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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)**

**PROPOSED CHANGE OF COMPANY NAME  
AND  
PROPOSED INCREASE OF AUTHORISED SHARE CAPITAL  
AND  
PROPOSED AMENDMENTS TO THE BYE-LAWS**

**PROPOSED CHANGE OF COMPANY NAME**

The Board proposes to change its English name from “PacMOS Technologies Holdings Limited” to “PacRay International Holdings Limited” and to adopt “太睿國際控股有限公司” as its secondary name.

**PROPOSED INCREASE OF AUTHORISED SHARE CAPITAL**

The current authorised share capital of the Company is HK\$50,000,000 divided into 500,000,000 Shares. In order to provide the Company with greater flexibility for future investment opportunities, the Board proposes to increase the authorised share capital of the Company from HK\$50,000,000 divided into 500,000,000 Shares to HK\$100,000,000 divided into 1,000,000,000 Shares by the creation of 500,000,000 new Shares.

**PROPOSED BYE-LAWS AMENDMENTS**

The Board proposes to amend the Bye-Laws to reflect the Proposed Change of Company Name and the Proposed Increase of Authorised Share Capital.

The Proposed Change of Company Name, the Proposed Increase of Authorised Share Capital and the Proposed Bye-Laws Amendments are subject to announcement, circular and the Shareholders’ approval requirements under the Listing Rules. The SGM will be convened and held for the Shareholders to consider and, if thought fit, approve the Proposed Change of Company Name, the Proposed Increase of Authorised Share Capital and the Proposed Bye-Laws Amendments.

\* for identification purpose only

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder has a material interest in the Proposed Change of Company Name, the Proposed Increase of Authorised Share Capital and the Proposed Bye-Laws Amendments and therefore no Shareholder shall be required to abstain from voting for the related resolutions at the SGM.

A circular containing, among other things, the information required under the Listing Rules in relation to the Proposed Change of Company Name, the Proposed Increase of Authorised Share Capital and the Proposed Bye-Laws Amendments, together with a notice convening the SGM, is expected to be despatched to the Shareholders on or before 17 November 2015.

## **PROPOSED CHANGE OF COMPANY NAME**

The Board proposes to change its English name from “PacMOS Technologies Holdings Limited” to “PacRay International Holdings Limited” and to adopt “太睿國際控股有限公司” as its secondary name (collectively, the “**Proposed Change of Company Name**”).

### **Reasons for the Proposed Change of Company Name**

The Board considers the Proposed Change of Company Name will better reflect the diversification of the Group's business and facilitates its further development and expansion. The Board believes that the new Company name can provide the Company with a fresh new corporate identity and image, which will benefit the Group's future business development. The Board is therefore of the opinion that the Proposed Change of Company Name is in the interests of the Company and the Shareholders as a whole.

### **Conditions of the Proposed Change of Company Name**

The Proposed Change of Company Name is subject to:

- (a) the passing of a special resolution by the Shareholders approving the Proposed Change of Company Name at the SGM; and
- (b) the Registrar of Companies in Bermuda granting approval for the Proposed Change of Company Name.

Subject to satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date on which the new English name of the Company in place of the existing English name together with the new secondary name of the Company are entered on the register of companies maintained by the Registrar of Companies in Bermuda. The Registrar of Companies shall issue the certificate of incorporation on change of name of the Company and the certificate of secondary name of the Company thereafter. The Company will then carry out the necessary procedures in Hong Kong as required under the applicable laws, rules and regulations of Hong Kong including those with the Companies Registry in Hong Kong.

## **Effects of the Proposed Change of Company Name**

The Proposed Change of Company Name will not affect any rights of the Shareholders or the Group's daily business operation and its financial position. All existing share certificates in issue bearing the Company's existing name shall continue to be evidence of title and valid for trading, settlement, registration and delivery for the same number of Shares in the new name of the Company. There will not be any arrangements for free exchange of existing share certificates for new share certificates bearing the new name of the Company. Once the Proposed Change of Company Name becomes effective, any issue of share certificates of the Company will be under the new name of the Company and the Shares will be traded on the Main Board of the Stock Exchange under the new stock short name of the Company.

The Proposed Change of Company Name is subject to the Shareholders' approval by way of a special resolution at the SGM.

