



## BIOSENSORS INTERNATIONAL GROUP, LTD.

(Incorporated in Bermuda as an exempted company limited by shares)  
(Company Registration Number: 24983)

### PROPOSED AMALGAMATION BETWEEN BIOSENSORS INTERNATIONAL GROUP, LTD. AND CB MEDICAL HOLDINGS LIMITED AND VOLUNTARY DELISTING OF BIOSENSORS INTERNATIONAL GROUP, LTD.

#### RESULTS OF THE SPECIAL GENERAL MEETING OF THE COMPANY HELD ON 5 APRIL 2016 ("2016 SGM")

##### 1. INTRODUCTION

Biosensors International Group, Ltd. (the "**Company**") refers to:

- (a) the joint announcement jointly issued by the Company and CB Medical Holdings Limited ("**CBMHL**") dated 4 November 2015 in respect of the proposed amalgamation (the "**Amalgamation**") between the Company and CBMHL, a substantial shareholder of the Company, under the laws of Bermuda;
- (b) the update joint announcement jointly issued by the Company and CBMHL on 10 February 2016 in connection with the Amalgamation;
- (c) the announcement issued by the Company dated 3 March 2016 in respect of the Despatch of the Amalgamation Document and Update on Status of Amalgamation Conditions;
- (d) the announcement issued by the Company dated 24 March 2016 in respect of, *inter alia*, (i) the Notice of Books Closure Date and Last Trading Date, (ii) Update on Important Indicative Dates and Events and (iii) Update on Status of Amalgamation Conditions;
- (e) the Amalgamation document dated 3 March 2016 (the "**Amalgamation Document**") issued by the Company in relation to, *inter alia*, the Amalgamation and the proposed voluntary delisting of the Company from the Official List of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") pursuant to Rules 1307 and 1309 of the listing manual of the SGX-ST (the "**Delisting**"); and
- (f) the Notice of Special General Meeting dated 3 March 2016 (the "**Notice of 2016 SGM**") relating to the Amalgamation and the Delisting.

Unless otherwise defined herein, all terms used but not defined in this announcement shall have the same meanings ascribed to them in the Amalgamation Document.

## 2. RESULTS OF THE 2016 SGM

The Company wishes to announce that all resolutions relating to matters set out in the Notice of 2016 SGM were voted on by way of poll. All resolutions were duly passed at the 2016 SGM. The Company wishes to confirm that the Record Date in respect of the Amalgamation shall fall on 7 April 2016. Subject to the satisfaction (or, where applicable, waiver) of all the Amalgamation Conditions on the Record Date, the Amalgamation shall become effective on the date shown in the Certificate of Amalgamation to be issued by the Bermuda Registrar of Companies. The Company will continually keep Shareholders updated on this.

Shareholders are advised to consult their respective stockbroker, bank manager, solicitor, accountant, or other professional adviser immediately if they are in any doubt as to the action to be taken in relation to their investment in the Company.

### 2.1 Poll Results

The following are the poll results in respect of the resolutions passed at the 2016 SGM:

Resolutions	Total Number of Shares Represented by Votes For and Against the Relevant Resolution	FOR		AGAINST	
		No. of Shares	As a percentage of Total Number of Votes For and Against the Resolution (%)	No. of Shares	As a Percentage of Total Number of Votes For and Against the Resolution (%)
<b>SPECIAL RESOLUTION 1</b>					
The Amalgamation	905,071,560	894,887,910	98.87	10,183,650	1.13
<b>RESOLUTION 2</b>					
The Delisting	1,250,150,644	1,239,797,994	99.17	10,352,650	0.83
<b>ORDINARY RESOLUTION 3</b>					
Issuance of Shares under the Employee Share Option Scheme and Performance Share Plan	1,245,918,024	1,153,065,499	92.55	92,852,525	7.45

## 2.2 Details of the parties who are required to abstain from voting on any resolution(s)

### Special Resolution 1: Amalgamation

CMBHL and persons acting in concert with it, namely Jack Wang, Yoh-Chie Lu, Qiang Jiang and David Chin, are required to abstain from voting on the Amalgamation.

## 2.3 Name of firm and/or person appointed as scrutineer

RHT Corporate Advisory Pte. Ltd. was appointed as scrutineer of the 2016 SGM.

## 3. INDICATIVE DATE AND TIMELINES

Shareholders should take note of the following important dates and events. All references to dates and times below are made by reference to Singapore dates and times. In the event of a change, the Company will publicly announce such change through the SGXNET.

Event	Indicative times and dates
Last day of trading in Shares	4 April 2016
Books Closure Date	5.00 p.m. (Singapore time) on 7 April 2016
Record Date	7 April 2016
Expected Effective Date <sup>(1)</sup>	8 April 2016
Expected Date of payment of the Amalgamation Consideration	Within seven (7) business days after the Effective Date
Expected date of Delisting	After settlement of the Amalgamation Consideration

### **Note:**

- (1) The Amalgamation becoming effective and binding is dependent upon the satisfaction or waiver of all the Amalgamation Conditions on or prior to the Record Date.

**Shareholders should note that, save for the dates above not described as "expected", the above timetable is indicative only and may be subject to change. For events listed above which are described as "expected", please refer to future announcement(s) by the Company for the exact time and date of these events. In particular, Shareholders should regularly check the website of the SGX-ST at [www.sgx.com](http://www.sgx.com) after the 2016 SGM to ensure that they receive timely information on the remaining dates.**

#### **4. RETURN OF ELECTION FORMS**

Shareholders' entitlements under the Amalgamation will be determined as at 5.00 p.m. (Singapore time) on the Books Closure Date (such Shareholders being the "**Entitled Shareholders**"). If an Entitled Shareholder wishes to elect to receive the Cash Consideration, no action needs to be taken by such Entitled Shareholder in relation to such election. If an Entitled Shareholder wishes to elect to receive the Share Consideration, such Entitled Shareholder should complete, sign and submit the relevant Election Form together with, where applicable, the Diligence Details and the relevant supporting documents and for an Entitled Shareholder whose/which Shares are not deposited with CDP, his/its existing share certificate(s) and/or other document(s) of title relating to its/his Shares, in accordance with the procedures for election set out in Appendix II to Appendix 4 to the Amalgamation Document.

#### **5. DIRECTORS' RESPONSIBILITY STATEMENT**

The directors of the Company (including any who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement which relate to the Company (excluding information relating to CBMHL) are fair and accurate and that, where appropriate, no material facts which relate to the Company have been omitted from this Announcement, and the directors of the Company jointly and severally accept responsibility accordingly.

Where any information which relates to the Company has been extracted or reproduced from published or otherwise publicly available sources or obtained from CBMHL, the sole responsibility of the directors of the Company has been to ensure that, through reasonable enquiries, such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement. The directors of the Company do not accept any responsibility for any information relating to CBMHL or any opinion expressed by CBMHL.

#### **BY ORDER OF THE BOARD**

**Yoh-Chie Lu**  
**Chairman**

5 April 2016