
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 licensed securities dealer, bank manager, solicitor, professional accountant or other professional advisers.

If you have sold or transferred all your shares in World Wide Touch Technology (Holdings) Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser(s) or the transferee(s) or to the bank, stockbroker or licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

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WORLD WIDE TOUCH TECHNOLOGY (HOLDINGS) LIMITED

世達科技(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1282)

**RE-ELECTION OF DIRECTORS
GENERAL MANDATES TO BUY BACK SHARES AND ISSUE SHARES
AND
NOTICE OF ANNUAL GENERAL MEETING**

A notice convening the Annual General Meeting to be held at Taishan Room, Level 5, Island Shangri-La Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong at 2:00 p.m. on Friday, 8 May 2015 is set out on pages 14 to 17 of this circular.

A form of proxy for use at the Annual General Meeting is also enclosed. Such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.wtt.hk). Whether or not you intend to attend the Annual General Meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time fixed for holding the Annual General Meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof should you so wish.

1 April 2015

DEFINITIONS

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

“AGM Notice”	the notice for convening the Annual General Meeting set out on pages 14 to 17 of this circular
“Annual General Meeting”	the annual general meeting of the Company to be held at Taishan Room, Level 5, Island Shangri-La Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong on Friday, 8 May 2015 at 2:00 p.m., and any adjournment thereof
“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board”	the board of Directors
“close associates”	has the same meaning as defined under the Listing Rules
“Companies Law”	the Companies Law, Cap 22 (Law 3 of 1961, as consolidated and revised) of the laws of the Cayman Islands
“Company”	World Wide Touch Technology (Holdings) Limited 世達科技 (控股) 有限公司, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the main board of the Stock Exchange
“Director(s)”	director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	The Hong Kong Special Administrative Region of the People’s Republic of China
“Issue Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise the power of the Company to allot, issue or otherwise deal with Shares up to a maximum of 20% of the total number of Shares in issue as at the date of passing the relevant resolution
“Latest Practicable Date”	25 March 2015, being the latest practicable date prior to the printing of this circular for ascertaining certain information herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

DEFINITIONS

“Memorandum”	the memorandum of association of the Company, as amended from time to time
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Share Buy-back Mandate”	a general and unconditional mandate proposed to be granted to the Directors to enable them to buy back Shares, which shall not exceed 10% of the total number of Shares in issue as at the date of passing the relevant resolution
“Share Registrar”	Tricor Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong, whose office is at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	The Hong Kong Code on Takeovers and Mergers
“%”	per cent.

LETTER FROM THE BOARD



WORLD WIDE TOUCH TECHNOLOGY (HOLDINGS) LIMITED

世達科技(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1282)

Executive Directors:

Mr. Wong Kwok Fong
Ms. Ching Pui Yi
Mr. Tan Hui Kiat

Registered office:

Cricket Square, Hutchins Drive
P.O. Box 2681, Grand Cayman KY1-1111
Cayman Islands

Independent Non-Executive Directors:

Mr. Wong Chun Bong
Professor Lee Kwok On, Matthew
Mr. Chan Wai

*Head office and principal place of business in
Hong Kong:*

Suites 2601-2, 26/F, Tower 2, Nina Tower
8 Yeung Uk Road, TWTL 353
Tsuen Wan, New Territories
Hong Kong

1 April 2015

To the Shareholders

Dear Sir or Madam,

**RE-ELECTION OF DIRECTORS
GENERAL MANDATES TO BUY BACK SHARES AND ISSUE SHARES
AND
NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The primary purpose of this circular is to provide you with information regarding the resolutions to be proposed at the Annual General Meeting and to give you notice of the Annual General Meeting. Resolutions to be proposed at the Annual General Meeting include ordinary resolutions relating to the proposed grant of the Share Buy-back Mandate and the Issue Mandate and the re-election of Directors.

RE-ELECTION OF DIRECTORS

In accordance with Article 84 of the Articles of Association, Mr. Wong Kwok Fong, Ms. Ching Pui Yi and Mr. Chan Wai will retire by rotation at the Annual General Meeting. All of them, being eligible, will offer themselves for re-election as a Director at the Annual General Meeting.

