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**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 SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Special General Meeting of PacMOS Technologies Holdings Limited (the “**Company**”) will be held at Gloucester Room II, 3/F., The Excelsior, 281 Gloucester Road, Causeway Bay, Hong Kong on 11 April, 2013 at 2:30 p.m. to transact the following business:

1. to approve the payment of remuneration of the directors of the Company (the “**Directors**”) for the financial year ended 31 December 2012 as follows:
  - (a) as for Mr. Yip Chi Hung (Executive Director), HK\$500,000;
  - (b) as for Mr. Chen Che Yuan (Executive Director), HK\$200,000;
  - (c) as for Mr. Wong Chi Keung (Independent Non-executive Director), HK\$120,000;
  - (d) as for Mr. Cheng Hok Ming, Albert (Independent Non-executive Director), HK\$120,000;  
and
  - (e) as for Dr. Ma Kwai Yuen (Independent Non-executive Director), HK\$120,000; and
2. to approve the payment of remuneration of the Directors for the financial year ending 31 December 2013 as follows:
  - (a) as for Mr. Yip Chi Hung (Executive Director), HK\$500,000;
  - (b) as for Mr. Chen Che Yuan (Executive Director), HK\$200,000;
  - (c) as for Mr. Wong Chi Keung (Independent Non-executive Director), HK\$120,000;

\* *For identification purpose only*

(d) as for Mr. Cheng Hok Ming, Albert (Independent Non-executive Director), HK\$120,000;  
and

(e) as for Dr. Ma Kwai Yuen (Independent Non-executive Director), HK\$120,000,

provided that in respect of any Director, in the event his appointment is terminated prior to 31 December 2013, the above payment will be made on a pro rata basis.

By order of the Board  
**Lau Lai Yee**  
*Company Secretary*

Hong Kong, 23 March 2013

*Principal Office in Hong Kong:*

Suites 2905-10

Dah Sing Financial Centre

108 Gloucester Road

Wan Chai

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 Tricor Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, 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 9 April 2013 to 11 April 2013 (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 Tricor Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong not later than 4:30 p.m. on 8 April 2013.
- (4) Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll. The Chairman of the Special General Meeting shall therefore demand voting on all resolutions set out in the Notice of Special General Meeting be taken by way of poll pursuant to by-law 70 of the Company's bye-laws.

- (5) Shareholders are recommended to read the circular of the same date of this notice of Special General Meeting despatched to shareholders which contains important information concerning the resolutions set out in this notice.

*As at the date of this notice, the Company's Board of Directors comprises Mr. WONG Chi Keung, Mr. CHENG Hok Ming Albert and Dr. MA Kwai Yuen being the independent non-executive directors, and Mr. YIP Chi Hung and Mr. CHEN Che Yuan, being the executive directors.*