



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 on 22 September 2008 at 9.00 a.m. at 39 Fishery Port Road, Jurong, Singapore 619745, for the purpose of considering and, if thought fit, passing with or without any modifications the following resolutions:-

ORDINARY RESOLUTIONS -

RESOLVED THAT:-

- (1) THE PROPOSED ACQUISITION OF THE ENTIRE EQUITY INTEREST IN HEBEI YINGUANG CHEMICAL CO., LTD. BY THE WHOLLY-OWNED SUBSIDIARY OF THE COMPANY**
 - (a) approval be and is hereby given for the proposed acquisition (“**Acquisition**”) by Shandong Yinguang Technology Co., Ltd (“**Purchaser**”), a wholly-owned subsidiary of the Company of the entire equity interest in Hebei Yinguang Chemical Co., Ltd, from Shandong Yinguang Chemical Group Co., Ltd (“**Vendor**”) in accordance with the equity purchase agreement dated 19 December 2007 between the Vendor and the Purchaser and any supplemental agreement (s) relating to the Acquisition; and
 - (b) the directors of the Company and each of them be and are hereby authorised to take such steps and exercise such discretion and do all such acts and things as they or he may deem desirable, necessary or expedient to give effect to the matters referred to in paragraph (1)(a) including, without limitation, to negotiate, execute and authorize the release of, in the name of and on behalf of the Company, all such agreements, deeds, undertakings, forms, circulars, announcements, instruments, notices, communications and other documents and things, and to approve any amendment, alteration or modification to any such document.
- (2) THE PROPOSED SHAREHOLDERS' MANDATE FOR INTERESTED PERSON TRANSACTIONS**
 - (a) subject to the passing of Resolution 1 above, approval be and is hereby given, for the purpose of Chapter 9 of the Listing Manual (“Chapter 9”), for the Company, its subsidiaries and associated companies that are entities at risk (as that term is used in Chapter 9), or any of them, to enter into any of the transactions falling within the types of interested person transactions described in the Circular to Shareholders dated 29 August 2008 (the “Circular”) with any party who is of the class of interested persons described in the Circular, provided that such transaction are made on normal commercial terms and in accordance with the review procedures for such interested person transactions, and the Shareholders' 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; and
 - (b) the directors of the Company and each of them be and are hereby authorised to take such steps and exercise such discretion and do all such acts and things as they or he may deem desirable, necessary or expedient to give effect to the matters referred to in paragraph (2)(a) including, without limitation, to negotiate, execute and authorize the release of, in the name of and on behalf of the Company, all such agreements, deeds, undertakings, forms, circulars, announcements, instruments, notices, communications and other documents and things, and to approve any amendment, alteration or modification to any such document.

By Order of the Board

Tan Min-Li
Company Secretary

29 August 2008

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 36 Carpenter Street Singapore 059915 at least 48 hours before the time set for the Extraordinary General Meeting or any postponement or adjournment thereof.