

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

MINUTES OF THE SEVENTY-SIXTH (“76th”) ANNUAL GENERAL MEETING (“AGM”) OF THE COMPANY HELD AT LEVEL 2, GRAND PARAGON HOTEL, NO. 18, JALAN HARIMAU, TAMAN CENTURY, 80250 JOHOR BAHRU JOHOR, MALAYSIA ON WEDNESDAY, 30 AUGUST 2023 AT 10.00 A.M.

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

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

BY INVITATION : As per attendance list

AGM23/01 CHAIRMAN

Dato’ Sri Edwin Tan Pei Seng took the Chair and welcomed all Members present at the Meeting. He introduced the Board of Directors and the Company Secretary to the Members.

AGM23/02 QUORUM

The Chairman informed that the Secretary have confirmed the requisite quorum was present. Having noted the presence of a quorum in accordance with Article 76 of the Company’s Constitution, the Chairman then called the meeting to order.

AGM23/03 PROXIES/CORPORATE REPRESENTATIVES

The Secretary reported that the Company has received 10 copies of forms of proxy totaling 427,114,111 ordinary shares representing 57.21% of the Company’s total number of shares issued which were received during the prescribed period. Out of the aforesaid forms of proxy received, 5 shareholders have appointed the Chairman of the Meeting as their proxy to vote on their behalf.

AGM23/04 NOTICE OF AGM

The Chairman informed that the notice of the AGM has been issued on 31 July 2023 and published within the stipulated time. Hence, the notice is taken as read and proceeded to the meeting agenda.

AGM23/05 POLL VOTE

The Chairman informed that there are 11 Resolutions to be tabled for shareholders' approval at this Meeting and that the voting of all resolutions at this Meeting would be conducted by way of poll pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Securities Listing Securities Berhad. Each motion will require a proposer and seconder from the floor to move and second it accordingly; and subsequently, be opened to members for discussion before being put to vote.

The Chairman informed that Tricor Investor & Issuing House Services Sdn. Bhd. has been appointed as the Poll Administrator to conduct the polling process while Sky Corporate Services Sdn. Bhd. has been appointed as Scrutineers to verify the poll results. The Poll Administrator will brief the shareholders on the polling procedures before casting of votes. The polling process will be conducted upon conclusion of the deliberations of all items on the meeting agenda. The results of the polling will be announced at the end of this Meeting upon verification by independent scrutineer.

AGM23/06 AS ORDINARY BUSINESS

AGENDA 1

AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023 TOGETHER WITH THE REPORTS OF DIRECTORS AND AUDITORS THEREON

Prior to the tabling of the Company's Audited Financial Statements ("AFS") for the financial year ended 31 March 2023, the Chairman invited the Company's Finance Director, Ms. Eileen Tey to present a presentation on the overview of the Group's business and operations ("Corporate Presentation").

Subsequent to the Corporate Presentation, the Chairman informed that the AFS for the financial year ended 31 March 2023 together with the Reports of the Directors and Auditors which have been approved by the Board and have been circulated to all shareholders within the prescribed period were tabled before this Meeting for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 and the Company's Constitution do not require the AFS to have a formal approval of the shareholders' and hence, was not put forward for voting. However, the Board is pleased to deal with any questions from the shareholders' pertaining to the AFS.

After the presentation, the Chairman invited shareholders to raise their questions on the financial statements tabled.

There being no question raised by the shareholders present, the Chairman proceeded to the next item on the agenda.

AGM23/07 AGENDA 2

RESOLUTIONS 1 TO 2: RE-ELECTION OF DIRECTORS

The Chairman briefed on the Resolutions 1 to 2 are to re-elect the following Directors who are retiring from the Board at this Meeting in accordance with Article 106, and being eligible, have offered themselves for re-election to the Board: –

Ordinary Resolution	Directors	Article
1	Dato' Sri Edwin Tan Pei Seng	106
2	Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar	106

As the Chairman is one of the Director seeking for re-election, Dato' Sri Edwin passed the Chair to Mr. Tee Boon Hin to proceed with the Meeting with the proposal of Ms. Kok Siao Yik and seconded by Ms. Lim Mui Lian.

