

MEMTECH INTERNATIONAL LTD
(Registration Number: 200312032Z)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of the Company will be held at Amara Singapore, Connection 1, Level 3, 165 Tanjong Pagar Road Singapore 088539 on 26 April 2006 at 10.00 am (or immediately after the conclusion or adjournment of the Annual General Meeting held on the same date at 9.30 am) for the purpose of considering and, if thought fit, passing the following resolution which will be proposed as an Ordinary Resolution, with or without any amendment:

Shares Purchase Mandate

THAT pursuant to Article 3(B), the Directors of the Company be and are hereby authorised to make purchases of Shares from time to time (whether by way of market purchases or off-market purchases on an equal access scheme) of up to ten per cent. (10%) of the issued ordinary share capital of the Company (ascertained as at date of the last annual general meeting of the Company or at the date of the EGM, whichever is the higher, but excluding any Shares held as Treasury Shares) at the price of up to but not exceeding the Maximum Price, in accordance with the "Guidelines on Shares Purchases" set out in Appendix 1 of the Circular and this mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the date that the next annual general meeting of the Company is held or is required by law to be held, whichever is the earlier.

BY ORDER OF THE BOARD

Tan Seng Chun
Company Secretary

10 April 2006

IMPORTANT : Please read notes below.

NOTES:

1. A member entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint no more than two proxies to attend and vote on his behalf and such proxy need not be a member of the Company.
2. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf.
3. An instrument of proxy must be deposited at the Company's Registrar, M&C Services Private Limited, at 138 Robinson Road #17-00, The Corporate Office, Singapore 068906 not later than 48 hours before the time appointed for the Extraordinary General Meeting.