



IEV HOLDINGS LIMITED

(Company Registration Number 201117734D)

PROPOSED CHANGE OF AUDITORS

The Board of Directors (the “**Board**”) of IEV Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce the proposed change of auditors of the Company from Foo Kon Tan LLP (“**Foo Kon Tan**”) to Deloitte & Touche LLP (“**Deloitte**”) (the “**Proposed Change of Auditors**”) for the current financial year ending 31 December 2015.

The Company’s existing auditors, Foo Kon Tan, has served as auditors of the Company for four (4) consecutive years since the financial year ended 31 December 2011. Following its continuing review of the corporate governance practices (including the practice of rotation of auditors of the Company) as well as considering that a change of auditors of the Company may enable the Company to benefit from the expertise of another professional audit firm and thus further enhance the value of the audit, the Board is of the view that it would be timely to effect a change of auditors of the Company with effect from the current financial year ending 31 December 2015.

The Board, in consultation with the audit committee of the Company, and after having considered various factors including, *inter alia*, the fee structure, the size and complexity of the Group, the adequacy of the resources of Deloitte, the experience of Deloitte and the audit engagement partner, the other audit engagements of Deloitte, the number and expertise of the supervisory and professional staff to be assigned to the audit of the financial statements of the Group and Deloitte’s proposed audit arrangements for the Group, the Board is of the opinion that Deloitte will be able to meet the audit requirements of the Company and the Group, and that Rule 712(1) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the “**Catalist Rules**”) has been complied with.

In this regard, Foo Kon Tan had given notice to the Board of its resignation on 23 March 2015 and Deloitte had given its written consent to be appointed as the new auditors of the Company on 24 March 2015, subject to the approval of shareholders of the Company (“**Shareholders**”) at the forthcoming annual general meeting of the Company (“**AGM**”) to be convened. Deloitte will also be appointed as the auditors of all the Company’s Singapore and foreign-incorporated subsidiaries and significant associated companies.

Pursuant to Section 205(15) of the Companies Act (Chapter 50) of Singapore, the resignation of Foo Kon Tan will only take effect upon the appointment of Deloitte, which would be effective upon the approval of Shareholders at the forthcoming AGM. Upon the appointment, Deloitte will hold office until the conclusion of the next AGM.

In accordance with the requirements of Rule 712(3) of the Catalist Rules:

- (a) Foo Kon Tan has confirmed, by way of its letter dated 23 March 2015, that it is not aware of any professional reasons why Deloitte should not accept appointment as the new auditors of the Company;
- (b) the Company confirms that there were no disagreements with Foo Kon Tan on accounting treatments within the last twelve (12) months from the date of this announcement;

- (c) the Company confirms that it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of Shareholders which has not been disclosed in this announcement;
- (d) the reasons for the Proposed Change of Auditors are part of the Company's efforts to review its corporate governance practices on a continual basis which include the rotation of auditors. The Proposed Change of Auditors is not due to the dismissal of Foo Kon Tan, or due to Foo Kon Tan declining to continue to serve as auditors of the Company; and
- (e) the Company confirms that it complies with Rules 712 and 715 of the Catalist Rules in relation to the proposed appointment of Deloitte as the auditors of the Company.

An Appendix containing further details of the Proposed Change of Auditors will be despatched, together with the Company's annual report for the financial year ended 31 December 2014 and Notice of AGM, to Shareholders at a later date setting out the rationale for and to seek Shareholders' approval for the Proposed Change of Auditors.

By Order of the Board

Christopher Nghia Do
President and CEO
25 March 2015

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("**Sponsor**"), Canaccord Genuity Singapore Pte. Ltd., for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"). The Sponsor has not independently verified the contents of this announcement.*

This announcement has not been examined or approved by the SGX-ST and the SGX-ST 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.

The contact person for the Sponsor is Mr. Alex Tan, Chief Executive Officer, Canaccord Genuity Singapore Pte. Ltd., at 77 Robinson Road #21-02 Singapore 068896, telephone (65) 6854-6160.
