
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in PacMOS Technologies Holdings Limited, you should at once hand this circular and the enclosed form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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This circular is solely for the purpose of providing shareholders with certain information in connection with a special general meeting of the Company.

**PACMOS TECHNOLOGIES HOLDINGS LIMITED****(弘茂科技控股有限公司)****(Incorporated in Bermuda with limited liability)***(Stock Code: 1010)****REQUISITION OF SPECIAL GENERAL MEETING FROM
SHAREHOLDER; AND
NOTICE OF SPECIAL GENERAL MEETING**

A notice convening the special general meeting of PacMOS Technologies Holdings Limited to be held at Marina Room II, 2nd Floor, The Excelsior, 281 Gloucester Road, Causeway Bay, Hong Kong on Thursday, 27 November 2014 at 2:30 p.m. is set out on pages 15 to 17 of this circular. A proxy form for your use at the meeting is enclosed with this circular and is also published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk). Whether or not you are able to attend the meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the meeting. Completion and return of the form of proxy will not preclude you from attending and voting at the meeting should you so wish.

12 November 2014

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DEFINITIONS

In this circular, the following expressions have the following meanings unless the context requires otherwise:

“Board”	the board of Directors
“Bye-laws”	the bye-laws of the Company, as amended from time to time
“Companies Act”	the Companies Act of 1981 of Bermuda (as amended)
“Company”	PacMOS Technologies Holdings Limited, a company incorporated in Bermuda with limited liabilities, the Shares of which are listed on the Hong Kong Stock Exchange
“Director(s)”	the director(s) of the Company
“Full Global”	Full Global International Limited, a shareholder of the Company holding 145,609,999 Shares of the Company (representing approximately 43.26% of the issued share capital of the Company carrying the right of voting at general meetings of the Company) as at the date of deposit of the Requisition Notice
“Developer Global”	Developer Global Limited, a company holding the entire issued share capital of Full Global as at the date of deposit of the Requisition Notice
“Dragon Conqueror”	Dragon Conqueror Limited, a company holding the entire issued share capital of Developer Global as at the date of deposit of the Requisition Notice
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

DEFINITIONS

“Latest Practicable Date”	6 November 2014, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information for inclusion in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PEWC”	Pacific Electric Wire & Cable Co., Ltd., a company holding the entire issued share capital of Dragon Conqueror as at the date of deposit of the Requisition Notice
“Remuneration Committee”	remuneration committee of the Company for the time being
“Requisition”	the requisition by Full Global pursuant to the Requisition Notice for the convening of the SGM to consider the Requisitioned Resolutions
“Requisition Notice”	the requisition notice dated 30 October 2014 and issued by Full Global to requisition the Directors to convene a special general meeting as described in this circular
“Requisitioned Resolutions”	the ordinary resolutions proposed by Full Global as set out in the Requisition Notice
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong)
“SGM”	the special general meeting of the Company to be convened at Marina Room II, 2nd Floor, The Excelsior, 281 Gloucester Road, Causeway Bay, Hong Kong on Thursday, 27 November 2014 at 2:30 p.m. as set out in the notice, which is set out on pages 15 to 17 of this circular, or (where the context permits) any adjournment thereof
“Share(s)”	the share(s) of HK\$0.10 each in the issued share capital of the Company
“Shareholder(s)”	the holder(s) of Shares

LETTER FROM THE BOARD



PACMOS TECHNOLOGIES HOLDINGS LIMITED

(弘茂科技控股有限公司)*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1010)

Board of Directors:

Executive Directors:

Chen Che Yuan (*Chief Executive Officer*)

Yip Chi Hung

Independent non-executive Directors:

Cheng Hok Ming, Albert

Dr. Ma Kwai Yuen

Registered office:

Canon's Court

22 Victoria Street

Hamilton HM 12

Bermuda

Principal office in Hong Kong:

15th Floor

Siu On Centre

188 Lockhart Road

Wan Chai

Hong Kong

12 November 2014

To all Shareholders of the Company

Dear Sir or Madam,

I INTRODUCTION

The Company received the Requisition Notice dated 30 October 2014 and issued by Full Global to requisition the Directors to convene a special general meeting under section 74 of the Companies Act and Bye-law 62 of the Bye-laws for the purposes of proposing the Requisitioned Resolutions as ordinary resolutions.

