



PACMOS TECHNOLOGIES HOLDINGS LIMITED
(弘茂科技控股有限公司 *)

(incorporated in Bermuda with limited liability)

(Stock Code 1010)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held at Plaza IV, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Tuesday, 28 June 2005 at 10:00 a.m. to transact the following ordinary business:

1. to receive and adopt the Audited Consolidated Financial Statements and the Reports of the Directors and Auditors for the year ended 31 December 2004;
2. to re-elect Directors, namely (a) Mr Yip Chi Hung and (b) Mr Cheng Hok Ming, Albert, and to authorise the Directors to fix the Directors' remuneration;
3. to re-appoint of PricewaterhouseCoopers as Auditors of the Company and to authorise the Directors to fix their remuneration;

and by way of special business to consider and, if thought fit, pass the following Resolutions of which Resolutions 4, 5 and 6 will be proposed as Ordinary Resolutions and Resolution 7 will be proposed as Special Resolution:

4. **THAT** Mr Ma Kwai Yuen be and is hereby elected an Independent Non-executive Director of the Company with immediate effect;
5. **THAT** the continuance of office of the respective Directors of the Company, who ought to have retired by rotation pursuant to the Company's Bye-laws at the annual general meetings of the Company in 2002, 2003 or 2004 and did not so retire, be and is hereby approved and ratified;
6. **THAT**, notwithstanding the discovery that certain Directors of the Company ought to have retired by rotation pursuant to the Company's Bye-laws at the annual general meetings of the Company in 2002, 2003 or 2004 but did not so retire and remained in office after the relevant annual general meeting of the Company, all acts bona fide done by the Board of Directors of the Company or by any such committee or by any person acting as a Director of the Company during the period commencing the annual general meeting of the Company in 2002 and ending the annual general meeting of the Company in 2005 (both inclusive) be and are hereby generally and unconditionally approved and confirmed;

7. **THAT** Mr Pang Hong be and is hereby removed from the office of Director of the Company with immediate effect.

By order of the Board
Chung Che Ling
Company Secretary

Hong Kong, 3 June 2005

Principal Office in Hong Kong:
27th Floor, Cambridge House
Taikoo Place, 979 King's Road
Island East
Hong Kong

Notes:

- (1) A shareholder entitled to attend and vote at the meeting convened by the above notice is entitled to appoint a proxy to attend and, in the event of a poll, vote in his stead. A proxy need not be a shareholder of the Company.
- (2) In order to be valid, the form of proxy must be deposited at the Company's Share Registrar in Hong Kong at Tengis Limited, Ground Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong together with any power of attorney or other authority under which it is signed or a notarially certified copy of that power or authority, not less than 48 hours before the time for holding the meeting or adjourned meeting.
- (3) The Register of Shareholders of the Company will be closed from 22 June 2005 to 28 June 2005 (both days inclusive) for the purpose of establishing the entitlement of shareholders to vote at the meeting convened by the above notice. During this period, no share transfers will be registered. In order to qualify for voting, all transfer of shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's Share Registrar in Hong Kong at Tengis Limited, Ground Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong not later than 4:30 p.m. on 21 June 2005.
- (4) At the meeting, the chairman of the meeting will exercise his power under Bye-law 70 of the Bye-laws of the Company to put each of the above resolutions to the vote by way of a poll.
- (5) Shareholders are recommended to read the circular of the same date of this notice of Annual General Meeting despatched to shareholders which contains important information concerning the ordinary and special resolutions respectively set out in this notice.

As at the date of this notice, the Company's Board of Directors comprises Mr CHENG Hok Ming Albert, and Mr WONG Chi Keung, being the independent non-executive directors, and Mr SETO Yee Woon John, Mr YIP Chi Hung and Mr PANG Hong, being the executive directors.

* *For identification purpose only.*

Please also refer to the published version of this announcement in The Standard.