



ASIAN MICRO HOLDINGS LIMITED

(Company Registration No.199701052K)
(Incorporated In The Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the “**EGM**” or “**Meeting**”) of Asian Micro Holdings Limited (the “**Company**”) will be convened and held at Orchid Country Club, Emerald Suite, 1 Orchid Club Road, Singapore 769162 on Friday, 17 October 2025 at 10.30 a.m. (or as soon as practicable following the conclusion or adjournment of the Company’s Annual General Meeting to be held on the same day at 10.00 a.m.) for the purpose of considering and, if thought fit, passing with or without any modifications, the following Ordinary Resolutions:

All capitalised terms used in this notice of EGM which are not defined herein shall have the meanings ascribed to them in the circular to shareholders of the Company dated 1 October 2025 (the “**Circular**”) in relation to the Proposed Debt Capitalisation and the Proposed Employee Share Issue.

ORDINARY RESOLUTION 1: THE PROPOSED DEBT CAPITALISATION

That:

- (a) the transactions contemplated under the Debt Capitalisation Agreement, including but not limited to the Proposed Debt Capitalisation, be and is hereby approved, confirmed and ratified; and
- (b) the Directors of the Company and each of them be and is hereby authorised to complete and do all such acts and things, including without limitation, to execute all such documents and to approve any amendments, alteration or modification to any documents as they may consider necessary, desirable or expedient to give full effect to the Debt Capitalisation Agreement and this Ordinary Resolution.

ORDINARY RESOLUTION 2: APPROVAL OF THE ISSUE OF 679,748,000 NEW SHARES TO LIM KEE LIEW @ VICTOR LIM (AND/OR HIS NOMINEES)

That:

- (a) subject to and contingent upon the passing of Ordinary Resolution 1 above, and for the purpose of Section 161 of the Companies Act and Rule 812 of the Catalist Rules, approval be and is hereby given for the allotment and issuance of 679,748,000 new Shares to Lim Kee Liew @ Victor Lim (and/or his nominees), at the issue price of S\$0.0010 per Share, on the terms and subject to the conditions of the Debt Capitalisation Agreement; and
- (b) the Directors of the Company and each of them be and is hereby authorised to complete and do all such acts and things, including without limitation, to execute all such documents and to approve any amendments, alteration or modification to any documents as they may consider necessary, desirable or expedient to give full effect to this Ordinary Resolution.

ORDINARY RESOLUTION 3: APPROVAL OF THE ISSUE OF 227,874,000 NEW SHARES TO LEONG LAI HENG (AND/OR HER NOMINEES)

That:

- (a) subject to and contingent upon the passing of Ordinary Resolution 1 above, and for the purpose of Section 161 of the Companies Act and Rule 812 of the Catalist Rules, approval be and is hereby given for the allotment and issuance of 227,874,000 new Shares to Leong Lai Heng (and/or her nominees), at the issue price of S\$0.0010 per Share, on the terms and subject to the conditions of the Debt Capitalisation Agreement; and
- (b) the Directors of the Company and each of them be and is hereby authorised to complete and do all such acts and things, including without limitation, to execute all such documents and to approve any amendments, alteration or modification to any documents as they may consider necessary, desirable or expedient to give full effect to this Ordinary Resolution.

ORDINARY RESOLUTION 4: APPROVAL OF THE ISSUE OF 38,000,000 NEW SHARES TO NG CHEE WEE (AND/OR HIS NOMINEES)

That:

- (a) subject to and contingent upon the passing of Ordinary Resolution 1 above, and for the purpose of Section 161 of the Companies Act and Rule 812 of the Catalist Rules, approval be and is hereby given for the allotment and issuance of 38,000,000 new Shares to Ng Chee Wee (and/or his nominees), at the issue price of S\$0.0010 per Share, on the terms and subject to the conditions of the Debt Capitalisation Agreement; and
- (b) the Directors of the Company and each of them be and is hereby authorised to complete and do all such acts and things, including without limitation, to execute all such documents and to approve any amendments, alteration or modification to any documents as they may consider necessary, desirable or expedient to give full effect to this Ordinary Resolution.

ORDINARY RESOLUTION 5: THE PROPOSED EMPLOYEE SHARE ISSUE

That:

- (a) the Proposed Employee Share Issue involving the payment of bonuses aggregating S\$20,680 to the Relevant Employees and the settlement of such bonuses by way of the allotment and issuance of an aggregate 20,680,000 new Shares at the issue price of S\$0.0010 per Share, be and is hereby approved, confirmed and ratified; and
- (b) the Directors of the Company and each of them be and is hereby authorised to complete and do all such acts and things, including without limitation, to execute all such documents and to approve any amendments, alteration or modification to any documents as they may consider necessary, desirable or expedient to give full effect to the Proposed Employee Share Issue and this Ordinary Resolution.

BY ORDER OF THE BOARD

Yap Hui Ying
Joint Company Secretary
1 October 2025

Explanatory Note

Mr Lim Kee Liew @ Victor Lim and Mdm Leong Lai Heng and each of their associates will abstain from voting on Ordinary Resolutions 1, 2 and 3 in relation to the Proposed Debt Capitalisation. Mr Ng Chee Wee and his associates will abstain from voting on Ordinary Resolutions 1 and 4. The Company will disregard any votes cast by Mr Lim Kee Liew @ Victor Lim, Mdm Leong Lai Heng and/or Mr Ng Chee Wee and each of their associates on the Ordinary Resolutions which they are required to abstain in respect of the Proposed Debt Capitalisation.