The purpose of this circular is to provide you with, among other things, information relating to the Requisition Notice and to give you notice of the SGM. The Requisitioned Resolutions will be proposed at the SGM for consideration and if thought fit, for approval.

* For identification purpose only

LETTER FROM THE BOARD

II REQUISITION FROM FULL GLOBAL

On 30 October 2014, the Board received the Requisition Notice from Full Global, a Shareholder holding at the date of the deposit of the Requisition Notice not less than one-tenth of the paid-up capital of the Company carrying the right of voting at general meetings of the Company, requesting the Board to convene a special general meeting in accordance with the Bye-laws, and in any event within 21 days from the date of deposition of the Requisition Notice, for the following purposes:

- 1 to appoint Mr. Cheng Chow-Chun as an executive Director of the Company with effect from the closure of the SGM;
- 2 to appoint Mr. Lee Chao-Chun as an executive Director of the Company with effect from the closure of the SGM;
- 3 to appoint Mr. Sun Tao-Heng as an executive Director of the Company with effect from the closure of the SGM;
- 4 to appoint Mr. Yuan Chun-Tang as an executive Director of the Company with effect from the closure of the SGM;
- 5 to appoint Mr. Maa Kwo-Juh as an independent non-executive Director of the Company with effect from the closure of the SGM;
- 6 to appoint Mr. Suen Sai Wah Simon as an independent non-executive Director of the Company with effect from the closure of the SGM;
- 7 to appoint Mr. Li Kwan In as an independent non-executive Director of the Company with effect from the closure of the SGM; and
- 8 to approve the payment of remuneration of the following Directors and former Director for the financial year ending 31 December 2014 (and pro rata to his office during such financial year) as follows:
 - a. as for Mr. Yip Chi Hung (executive Director), HK\$420,000;
 - b. as for Mr. Chen Che Yuan (executive Director), HK\$168,000;
 - c. as for Mr. Cheng Hok Ming, Albert (independent non-executive Director), HK\$126,000;

LETTER FROM THE BOARD

- d. as for Dr. Ma Kwai Yuen (independent non-executive Director), HK\$126,000; and
- e. as for Mr. Wong Chi Keung (former independent non-executive Director), regarding his office commencing on 1 January 2014 and expiring on 30 June 2014, HK\$63,000.

Full Global has provided biographical details of Mr. Cheng Chow-Chun, Mr. Lee Chao-Chun, Mr. Sun Tao-Heng, Mr. Yuan Chun-Tang, Mr. Maa Kwo-Juh, Mr. Suen Sai Wah Simon and Mr. Li Kwan In (the “**Candidates**” and each a “**Candidate**”) as required by Rule 13.51(2) of the Listing Rules, which are set out in the Appendix to this circular for the Shareholders’ consideration.

III THE SGM

Pursuant to section 74 of the Companies Act and Bye-law 62 of the Bye-laws, a Shareholder or Shareholders holding at the date of the deposit of the requisition not less than one-tenth of the paid-up capital of the Company carrying the right of voting at general meetings of the Company may requisition the Directors to convene a special general meeting of the Company by depositing a written requisition at the registered office of the Company. The Board has up to 21 days from the date of deposit of such requisition to proceed duly to convene a special general meeting. As a result, the Board resolved to convene the SGM and to issue the notice of the SGM as set out on pages 15 to 17 of this circular.

There is enclosed a form of proxy for use at the SGM. A Shareholder entitled to attend and vote at the SGM may appoint one or more proxies to attend and vote instead of him. A proxy needs not be a Shareholder. Whether or not you intend to be present at the SGM, you are requested to complete the form of proxy and return it to the Company’s Share Registrar in Hong Kong at Tricor Tengis Limited, Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong in accordance with the instructions printed thereon not less than 48 hours before the time fixed for holding the SGM. The completion and return of the form of proxy will not prevent you from attending and voting in person at the SGM should you so wish.

IV VOTING BY POLL

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 SGM shall therefore demand voting on all resolutions set out in the notice of the SGM be taken by way of poll pursuant to Bye-law 70 of the Bye-laws. On a poll, every Shareholder present in

LETTER FROM THE BOARD

person or by proxy or (being a corporation) by its fully authorized representative shall have one vote for each share of the Company registered in his/her name in the register of Shareholders. A Shareholder entitled to more than one vote needs not use all his votes or cast all the votes he uses in the same way.