LETTER FROM THE BOARD

Particulars of each of the Directors who are subject to re-election at the Annual General Meeting are set out in Appendix I to this circular.

GENERAL MANDATE TO BUY BACK SHARES

At the Annual General Meeting, an ordinary resolution will be proposed that the Directors be given a general and unconditional mandate to exercise all powers of the Company to buy back Shares, in such number which represents up to a maximum of 10% of the total number of Shares in issue as at the date of the passing of the ordinary resolution approving the grant of the Share Buy-back Mandate.

The Share Buy-back Mandate will expire: (a) at the conclusion of the next annual general meeting of the Company following the Annual General Meeting; or (b) at the end of the period within which the Company is required by the Companies Law or the Articles of Association to hold its next annual general meeting; or (c) when revoked or varied by ordinary resolutions of the Shareholders at a general meeting prior to the next annual general meeting of the Company, whichever is the earliest.

An explanatory statement to provide Shareholders with all the information reasonably necessary for them to make an informed decision in relation to this proposed resolution as required by the Listing Rules is set out in Appendix II to this circular.

GENERAL MANDATE TO ISSUE SHARES

At the Annual General Meeting, an ordinary resolution will be proposed that the Directors be granted a general and unconditional mandate to allot, issue or otherwise deal with Shares of up to 20% of the total number of Shares in issue as at the date of the passing of the ordinary resolution approving the grant of the Issue Mandate. As at the Latest Practicable Date, the Company had 2,927,084,000 Shares in issue. Subject to the passing of the proposed resolution approving the grant of the Issue Mandate and on the basis that there is no change in the total number of issued Shares before the passing of the proposed resolution, the Directors will be allowed under the Issue Mandate to issue a maximum of 585,416,800 Shares, representing 20% of the total number of Shares in issue as at the date of the passing of the resolution. In addition, an ordinary resolution will be proposed that the Directors be authorised to allot, issue or otherwise deal with such number of Shares equal to the total number of Shares that have been bought back under the Share Buy-back Mandate.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Wednesday, 6 May 2015 to Friday, 8 May 2015 (both days inclusive), during which period no transfer of shares of the Company will be registered. In order to qualify for attending and voting at the Annual General Meeting, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 5 May 2015.

LETTER FROM THE BOARD

NOTICE OF ANNUAL GENERAL MEETING

The AGM Notice is set out on pages 14 to 17 of this circular. At the Annual General Meeting, resolutions will be proposed to Shareholders to consider and approve, among other matters, the grant to the Directors of the Share Buy-back Mandate and the Issue Mandate, and the re-election of the Directors.

FORM OF PROXY

Enclosed with this circular is a form of proxy for use at the Annual General Meeting. Such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.wwt.hk). Whether or not you intend to be present at the Annual General Meeting, you are requested to complete the form of proxy and return it to the Share Registrar in accordance with the instructions printed thereon no less than 48 hours before the time fixed for holding the Annual General Meeting or any adjournment thereof. Completion and delivery of the form of proxy will not preclude you from attending, and voting at, the Annual General Meeting or any adjournment thereof if you so wish.

VOTING AT THE ANNUAL GENERAL MEETING

Pursuant to Rule 13.39(4) of the Listing Rules and Article 66 of the Articles of Association, all votes of the Shareholders at general meetings must be taken by poll.

On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative shall have one vote for every fully paid Share registered in his/her/its name in the register of members of the Company. A Shareholder entitled to more than one vote need not use all his/her/its votes or cast all the votes he/she/it uses in the same way.

An announcement on the poll vote results will be made by the Company after the Annual General Meeting in the manner prescribed under Rule 13.39(5) of the Listing Rules.

