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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)

### DISCLOSEABLE TRANSACTION

The Company disposed of an aggregate of 120,000 ChipMOS Shares on The Nasdaq stock market in a series of transactions referred to in this announcement for gross sale proceeds of approximately HK\$17,122,521.

Based on the applicable “five-tests” calculation set out in rule 14.07 of the Listing Rules, each of the dispositions individually (other than the November Disposal of which one of the applicable ratios amounts to approximately 7.67%) did not exceed 5% of any of the applicable percentage ratios. When aggregated together, two of the applicable percentage ratios in respect of the Disposals amount to approximately 12.45% and 6.59%. The November Disposal and the Disposals in aggregate therefore, constituted discloseable transactions of the Company under rule 14.06(2) of the Listing Rules.

### THE DISPOSALS

The Company disposed on The Nasdaq stock market of the Disposed Shares (i.e. an aggregate of 120,000 ChipMOS Shares, representing approximately 0.3563% of the issued share capital of ChipMOS as of 31 October 2013) in a series of transactions, as follows:

Date(s) of Disposals	No. of Disposed Shares	Price (per Disposed Share) in US\$	Price (per Disposed Share) in HK\$ equivalent
02 August 2013	20,000	15.6500	121.12
15 August 2013	20,000	17.4784	135.32
19 September 2013	2,900	18.0500	139.75
27 September 2013	7,100	18.0500	139.75
27 November 2013 (“November Disposal”)	70,000	19.3161	149.55
	120,000		

\* For identification purpose only

Subject as aforesaid, the Group did not dispose of any ChipMOS Shares in the preceding 12 months from the date of this announcement.

The average price for the Disposals was approximately US\$18.2933 (equivalent to approximately HK\$142.69) per ChipMOS Share. The gross sale proceeds of the Disposals were approximately HK\$17,122,521 (exclusive of transaction costs), which were received by payment in cash. The consideration received by the Company represented the then market price of the ChipMOS Shares. As a result of the Disposals, a realized gain of the Company relating to the Disposals is approximately HK\$6 million for the financial year ending 31 December 2013, calculated on the basis of the difference between the book value of approximately US\$11.6027 (equivalent to approximately HK\$90.50) per share for the year ended 31 December 2012 and the disposal price (exclusive of transaction costs).

As the Disposals were made through the market, the Company was not aware of the identities of the buyers of the Disposed Shares and accordingly, to the best of the knowledge of the Board having made all reasonable enquiries, the purchasers of the Disposed Shares are Independent Third Parties.

## **REASONS FOR THE DISPOSALS**

The Group is principally engaged in the design and trading of integrated circuits products and investments holding.

The Disposed Shares were disposed of with an average price of approximately US\$18.2933 (equivalent to approximately HK\$142.69) per ChipMOS Shares as compared to the closing price of approximately US\$19.53 (equivalent to approximately HK\$152.334) per ChipMOS Share as at 27 November 2013. Having regard to the then share market conditions and the trading price of ChipMOS, the management of the Company considers that the Disposals represented good opportunities for the Company to realize a gain (i.e. approximately HK\$6 million). As the Disposed Shares were sold at market price, the Board believed that the Disposals were fair and reasonable and in the interests of the Shareholders as a whole. The Company intends to use the net proceeds as general working capital of the Group.

## **INFORMATION ON CHIPMOS**

ChipMOS is incorporated in Bermuda with limited liability and listed on The Nasdaq stock market with stock code: IMOS. Based on its latest 2012 annual report, the ChipMOS Group is a provider of semiconductor testing and assembly services.

Further information on ChipMOS can be found on the website of ChipMOS at [www.chipmos.com](http://www.chipmos.com). Based on the latest annual report of ChipMOS, as at 31 December 2012, the audited consolidated net asset value of ChipMOS was approximately US\$791 million, (equivalent to approximately HK\$6,170 million). The consolidated net profit of ChipMOS (before and after taxation) for the year ended 31 December 2012 were approximately US\$32 million (equivalent to approximately HK\$250 million) and US\$27 million (equivalent to approximately HK\$211 million), and for the year ended

31 December 2011 were approximately US\$3 million (equivalent to approximately HK\$23 million) and US\$1 million (equivalent to approximately HK\$8 million). No dividend on ChipMOS Shares was paid by ChipMOS for the financial year ended 31 December 2011, and an annual cash dividend of US\$0.14 (equivalent to approximately HK\$1.09) per ChipMOS Shares was paid by ChipMOS for the financial year ended 31 December 2012.

## **GENERAL**

Based on the applicable “five-tests” calculation set out in rule 14.07 of the Listing Rules, each of the dispositions individually (other than the November Disposal of which one of the applicable ratios amounts to approximately 7.67%) did not exceed 5% of any of the applicable percentage ratios. When aggregated together, two of the applicable percentage ratios in respect of the Disposals amount to approximately 12.45% and 6.59%. The November Disposal and the Disposals in aggregate therefore, constituted discloseable transactions of the Company under rule 14.06(2) of the Listing Rules. On an aggregated basis, the disposal of ChipMOS Shares first constituted a discloseable transaction on about 27 November 2013, after about 52,000 of the Disposed Shares were disposed of by the Company.

## **DEFINITIONS**

“Board”	the board of Directors;
“ChipMOS”	ChipMOS Technologies (Bermuda) Limited, a company incorporated under the laws of Bermuda, the issued shares of which are listed on The Nasdaq stock market with stock code: IMOS;
“ChipMOS Group”	ChipMOS and its subsidiaries;
“ChipMOS Shares”	ordinary shares of US\$0.04 each in the share capital of ChipMOS;
“Company”	PacMOS Technologies Holdings Limited, a company incorporated under the laws of Bermuda, the issued shares of which are listed on the Stock Exchange;
“connected person”	has the meaning attributed to it in the Listing Rules;
“Directors”	the directors of the Company;
“Disposals”	the disposal of the Disposed Shares by the Company as referred to in this announcement;
“Disposed Shares”	120,000 ChipMOS Shares;

“Group”	the Company and its subsidiaries;
“Independent Third Party”	third party independent of the Company and connected persons of the Company;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“November Disposal”	the disposal of an aggregate of 70,000 ChipMOS Shares on 27 November 2013 as set out in the section headed “The Disposals” herein;
“Shareholders”	shareholders of the Company;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong; and
“US\$”	United States dollars, the lawful currency of the United States of America.

*In this announcement, amounts in US\$ are translated into HK\$ at the rate of US\$1 = HK\$7.8. The translation rates are for illustrative purpose only and should not be taken as a representation that US\$ could actually be converted into HK\$ at such rates or at all.*

By order of the Board of  
**PacMOS Technologies Holdings Limited**  
**Yip Chi Hung**  
*Chairman*

Hong Kong, 28 November 2013

*As at the date of this announcement, the Board comprises five directors. The executive Directors are Mr. Yip Chi Hung and Mr. Chen Che Yuan and the independent non-executive directors are Mr. Wong Chi Keung, Mr. Cheng Hok Ming, Albert and Dr. Ma Kwai Yuen.*