



**PARAGON GLOBE BERHAD**

百丽环球

19480100095 (1713-A)  
(Incorporated in Malaysia)

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“**EGM**”) of Paragon Globe Berhad (“**PGB**” or the “**Company**”) will be held at Level 2, Grand Paragon Hotel, No. 18, Jalan Harimau, Taman Century, 80250 Johor Bahru, Johor Darul Takzim, Malaysia on Friday, 27 December 2024 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, to pass, with or without modifications, the following resolutions:

### **ORDINARY RESOLUTIONS**

- (i) **PROPOSED DISPOSAL BY PARAGON BUSINESS HUB SDN. BHD. (“PBHSB”), A WHOLLY-OWNED SUBSIDIARY OF PGB, OF PART OF A PARCEL OF FREEHOLD LAND HELD UNDER GERAN 80943 LOT 2699, IN THE MUKIM OF PLENTONG, DISTRICT OF JOHOR BAHRU, STATE OF JOHOR (“MASTER LAND A”) MEASURING APPROXIMATELY 47.860 ACRES (“LAND A”) TO BRIDGE DATA CENTRES MALAYSIA IV SDN. BHD. (“BDCIV” OR “PURCHASER A”) FOR A CASH CONSIDERATION OF RM238,317,195.60 (“PROPOSED LAND A DISPOSAL”);**
- (ii) **PROPOSED ACQUISITION BY PBHSB, A WHOLLY-OWNED SUBSIDIARY OF PGB, OF ALL THAT PARCEL OF FREEHOLD LAND HELD UNDER HS(D) 631308 PTD 250799 (FORMERLY KNOWN AS GERAN 37983 LOT 2687), IN THE MUKIM OF PLENTONG, DISTRICT OF JOHOR BAHRU, STATE OF JOHOR MEASURING 60,111 SQUARE METRES (APPROXIMATELY 14.85 ACRES) (“LAND B”) FROM SEMENANG REALTY SDN. BHD. (“SEMENANG” OR “VENDOR B”) FOR A CASH CONSIDERATION OF RM28,563,133.20 (“PROPOSED LAND B ACQUISITION”);**
- (iii) **PROPOSED ACQUISITIONS BY PBHSB, A WHOLLY-OWNED SUBSIDIARY OF PGB, OF 2 PARCELS OF FREEHOLD LANDS HELD UNDER GM 757 LOT 90 AND GM 1083 LOT 923, BOTH IN THE MUKIM OF PLENTONG, DISTRICT OF JOHOR BAHRU, STATE OF JOHOR MEASURING 4.4895 HECTARES (APPROXIMATELY 11.09 ACRES) AND 3.3361 HECTARES (APPROXIMATELY 8.24 ACRES) RESPECTIVELY (“LANDS D”) FROM EKL HOLDINGS SDN. BHD. (“EKL HOLDINGS” OR “VENDOR D”) FOR A TOTAL CASH CONSIDERATION OF RM34,957,133.78 (“PROPOSED LANDS D ACQUISITION”);**
- (iv) **PROPOSED DISPOSAL BY PBHSB, A WHOLLY-OWNED SUBSIDIARY OF PGB, OF PART OF A PARCEL OF FREEHOLD LAND HELD UNDER MASTER LAND A MEASURING APPROXIMATELY 19.759 ACRES (“LAND E”) TO BRIDGE DATA CENTRES MALAYSIA VI SDN. BHD. (“BDCVI” OR “PURCHASER E”) FOR A CASH CONSIDERATION OF RM98,980,734.60 (“PROPOSED LAND E DISPOSAL”); AND**

- (v) **PROPOSED DEVELOPMENT RIGHTS BETWEEN PGB DESA HEIGHTS SDN. BHD. (“PDHSB”), A WHOLLY-OWNED SUBSIDIARY OF PGB, AND TROPICANA DANGA BAY SDN. BHD. (“TDBSB” OR “PROPRIETOR F”) OF 2 PARCELS OF FREEHOLD LANDS HELD UNDER HS(D) 577114 PTB 24234 AND HS(D) 577113 PTB 24233, BOTH IN THE TOWNSHIP OF JOHOR BAHRU, DISTRICT OF JOHOR BAHRU, STATE OF JOHOR OWNED BY PROPRIETOR F MEASURING 14,213.58 SQUARE METRES (APPROXIMATELY 3.51 ACRES) AND 14,630.85 SQUARE METRES (APPROXIMATELY 3.62 ACRES) RESPECTIVELY (“LAND F”) (“PROPOSED LAND F DEVELOPMENT RIGHTS”).**

