



ASIAN MICRO HOLDINGS LIMITED

COMPANY REGISTRATION No: 199701052K

ENTRY INTO AN INTEREST-FREE LOAN AGREEMENT AS AN INTERESTED PERSON TRANSACTION

1. INTRODUCTION

The Board of Directors (“**Board**”) of Asian Micro Holdings Limited (“**Company**”) wishes to announce that its subsidiary, Leverage Income Sdn. Bhd. (the “**Leverage Income**”) had on 22 October 2024 entered into a loan agreement (the “**Loan Agreement**”) with Mr Lim Kee Liew @ Victor Lim (the “**Lender**”). Pursuant to the Loan Agreement, the Lender has agreed to extend an interest-free loan of RM5,000,000 (the “**Loan**”) to Leverage Income subject to the terms and conditions set out in the Loan Agreement.

2. SALIENT TERMS OF THE LOAN AGREEMENT AND USE OF PROCEEDS

The Loan shall be disbursed by the Lender in parts, as may be mutually agreed upon between the Lender and Leverage Income and the timing of the drawdowns may vary at Leverage Income’s request in accordance with its cashflow requirements. The Loan shall be repaid in full to the Lender on demand by the Lender at any point when Leverage Income having sufficient funds and not affecting the working capital requirements for its existing operations. The maturity date of the Loan shall be December 2025.

The Loan shall be utilised by Leverage Income for the construction and completion of 6 units of 3 storey shop office on the island of Penang, Malaysia, referencing the Company’s announcement dated 3 March 2017, 3 April 2017, 3 July 2017, 10 July 2017, 17 September 2021, 28 October 2022 and 10 January 2024.

3. PROVISION OF LOAN AS AN INTERESTED PERSON TRANSACTION (“IPT”)

As the Lender is the Controlling Shareholder, Group Managing Director and Chief Executive Officer of the Company, he is regarded as an “interested person” within the meaning defined in Chapter 9 of Singapore Exchange Securities Trading Limited’ Listing Manual Section B: The Rules of Catalyst (the “**Catalist Rules**”). Accordingly, the entry into the Loan Agreement with Leverage Income is regarded as an “interested person transaction” within the meaning defined in Chapter 9 of the Catalyst Rules.

Pursuant to Rule 909 of the Catalyst Rules, in the case of borrowing of funds from an interested person, the value of the transaction is the interest payable on the borrowing. As the Loan is interest-free, the value of the transaction is zero. Accordingly, the Company is not required to seek shareholders’ approval or to make an announcement pursuant to Rule 905 and Rule 906 of the Catalyst Rules.

Save as disclosed in this announcement and the lease arrangement with ACI Technology (S) Pte Ltd, there are no other interested person transactions entered by the Company with the Lender or its associates for the financial year ended 30 June 2024 and up to the date of this announcement.

4. STATEMENT OF THE AUDIT COMMITTEE

The Company’s Audit Committee, having considered the terms and rationale for the Loan, is of the view that the terms of the Loan are fair and reasonable and the IPT is not prejudicial to the interests of the Company and its minority shareholders.

5. INTEREST OF DIRECTORS AND CONTROLLING SHAREHOLDER

Save as disclosed in this announcement, none of the Directors or controlling shareholders of the Company has any interests, direct or indirect, in the above transaction, other than through their shareholding in the Company.

On behalf of the Board

Cheah Wee Teong
Independent Non-Executive Chairman
22 October 2024

This announcement has been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

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