

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**AAC ACOUSTIC TECHNOLOGIES HOLDINGS INC.**

瑞聲聲學科技控股有限公司\*

*(incorporated in the Cayman Islands with limited liability)*

(Stock code: 02018)

**APPOINTMENT OF DIRECTOR  
AND  
CHANGE OF COMMITTEE MEMBER**

The board of directors (the “Board”) of AAC Acoustic Technologies Holdings Inc. (the “Company”) hereby announces that with effect from 3 May 2010:

1. Ms. Chang Carmen I-Hua (“Ms. Chang”) has been appointed as an independent non-executive director of the Company and a member of the remuneration committee and the nomination committee of the Company; and
2. Mr. Pei Kang has resigned as a member of the remuneration committee and the nomination committee of the Company.

**Appointment of Director**

Ms. Chang, aged 62, is a partner at Wilson Sonsini Goodrich & Rosati, where she specializes in corporate and securities law and is the leader of the firm’s China practice. She is currently a member of the firm’s Policy Committee.

Ms. Chang’s practice focuses on the representation of public and private technology companies and financial institutions in public offerings, mergers and acquisitions, joint ventures, financings, and other types of transactions in the United States and abroad, particularly in the People’s Republic of China (the “PRC”), Taiwan, and other Asian countries. Among many other transactions, Ms. Chang represented Semiconductor Manufacturing International Corporation (“SMIC”) in its acquisition of Motorola’s manufacturing operation in Tianjin—the first mergers-and-acquisitions (“M&A”) transaction in China after the PRC put its M&A rules in place.

Ms. Chang rejoined the firm from Shearman & Sterling, where she was a partner in its Menlo Park office. Prior to joining Shearman & Sterling, Ms. Chang had been a partner at Wilson Sonsini Goodrich & Rosati, focusing on building the firm’s Asia practice.

As a well-regarded expert in corporate and securities law and cross-border transactions, Ms. Chang is a frequent writer and speaker on the topic of conducting business in Asia, as well as on the legal and business regulations faced by foreign companies when they conduct business in the United States of America.

At the date of this announcement, Ms. Chang does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, nor did she have any relationships with any directors, senior management, substantial or controlling shareholders of the Company. Save as disclosed above, Ms. Chang does not hold any other positions with the Company and other members of the Company, or any directorship in the past three years in any other public companies the securities of which are listed in Hong Kong or overseas.

Ms. Chang has entered into a letter of appointment with the Company for a term of two years commencing from 3 May 2010, which can be terminated by either party giving at least three months' notice in writing or such shorter period as both parties may agree. Pursuant to the articles of association of the Company, Ms. Chang will hold office until the next general meeting of the Company but shall be eligible for re-election. Thereafter, she shall be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Ms. Chang is entitled to a director's fee of US\$25,000 per year (which is covered in the letter of appointment) or such other sum as the Company may from time to time decide, which is determined upon negotiation between Ms. Chang and the Company at arm's length on the basis of her previous experience, professional qualifications, responsibilities to be involved in the Company and the amount of time devoted to the Company's business as well as the current financial position of the Company and the prevailing market conditions. Such director's fee shall be subject to annual review by the Company.

Save as disclosed herein, Ms. Chang confirmed that there is no other matter relating to the appointment that needs to be brought to the attention of the shareholders of the Company or is required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to welcome Ms. Chang to join the Board.

### **Resignation as Committee Member**

With effect from 3 May 2010, Mr. Pei Kang has resigned as a member of the remuneration committee and the nomination committee of the Company.

By order of the Board  
**AAC Acoustic Technologies Holdings Inc.**  
**Mok Joe Kuen Richard**  
*Executive Director*

Hong Kong, 3 May 2010

*As at the date of this announcement, the Board comprises two executive directors, namely Mr. Benjamin Zhengmin Pan and Mr. Mok Joe Kuen Richard; two non-executive directors, namely Ms. Ingrid Chunyuan Wu and Mr. Pei Kang; and four independent non-executive directors, namely Mr. Koh Boon Hwee, Mr. Poon Chung Yin Joseph, Dato' Tan Bian Ee and Ms. Chang Carmen I-Hua.*

*\*For identification purpose only*