Mr. Tee took the Chair and invited a proposer and seconder for the following motion from the floor.

“To re-elect Dato' Sri Edwin Tan Pei Seng who retires during the year under Article 106 and being eligible, offer himself for re-election.”

Mr. Lee Kian Leong proposed and seconded by Ms. Kok Siao Yik. Mr. Tee subsequently put the motion to the floor for discussion.

Since there was no question raised by the shareholders, Mr. Tee passed the Chair back to Dato' Sri Edwin.

The Chairman subsequently invited a proposer and seconder for Ordinary Resolution 2 which read-

“To re-elect Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar who retires during the year under Article 106 and being eligible, offer himself for re-election.”

Upon the proposed of Ms. Kok Siao Yik and seconded by Ms. Lim Chew Yee, the Chairman subsequently put the motion to the floor for discussion.

Since there was no question raised by the shareholders, the Chairman moved on to the next item of the agenda.

AGM23/08 AGENDA 3

RESOLUTIONS 3 TO 6: NON-EXECUTIVE DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDING 31 MARCH 2024

The Chairman proceeded the next item of the agenda, i.e. to approve the following payment of Non-Executive Directors' Fees totaling RM258,000 for the financial year ending 31 March 2024:

Ordinary Resolution	Non-Executive Directors	Fees (RM)	Proposer	Seconder
3	Tee Boon Hin	66,000	Kok Siao Yik	Hoe Cai Hong
4	Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar	66,000	Lim Chew Yee	Hoe Cai Hong
5	Dato' Haji Ismail Bin Karim	66,000	Lim Mui Lian	Lim Chew Yee
6	Dato' Jeffrey Lai Jiun Jye	60,000	Hoe Cai Hong	Lim Chew Yee

Since there was no question raised by the shareholders, the Chairman invited a proposer and seconder for Resolutions 3 to 6.

Ordinary Resolutions 3 to 6 were duly proposed and seconded by shareholders.

AGM23/09 **AGENDA 4**

RESOLUTION 7: NON-EXECUTIVE DIRECTORS' ALLOWANCES UP TO AN AMOUNT OF RM100,000 FOR THE PERIOD FROM 30 AUGUST 2023 TO THE NEXT AGM OF THE COMPANY.

The Chairman continued with Resolution 7. Since there was no question raised by the shareholders, the Chairman invited a proposer and seconder for Resolution 7.

Resolution 7 was duly proposed and seconded by Ms. Lim Mui Lian and Ms. Lim Chew Yee respectively.

AGM23/10 **AGENDA 5**

RESOLUTION 8: RE-APPOINT MESSRS BDO PLT AS AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

The Chairman proceeded to the next agenda, Resolution 8. Since there was no question raised by the shareholders, the Chairman invited a proposer and seconder for Resolution 8.

Ms. Kok Siao Yik and Ms. Hoe Cai Hong proposed and seconded Resolution 8 respectively.

AGM23/11 **AS SPECIAL BUSINESS:**

AGENDA 6

RESOLUTION 9: WAIVER OF PRE-EMPTIVE RIGHTS OF THE SHAREHOLDERS UNDER SECTION 85 (1) OF COMPANIES ACT 2016 READ TOGETHER WITH ARTICLE 55

The Chairman proceeded to the special business pertaining to the waiver of pre-emptive rights of the shareholders under Section 85 (1) of Companies Act 2016 read together with Article 55. Full text of the resolution is shown in the Notice of 76th AGM.

