

## ASM PACIFIC TECHNOLOGY LTD.

### **Procedures for Shareholders to Propose Candidates for Election to the Board of Directors**

1. The articles of association of the Company provide that candidates to be nominated by:
  - (A) a recommendation by the Directors; or
  - (B) a notice in writing given to the Company of the intention of any Shareholder qualified to vote at the meeting to propose any person other than a retiring Director for election to the office of Director with notice executed by that person of his willingness to be appointed provided that the minimum length of the period, during which such notices are given, shall be at least seven days and that the period for giving such notices shall commence no earlier than the day after the despatch of the notice of the general meeting appointed for such election and end no later than seven days prior to the date of such general meeting.
2. Shareholders may choose to recommend a candidate to the Board of Directors (the “*Board*”) at any time by an advance written notice prior to despatch of a notice of general meeting. This is strongly encouraged as it allows the Nominating Committee (the “*Committee*”) of the Board to receive, review and evaluate shareholders’ nominations of candidates for election to the Board.
3. Shareholders wishing to recommend a director candidate to serve on the Board **after** a notice of general meeting has been despatched may also do so by providing advance written notice of his/her intention to propose a resolution at the annual general meeting, of at least seven days prior to the date of such general meeting to the Chairman of the Committee which identifies the candidate and includes the information described below.
4. The advance written notices referred to in paragraphs 2 and 3 above (the “*Notice*”) shall be sent to the following address:

ASM Pacific Technology Ltd.  
12/F, Watson Centre,  
16-22 Kung Yip Street,  
Kwai Chung, Hong Kong  
Attention: Chief Executive Officer / Nominating Committee Chairman
5. The Notice shall contain the following information:
  - as to each proposed nominee: (A) the name, age, business address, residence address and contact details of the nominee, (B) the principal occupation or employment of the nominee, (C) the number of shares of the Company which

are owned beneficially or of record by the nominee, (D) resume of the nominee, including any experience on directorships held in public companies of which the securities are listed on any securities market in Hong Kong and overseas, and other major appointments and professional qualifications, (E) any other relevant information relating to the nominee (including business experience and academic qualifications) of which Shareholders should be aware of, pertaining to the ability or integrity of the candidate, and (F) relationships with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, or an appropriate negative statement; and

- as to the shareholder giving the notice, (A) the name, contact details and record address of such shareholder, as they appear on the Company's books, and of any beneficial owner, (B) the number of shares of the Company which are owned beneficially or of record by such shareholder and such beneficial owner, and (C) a representation that such shareholder intends to appear in person at the general meeting to nominate the person(s) named in its Notice.
6. Such Notice must be accompanied by: (A) a written consent of each proposed nominee to being named as a nominee and to serve as a director if elected, and to the publication of his/her personal data, and (B) a declaration in respect of the information required to be disclosed pursuant to Rule 13.51(2)(h) to (w) of the Listing Rules, or an appropriate negative statement to the effect where there is no information to be disclosed pursuant to any of such requirements nor are there any other matters relating to that nominated candidate's standing for election as a Director that should be brought to Shareholders' attention.
  7. The Board or Company may also request any proposed nominee to furnish such other information as may reasonably be required by the Board or Company to determine the eligibility of such proposed nominee to serve as a director of the Company.
  8. The Shareholder proposing the candidate may be required to read out aloud the proposed resolution at the general meeting.