BIOSENSORS
INTERNATIONAL™

BIOSENSORS INTERNATIONAL GROUP, LTD.

(Incorporated in Bermuda as an exempted company limited by shares)
(Company Registration No: 24983)

NOTICE OF 2015 SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2015 Special General Meeting ("**SGM**") of Biosensors International Group, Ltd. (the "**Company**") will be held at Meeting Room 324, Level 3, Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Suntec City, Singapore 039593, on Friday, 24 July 2015 at 10:30 a.m. (or as soon as practicable thereafter following the conclusion or adjournment of the 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 (AS AN ORDINARY RESOLUTION): APPROVAL OF THE PROPOSED RENEWAL OF THE SHARE BUY-BACK MANDATE

THAT:–

(a) the directors of the Company ("**Directors**") be and are hereby authorised to exercise all the powers of the Company to purchase or otherwise acquire fully paid-up ordinary shares in the issued share capital of the Company ("**Shares**") not exceeding in aggregate the Maximum Limit (as hereinafter defined), at such price(s) as may be determined by the Directors from time to time up to the Maximum Price (as hereinafter defined), whether by way of:–

(i) on-market purchase(s) (each a "**Market Purchase**") transacted on the Singapore Exchange Securities Trading Limited ("**SGX-ST**") through the ready market, and which may be transacted through one (1) or more duly licensed stockbrokers appointed by the Company for the purpose; and/or

(ii) off-market purchase(s) (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 as they consider fit, which scheme(s) shall satisfy all the conditions for the time being prescribed by the Listing Manual of the SGX-ST,

and otherwise in accordance with all other laws and regulations, including but not limited to, the Companies Act 1981 of Bermuda, the Listing Manual of the SGX-ST, the Singapore Code on Take-over and Mergers, the memorandum of association and bye-laws of the Company, as may for the time being be applicable (the "**Share Buy-Back Mandate**");

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

(i) the conclusion of the next annual general meeting of the Company or the date by which such annual general meeting is required to be held;

(ii) the date on which the purchases or acquisitions of the Shares pursuant to the Share Buy-Back Mandate are carried out to the full extent mandated; or

(iii) the date on which the authority conferred by the Share Buy-Back Mandate is varied or revoked by the shareholders of the Company in general meeting by way of an ordinary resolution;

(c) for purposes of this Resolution:–

"**Maximum Limit**" means ten per cent. (10%) of the total issued ordinary shares of the Company (excluding treasury shares) as at the date of the passing of this Resolution, unless the Company has, at any time during the Relevant Period (as hereinafter defined), effected a reduction of the share capital of the Company (other than a reduction by virtue of a share buy-back) in accordance with the applicable provisions of the Companies Act 1981 of Bermuda and the bye-laws of the Company, in which event the total number of issued ordinary shares of the Company shall be taken to be the total number of the issued ordinary shares of the Company as altered by such capital reduction. For this purpose, the total number of issued ordinary shares shall exclude any issued ordinary shares that may be held as treasury shares by the Company from time to time;

"**Relevant Period**" means the period commencing from the date of the passing of this Resolution and expiring on the date the next annual general meeting of the Company is held or required to be held, or the date the Share Buy-Back Mandate is revoked or varied by the Company in general meeting, whichever is the earliest;

"**Maximum Price**", in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, stamp duties, commission, applicable goods and services tax and other related expenses) which shall not exceed:

(i) in the case of a Market Purchase, five per cent. (5%) above the average of the closing market prices of the Shares over the last five (5) Market Days on which transactions in the Shares were recorded before the day on which the Market Purchase was made by the Company and deemed to be adjusted for any corporate action that occurs after the relevant five (5)-day period; and

(ii) in the case of an Off-Market Purchase, twenty per cent. (20%) above the average of the closing market prices of the Shares over the last five (5) Market Days on which transactions in the Shares were recorded before the day on which the Company makes an announcement of an offer under the Off-Market Purchase scheme and deemed to be adjusted for any corporate action that occurs after the relevant five (5)-day period; and

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

(d) the Directors and/or any of them be and are hereby authorised to deal with the Shares purchased by the Company pursuant to the Share Buy-Back Mandate in any manner as they think fit and subject to the Companies Act 1981 of Bermuda; and

(e) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, to execute all such documents as may be required and to approve any amendments, alterations or modifications to any documents), as they and/or he may consider desirable, expedient or necessary to give effect to the transactions contemplated by this Resolution.

RESOLUTION 2 (AS A SPECIAL RESOLUTION): APPROVAL OF THE PROPOSED AMENDMENTS TO THE BYE-LAWS OF THE COMPANY

THAT:

(a) the proposed amendments to the bye-laws of the Company as set out in Appendix 1 to the Circular be and are hereby approved; and

(b) the Directors of the Company and each of them be and is hereby authorised to do all such acts and things (including without limitation, to execute all such documents as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they and/or he may consider necessary, desirable or expedient to implement and give effect to the transactions contemplated and/or authorised by this Resolution.

By Order of the Board
Biosensors International Group, Ltd.

Ronald H. Ede
Company Secretary

Singapore, 1 July 2015

Notes:

1. (a) A Shareholder (other than CDP) entitled to attend and vote at the SGM and who holds two (2) or more Shares is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy need not be a member of the Company.

(b) If a Shareholder, who is not a Depositor, is unable to attend the SGM and wishes to appoint a person(s) to attend and vote at the SGM in his stead, then he should complete and sign the relevant Shareholder Proxy Form and deposit the duly completed Shareholder Proxy Form at the office of the Company's Singapore Share Transfer Agent, M&C Services Private Limited at 112 Robinson Road, #05-01, Singapore 068902, not less than forty-eight (48) hours before the time appointed for the SGM.

(c) A Depositor whose name is shown in the Depository Register of The Central Depository (Pte) Limited ("**CDP**") as at a time not earlier than forty-eight (48) hours prior to the time of the SGM and who/which is (i) an individual but is unable to attend the SGM personally and wishes to appoint a nominee to attend and vote as CDP's proxy; or (ii) a corporation, must complete, sign and return the Depositor Proxy Form and deposit the duly completed Depositor Proxy Form at the office of the Company's Singapore Share Transfer Agent, M&C Services Private Limited at 112 Robinson Road, #05-01, Singapore 068902, not less than forty-eight (48) hours before the time appointed for the SGM.

(d) If a Shareholder who has Shares entered against his name in the Depository Register and Shares registered in his name in the Register of Members of the Company is unable to attend the SGM and wishes to appoint a proxy, he should use the Depositor Proxy Form and the Shareholder Proxy Form for, respectively, the Shares entered against his name in the Depository Register and the Shares registered in his name in the Register of Members of the Company.

(e) A Depositor who is an individual and whose name is shown in the Depository Register as at a time not earlier than forty-eight (48) hours prior to the time of the SGM and who wishes to attend the SGM in person need not take any further action and can attend and vote at the SGM as CDP's proxy without the lodgement of any proxy form.

2. Ordinary Resolution 1, if passed, renews the Share Buy-Back Mandate and will authorise the Directors, from time to time, to purchase issued ordinary shares of the Company, subject to and in accordance with the Companies Act 1981 of Bermuda, the Listing Manual of the SGX-ST, and such other laws and regulations as may for the time being be applicable. Information relating to the Share Buy-Back Mandate is set out in this Circular dated 1 July 2015.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the SGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the SGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the SGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.