



MONTEC INTERNATIONAL LIMITED
ABN 62 104 600 544
NOTICE OF ANNUAL GENERAL MEETING

to be held at	12.00 noon
on	Tuesday 18 November 2008
at the offices of	Deacons Level 18 Grosvenor Place 225 George Street Sydney NSW 2000

Registered Office:	Level 5 255 George Street GPO Box 4231 SYDNEY NSW 2001
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Telephone	(02) 9252 1933
Facsimile	(02) 9252 0188

NOTICE OF MEETING

The Annual General Meeting ("the Meeting") of Montec International Limited ("the Company") will be held at the offices of Deacons, Level 18, Grosvenor Place, 225 George Street, Sydney, NSW, 2000 on Tuesday 18 November 2008 at 12.00 noon.

ORDINARY BUSINESS

Consideration of Financial Report

To consider the Financial Report and the reports of the Directors and Auditors for the year ended 30 June 2008.

No resolution is required to be considered by Members under the Corporations Act or the Company's Constitution.

ADOPTION OF THE REMUNERATION REPORT FOR THE YEAR ENDED 30 JUNE 2007

Resolution 1

Remuneration Report (non-binding)

To consider and put to a non-binding vote the following resolution:

"That the Remuneration Report required by section 300A of the Corporations Act, as contained in the Directors' Report of the Company, for the year ended 30 June 2008 be adopted, details of which are set out in the explanatory notes to resolution 1 in the notice of meeting."

RE-ELECTION OF DIRECTOR

Resolution 2

Re-election of Dr Xueqin Du

To consider, and if thought fit, pass the following ordinary resolution:

"That Dr Xueqin Du retires by rotation in accordance with Clause 5.1 of the Company's Constitution and being eligible, offers herself for re-election, be re-elected as a Director of the Company, details of which are set out in the explanatory notes to resolution 2 in the notice of meeting."

SPECIAL BUSINESS

Resolution 3

Ratification of share issues for the purposes of ASX Listing Rule 7.4

To consider, and if thought fit, pass the following ordinary resolution:

"That, in accordance with ASX Listing Rule 7.4, the Company ratifies and approves for the purposes of ASX Listing Rule 7.1, the issue of 3,500,000 fully paid ordinary shares in the capital of the Company, details of which are set out in the explanatory notes to Resolution 3 in the notice of meeting."

Dated 17 September 2008

BY ORDER OF THE BOARD



N J V Geddes
Company Secretary



VOTING EXCLUSION STATEMENT:

The Company will disregard any votes cast on Resolution 3 by

- Puji Wealth Management (SH) Company, or any associates of the above (within the meaning of the Corporations Act 2001).

However, the entity need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or if it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

EXPLANATORY NOTES:

Resolution 1 – Adoption of the Remuneration Report

Consistent with section 250R of the Corporations Act, the Company submits to shareholders for consideration and adoption by way of a non-binding resolution its Remuneration Report for the year ended 30 June 2008. At the meeting there will be a reasonable opportunity for discussion of the report.

The Remuneration Report is a distinct section of the annual Directors' Report which deals with the remuneration of Directors and executives (which includes senior managers) of the Company. The Remuneration Report can be located in the Company's Annual Report on pages 11 to 13.

Resolution 2 – Dr Xueqin Du (Executive Director)

Pursuant to the Constitution Dr Du will retire by rotation and seeks re-election.

Details of Dr Du's background and experience are set out on page 10 of the Annual Report.

The Board supports the re-election of Dr Du.

Resolution 3 – Ratification of Share Issues

As a result of the placement of 3,500,000 ordinary shares at \$0.03 per share the Company issued shares on 8 July 2008 to the Puji Wealth Management (SH) Co.

ASX Listing Rule 7.1 imposes a cap on the number of shares that a company may issue within a 12 month period without Shareholder approval. The cap is 15% of the Company's capital at the beginning of the 12 month period. ASX Listing Rule 7.4 provides that an issue of equity securities made without Shareholder approval under Listing Rule 7.1 is treated as having been made with Shareholder approval for the purposes of Listing Rule 7.1 if the holders of ordinary securities subsequently approve it, and the issue did not breach Listing Rule 7.1.

The issue of the aforementioned shares did not breach Listing Rule 7.1

In order to restore the Company's 15% placement capacity, it is proposed that the Shareholders ratify the aforementioned issue of ordinary shares. Ratification provides the Company with flexibility in capital management and allows the Company to make further share issues.

The funds raised from this issue were used as working capital.

