



# ASIAN MICRO HOLDINGS LIMITED

COMPANY REGISTRATION No: 199701052K

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## PROPOSED DISPOSALS OF 3 COMMERCIAL OFFICE UNITS

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### 1. INTRODUCTION

The board of directors ("**Board**") of Asian Micro Holdings Limited ("**Company**", together with its subsidiaries, collectively the "**Group**") wishes to announce that its 49%-owned subsidiary, Asian Micro Capital Sdn Bhd ("**AMC**" or "**Vendor**") has on 29 September 2025 entered into three (3) sale and purchase agreements ("**SPAs**") with Ms Tye Suit Yean ("**Purchaser**"), pursuant to which AMC has agreed to sell to the Purchaser three (3) commercial office units located at Gurney Tower, Persiaran Gurney, 10250 Penang, Malaysia (the "**Properties**") at the aggregate sale price (the "**Consideration**") of Ringgit Malaysia One Million Five Hundred and Fifty Thousand (RM1,550,000) (equivalent to approximately S\$471,100 based on an exchange rate of S\$1:RM3.2900 being average rate for September 2025) on the terms and subject to the conditions of the SPAs (the "**Proposed Disposals**").

The Proposed Disposals collectively constitute a "Discloseable Transaction" under Chapter 10 of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalyst (the "**Catalist Rules**"). Please refer to paragraph 7 of this announcement for further details.

### 2. INFORMATION ON THE PROPERTIES

The Properties are freehold properties located at No. 18-23-D, 18-30-C and 18-30-D, Gurney Tower, Persiaran Gurney, 10250 Penang, Malaysia. The Properties have a gross floor area of approximately 164 square metres and are currently held as investment properties for rental purposes.

### 3. INFORMATION ON THE PURCHASER

The Purchaser is Ms Tye Suit Yean. As at the date of this announcement, the Purchaser is an independent unrelated third party and does not have any existing interest in the shares of the Company and is not related to the Company, its Directors and its controlling shareholders, and their respective associates.

### 4. CONSIDERATION

The Consideration for the Proposed Disposals comprised: (i) RM500,000, being the purchase price of No. 18-23-D; (ii) RM550,000, being the purchase price of No. 18-30-C; and (iii) RM500,000, being the purchase price of No. 18-30-D, resulting in a total of RM1,550,000 to be fully satisfied in cash.

The Consideration shall be payable by the Purchaser to AMC as follows:

- (a) the sum of RM310,000 as the earnest deposit. As at the date of this announcement, AMC has received from the Purchaser in respect of this amount; and
- (b) the balance of the Consideration of RM1,240,000 shall be payable upon completion of the Proposed Disposals (“**Completion**”).

The Consideration was arrived after arm’s length negotiations between AMC and the Purchaser on a willing-buyer, willing-seller basis, taking into consideration, *inter alia*, the valuation of the Properties, and relevant enquiries and references by the Group in relation to the current market prices and prevailing market conditions of freehold properties of similar size in the vicinity. Please refer to paragraph 9 for further details on the valuation conducted on the Properties.

## **5. RATIONALE FOR THE PROPOSED DISPOSALS AND USE OF PROCEEDS**

The Properties are currently held for rental purposes. The Company believes that the Proposed Disposals are in the best interests of the Group as the disposals will allow the Group to realise the value of the Properties and strengthen its overall cash holdings.

The estimated net proceeds from the Proposed Disposals, based on the Consideration and after deducting the estimated costs and expenses of RM17,800 to be incurred in connection with the Proposed Disposals, are approximately RM1,532,200 will be used for the Group’s working capital purposes and to explore new opportunities in its property business, as the Board may in their absolute discretion, deem appropriate.

## **6. SALIENT TERMS OF THE SPAS**

### **6.1 Condition of the Proposed Disposals**

The Proposed Disposals shall be subject to the following terms and conditions:

- (a) The Vendor deducing a valid good and registrable title to the said Properties;
- (b) The said Properties shall be sold free from all encumbrances whatsoever;
- (c) The original issue document of title and its original certified plan of the said Properties shall be produced and delivered to the Purchaser;
- (d) Any defect in the title to the said Properties shall be rectified and perfected by the Vendor at his own cost and expense; and
- (e) Save and except those provided in the subsisting tenancy agreements in relation to the said Properties, there being no other party or parties with any valid or legal claim, interest or benefit in the said Properties or any part thereof.

