BONVESTS HOLDINGS LIMITED
Registration No. 196900282M
(Incorporated in the Republic of Singapore)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Forty-Sixth Annual General Meeting of the Company will be held at The Sheraton Towers Singapore, 39 Scotts Road, Topaz Room, Level 2, Singapore 228230, on Wednesday, 29 April 2015 at 2:00 p.m., to transact the following business:

As Ordinary Business

1. To receive and adopt the Audited Financial Statements for the year ended 31 December 2014 together with the Directors' Report and the Auditor's Report thereon. (Resolution 1)

2. To declare a first and final dividend (1-tier tax exempt) of 1.6 cents per share in respect of the financial year ended 31 December 2014 (2013: 1.5 cents per share (1-tier tax exempt)). (Resolution 2)

3. To re-elect Mr Chew Heng Ching, a Director retiring under Article 92 of the Articles of Association of the Company. (Resolution 3)

   Mr Chew Heng Ching will, upon re-election as Director of the Company, remain a member of the Audit Committee and will be considered independent for the purposes of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited. He will also remain as Chairman of the Remuneration Committee and a member of the Nominating Committee.

4. To re-elect Mr Gary Xie Guojun, a Director retiring under Article 92 of the Articles of Association of the Company. (Resolution 4)

5. To consider, and if thought fit, to pass the following resolution:

   "That pursuant to Section 153(6) of the Companies Act, Cap. 50, Mr Tom Yee Lat Shing be and is hereby re-appointed a Director of the Company to hold office until the next Annual General Meeting." (Resolution 5)

   Mr Tom Yee Lat Shing will, upon re-appointment as Director of the Company, remain as Chairman of the Audit Committee and will be considered independent for the purposes of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited. He will also remain as a member of the Nominating Committee and Remuneration Committee.

6. To approve the payment of Directors' Fee of S$202,000 for 2014 (2013: S$195,000.00). (Resolution 6)

7. To re-appoint Foo Kon Tan LLP, as Auditor and to authorise the Directors to fix their remuneration. (Resolution 7)

As Special Business

8. Authority to issue shares

To consider, and if thought fit, to pass the following Ordinary Resolution (with or without amendments):

(a) "that, pursuant to Section 161 of the Companies Act, Cap. 50, and the listing rules of the Singapore Exchange Securities Trading Limited, approval be and is hereby given to the Directors of the Company at any time to such persons and upon such terms and for such purposes as the Directors may in their absolute discretion deem fit, to:

(i) issue shares in the capital of the Company whether by way of rights, bonus or otherwise;

(ii) make or grant offers, agreements or options that might or would require shares to be issued or other transferable rights to subscribe for or purchase shares (collectively, "Instruments") including but not limited to the creation and issue of warrants, debentures or other instruments convertible into shares;

(iii) issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues; and

(b) notwithstanding the authority conferred by the shareholders may have ceased to be in force, issue shares in pursuance of any Instrument made or granted by the Directors while the authority was in force, provided always, that subject to any applicable regulations as may be prescribed by the Singapore Exchange Securities Trading Limited,

(i) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) does not exceed 50 per cent of the Company's total number of issued shares excluding treasury shares, of which the aggregate number of shares (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued other than on a pro rata basis to shareholders of the Company does not exceed 20 per cent of the total number of issued shares excluding treasury shares of the Company, and for the purpose of this resolution, the total number of issued shares excluding treasury shares shall be the Company's total number of issued shares excluding treasury shares at the time this resolution is passed, after adjusting for:

(a) new shares arising from the conversion or exercise of convertible securities, or

(b) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time this resolution is passed provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual of the Singapore Exchange Securities Trading Limited, and

(c) any subsequent bonus issue, consolidation or subdivision of the Company's shares, and

(ii) such authority shall, unless revoked or varied by the Company at a general meeting, continue in force until the conclusion of the next Annual General Meeting or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier."

(Resolution 8)
[See Explanatory Note]

Any other business

9. To transact any other business that may normally be transacted at an Annual General Meeting.

By Order of the Board

Foo Soon Soo
Company Secretary

Singapore, 13 April 2015

Explanatory Note:

The Ordinary Resolution in item 8 is to authorise the Directors of the Company from the date of the above Meeting until the next Annual General Meeting to issue shares and convertible securities in the Company up to an amount not exceeding in aggregate 50 per cent of the total number of issued shares excluding treasury shares of the Company of which the total number of shares and convertible securities issued other than on a pro rata basis to existing shareholders shall not exceed 20 per cent of the total number of issued shares excluding treasury shares of the Company at the time the resolution is passed, for such purposes as they consider would be in the interests of the Company. The total number of issued shares excluding treasury shares of the Company for this purpose shall be the total number of issued shares excluding treasury shares at the time of this resolution is passed (after adjusting for new shares arising from the conversion of convertible securities or share options on issue at the time this resolution is passed and any subsequent bonus issue, consolidation or subdivision of the Company's shares). This authority will, unless revoked or varied at a general meeting, expire at the next Annual General Meeting of the Company.

Notes:

1. A Depositor's name must appear on the Depository Register not less than 48 hours before the time of the Meeting.

2. A member entitled to attend and vote at the Meeting is entitled to appoint not more than two proxies to attend and vote in his stead and any such proxy need not be a member of the Company.

3. The instrument appointing a proxy must be lodged at the registered office of the Company not less than 48 hours before the time appointed for the Meeting.

NOTICE OF BOOK CLOSURE DATE

NOTICE IS ALSO HEREBY GIVEN that subject to the approval of the shareholders at the Forty-Sixth Annual General Meeting:

FIRST AND FINAL DIVIDEND

First and final dividend (1-tier tax exempt) of 1.6 cents per share, in respect of the year ended 31 December 2014 will be paid on 20 May 2015 to shareholders whose names appear in the Register of Members on 8 May 2015 as at 5.00 p.m. Accordingly, the Transfer Books and the Register of Members of the Company will be closed after 5.00 p.m. on 8 May 2015 to 10 May 2015, for the purpose of determining shareholders' entitlements to the proposed first and final dividend.

Registrable transfers received by the Company's Share Registrar, KCK CorpServe Pte Ltd at 333 North Bridge Road #08-00, KH KEA Building, Singapore 188721, up to 5.00 p.m., on 8 May 2015 will be registered before entitlements to the dividend are determined. Members whose Securities Accounts with The Central Depository (Pte) Limited are credited with shares of the Company as at 5.00 p.m. on 8 May 2015 will be entitled to such proposed dividend.

By Order of the Board
Foo Soon Soo
Company Secretary

Singapore, 13 April 2015