ENG WAH ORGANIZATION LIMITED (Company Registration Number 196800320E)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty-Seventh ANNUAL GENERAL MEETING of ENG WAH ORGANIZATION LIMITED will be held at The Legends Fort Canning Park, Legends 1 (Park Level), 11 Canning Walk, Singapore 178881 on Thursday, 28 July 2005 at 9.30 a.m. for the following purposes:

As Ordinary Business

- 1. To receive and adopt the Audited Accounts of the Company for the financial year ended 31 March 2005 together with the Reports of the Directors and the Auditors.
- 2. To approve the payment of a final dividend of 3 per cent (2004: 3 per cent) less income tax for the financial year ended 31 March 2005.
- 3. To re-elect the following Directors:
 - (a) Mr Foo Kok Swee @ Pu Kok Swi; and
 - (b) Datuk Mohamed Nazim bin Abdul Razak

each of whom retires by rotation pursuant to Article 91 of the Articles of Association of the Company.

- 4. To re-appoint the following Directors pursuant to Section 153(6) of the Companies Act, Chapter 50 to hold office from the date of this Annual General Meeting until the next Annual General Meeting:
 - (a) Mr Goh Eng Wah; and
 - (b) Mdm Mok Yuet Heng
- 5. To approve Directors' fees of \$165,000 (2004: \$165,000) for the financial year ended 31 March 2005.
- 6. To re-appoint Messrs KPMG as Auditors and authorise the Directors to fix their remuneration.
- 7. To transact any other business that may properly be transacted at an Annual General Meeting.

As Special Business

8. To consider and, if thought fit, to pass the following resolution which will be proposed as an Ordinary Resolution:

"That pursuant to Section 161 of the Companies Act (Cap. 50), approval be and is hereby given to the Directors to issue shares in the Company at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to this

resolution does not exceed 10 per cent of the issued share capital of the Company for the time being."

BY ORDER OF THE BOARD

Melissa Anne Teo Eu-Leng Joint Secretary

12 July 2005

Notes:

- (1) A member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on his behalf. A proxy need not also be a member.
- (2) The instrument appointing a proxy must be deposited at the registered office of the Company not less than 48 hours before the time of the Meeting.
- (3) <u>Item 3 Re-election of Directors</u>

Mr Foo Kok Swee @ Pu Kok Swi and Datuk Mohamed Nazim_bin Abdul Razak, if re-elected, will remain members of the Company's Audit Committee, Nominating Committee and Remuneration Committee, and will be considered as independent Directors for the purposes of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited. Mr Foo and Datuk Mohamed Nazim will continue as Chairman of the Remuneration Committee and Chairman of the Nominating Committee, respectively.