V CLOSURE OF REGISTER OF SHAREHOLDERS

The register of Shareholders will be closed from 25 November 2014 to 27 November 2014 (both days inclusive) for the purpose of establishing the entitlement of Shareholders to vote at the SGM 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, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 p.m. on 24 November 2014.

By order of the Board

PacMOS Technologies Holdings Limited

Chen Che Yuan

Executive Director & Chief Executive Officer

BIOGRAPHICAL DETAILS OF CANDIDATES PROPOSED TO BE NOMINATED
AS EXECUTIVE DIRECTORS**Mr. Cheng Chow-Chun**

Mr. Cheng Chow-Chun (“**Mr. Cheng**”), currently 56 years old, had been the executive vice president of PEWC since December 2003. By June 2012, he has been promoted to the position of vice chairman, a position which he still holds at present. Mr. Cheng is familiar with the management and development of supply chain, and has gradually assisted PEWC group to construct a highly efficient supply chain operating model. Mr. Cheng is currently the chairman of Asia Pacific Wire & Cable Corporation Limited (“**APWC**”) (US NASDAQ listed company stock code: APWC), which is under the PEWC group.

Mr. Cheng graduated from the University of Southern California, USA, and holds a bachelor’s degree in business administration.

Mr. Cheng had been a director of Allis Electric Co., Ltd. (Taiwan listed company stock code: 1514) since 1987. By 1996, his position was changed to supervisor, and held the position until June 2009.

If Mr. Cheng is appointed by the Company as an executive Director, his office will be of no fixed term or proposed length of service, except that he is subject to retirement by rotation at least once every three years and re-election at the next annual general meeting of the Company in accordance with the requirements under the Listing Rules, the By-laws and other applicable laws and regulations. The Company will enter into a letter of appointment with Mr. Cheng. The remuneration of Mr. Cheng will be determined and recommended by the Remuneration Committee and approved by the Board based on his qualifications, experience, level of responsibilities undertaken and prevailing market conditions. The remuneration of Mr. Cheng will be subject to approval by the Company at its separate general meeting.

Mr. Cheng is a shareholder of PEWC, and currently is also a director of Full Global, Developer Global, Dragon Conqueror and PEWC.

Save as disclosed above, Mr. Cheng, as at the Latest Practicable Date:

1. does not have any relationship with any Directors, senior management, or substantial or controlling Shareholders of the Company;

2. does not have any interest in the Shares within the meaning of Part XV of the SFO;
3. does not hold any positions in the Company and/or other members of the Company, nor any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and
4. does not have any other material appointments or professional qualifications.

Save as disclosed above, Mr. Cheng confirms that, as at the Latest Practicable Date, there is no other information in relation to his appointment that needs to be brought to the attention of the Shareholders, and there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

Mr. Lee Chao-Chun

Mr. Lee Chao-Chun (“**Mr. Lee**”), currently 63 years old, is appointed as a member of the board of directors of PEWC and the chief executive officer of PEWC.

Mr. Lee holds a bachelor’s degree from the Boston University, USA.

If Mr. Lee is appointed by the Company as an executive Director, his office will be of no fixed term or proposed length of service, except that he is subject to retirement by rotation at least once every three years and re-election at the next annual general meeting of the Company in accordance with the requirements under the Listing Rules, the Bye-laws and other applicable laws and regulations. The Company will enter into a letter of appointment with Mr. Lee. The remuneration of Mr. Lee will be determined and recommended by the Remuneration Committee and approved by the Board based on his qualifications, experience, level of responsibilities undertaken and prevailing market conditions. The remuneration of Mr. Lee will be subject to approval by the Company at its separate general meeting.

Mr. Lee is a shareholder of PEWC, and currently is also a director of Full Global, Developer Global, Dragon Conqueror and PEWC.

Save as disclosed above, Mr. Lee, as at the Latest Practicable Date:

1. does not have any relationship with any Directors, senior management, or substantial or controlling Shareholders of the Company;

**APPENDIX BIOGRAPHICAL DETAILS OF CANDIDATES PROPOSED
TO BE NOMINATED AS DIRECTORS**

2. does not have any interest in the Shares within the meaning of Part XV of the SFO;
3. does not hold any positions in the Company and/or other members of the Company, nor any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and
4. does not have any other material appointments or professional qualifications.

