



FABCHEM CHINA LIMITED

(Incorporated in the Republic of Singapore on 12 October 2004)
(Company Registration Number: 200413128G)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“EGM”) of Fabchem China Limited (the “Company”) will be convened at 2 Bukit Merah Central, Level 1 Drucker/Juran Boardroom, Singapore 159835 on 25 July 2014 at 10.30 a.m. or such time immediately following the conclusion or adjournment of the annual general meeting of the Company to be held on the same day and at the same place, for the purpose of considering and, if thought fit, passing with or without any modifications the following resolution:

ORDINARY RESOLUTION

THAT:

THE PROPOSED SHAREHOLDERS’ MANDATE FOR INTERESTED PERSON TRANSACTIONS

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual of the SGX-ST, for the Company, its subsidiaries and associated companies that are entities at risk (as defined in Chapter 9 of the Listing Manual of the SGX-ST), or any of them, to enter into any of the transactions falling within the types of Interested Person Transactions described in Section 3.6 (*Nature and Scope of the Interested Person Transactions*) of the Circular with the classes of Interested Persons (as described in Section 3.5 (*Classes of Interested Persons*) of the Circular), provided that such transactions are made on normal commercial terms, will not be prejudicial to the interests of the Company and its minority shareholders and are in accordance with the guidelines and review procedures for such Interested Person Transactions (the “**Proposed IPT Mandate**”);
- (b) the Proposed IPT Mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next annual general meeting of the Company;
- (c) the Audit Committee of the Company be and is hereby authorised to take such action as it deems proper in respect of procedures and/or to modify or implement such procedures as may be necessary to take into consideration any amendments to Chapter 9 of the Listing Manual which may be prescribed by the SGX-ST from time to time; and
- (d) the board of directors of the Company and any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, executing all such documents as may be required) as they or he may consider expedient or necessary or in the interests of the Company to give effect to the transactions contemplated and/or authorised by the Proposed IPT Mandate and/or this Resolution.

By Order of the Board

Tan Min-Li
Company Secretary
Singapore
10 July 2014

Notes:

- (a) Every shareholder of the Company entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint not more than two proxies to attend and vote on his behalf. A proxy need not be a shareholder of the Company.
- (b) A shareholder of the Company which is a corporation is entitled to appoint its authorised representative or proxies to vote on its behalf.
- (c) The instrument appointing a proxy must be deposited at the registered office of the Company at 80 Robinson Road #02-00, Singapore 068898 at least 48 hours before the time set for the Extraordinary General Meeting or any postponement or adjournment thereof.