Resolution 6 in respect of the proposed shareholders' mandate for recurrent related parties transactions of revenue or trading nature ("Proposed Mandate").

As he is the interested Director for this resolution, he passed the chair to Mr Tee Boon Hin to proceed with the meeting.

Mr Tee Boon Hin took the chair and put the motion to the meeting. Subsequently, Mr Tee Boon Hin passed the Chair back to Dato' Sri Edwin Tan Pei Seng to proceed with the Meeting.

AGM21/12 PROPOSED ALTERATION OR AMENDMENT TO THE CONSTITUTION OF THE COMPANY

The Chairman proceeded with the Special Resolution in respect of the proposed alteration or amendment to the Constitution of the Company ("Proposed Amendment").

He put the motion to the Meeting. The Company did not receive any notice to transact other business and subsequently proceed to the Q & A session.

Now that the Chairman has put all 7 motions to the meeting today, the Board would address the questions posed by shareholders at this meeting via real time submission of typed texts in the query box. The Board is not providing response to overlap in the scope of the questions posed by shareholders. The Board grouped the related and similar questions and would provide responses accordingly. The Chairman then announced that the Q & A session closed.

He added that shareholders may submit their votes at the commencement of the Meeting, to facilitate the online voting process. The online voting session is now closed and the meeting would be adjourned to allow the poll administrators and scrutineers carry out their tasks, which would take approximately 20 minutes. Once the results are available, the meeting would be resumed. For those shareholders who have not submit their vote earlier, are encouraged to cast now as the voting session would be closed after 5 minutes.

The Chairman welcomed the members and resumed the meeting as the poll results are shown on the screen. The results of the polling were as follow-

Resolution No.	FOR		AGAINST	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 1	114,963,942	99.9966	3,857	0.0034
Ordinary Resolution 2	114,963,944	99.9940	6,855	0.0060
Ordinary Resolution 3	114,966,860	99.9966	3,939	0.0034
Ordinary Resolution 4	114,963,944	99.9966	3,855	0.0034
Ordinary Resolution 5	114,963,772	99.9939	7,027	0.0061
Ordinary Resolution 6	19,730,167	99.9978	427	0.0022
Ordinary Resolution 7	114,970,374	99.9996	425	0.0004

The Chairman declared all Resolutions set out in today's meeting carried including the following Special Resolution-

**SPECIAL RESOLUTION
PROPOSED AMENDMENTS OF THE CONSTITUTION**

THAT alterations, modifications, additions or deletions to the Company's Constitution as set out in Appendix A be hereby approved **AND THAT** the Directors of the Company be and are hereby authorised to assent to any modifications, variations and/or amendments as may be required by the relevant authorities and to do all acts and things and take all such steps as may be considered necessary to give full effect to the foregoing for and on behalf of the Company.

AGM21/13 TERMINATION

There being no further business, the Meeting terminated at 11.00 a.m. with a vote of thanks to the Chair.

Confirmed as correct records,

Chairman