Save as disclosed above, Mr. Lee confirms that, as at the Latest Practicable Date, there is no other information in relation to his appointment that needs to be brought to the attention of the Shareholders, and there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

Mr. Sun Tao-Heng

Mr. Sun Tao-Heng (“**Mr. Sun**”), currently 60 years old, is the president of PEWC, and has held the position since December 2003. Mr. Sun had been a director of Charoong Thai Wire & Cable Public Company Limited (Thailand listed company stock code: CTW), which is under the PEWC group, since June 1993 and by November 1994, he has been promoted to the position of managing director, a position which he still holds at present.

Mr. Sun received a master’s degree in business administration from the University of Southern California, USA.

If Mr. Sun is appointed by the Company as an executive Director, his office will be of no fixed term or proposed length of service, except that he is subject to retirement by rotation at least once every three years and re-election at the next annual general meeting of the Company in accordance with the requirements under the Listing Rules, the Bye-laws and other applicable laws and regulations. The Company will enter into a letter of appointment with Mr. Sun. The remuneration of Mr. Sun will be determined and recommended by the Remuneration Committee and approved by the Board based on his qualifications, experience, level of responsibilities undertaken and prevailing market conditions. The remuneration of Mr. Sun will be subject to approval by the Company at its separate general meeting.

Mr. Sun is a shareholder of PEWC, and currently is also a director of Full Global, Developer Global, Dragon Conqueror and PEWC.

Save as disclosed above, Mr. Sun, as at the Latest Practicable Date:

1. does not have any relationship with any Directors, senior management, or substantial or controlling Shareholders of the Company;
2. does not have any interest in the Shares within the meaning of Part XV of the SFO;
3. does not hold any positions in the Company and/or other members of the Company, nor any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and
4. does not have any other material appointments or professional qualifications.

Save as disclosed above, Mr. Sun confirms that, as at the Latest Practicable Date, there is no other information in relation to his appointment that needs to be brought to the attention of the Shareholders, and there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

Mr. Yuan Chun-Tang

Mr. Yuan Chun-Tang (“**Mr. Yuan**”), currently 53 years old, has been elected as chairman of PEWC since February 2004, and is also the chairman of Tai Ho Investment Co., Ltd. which is wholly-owned by the PEWC group, chairman of Yu Chi Investment Co., Ltd. which is owned by the PEWC group, and chairman of Yang-Yi Investment Co., Ltd. which is owned by the PEWC group. Mr. Yuan is a member of the board of directors of APWC, and is also the chief executive officer of APWC.

Mr. Yuan received a master’s degree in electrical engineering from the University of Waterloo, Canada.

If Mr. Yuan is appointed by the Company as an executive Director, his office will be of no fixed term or proposed length of service, except that he is subject to retirement by rotation at least once every three years and re-election at the next annual general meeting of the Company in accordance with the requirements under the Listing Rules, the Bye-laws and other applicable laws and regulations. The Company will enter into a letter of appointment with Mr. Yuan. The remuneration of Mr. Yuan will be determined and recommended by the Remuneration Committee and approved by the Board based on his qualifications, experience, level of responsibilities undertaken and prevailing market conditions. The remuneration of Mr. Yuan will be subject to approval by the Company at its separate general meeting.

**APPENDIX BIOGRAPHICAL DETAILS OF CANDIDATES PROPOSED
TO BE NOMINATED AS DIRECTORS**

Mr. Yuan is a shareholder of PEWC, and currently is also a director of Full Global, Developer Global, Dragon Conqueror and PEWC.

Save as disclosed above, Mr. Yuan, as at the Latest Practicable Date:

1. does not have any relationship with any Directors, senior management, or substantial or controlling Shareholders of the Company;
2. does not have any interest in the Shares within the meaning of Part XV of the SFO;
3. does not hold any positions in the Company and/or other members of the Company, nor any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and
4. does not have any other material appointments or professional qualifications.

Save as disclosed above, Mr. Yuan confirms that, as at the Latest Practicable Date, there is no other information in relation to his appointment that needs to be brought to the attention of the Shareholders, and there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

**BIOGRAPHICAL DETAILS OF CANDIDATES PROPOSED TO BE NOMINATED
AS INDEPENDENT NON-EXECUTIVE DIRECTORS**

Mr. Maa Kwo-Juh

Mr. Maa Kwo-Juh (“**Mr. Maa**”), currently 53 years old, holds a master’s degree from the Graduate Institute of Accounting of National Chengchi University, Taiwan, and is a certified public accountant (Republic of China).