**(COLLECTIVELY PROPOSED LAND A DISPOSAL, PROPOSED LAND B ACQUISITION, PROPOSED LANDS D ACQUISITION, PROPOSED LAND E DISPOSAL AND PROPOSED LAND F DEVELOPMENT RIGHTS ARE REFERRED TO AS THE “PROPOSALS”)**

“**THAT** subject to the approvals of all relevant authorities and/or parties (where required) being obtained, approval be and is hereby given to PBHSB to dispose Land A to Purchaser A for a disposal consideration of RM238,317,195.60, upon such terms and conditions set out in the conditional sale and purchase agreement dated 8 May 2024 and supplemental letter dated 2 August 2024 entered into between PBHSB and Purchaser A (“**Land A SPA**”).

“**THAT** subject to the approvals of all relevant authorities and/or parties (where required) being obtained, approval be and is hereby given to PBHSB to acquire Land B from Vendor B for a cash consideration of RM28,563,133.20, upon such terms and conditions set out in the conditional sale and purchase agreement dated 30 May 2024 and supplemental letter dated 26 July 2024 entered into between PBHSB and Vendor B (“**Land B SPA**”).

“**THAT** subject to the approvals of all relevant authorities and/or parties (where required) being obtained, approval be and is hereby given to PBHSB to acquire Lands D from Vendor D for a total cash consideration of RM34,957,133.78, upon such terms and conditions set out in the conditional sale and purchase agreement dated 29 July 2024 between PBHSB and Vendor D (“**Lands D SPA**”).

“**THAT** subject to the approvals of all relevant authorities and/or parties (where required) being obtained, approval be and is hereby given to PBHSB to dispose Land E to Purchaser E for a disposal consideration of RM98,980,734.60, upon such terms and conditions set out in the conditional sale and purchase agreement dated 2 August 2024 between PBHSB and Purchaser E (“**Land E SPA**”).

“**THAT** subject to the approvals of all relevant authorities and/or parties (where required) being obtained, approval be and is hereby given to PDHSB and Proprietor F for the proposed development of Land F, upon such terms and conditions set out in the development rights agreement dated 14 August 2024 between PDHSB and Proprietor F (“**Land F Development Rights Agreement**”).

**AND THAT** the Board of Directors of PGB (“**Board**”) be and is hereby authorised and empowered to take all such steps and to enter into all deeds, agreements, arrangements, undertakings, transfers and indemnities as the Board deems fit, necessary, expedient and/or appropriate in order to implement, finalise and give full effect to these ordinary resolutions and the terms and conditions of the Land A SPA, Land B SPA, Lands D SPA, Land E SPA and Land F Development Rights Agreement with full powers to assent to any conditions, modifications, variations and/or amendments as may be required by any relevant authorities and/or as the Board deems fit, appropriate and in the best interest of PBHSB, PDHSB and our Company.”

**BY ORDER OF THE BOARD**

**LEONG SIEW FOONG (MAICSA 7007572)**

Company Secretary

Johor Bahru  
12 December 2024

**Notes:**

- (1) *A member entitled to attend, participate, speak and vote at the EGM is entitled to appoint a proxy or proxies to attend, participate, speak and vote at the EGM. Each member entitled to vote may vote in person or by proxy or by attorney or in case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his/her place.*
- (2) *Where a member entitled to vote on a resolution has appointed more than one (1) proxy, the appointment shall be invalid unless the member specifies the proportion of his/her shareholdings to be represented by each proxy.*
- (3) *The instrument appointing a proxy shall be in writing under the hand of the member or of his attorney duly authorised in writing or if the member is a corporation, shall either be executed under its common seal or under the hand of two (2) authorised officers, one of whom shall be a director, or of its attorney duly authorised in writing.*
- (4) *Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**") which holds ordinary shares in the Company for omnibus account, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus accounts it holds. Where a member is an authorised nominee as defined under SICDA, it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.*
- (5) *Every member is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote instead of him at the meeting of members and that such proxy need not be a member.*
- (6) *The Form of Proxy shall be deposited with the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No.8 Jalan Kerinchi, 59200 Kuala Lumpur or in the drop-in box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or alternatively, to submit proxy appointment electronically via TIIH Online at <https://tiih.online> not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Please follow the procedures as set out in the Administrative Guide for the EGM for the electronic lodgement of Form of Proxy.*
- (7) *For the purpose of determining who shall be entitled to attend and vote at the EGM, the Company shall be requesting the Record of Depositors as at 18 December 2024 and only a depositor whose name appears on such Record of Depositors shall be entitled to attend and vote at this meeting and appoint proxy(ies).*