

MESB

B E R H A D

MESB BERHAD

(Company No: 337554-D)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of MESB Berhad ("MESB" or the "Company") will be held at Hotel Sri Petaling, Room 1, Level 2, 30, Jalan Radin Anum, Bandar Baru Sri Petaling, 57000 Kuala Lumpur on Thursday, 29 October 2009 at 10:00 a.m., for the purpose of considering and if thought fit, passing the following Ordinary Resolution with or without modifications:

ORDINARY RESOLUTION

PROPOSED DISPOSAL OF 5,055,360 ORDINARY SHARES OF RM1.00 EACH REPRESENTING 80% EQUITY INTEREST IN A.D. TRENDS SDN BHD ("ADTSB") HELD BY MIROZA LEATHER (M) SDN BHD ("MIROZA"), A WHOLLY-OWNED SUBSIDIARY OF MESB BERHAD TO TARGET FASHION SDN BHD ("PURCHASER") FOR A CASH CONSIDERATION OF RM11.2 MILLION

"**THAT**, subject to the approvals of all the relevant authorities being obtained, approval be and is hereby given to MESB to dispose of 5,055,360 ordinary shares of RM1.00 each representing 80% equity interest in ADTSB held by Miroza, a wholly-owned subsidiary of MESB, to the Purchaser for a total cash consideration of RM11.2 million, subject to the adjustments, if any and in accordance with the terms and conditions of the Sale and Purchase of Shares Agreement dated 28 August 2009;

AND THAT the Directors of the Company be and are hereby authorised to give effect to the Proposed Disposal with full power to assent to any conditions, modifications, variations and/or amendments in any manner whatsoever as may be required by the relevant authorities and to take all such steps and to do all such acts, deeds and things and execute all such documents as they may deem necessary or expedient in the best interest of the Company."

BY ORDER OF THE BOARD

Mah Li Chen (MAICSA 7022751)
Tan Ley Theng (MAISCA 7030358)
Company Secretaries

Kuala Lumpur
14 October 2009

Notes:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy may but need not be a member of the Company. If the proxy is not a member, he need not be an advocate, an approved company auditor or a person approved by the Registrar of Companies.
2. A member shall be entitled to appoint more than one proxy (subject always to a maximum of two (2) proxies at each meeting) to attend and vote at the same meeting. Where a member appoints two (2) proxies, the appointment shall be invalid unless the member specifies the proportions of his holdings to be represented by each proxy.
3. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
4. If no name is inserted in the space provided for the name of your proxy, the Chairman of the meeting will act as your proxy.
5. The instrument appointing a proxy must be deposited at the Registered Office of the Company at 10th Floor, Menara Hap Seng, No. 1 & 3, Jalan P. Ramlee, 50250 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting.
6. If the appointor is a corporation, the instrument appointing a proxy must be executed under its Common Seal or under the hand of its attorney.