NOTES:

1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on the member's behalf. If the member is entitled to cast two or more votes at the meeting, the member may appoint not more than two proxies to attend and vote on the member's behalf.
2. If a member appoints two proxies, each proxy should be appointed to represent a specified proportion or number of the member's votes. In the absence of such a specification, each proxy will be entitled to exercise half the votes.
3. A proxy need not be a member of the Company.
4. To appoint a proxy (or two proxies), a proxy form must be signed by the member or the member's attorney duly authorised in writing. If the member is a corporation, the proxy form must be signed either under the corporation's common seal (if any) or under the hand of its attorney or officer duly authorised.
5. To be effective, a proxy form (and, if it is signed by an attorney, the authority under which it is signed or a certified copy of the authority) must be received by the Company not later than 48 hours prior to the Meeting. Proxy forms and authorities may be sent to the Company by post, personal delivery or fax:
6. A body corporate may appoint an individual as its representative to exercise any of the powers the body may exercise at meetings of a company's members. The appointment may be a standing one. Unless the appointment states otherwise, the representative may exercise all of the powers that the appointing body could exercise at a meeting or in voting on a resolution.
7. For the purposes of the Annual General Meeting, persons on the register of members as at close of business on Friday 14 November 2008 will be treated as members. This means that if you are not the registered holder of a relevant share at that time you will not be entitled to vote in respect of that share.

Montec International Limited
C/- Australian Company Secretaries Pty Ltd

Street address: Level 5, 255 George Street,
Sydney NSW 2000

Mailing address: GPO Box 4231, Sydney NSW 2001

Fax: (02) 9252 0188

provided that members who forward their proxy forms by fax are required to make available the original executed form of the proxy for production, if called upon at the meeting to do so.



PROXY FORM

MONTEC INTERNATIONAL LIMITED

ABN 62 104 600 544

I/We.....

(PLEASE PRINT NAME)

Of.....

(ADDRESS)

being a member/members of Montec International Limited

A Appoint

(PLEASE PRINT NAME)

or failing the person so named (or if no person is named) the Chairman of the Meeting [if appointing the Chairman see B below] as proxy to vote in accordance with the following directions (or if no directions have been given as the proxy or the Chairman sees fit) at the Annual General Meeting of members of Montec International Limited to be held on Tuesday 18 November 2008 commencing at 12.00 noon and at any adjournment.

B Business

For

Against

Abstain

Resolution 1 – Adoption of the Remuneration Report

Resolution 2 – Re-election of Dr Xueqin Du

Resolution 3 – Ratification of Share Issues

C If Appointing a Second Proxy

State here the percentage of your voting rights

%

Or

Or

the number of shares applicable to this Form

Number

D Insert your daytime telephone number

(S T D)

E Signature(s)

Date

Signatures if Corporate Shareholder (See Note F)

Executed in accordance with section 127 of the Corporations Act

Director/Sole Director sign and print name

Director/Secretary sign and print name

Note: For your proxy to be entitled to vote your shares at the Meeting, the completed Proxy Form must be received by the Company not later than 48 hours prior to the Meeting.

INSTRUCTION FOR COMPLETION OF PROXY FORM:

Your vote is important. Please direct your proxy how to vote. For your proxy to be entitled to vote your shares at the Meeting, the Company must receive the completed Proxy Form not later than 48 hours prior to the Meeting. Any proxy received after this deadline will be treated as invalid.

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A. Appoint

Insert here the name of the person you wish to appoint as proxy. Members cannot appoint themselves. If you submit a Proxy Form which does not name a person to act as your proxy, the Chairman of the Meeting will act as your proxy. You can vote your shares by proxy even if you plan to attend the Meeting.

B. Business

If you wish to direct your proxy how to vote on any item, place a mark in the appropriate box. If a mark is placed in a box, your total shareholding will be voted in that manner. You may, if you wish, split your voting direction by inserting the number of shares you wish to vote in the appropriate box. The vote will be invalid if a mark is made against more than one box for a particular item or if the total shareholding shown in "For", "Against" and "Abstain" boxes is more than your total shareholding on the share register.

C. If Appointing a Second Proxy

A member is entitled to appoint up to two persons (whether members or not) to attend the Meeting as proxies and vote. If you wish to appoint two proxies please photocopy your proxy form or obtain another proxy form by calling the Company Secretary on (02) 9252 1933. Both Forms should be completed with the nominated percentage of your voting rights or number of shares on each Form. If you do not specify the nominated percentage of your voting rights or number of shares, each of the proxies may exercise half of the votes. Please return these Proxy Forms together.

D. Insert your daytime telephone number

This is required in case we need to contact you.

E. Signature(s)/Date

This Form must be signed and dated by the member. If the member is an Australian corporation, the Form must be executed in accordance with section 127 of the Corporations Act or by an attorney. If a person who is not the registered shareholder signs this Form then the relevant authority must either have been exhibited previously to the Company or be enclosed with this Form.

Further Important Information

Please return your completed Proxy Form to the Company Secretary c/- Australian Company Secretaries Pty Ltd, at Level 5, 255 George Street, Sydney, NSW, 2000 (GPO Box 4231, Sydney, NSW, 2001). Alternatively, your Form can be faxed to the Company on (02) 9252 0188. To be effective, the Form must be received by the Company at the above address not later than 48 hours prior to the Meeting. **If you require further information on how to complete the Proxy Form, telephone the Company Secretary on (02) 9252 1933.**