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## **SCHRAMM HOLDING AG**

### **星亮控股股份有限公司\***

*(A joint stock company incorporated under the laws of Germany)*

**(Stock Code: 955)**

#### **ANNOUNCEMENT**

#### **RESIGNATION OF SUPERVISORY BOARD MEMBER**

The Board announces the resignation of an Independent Supervisor of the Company with effect as of 8 December 2011.

#### **RESIGNATION OF SUPERVISORY BOARD MEMBER**

The management board (the “Board”) of Schramm Holding AG (the “Company”) announces that following the change of the major shareholder of the Company upon the closing of the voluntary cash offer made by Deutsche Bank AG, Hong Kong Branch on behalf of Salvador AG for all the shares of the Company, Mr. Kiyoung Shin (“Mr. Shin”), an independent supervisor, a member of the audit committee and a member of the remuneration committee of the Company has resigned with effect as of 8 December 2011.

Despite the request from the Company, Mr. Shin has not given any details as to his confirmation whether he had any disagreement with the Board and/or whether or not there were any matters that need to be brought to the attention of the shareholders of the Company in relation to his resignation.

#### **COMPLIANCE WITH THE LISTING RULES**

As disclosed in the Company’s prospectus dated 15 December 2009, the Stock Exchange of Hong Kong Ltd. (the “Stock Exchange”) has granted to the Company a waiver from strict compliance with Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”) from the requirement to have at least three independent non-executive directors on the conditions that (i) the Company will maintain at all times after the listing of the Company at least three independent supervisors (“Independent Supervisors”) who will satisfy the independence requirements under Rule 3.13 of the Listing Rules, with at least one of the Independent Supervisors possessing appropriate professional qualifications as required under Rule 3.10(2) of the Listing Rules; and (ii) all duties and obligations specific to independent non-executive directors as required under the Listing Rules will be assumed and performed by the independent supervisors.

As a result of the abovementioned resignation and the resignations of the other supervisory board members disclosed in the Company's announcement dated 11 November 2011, the number of Independent Supervisors has fallen below the minimum of three as required under Rule 3.10(1) and the audit committee of the Company no longer has at least one Independent Supervisor with appropriate professional qualifications as required under Rule 3.10(2) of the Listing Rules.

As disclosed in the Company's announcement dated 11 November 2011, the Board would seek to appoint new Independent Supervisors to fill the above vacancies as soon as possible within three months from 9 November 2011 pursuant to Rule 3.11 and Rule 3.23 of the Listing Rules. Further announcement(s) regarding appointment of Independent Supervisors will be made in due course.

The Board would like to express its sincere gratitude to Mr. Shin for his invaluable contributions to the Company during the tenure of services.

By Order of the Board  
**Kyung Seok CHAE**  
*Director*

Hong Kong, 14 December 2011

*As at the date of this announcement, Mr Peter Brenner and Mr Kyung Seok Chae are directors on the Management Board of the Company.*

\* *for identification purpose only*