RECOMMENDATIONS

The Board considers that the ordinary resolutions in respect of the proposed grant of the Share Buy-back Mandate and the Issue Mandate, and the re-election of Directors to be proposed at the Annual General Meeting are in the best interests of the Group and the Shareholders as a whole and recommends the Shareholders to vote in favour of such resolutions at the Annual General Meeting.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Group. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular

LETTER FROM THE BOARD

is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

ADDITIONAL INFORMATION

Your attention is drawn to the additional information set out in the appendices to this circular.

MISCELLANEOUS

The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.

Yours faithfully
For and on behalf of the Board
World Wide Touch Technology (Holdings) Limited
Wong Kwok Fong
Chairman and Chief Executive Officer

The following sets out the biographical information of the Directors eligible for re-election at the Annual General Meeting:

Executive Directors

Mr. Wong Kwok Fong (王國芳), aged 51, is the Group's co-founder, Chairman, Chief Executive Officer and was appointed as the Company's Executive Director on 17 July 2009. He is also the Chairman of the Nomination Committee, and Strategic Intellectual Property and Technology Committee of the Company, and a member of the Remuneration Committee of the Company. Mr. Wong established the Group's business in 1997. Since the establishment of the Group's business in 1997, Mr. Wong has played a significant part in the substantial growth of business of the Group. Mr. Wong has over 16 years of senior management experience in manufacturing, supply chain and marketing functions in electronics and technology industries from the Group. He was responsible for setting up the Group's manufacturing plants in Hong Kong and China. Mr. Wong has established the Group's extensive network in the electronics and technology industry, and has also participated in the research of and being the owner of over 180 patents.

Mr. Wong is currently the legal representative of Heshan World Fair Electronics Technology Ltd. He is primarily responsible for the overall corporate strategies, planning, management and business development of the Group. Mr. Wong is a standing committee member of the 9th Session of the Chinese People's Political Consultative Conference, Heshan. He is also an Honorary Citizen of Jiangmen City. Mr. Wong obtained a higher certificate in Accountancy from the Hong Kong Polytechnic (香港理工學院), currently known as the Hong Kong Polytechnic University (香港理工大學), in October 1992.

As at the Latest Practicable Date, Anglo Solution Limited, a company held as to 50% each by Mr. Wong and Ms. Ching Pui Yi, was interested in the entire issued share capital in Soar Plan Holdings Limited, which directly held 1,927,778,827 Shares in the Company. In addition, Mr Wong Kwok Fong had personal interest in 83,268,000 Shares in issue and Ms. Ching Pui Yi, Mr. Wong's spouse, also had personal interest in 30,700,061 Shares in issue. Thus, Mr. Wong was deemed to be interested in an aggregate of 2,041,746,888 Shares under the SFO. Save as aforesaid, Mr. Wong did not have any interest in the Shares or underlying Shares pursuant to Part XV of the SFO.

Mr. Wong is the spouse of Ms. Ching Pui Yi, the Group's Chief Operating Officer and an Executive Director of the Company. Save as disclosed, Mr. Wong is not related to any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed, during the three years immediately before the Latest Practicable Date, Mr. Wong had not held any directorships in other listed public companies or any other major appointments and qualifications.

Mr. Wong has entered into a service contract with the Company for a term of three years with effect from 15 December 2013, and will continue thereafter until terminated by not less than three months in writing served by either party on the other. The current annual director's

emoluments of Mr. Wong is HK\$2,721,329 and a discretionary bonus, as may be decided by the Board. His emolument is determined by the Board, with reference to his duties, responsibilities, performance and results of the Group.

Ms. Ching Pui Yi (程佩儀), aged 45, is the Group's co-founder, Chief Operating Officer and was appointed as the Company's Executive Director on 17 July 2009. Ms. Ching is primarily responsible for the Group's overall strategic implementation, business development, daily operations and management and she has been dedicated to the development, design, operation and improvement of the Group's systems of production. She has gained substantial experience in the Group's industry through the development of the Group's business. Ms. Ching has over 20 years of experience in the electronics sector. Ms. Ching obtained a higher certificate in Company Secretaryship and Administration from the Hong Kong Polytechnic (香港理工學院), currently known as the Hong Kong Polytechnic University (香港理工大學), in 1994.

