



## GIKEN SAKATA (S) LIMITED

(Incorporated in the Republic of Singapore)  
Company Registration Number 197903879W

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### NOTICE OF EXTRAORDINARY GENERAL MEETING

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NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Giken Sakata (S) Limited (the "**Company**") will be held at No.7 Second Chin Bee Road, Singapore 618774 on 20 August 2008 at 10a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following Ordinary Resolutions:-

#### **Resolution 1: Ordinary Resolution**

#### **The Allotment and Issuance of the New Shares and Additional New Shares**

Resolved That:-

- (1) In connection with the Investment Agreement dated 4 February 2008 entered into between the Company and Miyoshi Precision Limited ("**Miyoshi**") (as the same may be amended from time to time), the following be approved and authorised:-
  - (a) the grant by the Company to Miyoshi of the following (the "**Conversion Right**"):-
    - (i) the option to convert and apply the initial loan of S\$1.5 million (the "**Initial Loan**") into 23,529,411 new ordinary shares in the issued and paid up share capital of the Company (the "**New Shares**") at the conversion price of S\$0.06375 for each New Share pursuant to the terms of the Investment Agreement;
    - (ii) the option to convert and apply the loans (the "**Further Loans**") of up to S\$1.5 million in addition to the Initial Loan into 46,382,189 new ordinary shares in the issued and paid up share capital of the Company (the "**Additional New Shares**") at the conversion price of S\$0.03234 for each Additional New Share pursuant to the terms of the Investment Agreement;
  - (b) the allotment and issuance of the New Shares to Miyoshi at S\$0.06375 for each New Share and the allotment and issuance of the Additional New Shares to Miyoshi at S\$0.03234 for each Additional New Share pursuant to and on the terms set out in the Investment Agreement; AND
- (2) the Directors and each of them be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they or he may consider necessary, desirable or expedient to give effect to this Resolution 1.

**Resolution 2: Ordinary Resolution  
The Whitewash Resolution**

That the shareholders of the Company hereby (on a poll taken) waive their rights to receive a mandatory take-over offer by Miyoshi and parties acting in concert with Miyoshi, in accordance with Rule 14 of the Singapore Code on Take-overs and Mergers as a result of the grant of the Conversion Right to Miyoshi pursuant to the terms of the Investment Agreement, or the issuance and allotment of the New Shares and the Additional New Shares to Miyoshi pursuant to the terms of the Investment Agreement.

By Order of the Board  
Ng Say Tiong  
Company Secretary  
Singapore  
5 August 2008

Notes:

1. A member of the Company entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote in his behalf. Such proxy need not be a member of the Company.
2. The instrument appointing a proxy must be lodged at the registered office of the Company at 3 Church Street, #08-01 Samsung Hub, Singapore 049482 not less than 48 hours before the time appointed for the Extraordinary General Meeting.