



**ASIAN MICRO HOLDINGS LIMITED**  
COMPANY REGISTRATION No: 199701052K

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**CHANGES TO THE COMPOSITION OF THE BOARD OF DIRECTORS AND THE BOARD COMMITTEES**

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The board of directors (“Directors” or “Board”) of Asian Micro Holdings Limited (the “Company”) wishes to announce the following changes to the composition of the Board and the Board committees of the Company, which will take effect from the dates as mentioned below:-

- (1) Mr Tan Siew Bin, Ronnie will resign as an Independent and Non-Executive Director of the Company with effect from 25 May 2011 and concurrently relinquish his position as a member of the Audit, Nominating and Remuneration Committees. An independent director would be appointed in due course.
- (2) Mr Chan Sze Ming will resign as an Executive Director of the Company with effect from 1 June 2011 to pursue other career opportunities.
- (3) Mr Ng Chee Wee has been appointed as an Executive Director of the Company with effect from 6 May 2011.
- (4) Mr Winchester Lin Xianglong has been appointed as an alternate Director to Ms Leong Lai Heng, an Executive Director of the Company with effect from 6 May 2011.

The Board would like to express its appreciation to Mr Tan and Mr Chan for their valuable contributions and guidance to the Company during their term as Directors of the Company and wish them success in their future endeavours.

With the above appointments and resignations taking effect, the Company will thereafter pursuant to the changes in the board composition as mentioned above, have 3 Executive Directors (with an alternate for one of the Executive Director) and 2 Independent Directors. Following the resignation of Mr. Ronnie Tan, each of the Board Committees will be short of a member. In the interim and pending the appointment of new independent director, the Board wishes to announce that, Mr Victor Lim will be appointed as a member of the Audit Committee (“AC”), Nominating Committee (“NC”) and Remuneration Committee (“RC”) of the Company with effect from 25 May 2011.

As Mr Victor Lim is an Executive Director, his appointment to the AC and RC will deviate from the guidelines as set out in the Code of Corporate Governance 2005 (“CCG”) in respect of the requirements for members of the AC and RC to comprise of non-executives. Mr Victor Lim is currently in charge of the strategic management of the Group. As he will not be voting on matters wherein he is involved or has a conflict of interest and in view of the system of internal controls in place, the Directors are satisfied that the RC and the AC will be able to discharge their duties and responsibilities.

Nevertheless, it is the Board's intention to eventually appoint an additional Non-Executive or Independent Director to the Board to fulfill the requirements of the CCG.

The details in relation to the resignation of Mr Tan and Mr Chan and appointment of Mr Ng and Mr Lin as required under Rule 704(6) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalyst are set out in separate announcement.

Following the above changes, the composition of the Board, Audit, Nominating and Remuneration Committees are as follow:-

(1) Board

- (a) Dr Wang Kai Yuen – Independent Non-Executive Chairman
- (b) Lim Kee Liew @ Victor Lim – Chief Executive Officer and Group Managing Director
- (c) Leong Lai Heng – Executive Director
- (d) Ng Chee Wee – Executive Director and Group Financial Controller
- (e) Teo Kio Choon @ Chang Chiaw Choon – Independent Non-Executive Director
- (f) Winchester Lin Xianglong – Alternate Director to Leong Lai Heng

(2) Audit Committee

- (a) Dr Wang Kai Yuen – Chairman
- (b) Teo Kio Choon @ Chang Chiaw Choon
- (c) Lim Kee Liew @ Victor Lim

(3) Nominating Committee

- (a) Teo Kio Choon @ Chang Chiaw Choon – Chairman
- (b) Dr Wang Kai Yuen
- (c) Lim Kee Liew @ Victor Lim

(4) Remuneration Committee

- (a) Dr Wang Kai Yuen – Chairman
- (b) Teo Kio Choon @ Chang Chiaw Choon
- (c) Lim Kee Liew @ Victor Lim

On behalf of the Board

Victor Lim  
Group Managing Director

6 May 2011

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("**Sponsor**"), Asian Corporate Advisors 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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