

KODA LTD

(Incorporated in the Republic of Singapore)
(Company Registration no. 198001299R)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Koda Ltd (the "**Company**") will be held at The Pines, Pines Room, 30 Stevens Road, Singapore 257840 on 23 March 2007 at 10am for the purpose of considering and, if thought fit, passing with or without any modifications, the following Resolutions, of which Resolution 1 will be proposed as a Special Resolution and Resolution 2 will be proposed as an Ordinary Resolution:

Resolution 1

SPECIAL RESOLUTION: THE PROPOSED ALTERATIONS TO THE ARTICLES OF ASSOCIATION

That the proposed amendments to the Company's existing Articles of Association which are set out in the Appendix to the Circular to Shareholders dated 2 March 2007 (the "**Circular**"), be and are hereby approved and adopted.

Resolution 2

ORDINARY RESOLUTION – BONUS ISSUE

That approval be and is hereby given for the Bonus Issue (as described below) and for the Directors to:

- (a) allot and issue 22,282,000 new ordinary shares in the capital of the Company, credited as fully paid (the "**Bonus Shares**") at nil consideration by way of a bonus issue (the "**Bonus Issue**") to persons who are, at the Book Closure Date are (i) registered holders (other than the Central Depository (Pte) Limited ("**CDP**")) of the existing fully paid up shares in the capital of the Company (the "**Shares**") and (ii) in respect of the Shares registered in the name of the CDP, depositors with such Shares standing to the credit of their securities accounts with CDP as at that time, on the basis of 1 Bonus Share for every 5 Shares (fractional entitlements to be disregarded and disposed of in such manner as the Directors may in their absolute discretion deem fit for the benefit of the Company) held by them, such Bonus Shares, when allotted and issued, to rank *pari passu* in all respects with the existing shares (except that they will not be entitled to the interim dividend declared for the financial year ending 30 June 2007), such Bonus Shares to be issued without reliance on any general share issue mandate granted by the shareholders of the Company; and
- (b) dispose of or deal with any fractional entitlements disregarded (as mentioned in (a) above) and the Bonus Shares representing such fractions in such manner, and to take such steps and exercise such discretion and do all such acts and things as the Directors may from time to time deem fit in connection with all or any of the foregoing matters or as they may consider necessary or expedient to effect and implement the foregoing.

By Order of the Board

Ong Beng Hong/Tan Swee Gek
Joint Company Secretaries
2 March 2007

Notes:

- 1) A member entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint a proxy or proxies (not more than two) to attend and vote on his stead. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a member of the Company.
- 2) The Proxy Form must be deposited at the registered office of the Company at 28 Defu Lane 4, Singapore 539424 not less than 48 hours before the time fixed for holding the Extraordinary General Meeting in order to be entitled to attend and to vote at the Extraordinary General Meeting. The sending of a Proxy Form by a member does not preclude him from attending and voting in person if he finds that he is unable to do so. In such event, the relevant Proxy Forms will be deemed to be revoked.
- 3) A Depositor's name must appear on the Depository Register maintained by CDP as at 48 hours before the time fixed for holding the Extraordinary General Meeting in order to be entitled to attend and vote at the Extraordinary General Meeting.