Notes:

General

1. The EGM of the Company will be held at Orchid Country Club, Emerald Suite, 1 Orchid Club Road, Singapore 769162 (the **"Physical Meeting"**). Shareholders and other attendees who are feeling unwell on the date of the EGM are advised not to attend the Physical Meeting.
2. Printed copies of the Circular will not be despatched to shareholders, unless otherwise requested. Printed copies of this Notice of EGM and the Proxy Form will be sent to shareholders, and the electronic copies of which, together with the request form (to request for a printed copy of the Circular) (the **"Request Form"**) and the Circular, will be posted on the Company's corporate website at the following URL: <https://asianmicro.com.sg> and on the Singapore Exchange Securities Trading Limited's website at the following URL: <https://www.sgx.com/securities/company-announcements> on 1 October 2025. Shareholders will need an internet browser and PDF reader to access and view the Circular.

To receive a physical copy of the Circular, please **download, complete and return** the Request Form to the Company at 63 Hillview Avenue #08-01 Lam Soon Industrial Building Singapore 669569 no later than 9 October 2025. Alternatively, you may email the completed Request Form to the Company at agm_egm@asianmicro.com.sg no later than 9 October 2025. A printed copy of the Circular will then be sent to the address specified by the shareholders at his/her/its own risk.

3. Authenticated shareholders and proxy(ies) will be able to ask questions in person at the Physical Meeting. Arrangements have also been put in place to permit shareholders to submit their questions ahead of the EGM. Please refer to Notes 13 and 14 below for further details.
4. Live voting by poll will be conducted during the EGM for shareholders and proxy(ies) attending the Physical Meeting.

Voting by proxy

5. A member who is not a relevant intermediary, is entitled to appoint one or two proxies to attend and vote at the EGM. Where a member who is not a relevant intermediary appoints two proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy.
6. A member who is a relevant intermediary, is entitled to appoint more than two proxies to attend and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two proxies, the appointments shall be invalid unless the member specifies the number of Shares in relation to which each proxy has been appointed.

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.

7. A proxy need not be a member of the Company.
8. The **completed and signed** Proxy Form must be submitted to the Company in the following manner:
 - (a) by post or by depositing a physical copy at the registered office of the Company at 63 Hillview Avenue #08-01 Lam Soon Industrial Building Singapore 669569; or
 - (b) by sending a scanned PDF copy by email to agm_egm@asianmicro.com.sg,

in either case, no later than 10.30 a.m. on 14 October 2025 (the **"Proxy Deadline"**), being not less than seventy-two (72) hours before the time appointed for the EGM.

9. The Proxy Form must be signed by the appointor or his attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the Proxy Form is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the Proxy Form, failing which the Proxy Form may be treated as invalid.
10. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative with respect to the EGM, in accordance with Section 179 of the Companies Act 1967 and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.

11. A member who holds the Company's shares through a relevant intermediary, including Central Provident Fund ("CPF") and Supplementary Retirement Scheme ("SRS") Investment Account Holders, should not use the Proxy Form and should instead approach their respective relevant intermediary at least seven (7) working days before the EGM (i.e. 7 October 2025 at 5.00 p.m.) to specify voting instructions, submit questions ahead of the EGM and/or participate in the EGM.
12. In the case of a member whose shares are entered against his/her name in the depository register (as defined in Section 81SF of the Securities and Futures Act 2001), the Company may reject any Proxy Form lodged if such member is not shown to have Shares entered against his/her/its name in the depository register as at seventy-two (72) hours before the time appointed for the EGM, as certified by The Central Depository (Pte) Limited to the Company. The Company shall also be entitled to reject the Proxy Form if it is incomplete, improperly completed, illegible (such as in the case where the appointor submits more than one Proxy Form).

Submission of Questions prior to the EGM

13. A member may submit questions relating to the resolutions to be tabled for approval at the EGM ahead of the EGM. To do so, all questions must be submitted by **10.30 a.m. on 9 October 2025** through any of the following means:
 - (a) by email to the Company at agm_egm@asianmicro.com.sg; or
 - (b) by post or depositing a physical copy at the registered office of the Company at 63 Hillview Avenue #08-01 Lam Soon Industrial Building Singapore 669569.

If the questions are submitted by post, be deposited at the registered office of the Company or sent via email, and in either case not accompanied by the completed and executed Proxy Form, the following details must be included with the submitted questions: (i) the member's full name; and (ii) his/her/its identification/registration number for verification purposes, failing which the submission will be treated as invalid.

14. The Company endeavours to address all substantial and relevant questions relating to the resolutions to be tabled for approval at the EGM by publishing its responses to such questions, if any, on the Company's corporate website at the following URL: <https://asianmicro.com.sg/> and on SGXNET at the following URL: <https://www.sgx.com/securities/company-announcements> at least forty-eight (48) hours prior to the deadline for submission of Proxy Forms, or otherwise at the EGM. Should there be subsequent clarification sought, or follow-up questions after the deadline of the submission of questions, the Company will address those substantial and relevant questions prior to the EGM through publication on SGXNET, or at the EGM.

Personal data privacy:

By submitting a Proxy Form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.