

**MEDI-FLEX**



**MEDI-FLEX LIMITED**

(Incorporated in the Republic of Singapore on 12 December 2003)  
(Company Registration Number: 200312754H)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an EXTRAORDINARY GENERAL MEETING of the Company will be held at Cypress Room, Orchard Hotel, 422 Orchard Road, Singapore 238879 on 26 September 2005 at 2.30 p.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following ordinary resolution:-

**ORDINARY RESOLUTION - BONUS ISSUE**

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

- (a) capitalise the sum of RM9,677,122 or approximately S\$4,292,358.30 from the Company's share premium account and to apply the same in making payment in full at par for up to 42,923,583 new ordinary shares of S\$0.10 each in the capital of the Company (the "Bonus Shares") credited as fully paid up on issue;
- (b) distribute, allot and issue such Bonus Shares by way of a bonus issue (the "Bonus Issue") to persons who, as at 5.00 p.m. on 3 October 2005 (the "Books Closure Date"), are holders (the "Shareholders") of ordinary shares of S\$0.10 (the "Shares") on the basis of one (1) Bonus Share for every three (3) existing Shares held by such Shareholders (fractional entitlements to be disregarded), such Bonus Shares to rank pari passu in all respects with the existing Shares of the Company; and
- (c) to take such steps and exercise such discretion and to all such acts and things as the Directors may from time to time in their absolute discretion, deem fit, advisable, necessary or expedient to give effect and implement (a) and (b) above.

**NOTICE IS ALSO HEREBY GIVEN** that, subject to Shareholders' approval for the Bonus Issue at the EGM, the share transfer books and register of members of the Company will be closed from 5.00 p.m. on 3 October 2005 up to and including 5.00 p.m. on 4 October 2005 for the purpose of determining Shareholders' entitlements to the Bonus Shares.

Shareholders (whose Shares are deposited with CDP) whose Securities Accounts with CDP are credited with Shares as at 5.00 p.m. on 3 October 2005 will be allotted Bonus Shares on the basis of one (1) Bonus Shares for every three (3) existing Shares standing to the credit of their Securities Accounts with CDP as at 5.00 p.m. on 3 October 2005.

Duly completed and stamped transfer forms in respect of Shares not deposited with CDP, together with all relevant documents of title thereto, received by the Company's share registrar, B.A.C.S. Private Limited, at 63 Cantonment Road Singapore 089758 by 5.00 p.m. on 3 October 2005 will be registered to determine Shareholders' entitlements to the Bonus Issue.

BY ORDER OF THE BOARD

TU AH KIM  
Managing Director

9 September 2005

**Notes:**

- (1) A Shareholder 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 in his place. A Shareholder which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a Shareholder of the Company.
- (2) The proxy form must be deposited at the registered office of the Company at 50 Raffles Place, #29-00 Singapore Land Tower, Singapore 048623, not less than 48 hours before the time for holding the Extraordinary General Meeting.
- (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.