

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



ASM PACIFIC TECHNOLOGY LIMITED
(incorporated in the Cayman Islands with limited liability)
(Stock code: 0522)

**ISSUE OF SHARES PURSUANT TO
EMPLOYEE SHARE INCENTIVE SCHEME**

The Board has resolved that 1,518,100 Incentive Shares be granted to 637 Eligible Persons, being employees of the Company, who shall have served the Company and/or its participating subsidiaries during the 2011 Qualification Period. Pursuant to the terms of the Scheme, the Trustees shall subscribe for new Shares at par or purchase Shares in the market, as soon as practicable following the expiry of the 2011 Qualification Period.

The Trustees subscribed for and the Board resolved to issue and to allot a total of 1,518,100 new Shares to the 637 Eligible Persons on 15 December 2011 pursuant to the authority given by the shareholders of the Company to the Board at the annual general meeting held on 24 April 2009. The subscription price for the Incentive Shares was paid by the Trustees out of the fund held for the benefit of the Eligible Persons.

References are made to the relevant rules of the Scheme adopted on 23 March 1990, as amended on 30 June 1999 and 24 April 2009.

On 11 March 2011, the Board resolved that 1,874,400 Incentive Shares be granted to 664 Eligible Persons, being executive Directors and employees of the Company, who shall have served the Company and/or its participating subsidiaries throughout the whole of the 2011 Qualification Period. Pursuant to the terms of the Scheme, the Trustees shall subscribe for new Shares at par or purchase Shares in the market as soon as practicable following the expiration of the 2011 Qualification Period.

Pursuant to the authority conferred upon it under the Scheme and the authority given by the shareholders of the Company to the Board at the annual general meeting held on 24 April 2009, the Trustees accordingly subscribed for and the Board resolved to issue and to allot 1,518,100 new Shares to the 637 Eligible Persons on 15 December 2011. These 637 Eligible Persons do not include 23 employees who failed to be qualified as Eligible

Persons and the four executive Directors, namely, Mr. Lee Wai Kwong, Mr. Chow Chuen, James, Mr. Lo Tsan Yin, Peter and Mr. Robin Gerard Ng Cher Tat (please refer to the related announcement made by the Company on 12 December 2011).

The Trustees subscribed for the 1,518,100 new Shares in cash. The number of Incentive Shares to be allocated to each Eligible Person is determined having regard to factors like his/her position, experience, years of service and performance in the Company and/or its participating subsidiaries.

All the total 1,518,100 Incentive Shares were issued and allotted to employees of the Company who are neither Director, chief executive nor substantial shareholder of the Company, nor an associate (as defined under the Listing Rules) of any of them.

The 1,518,100 Incentive Shares in aggregate represent approximately 0.383% of the existing issued share capital, and approximately 0.382% of the enlarged issued share capital of the Company after the allotment. When issued and fully paid, they ranked pari passu amongst themselves and with the existing issued Shares, with the same rights as respects voting, dividends, transfer and all other rights, including those arising on liquidation, as all other issued Shares at the time of such allotment.

Application had been made and conditional approval had been granted by the Stock Exchange for granting the listing of, and permission to deal in, the Shares which are to be issued under the Scheme during the period starting from 24 March 2010 to 23 March 2020.

The following are the details of the allotment and issue of the Incentive Shares:

| | |
|--|---|
| Number and nominal value: | 1,518,100 ordinary shares of HK\$0.10 each in the share capital of the Company |
| Issue/Net price: | At par value of HK\$0.10 per Share |
| Aggregate nominal value: | HK\$151,810 |
| Total funds to be raised and proposed use of proceeds: | HK\$151,810, to be used as general working capital of the Company |
| Reasons for the issue: | The issue of Incentive Shares is to make available Shares for allocation to the Eligible Persons under the Scheme. The allocation of Incentive Shares to the Eligible Persons pursuant to the Scheme provide valuable incentive and rewards for the contributions made by the Eligible Persons to the Company and/or its participating subsidiaries, and to attract and retain human resources that are valuable to the Company and/or its participating subsidiaries |
| Identity of the allottees: | 637 Eligible Persons, comprising 637 employees of the Company (with none of whom being a Director) |

| | |
|--|---|
| Funds: | The Trustees paid to the Company the subscription money out of the funds held on trust for the benefit of the Eligible Persons |
| Closing price of the Share: | HK\$85.95 per Share on the date of this announcement |
| Fund raising activities in the past 12 months: | The Company has not engaged in any capital fund raising activities in the 12 months immediately preceding the date of this announcement |

Definitions

| | |
|----------------------|--|
| “Board” | board of Directors |
| “Company” | ASM Pacific Technology Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Stock Exchange |
| “Director(s)” | director(s) of the Company |
| “Eligible Person(s)” | members of the management and employees of the Company and/or its participating subsidiaries, which include executive and non-executive Directors and employees of the Company and/or of the participating subsidiaries and, inter alia, shall have served the Company and/or its participating subsidiaries during a particular qualification period as determined by the Board |
| “Incentive Share(s)” | in respect of an Eligible Person, such Shares as determined by the Board, which shall be subscribed for or purchased by the Trustees to be allocated to him pursuant to the Scheme |
| “Scheme” | an employee share incentive scheme adopted by the Company on 23 March 1990, as amended on 30 June 1999 and 24 April 2009, for the benefit of members of the management and employees of the Company and/or its participating subsidiaries |
| “Share(s)” | ordinary share(s) of HK\$0.10 each in the share capital of the Company |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “Trustees” | the trustee(s) appointed by the Company pursuant to the Scheme to administer the Scheme |

| | |
|-----------------------------|---|
| “2011 Qualification Period” | the period from 11 March 2011 to 15 December 2011 |
| “HK\$” | Hong Kong dollar(s), the lawful currency of Hong Kong |
| “%” | per cent. |

On behalf of the Board
Lee Wai Kwong
Director

Hong Kong, 15 December 2011

As at the date of this announcement, the Board comprises Mr. Arthur H. del Prado (Chairman), Mr. Peter Lo Tsan Yin (Vice Chairman), Mr. Lee Wai Kwong, Mr. James Chow Chuen and Mr. Robin Gerard Ng Cher Tat as Executive Directors, Mr. Charles Dean del Prado and Mr. Petrus Antonius Maria van Bommel as Non-executive Directors, and Miss Orasa Livasiri, Mr. Robert Lee Shiu Hung and Mr. John Lok Kam Chong as Independent Non-executive Directors.