As at the Latest Practicable Date, Anglo Solution Limited, a company held as to 50% each by Mr. Wong Kwok Fong and Ms. Ching, was interested in the entire issued share capital of Soar Plan Holdings Limited, which directly held 1,927,778,827 Shares in the Company. In addition, Ms. Ching had personal interest in 30,700,061 Shares in issue and Mr. Wong Kwok Fong, Ms. Ching's spouse, also had personal interest in 83,268,000 Shares in issue. Thus, Ms. Ching was deemed to be interested in an aggregate of 2,041,746,888 Shares under the SFO. Save as aforesaid, Ms. Ching did not have any interest in the Shares or underlying Shares pursuant to Part XV of the SFO.

Ms. Ching is the spouse of Mr. Wong Kwok Fong, the Group's Chairman, Chief Executive Officer and an Executive Director of the Company. Save as disclosed, Ms. Ching is not related to any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed, during the three years immediately before the Latest Practicable Date, Ms. Ching had not held any directorships in other listed public companies or any other major appointments and qualifications.

Ms. Ching has entered into a service contract with the Company for a term of three years with effect from 15 December 2013, and will continue thereafter until terminated by not less than three months in writing served by either party on the other. The current annual director's emoluments of Ms. Ching is HK\$1,186,750 and a discretionary bonus, as may be decided by the Board. Her emolument is determined by the Board, with reference to her duties, responsibilities, performance and results of the Group.

Independent Non-Executive Director

Mr. Chan Wai (陳偉), aged 45, was appointed as an independent non-executive Director of the Company on 28 November 2009. Mr. Chan has over 20 years of experience in professional accounting, including over ten years of experience in financial control with companies listed on the main board and the Growth Enterprise Market of the Stock Exchange, which the Company believes will enhance the overall financial control and management of the Group. Mr. Chan obtained a master's degree in Professional Accounting from the Hong Kong Polytechnic University (香港理工大學) in 2004. He has been a certified public accountant of the Hong Kong Institute of Certified Public Accountants since April 1997 and a fellow of the Association of Chartered Certified Accountants since December 2002. Mr. Chan has also been an associate member of the Institute of Chartered Accountants in England and Wales since March 2007.

As at the Latest Practicable Date, Mr. Chan Wai, did not have any interests in securities of the Company within the meaning of Part XV of the SFO. Mr. Chan Wai is not connected with any directors, senior management, substantial or controlling shareholders of the Company.

Save as disclosed above, Mr. Chan Wai held no directorships in any other listed companies in the last three years. Mr. Chan Wai has entered into a service contract with the Company for a period of 3 years commencing on 28 November 2013, and is entitled to an annual director's fee of HK\$252,000 per annum, which was determined based on the estimated time spent by Mr. Chan Wai on matters regarding the Group.

General

There are no other matters concerning any of the above Directors that need to be brought to the attention of the Shareholders in relation to their re-election as Directors and there is no other information which is discloseable pursuant to any of the requirements set out in Rule 13.51(2)(h) to (v) of the Listing Rules.

This appendix serves as an explanatory statement, as required by the Listing Rules, to provide the requisite information to enable you to make an informed decision whether to vote for or against the resolution to approve the grant of the Share Buy-back Mandate to the Directors.

1. LISTING RULES

The Listing Rules permit a company with a primary listing on the Stock Exchange to repurchase its securities on the Stock Exchange subject to certain restrictions, the most important of which are summarised below. The Company is empowered by its Memorandum and Articles of Association to buy back its own Shares.

(a) Shareholders' approval

The Listing Rules provide that all on-market buy back of shares by a company with its primary listing on the Stock Exchange must be approved in advance by an ordinary resolution, either by way of a general mandate or by specific approval with reference to a specific transaction.

Such authority may only continue in force during the period from the passing of the resolution until the earlier of: (i) the conclusion of the next annual general meeting of the company; (ii) the expiration of the period within which the next annual general meeting of the company is required by law to be held; and (iii) the passing of an ordinary resolution by shareholders in general meeting of the company revoking or varying such mandate.

