

**MALAYSIAN AE MODELS HOLDINGS BERHAD**  
 (Company No.: 239808-H) (Incorporated in Malaysia)

**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the Fifteenth Annual General Meeting of the Company will be held at Bukit Banang Golf & Country Club, No.1, Persiaran Gemilang, Bandar Banang Jaya, 83000 Batu Pahat, Johor Darul Takzim on Wednesday, 28 November 2007 at 11.00 a.m. for the following business:

**AGENDA**

As Ordinary Business	
1. To receive the Audited Financial Statements for the financial year ended 31 May 2007 and the Reports of the Directors and Auditors thereon.	Ordinary Resolution 1
2. To approve the payment of a first and final dividend of 2% less income tax in respect of the financial year ended 31 May 2007.	Ordinary Resolution 2
3. To approve the payment of Directors' fees totaling RM 191,064.00 for the financial year ended 31 May 2007.	Ordinary Resolution 3
4. To approve the proposed 5% increase in Directors' fees for the financial year ending 31 May 2008, to be payable monthly in arrears.	Ordinary Resolution 4
5. To re-elect the following Directors retiring pursuant to the Company's Articles of Association: - 5.1 Mr Lim Kee Yin - Article 70 5.2 Mr Ting Siew Haw - Article 70 5.3 Dr William Chong Thim Kut - Article 70	Ordinary Resolution 5 Ordinary Resolution 6 Ordinary Resolution 7
6. To re-appoint Messrs Ernst & Young as the Company's Auditors and to authorise the Board of Directors to fix their remuneration.	Ordinary Resolution 8
As Special Business	
7. To consider and, if thought fit, pass the following resolutions: - <ul style="list-style-type: none"> <li>■ Authority for Directors to issue and allot shares pursuant to Section 132D of the Companies Act, 1965            "THAT pursuant to Section 132D of the Companies Act, 1965 and subject always to the approval of the relevant authorities, the Directors be and are hereby empowered to issue shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the issued and paid-up share capital of the Company for the time being.            THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company."</li> <li>■ Proposed Amendments to the Articles of Association            "THAT the amendments to the Articles of Association of the Company as set out in Appendix I of the Circular to Shareholders dated 2 November 2007 be and is hereby approved and adopted.            THAT the Directors and Secretary of the Company be and are hereby authorised to carry out all the necessary formalities in effecting the amendments as set out in Appendix I of the Circular to Shareholders dated 2 November 2007.            AND THAT the Directors of the Company, be and are hereby authorised to assent to any condition, modification, variation and/or amendments as may be required by Bursa Malaysia Securities Berhad."</li> </ul>	Ordinary Resolution 9  Special Resolution 1
8. To transact any other business of which due notice shall have been given.	

**NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT DATE**

NOTICE IS ALSO HEREBY GIVEN THAT a First and Final Dividend of 2% less income tax, in respect of the financial year ended 31 May 2007, if approved by the shareholders at the Fifteenth Annual General Meeting of the Company, will be paid on 27 February 2008 to shareholders registered in the Record of Depositors of the Company at the close of business on 2 February 2008.

A Depositor shall qualify for entitlement only in respect of: -

- a. Shares transferred to the Depositor's Securities Account before 4.00 p.m. on 2 February 2008 in respect of ordinary transfers; and
- b. Shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

BY ORDER OF THE BOARD

CHIN NGEOK MUI (MAICSA 7003178)  
 JERRY JESUDIAN A/L JOSEPH ALEXANDER (MAICSA 7019735)  
 Secretaries  
 Batu Pahat  
 2 November 2007

Notes: -

1. Any member of the Company who is entitled to attend and vote at this Meeting is entitled to appoint a proxy or in the case of a corporation, a duly authorised representative to attend and to vote in his stead.
2. A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
3. A member shall be entitled to appoint more than one (1) proxy to attend and vote at the Meeting. Where a member appoints more than one (1) proxy, the appointments shall not be valid unless he specifies the proportions of his holdings to be represented by each proxy.
4. If the proxy form is executed by a corporation, the Proxy Form must be executed under seal or under the hand of an officer or attorney duly authorised. If the Proxy Form or Corporate Representative Certificate is executed by an officer or attorney duly authorised in writing by a corporation, supporting documents are to be produced on the day of the Annual General Meeting for verification by the Company Secretary.
5. The instrument appointing a proxy must be deposited at the Share Registrar's Office at Level 26, Menara Multi-Purpose, Capital Square, No. 8, Jalan Munshi Abdullah, 50100 Kuala Lumpur not less than 48 hours before the time set for holding the Meeting or adjourned meeting.
6. Explanatory Notes on Special Business: -
  - a) Ordinary Resolution 9  
 The proposed Ordinary Resolution in relation to authority for directors of the Company to allot shares pursuant to Section 132D of the Companies Act, 1965, if passed will empower the Directors to issue shares up to an aggregate amount not exceeding 10% of the issued and paid-up share capital of the Company for the time being, for such purposes as the Directors consider would be in the best interests of the Company. This authority unless revoked or varied at a general meeting will expire at the next Annual General Meeting of the Company.
  - b) Special Resolution 1  
 The Board proposed to amend the Articles of Association of the Company to incorporate the recent enhancements to the Listing Requirements of Bursa Malaysia Securities Berhad.  
 Shareholders are advised to refer to the Circular to Shareholders dated 2 November 2007 which was circulated together with the 2007 Annual Report when considering Special Resolution 1 on the Proposed Amendments to the Articles of Association.