



BBR HOLDINGS (S) LTD

(Registration No.: 199304349M)

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- (1) THE PROPOSED ADOPTION OF NEW MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY; AND
 - (2) THE PROPOSED SHARE PURCHASE MANDATE,
- (COLLECTIVELY, THE “PROPOSALS”).
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DESPATCH OF CIRCULAR

Further to the announcement by the Company on 27 February 2009 in relation to the Proposals, the Board of Directors of the Company wishes to announce that the Company has today despatched a circular dated 2 April 2009 (the “Circular”) in relation to the Proposals, to shareholders of the Company (“Shareholders”).

The Circular contains information on the Proposals as well as the Notice of the Extraordinary General Meeting (the “EGM”) of the Company to be held at 50 Changi South Street 1, BBR Building, Singapore 486126 on Tuesday, 28 April 2009 at 10.30 a.m. (or as soon thereafter following the conclusion or adjournment of the 15th Annual General Meeting of the Company to be held at 10.00 a.m. on the same day and at the same place). A copy of the Notice of EGM is attached to this Announcement.

Shareholders who do not receive the Circular within a week from the date hereof should contact the share registrar of the Company at the following address:-

Boardroom Corporate & Advisory Services Pte. Ltd.
3 Church Street
#08-01 Samsung Hub
Singapore 049483

A copy of the Circular is available on the website of the Singapore Exchange Securities Trading Limited at www.sgx.com.

Shareholders are requested to note the following important dates and times in respect of the EGM:-

IMPORTANT DATES AND TIMES

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| Last date and time for lodgement of Proxy Form | : 26 April 2009 at 10.30 a.m. |
| Date and time of Extraordinary General Meeting | : 28 April 2009 at 10.30 a.m. (or as soon thereafter following the conclusion or adjournment of the 15 th Annual General Meeting of the Company to be held at 10.00 a.m. on the same day and at the same place) |
| Place of Extraordinary General Meeting | : 50 Changi South Street 1, BBR Building, Singapore 486126 |

By Order of the Board of the Company

Tan Kheng Hwee Andrew
Chief Executive Officer

3 April 2009



BBR HOLDINGS (S) LTD

(Incorporated in the Republic of Singapore)

Company Registration No. 199304349M

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of BBR Holdings (S) Ltd (the "**Company**") will be held at 50 Changi South Street 1, BBR Building, Singapore 486126 on Tuesday, 28 April 2009 at 10.30 a.m. (or as soon thereafter following the conclusion or adjournment of the 15th Annual General Meeting of the Company to be held at 10.00 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 resolutions:

Resolution 1: Special Resolution

Adoption of New Memorandum of Association of the Company

THAT the clauses contained in the new Memorandum of Association of the Company as contained in Appendix A of the circular dated 2 April 2009 issued by the Company to its shareholders and submitted to this Meeting and, for the purpose of identification, subscribed to by the Chairman thereof, be approved and adopted as the Memorandum of Association of the Company in substitution for, and to the exclusion of, the existing Memorandum of Association of the Company.

Resolution 2: Special Resolution

Adoption of New Articles of Association of the Company

THAT the regulations of the Company contained in the new Articles of Association of the Company as contained in Appendix B of the circular dated 2 April 2009 issued by the Company to its shareholders and submitted to this Meeting and, for the purpose of identification, subscribed to by the Chairman thereof, be approved and adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association of the Company.

Resolution 3: Ordinary Resolution

Proposed Share Purchase Mandate

THAT:

(a) for the purposes of Sections 76C and 76E of the Companies Act, Chapter 50 (the "**Companies Act**"), the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire issued and fully paid ordinary shares in the Company (the "**Shares**") not exceeding in aggregate the Prescribed Limit (as hereinafter defined), at such price or prices as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereinafter defined), whether by way of:

- (i) market purchases (each a "**Market Purchase**") on the Singapore Exchange Securities Trading Limited ("**SGX-ST**"); and/or
- (ii) off-market purchases (each an "**Off-Market Purchase**") effected otherwise than on the SGX-ST in accordance with any equal access scheme(s) as may be determined or formulated by the Directors of the Company as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act, and otherwise in accordance with all other laws, regulations and listing rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "**Share Purchase Mandate**");

(b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Purchase Mandate in paragraph (a) of this Resolution may be exercised by the Directors of the Company at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:

- (i) the date on which the next Annual General Meeting of the Company is held;
- (ii) the date by which the next Annual General Meeting of the Company is required by law to be held; or
- (iii) the date on which purchases or acquisitions of Shares are carried out to the full extent mandated;

(c) in this Resolution:

"**Prescribed Limit**" means, subject to the Companies Act, 10% of the total number of issued Shares of the Company (excluding any Shares which are held as treasury shares) as at the date of the passing of this Resolution; and

"**Maximum Price**", in relation to a Share to be purchased, means an amount (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses) not exceeding:

- (i) in the case of a Market Purchase, 105% of the Average Closing Price (as defined hereinafter); and
- (ii) in the case of an Off-Market Purchase, 120% of the Average Closing Price (as defined hereinafter),

where:

"**Average Closing Price**" means the average of the Closing Market Prices of the Shares over the last five Market Days on the SGX-ST, on which transactions in the Shares were recorded, immediately preceding the day of the Market Purchase or, as the case may be, the date of making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs after such five-Market Day period;

"**Closing Market Price**" means the last dealt price for a Share transacted through the SGX-ST's Quest-ST system as shown in any publication of the SGX-ST or other sources;

"**date of the making of the offer**" means the day on which the Company announces its intention to make an offer for the purchase or acquisition of Shares from shareholders of the Company, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase; and

"**Market Day**" means a day on which the SGX-ST is open for trading in securities; and

(d) the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated by this Resolution."

All capitalised terms used in this Notice which are not defined herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the Company's circular to Shareholders dated 2 April 2009 (the "**Circular**") (including supplements and modifications thereto). Shareholders should refer to the Circular for information relating to the proposed adoption of new Memorandum and Articles of Association of the Company and the proposed Share Purchase Mandate.

By Order of the Board
BBR Holdings (S) Ltd

Tan Kheng Hwee Andrew
Chief Executive Officer
2 April 2009

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. A proxy need not be a member of the Company.
2. The instrument or form appointing a proxy or proxies, duly executed, must be deposited at the registered office of the Company at 50 Changi South Street 1, BBR Building, Singapore 486126, not less than 48 hours before the time appointed for holding the Extraordinary General Meeting in order for the proxy to be entitled to attend and vote at the Extraordinary General Meeting.