



BRC Asia Limited

(Incorporated in the Republic of Singapore)

(Company Registration No. 193800054G)

NOTICE OF EXTRAORDINARY GENERAL MEETING

All capitalised terms in this Notice of Extraordinary General Meeting and defined in the circular to shareholders dated 15 July 2015 (the "Circular") shall, unless otherwise defined herein, bear the respective meanings ascribed thereto in the Circular.

NOTICE IS HEREBY GIVEN that an extraordinary general meeting ("EGM") of BRC Asia Limited (the "Company") will be held at 5, Sixth Lok Yang Road, Singapore 628103 on 5 August 2015 at 2.30 p.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the following ordinary resolutions:-

1. ORDINARY RESOLUTION: PROPOSED SHARE CONSOLIDATION

That with effect from the date to be determined by the directors of the Company ("Directors") and pursuant to the Articles of Association of the Company, approval be and is hereby given:

- (a) for the proposed consolidation of every five (5) existing issued ordinary shares in the capital of the Company ("Existing Shares") held by shareholders of the Company ("Shareholders") as at a books closure date to be determined by the Directors ("Books Closure Date") into one (1) Consolidated Share in the manner set out in the Circular ("Proposed Share Consolidation");
- (b) for the Directors to disregard any fraction of a Consolidated Share which may arise from the Proposed Share Consolidation and that affected Shareholders will not be reimbursed for the fractional shares cancelled and not issued;
- (c) for the Directors to be authorised to fix the Books Closure Date and the date on which the Consolidated Shares will trade on the Official List of the SGX-ST in their absolute discretion as they deem fit; and
- (d) for the Directors and each of them to be authorised and empowered to complete and do and execute all such things and acts (including, without limitation, executing all such documents as may be required) as they or he may think necessary or expedient to give effect to this Resolution, with such modifications thereto (if any) as they or he shall think fit in the interests of the Company.

2. ORDINARY RESOLUTION: PROPOSED AMENDMENTS TO THE RULES OF THE BRC SHARE OPTION SCHEME 2011

That subject to the Proposed Share Consolidation being effected, approval be and is hereby given for the amendment of the Rules of the BRC Share Option Scheme 2011 as follows:

- (a) Rules 8.5, 11.1, 11.2 and 12.1 of the BRC Share Option Scheme 2011 be amended so that, the number "1,000" shall be deleted and replaced with "100"; and
- (b) The note of the acceptance form in Appendix E2 of the BRC Share Option Scheme 2011 be amended so that, the number "1,000" shall be deleted and replaced with "100",

such amendments to take effect from the date on which the Proposed Share Consolidation becomes effective.

By Order of the Board

Lee Chun Fun
Low Mei Wan

Company Secretaries
15 July 2015

Notes:

- (1) A Shareholder entitled to attend and vote at the EGM is entitled to appoint not more than two proxies to attend and vote on his behalf. A proxy need not be a member of the Company.
- (2) If the appointor is a corporation, the instrument appointing a proxy must be under seal or the hand of its duly authorised officer or attorney.
- (3) The instrument appointing a proxy must be deposited at the Company's Registered Office not less than forty-eight (48) hours before the time set for the EGM or any postponement or adjournment thereof.

This Notice has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this Notice, including the correctness of any of the statements or opinions made or reports contained in this Notice.

Personal data privacy:

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