(b) Source of funds

Buy back must be paid out of funds legally available for the purpose and in accordance with the listed company's memorandum and articles of association and the laws of the jurisdiction in which the listed company is incorporated or otherwise established. A listed company may not buy back its own securities on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange. Under the laws of the Cayman Islands, repurchases by a company may only be made out of profits of the company or out of proceeds of a fresh issue of shares made for the purpose, or, if so authorised by its memorandum and articles of association and subject to the provisions of the Companies Law, out of capital. Any premium payable on a redemption or purchase over the par value of the shares to be purchased must be provided for out of profits of the company or out of the company's share premium account, or if so authorised by its memorandum and articles of association and subject to the provisions of the Companies Law, out of capital.

(c) Trading restrictions

Where the securities to be repurchased by a company are shares, such shares must be fully paid shares.

2. SHARES IN ISSUE

As at the Latest Practicable Date, the Company had 2,927,084,000 Shares in issue.

Subject to the passing of the proposed resolution for the grant of the Share Buy-back Mandate and on the basis that there is no change in the total number of issued Shares between the Latest Practicable Date and the Annual General Meeting, the Company will be allowed under the Shares Buy-back Mandate to buy back a maximum of 292,708,400 Shares.

3. REASONS FOR THE BUY BACK

The Directors believe that the Share Buy-back Mandate is in the best interests of the Company and the Shareholders as a whole. Whilst it is not possible to anticipate in advance any specific circumstance in which the Directors might consider it appropriate to buy back Shares, the Directors believe that an ability to do so will give the Company additional flexibility that is beneficial to the Company. An exercise of the Share Buy-back Mandate may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share and will only be made when the Directors believe that such buy-back will benefit the Company and the Shareholders as a whole.

4. FUNDING OF BUY BACK

In buying back Shares, the Company may only apply funds legally available for such purpose in accordance with its Memorandum and Articles of Association, the Listing Rules and the applicable laws of the Cayman Islands. Any buy back of Shares will be made out of the profits of the Company or the proceeds of a fresh issue of Shares made for the purpose of the purchase or, if authorized by the Articles of Association and subject to the Companies Law, out of the capital of the Company.

Taking into account the current working capital position of the Group, the Directors consider that, if the Share Buy-back Mandate was to be exercised in full, it might have a material adverse effect on the working capital and/or the gearing position of the Group as compared with the position as at 31 December 2014, being the date on which its latest published audited consolidated financial statements were made up. However, the Directors do not intend to make any buy back to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements or the gearing position of the Group which in the opinion of the Directors are from time to time appropriate for the Group.

5. SHARE PRICES

The highest and lowest prices at which the Shares have been traded on the Stock Exchange during each of the previous twelve months up to the Latest Practicable Date were as follows:

Month	Price per Share	
	Highest HK\$	Lowest HK\$
2014		
March	0.620	0.400
April	0.445	0.385
May	0.390	0.300
June	0.375	0.310
July	0.365	0.310
August	0.335	0.300
September	0.340	0.260
October	0.290	0.229
November	0.300	0.238
December	0.240	0.198
2015		
January	0.218	0.188
February	0.249	0.203
March (up to the Latest Practicable Date)	0.260	0.199

