



BAKER TECHNOLOGY LIMITED

(Company Registration No. 198100637D)
(Incorporated in the Republic of Singapore)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Baker Technology Limited (the "Company") will be held at Nautica II, Level 2, Republic of Singapore Yacht Club, 52 West Coast Ferry Road, Singapore 126887 on Tuesday, 29 April 2008 at 10.30 a.m. to transact the following business:

AS ORDINARY BUSINESS

1. To receive and consider the Audited Accounts of the Company for the year ended 31 December 2007 together with the reports of the Directors and Auditors thereon.
2. To approve Directors' fees of \$77,000/- for the year ended 31 December 2007 (2006: \$45,000/-).
3. To re-elect Dr. Benety Chang who retires in accordance with the Articles of Association of the Company.

Dr. Benety Chang, if re-elected, will be considered a non-independent Director and will remain as a member of the Nominating Committee. More details on Dr. Benety Chang can be found in our 2007 Annual Report.

4. To re-elect Mr. Wong Kwan Seng Robert who retires in accordance with the Articles of Association of the Company.

Mr. Wong Kwan Seng Robert, if re-elected, will be considered as an independent Director and will remain as the Chairman of the Nominating Committee and a member of the Audit and Remuneration Committees. More details on Mr. Wong Kwan Seng Robert can be found in our 2007 Annual Report.

5. To appoint Auditors and to authorise the directors to fix their remuneration.
6. To transact any other ordinary business of which due notice shall have been given.

AS SPECIAL BUSINESS

7. To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution, with or without any modifications:

"THAT pursuant to Section 161 of the Companies Act, Chapter 50 and the listing rules of the Singapore Exchange Securities Trading Limited (the "Listing Rules"), authority be and is hereby given to the Directors of the Company to allot and issue shares and convertible securities in the Company (whether by way of rights, bonus or otherwise) 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 and convertible securities to be issued pursuant to this resolution does not exceed 50% of the issued share capital of the Company, of which the aggregate number of shares and convertible securities to be issued other than on a pro rata basis to shareholders of the Company does not exceed 20% of the issued share capital of the Company, and for the purpose of this resolution, the issued share capital shall be the Company's issued share capital at the time this resolution is passed after adjusting for new shares arising from the conversion of convertible securities or share options on issue at the time this resolution is passed, and any subsequent consolidation or subdivision of the Company's shares. Unless revoked or varied by ordinary resolution of the shareholders of the Company in general meeting, such authority shall remain 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."

8. To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution, with or without any modifications:

"THAT authority be and is hereby given to the Directors of the Company to offer and grant options in accordance with the provisions of the Baker Group Share Option Scheme 2002 (the "Scheme") and to allot and issue from time to time such number of shares in the Company as may be required to be issued pursuant to the exercise of the options under the Scheme, provided that the aggregate number of shares to be issued pursuant to the Scheme shall not exceed 15% of the issued share capital of the Company from time to time."

By Order of the Board

Aw Seok Chin
Company Secretary
8 April 2008
Singapore

Explanatory Notes

- a. The ordinary resolution proposed in item 7, if passed, will empower the Directors of the Company from the date of the Annual General Meeting until the date of the next Annual General Meeting of the Company, to allot and issue new shares and convertible securities in the Company up to the limits as specified in the resolution for such purposes as they consider would be in the interests of the Company. This authority will continue to be in force until the next Annual General Meeting of the Company, unless previously revoked or varied at a general meeting of the Company.
- b. The ordinary resolution proposed in item 8, if passed, will empower the Directors of the Company to grant options and to issue shares on the exercise of options granted under the Baker Group Share Option Scheme 2002. This scheme, which was approved by the shareholders at an Extraordinary General Meeting of the Company held on 22 May 2002, is limited to 15% of the issued share capital of the Company.

Notes

- i. A member of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint not more than two proxies to attend and vote on his behalf. Where a member appoints more than one proxy, he shall specify the proportion of his shareholdings to be represented by each proxy. A proxy need not be a member of the Company.
- ii. The instrument appointing a proxy or proxies must be deposited at the Registered Office of the Company at No. 122 Pioneer Road, Singapore 639583 not later than 48 hours before the time appointed for holding the Annual General Meeting.

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Baker Technology Limited (the "Company") will be held at Nautica II, Level 2, Republic of Singapore Yacht Club, 52 West Coast Ferry Road, Singapore 126887 on Tuesday, 29 April 2008 at 10.45 a.m. (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 10.30 a.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing with or without modifications the following:-

AS ORDINARY RESOLUTION

Pursuant to Chapter 9 of the SGX-ST Listing Manual, approval be and is hereby given for the acquisition by the Company of the entire issued and paid-up share capital in Sea Deep Shipyard Pte. Ltd. ("Proposed Acquisition") from Saberon Investments Pte Ltd (the "Vendor"), for an aggregate consideration of S\$20,000,000 on the terms and conditions of the sale and purchase agreement (the "Sale and Purchase Agreement") dated 1 February 2008 entered into between the Vendor and the Company, and the Directors of the Company be and are hereby authorised to do any and all such acts and things as they may, in their absolute discretion deem fit, expedient or necessary to give effect to the Proposed Acquisition and/or the Sale and Purchase Agreement.

By Order of the Board

Aw Seok Chin
Company Secretary
8 April 2008
Singapore

NOTES:

1. A member 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 in his stead. Where a member appoints more than one proxy, he shall specify the proportion of his shareholdings to be represented by each proxy. A proxy need not be a member of the Company.
2. The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 122 Pioneer Road, Singapore 639583 not later than 48 hours before the time appointed for holding the Extraordinary General Meeting.