



Asian Micro Holdings Limited

(Company Registration Number: 199701052K)

(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Asian Micro Holdings Limited ("**Company**") will be held at Raffles Marina, 10 Tuas West Drive Singapore 638404 on 9 October 2013 at 10.00 a.m. (Singapore time), for the purpose of considering and, if thought fit, passing the following resolutions (with or without modifications):-

ORDINARY RESOLUTION: THE PROPOSED CONVERSION OF THE OUTSTANDING DEBTS AMOUNTING TO S\$1,297,407 OWING TO CERTAIN CREDITORS OF THE COMPANY (COMPRISING CERTAIN DIRECTORS AND THEIR ASSOCIATES) INTO 44,738,172 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY AT THE ISSUE PRICE OF S\$0.029 FOR EACH NEW ORDINARY SHARE

THAT:

- (a) approval be and is hereby given for the Company to convert the outstanding debts amounting to S\$1,297,407 owing to certain creditors of the Company (comprising certain Directors and their associates ("**Creditors**")) into 44,738,172 new ordinary shares in the capital of the Company ("**Settlement Shares**") at the issue price of S\$0.029 for each Settlement Share ("**Proposed Debt Conversion**"); and
- (b) the Directors of the Company and each of them be and are hereby authorised and empowered to complete and do all acts and things as they or he may consider necessary, desirable or expedient to give effect to such Proposed Debt Conversion and this Resolution.

BY ORDER OF THE BOARD

ASIAN MICRO HOLDINGS LIMITED

LIM KEE LIEW @ VICTOR LIM

EXECUTIVE CHAIRMAN AND GROUP MANAGING DIRECTOR

24 September 2013

Notes:

- (1) A member of the Company entitled to attend and vote at the Extraordinary General Meeting of the Company may appoint not more than two proxies to attend and vote in his stead. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a member of the Company.
- (2) Where a member appoints two proxies, he shall specify the proportion of his shareholding to be represented by each proxy. If no such proportion or number is specified, the first named proxy may be treated as representing 100 per cent of the shareholding and any second named proxy as an alternate to the first named.
- (3) If a proxy is to be appointed, the instrument appointing a proxy must be duly deposited at the Company's business office at 63 Hillview Avenue, #08-04, Lam Soon Industrial Building, Singapore 669569 not less than 48 hours before the time appointed for the holding of the Extraordinary General Meeting.
- (4) The instrument appointing a proxy must be signed by the appointer or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised. The power of attorney or other authority, if any, under which the instrument of proxy is signed on behalf of the member or duly certified copy of that power of attorney or other authority (failing previous registration with the Company) shall be attached to the instrument of proxy, failing which the instrument may be treated as invalid.
- (5) A Depositor's name must appear on the Depository Register maintained by CDP not less than 48 hours before the time fixed for holding the Extraordinary General Meeting in order for the Depositor to be entitled to attend and vote at the Extraordinary General Meeting.

*This Announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("**Sponsor**"), RHT Capital Pte. Ltd. for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**Exchange**"). The Company's Sponsor has not independently verified the contents of this Announcement including the correctness of any of the figures used, statements or opinions made.*

This Announcement has not been examined or approved by the Exchange and the Exchange assumes no responsibility for the contents of this Announcement including the correctness of any of the statements or opinions made or reports contained in this Announcement.

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