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HI SUN TECHNOLOGY (CHINA) LIMITED

高陽科技（中國）有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 818)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT a special general meeting of Hi Sun Technology (China) Limited (“Hi Sun”) will be held at Room 2515, 25/F Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong at 10:30 a.m. on Wednesday, 24 November, 2010 for the purpose of considering and, if thought fit, passing the following ordinary resolutions:

ORDINARY RESOLUTIONS

(1) **“THAT:**

- (a) the Proposed Spin-off (as defined below) and all documents or agreements in connection therewith or contemplated thereunder or for the purpose of giving effect thereto, be and are hereby approved;
- (b) the directors of Hi Sun be and are hereby authorised on behalf of Hi Sun to approve and implement the Proposed Spin-off and all matters incidental thereto and to authorise and take all actions in connection therewith or arising therefrom relating to the Proposed Spin-off as they shall think fit (including, inter alia, (i) the signing, sealing, execution, perfection and delivery of any document, instruments and agreements for and on behalf of Hi Sun in connection with or pursuant to the Proposed Spin-off; and (ii) the exercise of all such powers of the Company and doing of all such acts as they may consider necessary, desirable or expedient to give effect to the Proposed Spin-off); and
- (c) Hi Sun be and is hereby authorised to sell or approve the issue of such number of PAX Shares under the Share Offer (including PAX Shares under the Over-allotment Option) as may be approved by the Board, provided that (i) the percentage of shareholding interest of Hi Sun in PAX immediately after the completion of the proposed Spin-off will be no less than 40% (taking no account of the effect of any customary stock lending arrangements, (ii) any stock borrowing arrangements be on terms in compliance with the Listing Rules and (iii) the actual or deemed disposal by Hi Sun of its interests in PAX Shares will not result in any of Hi Sun’s “percentage ratios” under Rule 14.07 of the Listing Rules to exceed 75% (using for this purpose, the “market capitalisation” of Hi Sun as at 24 November 2010.

“**Over-allotment Option**” means the option to be granted by PAX to the underwriters of the conditional placing of PAX Shares (as part of the Share Offer), pursuant to which PAX may be required to allot and issue additional PAX Shares (representing up to an aggregate of 15% of PAX Shares to be initially offered under the Share Offer) to cover over allocations in the said placing;

“**PAX Shares**” means ordinary shares of HK\$0.10 each in the share capital of PAX;

“**Proposed Spin-off**” means the proposed spin-off of PAX comprising the Share Offer and the Separate Listing;

“**Separate Listing**” means the separate listing of PAX Shares on the Main Board of The Stock Exchange of Hong Kong Limited; and

“**Share Offer**” means the offer of PAX Shares for subscription or purchase by the public in Hong Kong and by qualifying shareholders of Hi Sun, and through conditional placing of PAX Shares with institutional, professional and other investors.

- (2) “**THAT** the rules of the share option scheme (“**PAX Share Option Scheme**”) of PAX Global Technology Limited (“**PAX**”), a copy of which having been produced to the meeting marked “A” and for the purpose of identification signed by the Chairman be and are hereby approved for adoption by the Shareholders of PAX as the Share Option Scheme of PAX and the directors of Hi Sun be and are hereby authorised to approve any amendments to the rules of the PAX Share Option Scheme as may be acceptable or not objected to by the Stock Exchange and to do all such acts and to enter into all such transactions and arrangements as may be necessary or expedient in order to give effect to the PAX Share Option Scheme.”

Yours faithfully,
For and on behalf of
Hi Sun Technology (China) Limited
Mr. Li Wenjin
Executive Director

Hong Kong, 8 November, 2010

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Head office and principal Place of Business:

Room 2515, 25th Floor
Sun Hung Kai Centre
30 Harbour Road
Wanchai
Hong Kong

Notes:

1. A form of proxy for use at the meeting is enclosed with the circular despatched on 8 November 2010 to the members of Hi Sun.
2. Any member entitled to attend and vote at a meeting of Hi Sun shall be entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member.
3. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
4. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the principal place of business of Hi Sun at Room 2515, 25th Floor, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
5. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. Where there are joint holders of any share any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at any meeting the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.

As at the date of this notice, the Board consists of five executive Directors, namely Mr. Cheung Yuk Fung, Mr. Kui Man Chun, Mr. Xu Wensheng, Mr. Li Wenjin and Mr. Xu Chang Jun; two non-executive Directors, namely Mr. Yang Lei, Raymond and Mr. Chang Kai-Tzung, Richard and three independent non-executive Directors, namely Mr. Tam Chun Fai, Mr. Xu Sitao and Mr. Leung Wai Man, Roger.