Mr. Maa is currently a certified public accountant with the audit department of KPMG Taiwan. Between September 2000 and January 2005, he was the deputy president of KPMG Taiwan. Between February 2005 and June 2007, he was the chief executive officer of KPMG Taiwan, and between July 2007 and February 2010, he was the chairman and chief executive officer of KPMG Taiwan.

If Mr. Maa is appointed by the Company as an independent non-executive Director, his office will be of no fixed term or proposed length of service, except that he is subject to retirement by rotation at least once every three years and re-election at the next annual general meeting of the Company in accordance with the requirements under the Listing

**APPENDIX BIOGRAPHICAL DETAILS OF CANDIDATES PROPOSED
TO BE NOMINATED AS DIRECTORS**

Rules, the Bye-laws and other applicable laws and regulations. The Company will enter into a letter of appointment with Mr. Maa. The remuneration of Mr. Maa will be determined and recommended by the Remuneration Committee and approved by the Board based on his qualifications, experience, level of responsibilities undertaken and prevailing market conditions. The remuneration of Mr. Maa will be subject to approval by the Company at its separate general meeting.

Save as disclosed above, Mr. Maa, as at the Latest Practicable Date:

1. does not have any relationship with any Directors, senior management, or substantial or controlling Shareholders of the Company;
2. does not have any interest in the Shares within the meaning of Part XV of the SFO;
3. does not hold any positions in the Company and/or other members of the Company, nor any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and
4. does not have any other material appointments or professional qualifications.

Save as disclosed above, Mr. Maa confirms that, as at the Latest Practicable Date, there is no other information in relation to his appointment that needs to be brought to the attention of the Shareholders, and there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

Mr. Suen Sai Wah Simon

Mr. Suen Sai Wah Simon (“**Mr. Suen**”), currently 54 years old, is an experienced and well proven chief executive officer in the financial as well as the travel industry in Thailand. Mr. Suen has been the independent director of Charoong Thai Wire & Cable Public Company Ltd, Bangna, Thailand since August 2009, and the director of Delta Holiday Company Limited, Bangkok, Thailand since June 1997.

Mr. Suen received a master’s degree in business administration from the Chaminade University of Honolulu, U.S.A.

If Mr. Suen is appointed by the Company as an independent non-executive Director, his office will be of no fixed term or proposed length of service, except that he is subject to retirement by rotation at least once every three years and re-election at the next annual general meeting of the Company in accordance with the requirements under the Listing

**APPENDIX BIOGRAPHICAL DETAILS OF CANDIDATES PROPOSED
TO BE NOMINATED AS DIRECTORS**

Rules, the Bye-laws and other applicable laws and regulations. The Company will enter into a letter of appointment with Mr. Suen. The remuneration of Mr. Suen will be determined and recommended by the Remuneration Committee and approved by the Board based on his qualifications, experience, level of responsibilities undertaken and prevailing market conditions. The remuneration of Mr. Suen will be subject to approval by the Company at its separate general meeting.

Save as disclosed above, Mr. Suen, as at the Latest Practicable Date:

1. does not have any relationship with any Directors, senior management, or substantial or controlling Shareholders of the Company;
2. does not have any interest in the Shares within the meaning of Part XV of the SFO;
3. does not hold any positions in the Company and/or other members of the Company, nor any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and
4. does not have any other material appointments or professional qualifications.

Save as disclosed above, Mr. Suen confirms that, as at the Latest Practicable Date, there is no other information in relation to his appointment that needs to be brought to the attention of the Shareholders, and there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

Mr. Li Kwan In

Mr. Li Kwan In (“**Mr. Li**”), currently 63 years old, is an associate member of the Institute of Chartered Accountants of British Columbia Canada and a fellow member of the Hong Kong Institute of Certified Public Accountants. Mr. Li has over 20 years of experience in accounting & auditing, finance and taxation in Hong Kong and Canada. Since March 2009, Mr. Li is a director of Chengdu Zhongtie Erju Yong Jingtang Printing Limited Company in Chengdu Province, the People’s Republic of China.

Mr. Li holds a bachelor of commerce degree from Concordia University in Montreal, Canada.

If Mr. Li is appointed by the Company as an independent non-executive Director, his office will be of no fixed term or proposed length of service, except that he is subject to retirement by rotation at least once every three years and re-election at the next annual general meeting of the Company in accordance with the requirements under the Listing Rules, the Bye-laws and other applicable laws and regulations. The Company will enter into a letter of appointment with Mr. Li. The remuneration of Mr. Li will be determined and recommended by the Remuneration Committee and approved by the Board based on his qualifications, experience, level of responsibilities undertaken and prevailing market conditions. The remuneration of Mr. Li will be subject to approval by the Company at its separate general meeting.