## **PROPOSED INCREASE OF AUTHORISED SHARE CAPITAL**

The current authorised share capital of the Company is HK\$50,000,000 divided into 500,000,000 Shares. As at the date of this announcement, 336,587,142 Shares were in issue. In order to provide the Company with greater flexibility for future investment opportunities, the Board proposes to increase the authorised share capital of the Company from HK\$50,000,000 divided into 500,000,000 Shares to HK\$100,000,000 divided into 1,000,000,000 Shares by the creation of 500,000,000 new Shares. Immediately after the completion of the increase in authorised share capital of the Company and assuming no new Shares are issued or no Share are repurchased from the date of this announcement up to the SGM, the authorised share capital of the Company will be HK\$100,000,000 divided into 1,000,000,000 Shares, with 336,587,142 Shares in issue and 663,412,858 Shares remaining unissued (the "**Proposed Increase of Authorised Share Capital**").

The Proposed Increase of Authorised Share Capital is subject to the Shareholders' approval by way of an ordinary resolution at the SGM.

## **PROPOSED BYE-LAWS AMENDMENTS**

The Board proposes to amend the Bye-Laws to reflect the Proposed Change of Company Name and the Proposed Increase of Authorised Share Capital (the "**Proposed Bye-Laws Amendments**"). Details of the Proposed Bye-Laws Amendments are as follows:

- (a) by deleting the existing definition of ""the Company" or "this Company"" in existing bye-law 1. (A) and replacing it with the following new definition of "the Company" or "this Company":

""the Company" or "this Company" shall mean PacRay International Holdings Limited 太睿國際控股有限公司, an exempted company incorporated in Bermuda on 12 October 1993;" and

- (b) by deleting the existing bye-law 6. (A) in its entirety and replacing it with the following new bye-law 6. (A):

“6. (A) The authorised share capital of the Company as at the date on which this Bye-Law comes into effect is HK\$100,000,000 divided into 1,000,000,000 shares of par value HK\$0.10 each.”

The Proposed Bye-Laws Amendments is subject to the Shareholders’ approval by way of a special resolution at the SGM.

## **GENERAL**

The Proposed Change of Company Name, the Proposed Increase of Authorised Share Capital and the Proposed Bye-Laws Amendments are subject to announcement, circular and the Shareholders’ approval requirements under the Listing Rules. The SGM will be convened and held for the Shareholders to consider and, if thought fit, approve the Proposed Change of Company Name, the Proposed Increase of Authorised Share Capital and the Proposed Bye-Laws Amendments.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, no Shareholder has a material interest in the Proposed Change of Company Name, the Proposed Increase of Authorised Share Capital and the Proposed Bye-Laws Amendments and therefore no Shareholder shall be required to abstain from voting for the related resolutions at the SGM.

A circular containing, among other things, the information required under the Listing Rules in relation to the Proposed Change of Company Name, the Proposed Increase of Authorised Share Capital and the Proposed Bye-Laws Amendments, together with a notice convening the SGM, is expected to be despatched to the Shareholders on or before 17 November 2015.

## **DEFINITIONS**

Unless otherwise defined below, terms used in this announcement shall have the same meanings as those defined below:

“Board”	the board of Directors
“Bye-Laws”	the bye-laws of the Company, as amended from time to time
“Company”	PacMOS Technologies Holdings Limited, an exempted company incorporated under the laws of Bermuda, the issued shares of which are listed on the Stock Exchange
“Directors”	directors of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

“Proposed Bye-Laws Amendments”	has the meaning ascribed to it herein
“Proposed Change of Company Name”	has the meaning ascribed to it herein
“Proposed Increase of Authorised Share Capital”	has the meaning ascribed to it herein
“SGM”	the special general meeting of the Company that is proposed to be convened for the Shareholders to consider and, if thought fit, approve the Proposed Change of Company Name, the Proposed Increase of Authorised Share Capital and the Proposed Bye-Laws Amendments
“Share(s)”	the share(s) of par value HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By order of the Board of  
**PacMOS Technologies Holdings Limited**  
**Cheng Chow-Chun**  
*Chairman*

Hong Kong, 12 November 2015

*As at the date of this announcement, the Board comprises seven Directors. The executive Directors are Mr. Cheng Chow-Chun, Mr. Lee Chao-Chun, Mr. Sun Tao-Heng and Mr. Yuan Chun-Tang, and the independent non-executive Directors are Mr. Suen Sai Wah Simon, Mr. Li Kwan In, and Mr. Wang Chiang-Ming.*