

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of the Company will be held at 1 & 3 Tuas Avenue 8 Jurong Industrial Estate Singapore 639217 on 27 October 2006 at 11.00 a.m. to transact the following business:-

ORDINARY BUSINESS

1. To receive and consider the audited accounts for the year ended 30 June 2006 and the reports of the Directors and Auditors thereon.
2. To approve Directors' Fees of S\$44,000/- for the year ended 30 June 2006. [Year 2005: S\$44,000/-].
3. To re-elect Mr Robbie Ooi Seng Soon retiring by rotation in accordance with Article 94 of the Company's Articles of Association. [See Explanatory Note (a)]
4. To re-elect Mr Stephen Tay Chye Heng retiring by rotation in accordance with Article 94 of the Company's Articles of Association.
5. To re-appoint Ernst & Young as Auditors and to authorise the Directors to fix their remuneration.

SPECIAL BUSINESS

6. To consider and, if thought fit, to pass the following resolution with or without amendments as an ordinary resolution:-
 - 6.1 Authority to Issue Shares

“That pursuant to Section 161 of the Companies Act, Cap. 50 and the listing rules of the Singapore Exchange Securities Trading Limited, authority be and is hereby given to the Directors of the Company to allot and issue shares in the Company at any time to such persons and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 50 per cent of the issued shares in the capital of the Company, of which the aggregate number of shares to be issued other than on a pro-rata basis to shareholders of the Company does not exceed 20 per cent of the issued shares in the capital of the Company, and for the purpose of this resolution, the percentage of issued shares shall be based on the number of issued shares in the capital of the Company at the time this resolution is passed (after adjusting for new shares arising from the conversion or exercise of convertible securities or exercise of share options or vesting of share awards which are outstanding or subsisting at the time this resolution is passed and any subsequent consolidation or subdivision of the Company's shares), and unless revoked or varied by the Company in general meeting, such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.” [See Explanatory Note (b)]
7. To transact any other business which may properly be transacted at an Annual General Meeting.

BY ORDER OF THE BOARD

LOUIS PANG NGHEE THIAM
SECRETARY

Singapore

Date: 11 October 2006

NH CERAMICS LTD

(Incorporated in the Republic of Singapore)
Company Registration No. 199704544C

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Proxies:

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy need not be a member of the Company.

An instrument appointing a proxy must be deposited at the Company's registered office at 1 & 3 Tuas Avenue 8 Jurong Industrial Estate Singapore 639217 not less than 48 hours before the time appointed for holding the Meeting.

Notes:

- (a) Mr Robbie Ooi Seng Soon, if re-elected, will remain as member of the audit committee and will be considered as an independent director.
- (b) The ordinary resolution set out in item 6.1 above, if passed, will empower the Directors from the date of the above Meeting until the date of the next Annual General Meeting, to issue shares in the Company. The number of shares which the Directors may issue under this Resolution would not exceed 50 per cent of the issued shares in the capital of the Company. For issues of shares other than on a pro-rata basis to all shareholders, the aggregate number of shares to be issued shall not exceed 20 per cent of the issued shares in the capital of the Company.