Save as disclosed above, Mr. Li, as at the Latest Practicable Date:

1. does not have any relationship with any Directors, senior management, or substantial or controlling Shareholders of the Company;
2. does not have any interest in the Shares within the meaning of Part XV of the SFO;
3. does not hold any positions in the Company and/or other members of the Company, nor any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and
4. does not have any other material appointments or professional qualifications.

Save as disclosed above, Mr. Li confirms that, as at the Latest Practicable Date, there is no other information in relation to his appointment that needs to be brought to the attention of the Shareholders, and there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

NOTICE OF SPECIAL GENERAL MEETING



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 (the “SGM”) of PacMOS Technologies Holdings Limited (the “Company”) will be held at Marina Room II, 2nd Floor, The Excelsior, 281 Gloucester Road, Causeway Bay, Hong Kong on Thursday, 27 November 2014 at 2:30 p.m. for the purpose of considering, and if thought fit, passing the following resolutions as ordinary resolutions of the Company (unless otherwise specified, words used in this notice has the same meaning as defined in the circular of the Company dated 12 November 2014 (the “Circular”)) pursuant to a requisition notice dated 30 October 2014 served on the Company by FULL GLOBAL INTERNATIONAL LIMITED (being a member of the Company holding not less than one-tenth of the paid-up capital of the Company as at the date of deposit of the said requisition notice carrying the right to vote at general meetings of the Company) in accordance with the provisions of section 74 of the Companies Act 1981 of Bermuda (as amended):

ORDINARY RESOLUTIONS

1. that Mr. Cheng Chow-Chun be appointed as an executive Director of the Company with effect from the closure of the SGM;
2. that Mr. Lee Chao-Chun be appointed as an executive Director of the Company with effect from the closure of the SGM;
3. that Mr. Sun Tao-Heng be appointed as an executive Director of the Company with effect from the closure of the SGM;
4. that Mr. Yuan Chun-Tang be appointed as an executive Director of the Company with effect from the closure of the SGM;
5. that Mr. Maa Kwo-Juh be appointed as an independent non-executive Director of the Company with effect from the closure of the SGM;

* For identification purpose only

NOTICE OF SPECIAL GENERAL MEETING

6. that Mr. Suen Sai Wah Simon be appointed as an independent non-executive Director of the Company with effect from the closure of the SGM;
7. that Mr. Li Kwan In be appointed as an independent non-executive Director of the Company with effect from the closure of the SGM; and
8. that the payment of remuneration of the following Directors and former Director for the financial year ending 31 December 2014 (and pro rata to his office during such financial year) be approved:
 - a. as for Mr. Yip Chi Hung (executive Director), HK\$420,000;
 - b. as for Mr. Chen Che Yuan (executive Director), HK\$168,000;
 - c. as for Mr. Cheng Hok Ming, Albert (independent non-executive Director), HK\$126,000;
 - d. as for Dr. Ma Kwai Yuen (independent non-executive Director), HK\$126,000; and
 - e. as for Mr. Wong Chi Keung (former independent non-executive Director), regarding his office commencing on 1 January 2014 and expiring on 30 June 2014, HK\$63,000.

By order of the Board pursuant to section 74 of the Companies Act

PacMOS Technologies Holdings Limited

Lau Lai Yee

Company Secretary

Hong Kong, 12 November 2014

Principal Office in Hong Kong:

15th Floor

Siu On Centre

188 Lockhart Road

Wan Chai

Hong Kong

NOTICE OF SPECIAL GENERAL MEETING

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 needs 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, Level 22, Hopewell Centre, 183 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 25 November 2014 to 27 November 2014 (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, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 p.m. on 24 November 2014.
- (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 SGM shall therefore demand voting on all resolutions set out in the above notice be taken by way of poll pursuant to bye-law 70 of the Company's bye-laws.
- (5) Shareholders are recommended to read the circular of the same date of the above notice despatched to shareholders which contains important information concerning the resolutions set out in this notice.

As at the date of this notice, the Board comprises four directors. The executive directors of the Company are Mr. Chen Che Yuan and Mr. Yip Chi Hung, and the independent non-executive directors are Mr. Cheng Hok Ming, Albert and Dr. Ma Kwai Yuen.