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<b>Miscellaneous</b>	
* Asterisks denote mandatory information	
Name of Announcer *	SINGAPORE REINSURANCE COR LTD
Company Registration No.	197300016C
Announcement submitted on behalf of	SINGAPORE REINSURANCE COR LTD
Announcement is submitted with respect to *	SINGAPORE REINSURANCE COR LTD
Announcement is submitted by *	Kang Hak Leng
Designation *	Director (Compliance)
Date & Time of Broadcast	01-Apr-2006 09:46:59
Announcement No.	00002

**>> Announcement Details**

The details of the announcement start here ...

Announcement Title *	Notice of Extraordinary General Meeting
Description	Please see attachment.
<b>Attachments:</b>	 <a href="#">NoticeOfEGM.pdf</a> Total size = <b>88K</b> (2048K size limit recommended)

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**SINGAPORE REINSURANCE CORPORATION LIMITED**  
(Incorporated in the Republic of Singapore)  
Company Registration No. 197300016C

**EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting of the Company will be held at River Room (Level 2), Asian Civilisations Museum (ACM), 1 Empress Place, Singapore 179555 on Tuesday, 25 April 2006 at 12.30 p.m. (or as soon thereafter following the conclusion or adjournment of the Thirty-Third Annual General Meeting of the Company to be held at 12.00 noon on the same day and at the same place) for the purpose of considering and, if thought fit, passing with or without any modifications, the following Resolutions which will be proposed as Special and Ordinary Resolutions respectively:

**Resolution 1 : Special Resolution**  
**The Proposed Amendments to the Articles of Association**

That Articles 2, 6, 7, 8, 11, 17, 21, 23, 24, 31, 34, 36, 46, 48, 50, 51, 52, 53, 54, 64, 74, 76, 78, 79, 84, 93, 94, 95, 96, 126, 128, 138, 151, 155, 156 and 157 of the Articles of Association of the Company be and are hereby amended in the manner and to the extent as set out in the Appendix to the Company's Circular to shareholders dated 1 April 2006.

**Resolution 2 : Ordinary Resolution**  
**The Proposed Share Buy Back Mandate**

That:

- (a) for the purposes of Sections 76C and 76E of the Companies Act, Chapter 50 of Singapore (the "**Companies Act**"), the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire issued ordinary shares fully paid in the capital of the Company ("**Shares**") not exceeding in aggregate the Maximum Percentage (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:
- (i) market purchase(s) on the Singapore Exchange Securities Trading Limited ("**SGX-ST**") transacted through the Central Limit Order Book trading system; and/or
  - (ii) off-market purchase(s) (if 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 prescribed by the Companies Act,

and otherwise in accordance with all other laws and regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "**Share Buy Back Mandate**");

- (b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company 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 date of the passing of this Resolution and expiring on the earlier of:
- (i) the date on which the next Annual General Meeting of the Company is held; and
  - (ii) the date by which the next Annual General Meeting of the Company is required by law to be held;
- (c) in this Resolution:

**"Average Closing Price"** means the average of the closing market prices of the Shares over the last five Market Days on which the Shares were transacted on the SGX-ST immediately preceding the date of the making of the market purchase by the Company, or as the case may be, the date of the making of the offer pursuant to the off-market purchase, and deemed to be adjusted, in accordance with any rules that may be prescribed by the SGX-ST, for any corporate action that occurs after the relevant five-day period;

**"date of the making of the offer"** means the date on which the Company makes an offer for the purchase or acquisition of Shares from holders of Shares, stating the purchase price (which shall not be more than the Maximum Price) for each Share and the relevant terms of the equal access scheme for effecting the off-market purchase;

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

**"Maximum Percentage"** means that number of issued Shares representing 10% of the issued ordinary Shares of the Company as at the date of the passing of this Resolution (excluding any Shares which are held as treasury shares as at that date); and

**"Maximum Price"** in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, commission, stamp duties, applicable goods and services tax, clearance fees and other related expenses) which shall not be more than, in the case of a market purchase of the Share and an off-market purchase of the Share, 5% above the Average Closing Price of the Shares; and

- (d) The Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Resolution.

By Order of the Board

June Low Fui Sian  
Company Secretary

Singapore  
1 April 2006

**Notes:**

1. A member of the Company entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint not more than two proxies to attend and vote instead of him. A proxy need not be a member of the Company.
2. The instrument appointing a proxy shall in the case of an individual, be signed by the appointor or his attorney, and in the case of a corporation shall be either under the Common Seal or signed by its attorney or a duly authorised officer on behalf of the corporation. The instrument appointing a proxy or proxies must be deposited at the office of the Company's Registrar, M & C Services Private Limited, 138 Robinson Road, #17-00, The Corporate Office, Singapore 068906 not less than 48 hours before the time appointed for the holding of the Extraordinary General Meeting.
3. The Company will use internal sources to fund purchases or acquisitions of its Shares. The amount of financing required for the Company to purchase or acquire its Shares, and the impact on the Company's financial position cannot be ascertained as at the date of this Notice as these will depend, *inter alia*, on the number of Shares purchased or acquired, whether the purchase or acquisition is made out of capital or profits, and the price at which such Shares were purchased or acquired.

Based on the existing issued and paid-up Shares of the Company as at 28 March 2006, the purchase by the Company of 10% of its issued Shares will result in the purchase or acquisition of 50,927,255 Shares. Assuming that the Company purchases or acquires the 50,927,255 Shares at the Maximum Price of S\$0.35 for one Share (being the price equivalent to 5% above the average of the closing market prices of the Shares for the five Market Days on which the Shares were traded on the SGX-ST immediately preceding 28 March 2006), the maximum amount of funds required for the purchase or acquisition of the 50,927,255 Shares is S\$17,824,539.

The financial effects of the purchase or acquisition of such Shares by the Company pursuant to the proposed Share Buy Back Mandate based on the audited financial statements of the Company and its subsidiaries for the financial year ended 31 December 2005 based on these assumptions are set out in paragraph 3.6.3 of the Circular.