

CDW HOLDING LIMITED

(Incorporated in Bermuda)
(Bermuda Company Registration No. 35127)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a Special General Meeting of CDW Holding Limited (the “**Company**”) will be held on 27 April 2007 at 3:15 p.m.(or immediately thereafter following the conclusion or adjournment of the 2007 Annual General Meeting of the Company held at 3:00 p.m. on the same day and at the same place) at Orchard Room, Level 4, Raffles City Convention Centre, 2 Stamford Road, Singapore 178882, for the purpose of considering and, if thought fit, passing (with or without modification) the following resolutions:-

All capitalised terms in the Resolutions below and defined in the Circular shall, unless otherwise defined in this Notice, bear the respective meanings ascribed thereto in the Circular.

ORDINARY RESOLUTION 1: THE RENEWAL OF THE SHARES PURCHASE MANDATE

“THAT pursuant to the Bye-law 7(B), the Directors of the Company be and are hereby authorized to make purchases of Shares from time to time (whether by way of market purchases or off-market purchases on an equal excess scheme) of up to ten per cent. (10%) of the issued ordinary share capital of the Company (ascertained as at the date of the last annual general meeting of the Company or at the date of the SGM, whichever is the higher) during the Relevant Period, or within any one financial year of the Company, whichever is earlier, at the price of up to but not exceeding the Maximum Price, in accordance with the “Guidelines on Share Purchases” set out in Appendix 1 of the Circular and this mandate shall, unless revoked or varied by the Company in general meeting continue in force until the date that the next annual general meeting of the Company is held or is required by law to be held, whichever is earlier.”

SPECIAL RESOLUTION 2: THE AMENDMENTS TO THE BYE-LAWS OF THE COMPANY

“THAT the Bye-laws of the Company be and is hereby amended in the manner as set out in Appendix 2 of the Circular to Shareholders dated 4 April 2007.”

By Order of the Board

LEE Teck Leng, Robson
TAN San-Ju
Company Secretaries

4 April 2007

Notes:

1. A shareholder entitled to attend and vote at the Special General Meeting is entitled to appoint another person as his proxy to attend and vote on his behalf. A shareholder who is the holder of two or more shares may appoint not more than two proxies to attend on the same occasion, with the exception of the Central Depository (Pte) Limited, who may appoint more than two proxies. A proxy need not be a shareholder of the Company.
2. The instrument appointing a proxy or proxies must be deposited at the Company’s mailing address at the office of the Singapore Share Transfer Agent, Lim Associates (Pte) Ltd., at 3 Church Street #08-01 Samsung Hub, Singapore 049483, not less than 48 hours before the time appointed for holding the Special General Meeting.