MobileOne Ltd



Notice Of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 2nd Annual General Meeting of the ordinary shareholders of the Company will be held at Singapore Marriott Hotel, Level 3, Ballroom III, 320 Orchard Road, Singapore 238865 on 25 March 2004 at 10.00 a.m. to transact the following business: AS ORDINARY BUSINESS 1. To receive and adopt the Directors' Report and Audited Accounts for the year ended Resolution 1

- 2. To declare a final dividend of 5.5 cents per share tax exempt under the One-Tier system for the Resolution 2 year ended 31 December 2003.
- 3. To pass the following resolution separately under Section 153(6) of the Companies Act (Chapter 50):
- 3.1 That pursuant to Section 153(6) of the Companies Act (Chapter 50), Mr. Hsuan Owyang be and is hereby re-appointed as Director of the Company to hold such office until the next Annual General Meeting of the Company (See Note 1).
- 4. To re-elect the following Directors who retire in accordance with Article 91 of the Company's Articles of Association and who, being eligible, offer themselves for re-election pursuant to Article 92:

(i) Mr. Roger John Barlow (ii) Mr. Lim Chee Onn (iii) Mr. Low Huan Ping
5. To approve Directors' fees of \$\$355,000 for the year ended 31 December 2003 (FY 2002: \$\$187,170) (See Note 2).
6. To re-appoint Auditors and authorise the Directors to fix their remuneration.
Resolution 8

AS SPECIAL BUSINESS

31 December 2003.

- 7. To consider and if thought fit, approving, with or without modifications, Resolution 9, which will be proposed as an Ordinary Resolution:
- 7.1 That approval be and is hereby given to the Directors to offer and grant options in accordance with the provisions of the MobileOne Share Option Scheme ("the Scheme") and to allot and issue such shares as may be issued pursuant to the exercise of options under the Scheme, provided always that the aggregate number of shares to be issued pursuant to the Scheme shall not exceed 10 per cent of the issued ordinary share capital of the Company from time to time (see Note 3).
- 8. To transact such other business which can be transacted at an Annual General Meeting of the Company.

NOTICE IS ALSO HEREBY GIVEN that the Transfer Books and the Register of Members of the Company will be closed from 5 April 2004 to 6 April 2004 (both dates inclusive), for the preparation of dividend warrants. Duly completed transfers received by the Company's registrar, Lim Associates (Pte) Ltd, 10 Collyer Quay #19-08 Ocean Building, Singapore 049315 up to the close of business at 5.00 p.m. on 2 April 2004 will be registered to determine shareholders' entitlement to the proposed final dividend. The proposed final dividend, if approved at the Annual General Meeting, will be paid on 21 April 2004.

BY ORDER OF THE BOARD

Eunice Phua/Ong Hwee Yen Company Secretaries

Singapore 9 March 2004

Notes:

A member of the Company is entitled to appoint a proxy to attend the meeting and vote in his stead. A proxy need not be a member of the Company. The instrument appointing a proxy must be deposited at the registered office of the Company, 10 International Business Park, Singapore 609928, not less than 48 hours before the time appointed for holding the Annual General Meeting. Explanatory Notes on Resolutions to be passed:

1. Ordinary Resolution 3 is to re-appoint a director who is over 70 years of age.

 Directors' fees payable to Messrs. Lim Chee Onn, Roger John Barlow (up to 30 November 2003), Low Huan Ping, Arthur Seet Keong Hoe, Rolf-Kristian Soderstrom and Teo Soon Hoe will be paid to the relevant shareholder (namely, Great Eastern Telecommunications Ltd, Keppel Telecoms Pte Ltd or SPH Multimedia Private Limited, as appropriate) that nominated each of them.

3. Ordinary Resolution 9 is to authorise the Directors to offer and grant options under the Scheme and to allot and issue shares pursuant to the exercise of such options under the Scheme up to an amount not exceeding 10 per cent of the issued share capital of the Company from time to time.