

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Annual General Meeting of the Company will be held at Level 2 Room Nautica II, Republic of Singapore Yacht Club, 52 West Coast Ferry Road, Singapore 126887 on 30 April 2014 at 9.30 a.m., to transact the following businesses:

**ORDINARY BUSINESSSES:**

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| 1. To receive and adopt the Audited Financial Statements for the financial year ended 31 December 2013 together with the Directors' Report and Auditor's Report thereon.   | <b>Resolution 1</b> |
| 2. To approve the payment of Directors' fees of S\$80,000 for the financial year ending 31 December 2014, to be paid quarterly in arrears. (FY2013: S\$80,000)   | <b>Resolution 2</b> |
| 3. To re-elect Mr Neo Kim Hock, the director retiring by rotation pursuant to Article 110 of the Company's Articles of Association.<br>[See Explanatory Note (i)]  | <b>Resolution 3</b> |
| 4. To re-elect Mr Lim Huan Kim, the director retiring by rotation pursuant to Article 110 of the Company's Articles of Association.<br>[See Explanatory Note (ii)]   | <b>Resolution 4</b> |
| 5. To re-appoint Mr Goh Boon Kok, a Director of the Company retiring under Section 153(6) of the Companies Act, Cap. 50, to hold office from the date of this Annual General Meeting until the next Annual General Meeting of the Company.<br>[See Explanatory Note (iii)] | <b>Resolution 5</b> |
| 6. To re-appoint Messrs Moore Stephens LLP as Auditors of the Company and to authorise the Directors to fix their remuneration.  | <b>Resolution 6</b> |

**SPECIAL BUSINESSSES:**

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without modifications:

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| <b>7. Authority to allot and issue shares</b> | <b>Resolution 7</b> |
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"That, pursuant to Section 161 of the Companies Act, Chapter 50, and the Listing Rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"), authority be and is hereby given for 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 (notwithstanding the authority conferred by the shareholders may have ceased to be in force) issue shares in pursuant to any Instrument made or granted by the Directors while the authority was in force, provided always that:

- (a) 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 fifty per centum (50%) 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 twenty per centum (20%) of the total number of issued shares excluding treasury shares, 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:
  - (i) new shares arising from the conversion or exercise of convertible securities, or
  - (ii) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time this resolution is passed, and
  - (iii) any subsequent bonus issue, consolidation or subdivision of the Company's shares.
- (b) 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 earlier."

[See Explanatory Note (iv)]

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| <b>8. Authority to allot and issue shares under the Blumont Employee Share Option Scheme 2013 and Blumont Performance Share Plan</b> | <b>Resolution 8</b> |
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"THAT authority be and is hereby given to the Directors of the Company to offer and grant options in accordance with the Blumont Employee Share Option Scheme 2013 (the "Blumont ESOS 2013") and/or to grant awards in accordance with the Blumont Performance Share Plan (the "Blumont PSP") and allot and issue from time to time such number of Shares in the capital of the Company as may be required to be issued pursuant to the exercise of the options under the Blumont ESOS 2013 and/or the vesting of awards under the Blumont PSP, provided always that the aggregate number of additional Shares to be allotted and issued pursuant to the Blumont ESOS 2013 and the Blumont PSP shall not exceed fifteen per centum (15%) of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time."

[See Explanatory Note (v)]

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| 9. To transact any other ordinary business which may properly be transacted at an Annual General Meeting. |  |
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## BY ORDER OF THE BOARD

Si Chee Mei  
Toon Choi Fan  
Company Secretaries  
15 April 2014  
Singapore

**Explanatory Notes:--**

- (i) Key information on Mr Neo Kim Hock and his shareholdings in the Company can be found on the Board of Directors section of the Annual Report 2013. Apart from the above disclosure, there are no relationships (including immediate family relationship) between Mr Neo Kim Hock and the other Directors or the Company or its shareholders.
- (ii) Mr Lim Huan Kim will, upon re-election as a Director of the Company, remain as the Chairman of Remuneration Committee and a member of Audit and Nominating Committees. Mr Lim Huan Kim will be considered independent for the purpose of Rule 704(8) of the Listing Manual of Singapore Exchange Securities Trading Limited. Key information on Mr Lim Huan Kim and his shareholdings can be found on the Board of Directors section of the Annual Report 2013. Apart from the above disclosure, there are no relationships (including immediate family relationship) between Mr Lim Huan Kim and the other Directors or the Company or its shareholders.
- (iii) Mr Goh Boon Kok will, upon re-election as a Director of the Company, remain as Chairman of Audit and Nominating Committees and a member of Remuneration Committee. Mr Goh Boon Kok will be considered independent for the purpose of Rule 704(8) of the Listing Manual of Singapore Exchange Securities Trading Limited. Key information on Mr Goh Boon Kok and his shareholdings can be found on the Board of Directors section of the Annual Report 2013. Apart from the above disclosure, there are no relationships (including immediate family relationship) between Mr Goh Boon Kok and the other Directors or the Company or its shareholders.
- (iv) Ordinary Resolution 7 proposed in item no. 7 is to empower the Directors, from the date of the passing of Ordinary Resolution 7 to the date of the next Annual General Meeting, to issue Shares in the capital of the Company and to make or grant instruments (such as warrants or debentures) convertible into Shares, and to issue Shares in pursuance of such instruments, up to an amount not exceeding in total 50% of the issued Shares (excluding treasury shares) in the capital of the Company, with a sub-limit of 20% of the issued Shares (excluding treasury shares) for issues other than on a pro rata basis to shareholders.
- (v) Ordinary Resolution No. 8 proposed in item no. 8 above, if passed, will empower the Directors of the Company to allot and issue shares in the Company of up to a number not exceeding in total fifteen per centum (15%) of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time pursuant to the exercise of the options under the Blumont ESOS 2013 and vesting of the share awards under Blumont PSP.

**Notes:**

- (a) A member of the Company entitled to attend and vote at the general meeting of the Company is entitled to appoint not more than two proxies, to attend and vote on his/her behalf. A proxy need not be a member of the Company.
- (b) Where a member appoints two proxies, he shall specify the proportion of his shares (expressed as a percentage of the whole) to be represented by each proxy.
- (c) A corporation which is a member may appoint an authorised representative or representatives in accordance with Section 179 of the Companies Act, Cap. 50 of Singapore to attend and vote for and on behalf of such corporation.
- (d) The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed under its common seal or signed on its behalf by an officer or attorney duly authorised in writing.
- (e) Where an instrument appointing a proxy is signed on behalf of the appointor by the attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
- (f) The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 298 Tiong Bahru Road, #20-02/03 Central Plaza, Singapore 168730, not less than forty-eight (48) hours before the time appointed for holding the Annual General Meeting.