For the avoidance of doubt, all three (3) SPAs contain the same terms and conditions.

## 6.2 Completion

Completion of the Proposed Disposals is expected to take place within three (3) months from the date of the execution of the SPAs, with further automatic extension of one (1) month with interest of six per centum (6%) per annum calculated on the unpaid balance Consideration (the “Completion Date”).

## 7. RELATIVE FIGURES UNDER RULE 1006 OF THE CATALIST RULES

Based on the latest announced unaudited financial statements of the Company for FY2025, the relative figures of the Proposed Disposals computed on the bases set out in Rule 1006(a) to (e) of the Catalist Rules are as follows:

| Rule     | Bases                                                                                                                                                                                                                                                                                                                                                                                                                                | Relative Figures (%)          |
|----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------|
| 1006 (a) | The net asset value of the assets to be disposed of, compared with the group's net asset value. This basis is not applicable to an acquisition of assets.                                                                                                                                                                                                                                                                            | 28.14% <sup>(1)</sup>         |
| 1006 (b) | The net profits attributable to the assets acquired or disposed of, compared with the group's net profits.                                                                                                                                                                                                                                                                                                                           | (9.51%) <sup>(2)</sup>        |
| 1006 (c) | The aggregate value of the consideration given or received, compared with the issuer's market capitalisation based on the total number of issued shares excluding treasury shares.                                                                                                                                                                                                                                                   | 9.16% <sup>(3)</sup>          |
| 1006 (d) | The number of equity securities issued by the issuer as consideration for an acquisition, compared with the number of equity securities previously in issue.                                                                                                                                                                                                                                                                         | Not Applicable <sup>(4)</sup> |
| 1006 (e) | The aggregate volume or amount of proved and probable reserves to be disposed of, compared with the aggregate of the group's proved and probable reserves. This basis is applicable to a disposal of mineral, oil or gas assets by a mineral, oil and gas company, but not to an acquisition of such assets. If the reserves are not directly comparable, the Exchange may permit valuations to be used instead of volume or amount. | Not Applicable <sup>(5)</sup> |

### Notes:

- (1) Based on the book value of the Properties of RM1,120,000 (approximately S\$338,000) as at 30 June 2025 and the net asset value of the Group of S\$1,202,000 as at 30 June 2025.
- (2) "Net profits" means profit or loss before income tax and non-controlling interests. Based on the unaudited net profit for FY2025 attributable to the assets to be disposed of RM31,000 (approximately S\$9,300) and unaudited net loss of the Group for FY2025 of S\$98,000.
- (3) Based on the Consideration of RM1,550,000 (approximately S\$471,100) and the market capitalisation of the Company of approximately S\$5,144,000, determined by multiplying the number of shares in issue of the

Company ("**Shares**") of 1,714,656,597 Shares and the volume weighted average price of the Shares of S\$0.003 on 26 September 2025, being the full market day preceding the date of the SPAs on which the Shares were traded.

- (4) Not applicable as there is no issuance of shares.
- (5) Not applicable as the disposal is not a disposal of mineral, oil or gas assets by a mineral, oil and gas company.

As set out in Rule 1010 of the Catalist Rules, where any of the relative figures computed on the bases set out above exceeds 5% but does not exceed 50%, the transaction will be regarded as a disclosable transaction and shareholders' approval is not required.

Under Rule 1007(1) of the Catalist Rules, if any of the relative figures computed pursuant to Rule 1006 involves a negative figure, Chapter 10 of the Catalist Rules may still be applicable to the transaction in accordance with the applicable circumstances in Practice Note 10A of the Catalist Rules ("**Practice Note 10A**"). As the relative figure computed on the basis of each of Rule 1006(a) and Rule 1006(c) does not exceed 50%; and the net profit attributable to the asset to be disposed of exceeds 5% but does not exceed 10% of the consolidated net loss of the Group (in each case taking into account only the absolute value), the Proposed Disposals fall under paragraph 4.4(d) of Practice Note 10A, and the Company is required to immediately announce the information specified under Catalist Rules 1010, 1011, 1012, and Rule 1013 (i.e. Disclosable Transaction), where applicable, in relation to the Proposed Disposals.

