



# SWISSCO INTERNATIONAL LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No. 200401051D)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Swissco International Limited (the "Company") will be held on 6 August 2010 at Republic of Singapore Yacht Club, 52 West Coast Ferry Road Singapore 126887 at 11:30 a.m., or immediately after the Share Scheme Meeting to be convened on the same day at 10:30 a.m., for the purpose of considering and, if thought fit, passing with or without any modifications the following resolutions as Ordinary Resolutions.

All capitalised terms used herein shall have the same meaning as ascribed to them in the circular to shareholders dated 12 July 2010, unless a contrary intention appears.

### ORDINARY RESOLUTIONS

#### **1. THE PROPOSED CASH PAYMENT**

That, subject to approval by the Swissco Shareholders of the Share Scheme, approval be and is hereby given to the Directors and any committee appointed by them to make the proposed cash payment equal to S\$0.25 per Swissco Option in lieu of a grant of Swissco Options that would otherwise have been granted for performance during FY2009 under the Swissco Share Option Scheme.

#### **2. THE PROPOSED CASH PAYMENT TO MR. YEO CHONG LIN**

That, subject to approval by the Swissco Shareholders of the Share Scheme and subject to the passing of the Ordinary Resolution 1 above, approval be and is hereby given to the Directors to pay to Mr. Yeo Chong Lin a sum of S\$125,000 in cash in lieu of a grant of 500,000 Swissco Options under the Swissco Share Option Scheme.

#### **3. THE PROPOSED CASH PAYMENT TO MR. ALEX YEO KIAN TEONG**

That, subject to approval by the Swissco Shareholders of the Share Scheme and subject to the passing of the Ordinary Resolution 1 above, approval be and is hereby given to the Directors to pay to Mr. Alex Yeo Kian Teong a sum of S\$125,000 in cash in lieu of a grant of 500,000 Swissco Options under the Swissco Share Option Scheme.

#### **4. THE PROPOSED CASH PAYMENT TO MR. YEO CHONG BOON**

That, subject to approval by the Swissco Shareholders of the Share Scheme and subject to the passing of the Ordinary Resolution 1 above, approval be and is hereby given to the Directors to pay to Mr. Yeo Chong Boon a sum of S\$37,500 in cash in lieu of a grant of 150,000 Swissco Options under the Swissco Share Option Scheme.

#### **5. THE PROPOSED CASH PAYMENT TO THE NON-EXECUTIVE DIRECTORS**

That, subject to approval by the Swissco Shareholders of the Share Scheme and subject to the passing of the Ordinary Resolution 1 above, approval be and is hereby given to the Directors to pay to each of the Non-Executive Directors (Mr. Kwah Thiam Hock, Mr. Fong Hin Tat and Mr. Phillip Chan Yee Foo) a sum of S\$25,000 in lieu of a grant of 100,000 Swissco Options under the Swissco Share Option Scheme.

#### **6. THE PROPOSED PAYMENT OF DIRECTORS' FEES TO THE NON-EXECUTIVE DIRECTORS FOR THE RELEVANT PERIOD IN THE FINANCIAL YEAR ENDING 31 DECEMBER 2010**

That, subject to approval by the Swissco Shareholders of the Share Scheme, approval be and is hereby given to the Directors and any committee appointed by them for the payment of Directors' Fees of S\$205,000 to the Non-Executive Directors for the Relevant Period.

### **BY ORDER OF THE BOARD**

Tan Ching Chek and Lo Swee Oi

Joint Company Secretaries

Singapore

12 July 2010

### **Notes:**

1. A member entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies to attend and vote instead of him. A proxy need not be a member of the Company.
2. The form of proxy in the case of an individual shall be signed by the appointor or his attorney, and in the case of a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
3. If the form of proxy is returned without any indication as to how the proxy shall vote, the proxy will vote or abstain as he thinks fit.
4. If no name is inserted in the space for the name of your proxy on the form of proxy, the Chairman of the Meeting will act as your proxy.
5. The form of proxy or other instruments of appointment shall not be treated as valid unless deposited at the Company's Registered Office at 60 Penjuru Lane, Singapore 609214 not less than 48 hours before the time appointed for holding the meeting and at any adjournment thereof.
6. **Shareholders should note that the Ordinary Resolutions to be proposed at the EGM are subject to passing of the Share Scheme Resolution at the Share Scheme Meeting, which will be held immediately before the EGM. If the Share Scheme Resolution is not carried at the Share Scheme Meeting, the EGM will not be convened.**