This is a special resolution which require a majority of not less than 75% of members and proxies attending and voting today's meeting. This resolution, if passed, will exclude such pre-emptive rights and will enable the Board to issue and allot shares in the Company and to make or grant offers, agreements, rights or options in respect of new shares in the Company pursuant to the General Mandate obtained directly to or with the intended allottees, placees, subscribers and/or such persons identified by the Board without being subject to the shareholders' pre-emptive rights.

Since there was no question raised by the shareholders, the Chairman invited a proposer and seconder for Resolution 9.

Resolution 9 was duly proposed and seconded by Ms. Lim Chew Yee and Ms. Lim Mui Lian respectively.

AGM23/12 AS SPECIAL BUSINESS:

AGENDA 7

RESOLUTION 10: RENEWAL OF THE AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75(1) AND 76(1) OF THE COMPANIES ACT 2016 (the "Renewal Mandate")

The Chairman proceeded to the next special business pertaining to the renewal of authority to the Directors to allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016.

Since there was no question raised by the shareholders, the Chairman invited a proposer and seconder for Resolution 10.

Ms. Kok Siao Yik and Ms. Lim Chew Yee proposed and seconded Resolution 10 respectively.

AGM23/13 AGENDA 8

RESOLUTION 11: PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR EXISTING RECURRENT RELATED PARTY TRANSACTIONS AND PROPOSED SHAREHOLDERS' MANDATE FOR NEW RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("Proposed Shareholders' Mandate")

The Chairman informed that the next agenda is pertaining to Proposed Renewal of Shareholders' Mandate For Existing Recurrent Related Party Transactions And Proposed Shareholders' Mandate For New Recurrent Related Party Transactions of A Revenue Or Trading Nature ("Proposed Shareholders' Mandate"). Interested parties to this resolution have been reminded to abstain from voting on this resolution.

As the Chairman is an interested Director for this resolution, he invited Mr. Tee Boon Hin to chair the meeting on Resolution 11 duly proposed and seconded by Ms. Lim Mui Lian and Ms. Kok Siao Yik respectively. Mr. Tee took the Chair and put the motion to the floor for discussion.

Since there was no question raised, Mr. Tee Boon Hin invited a proposer and seconder for Resolution 11. Resolution 11 was duly proposed and seconded by Ms. Kok Siao Yik and Ms. Lim Mui Lian. Subsequently, Mr. Tee Boon Hin passed the Chair back to Dato' Sri Edwin Tan Pei Seng to proceed with the Meeting.

In response to the Chairman's enquiry, the Secretary informed the Chairman that no notice of any other business for transacting at the meeting has been received.

AGM23/14 VOTING BY POLL

The Chairman invited the Poll Administrator to brief the shareholders on the polling procedures before they cast their votes for all resolutions tabled at this Meeting.

The Meeting was adjourned for 30 minutes for light refreshment while waiting for the Independent Scrutineer to compile and verify the results of the poll.

Meeting resumed and shareholders returned to the meeting room for the announcement of poll results.

The Chairman announced that all 11 Resolutions tabled at the 76th AGM were duly carried based on the following results:

Resolution	FOR		AGAINST	
	No. of Shares	%	No. of Shares	%
1	41,438,609	99.9999952	2	0.0000048
2	428,423,809	99.9999995	2	0.0000005
3	428,423,809	99.9999995	2	0.0000005
4	428,423,809	99.9999995	2	0.0000005
5	428,423,809	99.9999995	2	0.0000005
6	428,423,809	99.9999995	2	0.0000005
7	428,423,809	99.9999995	2	0.0000005
8	428,423,809	99.9999995	2	0.0000005
9	428,423,809	99.9999995	2	0.0000005
10	428,423,809	99.9999995	2	0.0000005
11	41,438,609	99.9999952	2	0.0000048

The Chairman declared all Resolutions set out in today's meeting carried.

AGM23/15 TERMINATION

The Chairman thanked the shareholders for their attendance and declared the meeting closed at 11.00 a.m.

Confirmed as correct records,

CHAIRMAN

Chairman