Accordingly, the Proposed Disposals collectively constitute a "Discloseable Transaction" as defined in Chapter 10 of the Catalist Rules.

## 8. FINANCIAL EFFECTS OF THE PROPOSED DISPOSALS

The financial effects of the Proposed Disposals on the Group are prepared based on the Group's unaudited consolidated financial statements for FY2025. For the purpose of computing the loss per share ("**LPS**") of the Group after the Proposed Disposals, it is assumed that the Proposed Disposals were completed on 1 July 2024. The illustrative exchange rate used is S\$1:RM3.3050 being the average rate for FY2025. For the purpose of computing the net tangible assets ("**NTA**") per share of the Group, it is assumed that the Proposed Disposals were completed on 30 June 2025. The illustrative exchange rate used is S\$1:RM3.3114 being the closing rate for FY2025.

It should be noted that the financial effects set out below are for illustrative purposes only and do not purport to be indicative or a projection of the results and financial position of the company and the Group after the completion of the Proposed Disposals.

### 8.1 NTA per Share

|                                 | Before the<br>Proposed Disposals | After the<br>Proposed Disposals |
|---------------------------------|----------------------------------|---------------------------------|
| NTA (S\$'000)                   | 1,202                            | 1,327                           |
| Numbers of Shares               | 1,714,656,597                    | 1,714,656,597                   |
| NTA per Share (Singapore cents) | 0.07                             | 0.08                            |

## 8.2 LPS

|                                                          | Before the<br>Proposed Disposals | After the<br>Proposed Disposals |
|----------------------------------------------------------|----------------------------------|---------------------------------|
| Loss after tax attributable to Shareholders<br>(S\$'000) | (358)                            | (306)                           |
| LPS attributable to Shareholders<br>(Singapore cents)    | (0.021)                          | (0.018)                         |

## 9. VALUATION AND BOOK VALUE OF THE PROPERTIES

The open market value of the Properties was RM1,120,000 as at 30 June 2024 based on a valuation report commissioned by the Company for audit purposes. The NTA value and book value of the Properties were approximately RM1,120,000 as at 30 June 2025. The gain on the Proposed Disposals over the book value of the Properties as at 30 June 2025 is approximately RM412,000 (equivalent to approximately S\$127,500).

## 10. INTEREST OF DIRECTORS AND CONTROLLING SHAREHOLDERS

None of the Directors, controlling shareholders of the Company or their respective associates has any interest, direct or indirect, in the Proposed Disposals (other than through their shareholdings in the Company).

## 11. DIRECTORS' SERVICE CONTRACTS

No person is proposed to be appointed as a Director in connection with the Proposed Disposals. Accordingly, no service contract is proposed to be entered into between the Company and any person.

## 12. RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm, after making all reasonable enquiries, that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Disposals, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in the announcement in its proper form and context.

## 13. DOCUMENTS FOR INSPECTION

Copies of the SPAs are available for inspection during normal business hours at the registered office of the Company at 63 Hillview Avenue #08-01 Lam Soon Industrial Building Singapore 669569 for a period of three (3) months from the date of this announcement.

#### 14. CAUTIONARY STATEMENT

Shareholders should note that there is no certainty or assurance as at the date of this announcement that the Proposed Disposals will be completed, or that no changes will be made to the terms thereof. Accordingly, Shareholders are advised to exercise caution when trading in the Shares. Persons who are in doubt as to the action they should take should consult their legal, financial, tax or other professional advisers.

#### BY ORDER OF THE BOARD

Victor Lim  
CEO and Group Managing Director  
29 September 2025

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*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.*

*The contact person for the Sponsor is Mr. Leong Weng Tuck at 36 Robinson Road, #10-06, City House, Singapore 068877, Email: [sponsor@rhtgoc.com](mailto:sponsor@rhtgoc.com).*

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