



BBR HOLDINGS (S) LTD

(Company Registration No.: 199304349M)
(Incorporated in the Republic of Singapore)

PROPOSED ADOPTION OF THE BBR SHARE PLAN AND PROPOSED RENEWAL OF THE SHARE PURCHASE MANDATE

1. INTRODUCTION

The Board of Directors (the “**Directors**”) of BBR Holdings (S) Ltd (the “**Company**”) wishes to announce that the Company proposes to:-

- (i) adopt a share plan to be known as “The BBR Share Plan” (the “**Plan**”) that will enable the employees (including the executive directors) of the Company and its subsidiaries (“**Group**”) and the non-executive Directors of the Company to participate in the equity of the Company pursuant to the grant of contingent awards of fully paid ordinary shares in the capital of the Company (“**Shares**”) under the Plan; and
- (ii) renew the share purchase mandate (“**Share Purchase Mandate**”) to enable the Company to purchase or otherwise acquire issued Shares on the terms of such mandate, (collectively, the “**Proposals**”).

2. THE PROPOSED ADOPTION OF THE PLAN

The Plan is proposed on the basis that it is important to retain employees whose contributions are important to the well-being and prosperity of the Group and to recognise outstanding employees (including executive directors) of the Group and non-executive Directors of the Company who have contributed to the growth of the Group. Controlling shareholders of the Company and their associates will not be eligible to participate in the Plan. The Plan will give participants of the Plan (“**Participants**”) an opportunity to have a personal equity interest in the Company and will assist in achieving the following positive objectives:

- (a) the motivation of each Participant to optimize his performance standards and efficiency and to maintain a high level of contribution to the Group;
- (b) the retention of key executives and directors of the Group whose contributions are important to the long-term growth and profitability of the Group;
- (c) to instil loyalty to, and a stronger identification by employees with the long term prosperity of, the Group;
- (d) to make employee remuneration sufficiently competitive to recruit and retain employees with relevant skills to contribute to the Group and to create value for the shareholders of the Company (“**Shareholders**”); and
- (e) to align the interests of the Participants with the interests of the Shareholders.

The Plan is proposed to increase the Company’s flexibility and effectiveness in its continuing efforts to reward, retain and motivate employees to achieve superior performance. The Plan will strengthen the Company’s competitiveness in attracting and retaining talented key senior management and senior executives.

The Plan is centred on the accomplishment of specific pre-determined performance conditions and/or time-based service conditions, which is the prerequisite for the award of fully paid Shares. This reward structure allows the Company to target specific performance objectives and incentivise the Participants to put in their best efforts to achieve these targets.

The Directors believe that the proposed Plan will serve as a powerful incentive in retaining and motivating key senior management and senior executives to optimise their performance standards and efficiency in the strive for sustainable growth and prosperity for the Company as well as to encourage the Participants' greater dedication and loyalty to the Company. Furthermore, non-executive Directors can make significant contributions to the Group through their close working relationship with the Group even though they are not employed within the Group. Including such non-executive Directors in the Plan will enhance the Company's flexibility and effectiveness in rewarding and giving due recognition to significant contributions and services to the Company.

3. RENEWAL OF THE SHARE PURCHASE MANDATE

At an extraordinary general meeting of the Company held on 28 April 2009 ("**2009 EGM**"), Shareholders had approved the grant of the Share Purchase Mandate to enable the Company to purchase or otherwise acquire issued Shares upon the terms of the Share Purchase Mandate. The existing Share Purchase Mandate will expire at the forthcoming 16th Annual General Meeting of the Company. Accordingly, Shareholders' approval is proposed to be sought for the renewal of the Share Purchase Mandate at an extraordinary general meeting ("**EGM**") of the Company, to be held immediately following the 16th Annual General Meeting of the Company.

4. APPROVALS

The proposed adoption of the Plan is subject to the approval of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"). An application has been made to the SGX-ST for permission to deal in and for the listing of and quotation for the new Shares to be issued pursuant to the release of awards pursuant to the Plan on the SGX-ST.

The Proposals are subject to the approval of the Shareholders by ordinary resolutions at the EGM.

A circular containing, *inter alia*, the notice of the EGM and the details of the Proposals will be despatched to Shareholders in due course.

By Order of the Board of Directors
BBR Holdings (S) Ltd

Tan Kheng Hwee Andrew
Executive Director and Chief Executive Officer
23 March 2010