Source: The Stock Exchange of Hong Kong Limited

6. TAKEOVERS CODE AND PUBLIC FLOAT REQUIREMENT

If a Shareholder's proportionate interest in the voting rights of the Company increases upon the Company exercising its powers to buy back securities pursuant to the Share Buy-back Mandate, such increase will be treated as an acquisition for the purpose of Rule 32 of the Takeovers Code. As a result, a Shareholder or a group of Shareholders acting in concert could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, and to the best knowledge and belief of the Directors based on the register of members kept by the Company under Section 336 of the SFO, Soar Plan Holdings Limited, directly held 1,927,778,827 Shares in the Company. Soar Plan Holdings Limited is held by Anglo Solution Limited, a company held as to 50% each by Mr. Wong Kwok Fong and Mr. Ching Pui Yi. Mr. Wong Kwok Fong and Ms. Ching Pui Yi have personal interest in 83,268,000 and 30,700,061 Shares in issue, respectively. Thus both Mr. Wong Kwok Fong and Ms. Ching Pui Yi are deemed to be interested in an aggregate of 2,041,746,888 Shares, representing approximately 69.75% of the total issued share capital of the Company as at the Latest Practicable Date. On the basis of 2,927,084,000 Shares in issue as at the Latest Practicable Date and assuming there is no change in the number of issued

shares before the Annual General Meeting, if the Share Buy-back Mandate were exercised in full, the aggregate percentage shareholding of Mr. Wong Kwok Fong and Ms. Ching Pui Yi in the Company would increase to approximately 77.50% of the then issued share capital of the Company. The Company has no intention to exercise the Share Buy-back Mandate to such an extent that would result in the number of shares held by the public being reduced to less than 25% of the issued share capital of the Company.

On the basis of the current shareholding interests of Mr. Wong Kwok Fong and Ms. Ching Pui Yi, none of them will be obligated to make a mandatory offer under Rule 26 of the Takeovers Code if the Repurchase Mandate is exercised in full.

The Directors also have no intention to exercise the Share Buy-back Mandate to such an extent that the Company cannot satisfy the minimum requirement for public float under the Listing Rules.

7. UNDERTAKINGS

None of the Directors or, to the best of their knowledge, having made all reasonable enquiries, their close associates have any present intention to sell any Shares to the Company if the Share Buy-back Mandate is approved at the Annual General Meeting and exercised.

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the power of the Company to buy back Shares pursuant to the Share Buy-back Mandate in accordance with the Listing Rules, the laws of the Cayman Islands and the regulations set out in the Memorandum and Articles of Association.

As at the Latest Practicable Date, no core connected person of the Company had notified the Company that he/she/it had a present intention to sell any securities to the Company nor had such core connected person undertaken not to sell any of the securities held by him/her/it to the Company in the event that the Share Buy-back Mandate is granted.

8. SHARE BUY BACK MADE BY THE COMPANY

The Company had not purchased any of the Shares (whether on the Stock Exchange or otherwise) during the six months immediately preceding the Latest Practicable Date.

NOTICE OF ANNUAL GENERAL MEETING



WORLD WIDE TOUCH TECHNOLOGY (HOLDINGS) LIMITED

世達科技(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1282)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting of World Wide Touch Technology (Holdings) Limited (the “**Company**”) will be held at Taishan Room, Level 5, Island Shangri-La Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong on Friday, 8 May 2015 at 2:00 p.m. for the purpose of considering and if thought fit, passing the following resolutions as ordinary resolutions of the Company:

As Ordinary Business

1. To receive and adopt the audited consolidated financial statements and the reports of the directors and the auditor of the Company for the year ended 31 December 2014;
2. To re-elect Mr. Wong Kwok Fong, a retiring director of the Company, as an executive director;
3. To re-elect Ms. Ching Pui Yi, a retiring director of the Company, as an executive director;
4. To re-elect Mr. Chan Wai, a retiring director of the Company, as an independent non-executive director;
5. To authorise the board of directors of the Company to fix the remuneration of the directors of the Company;
6. To re-appoint PricewaterhouseCoopers as auditor of the Company and authorise the board of directors of the Company to fix its remuneration;

As Special Business

7. “**THAT:**
 - (a) subject to paragraph (c) below, pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the exercise by the directors of the Company during the Relevant Period of all the powers of the Company to allot, issue and deal with the unissued shares in the capital of the Company and to make or grant offers, agreements and options, including warrants to subscribe for shares in the Company, which might require the exercise of such powers be and the same is hereby generally and unconditionally approved;

NOTICE OF ANNUAL GENERAL MEETING

- (b) the approval in paragraph (a) above shall authorise the directors of the Company during the Relevant Period (as hereinafter defined) to make or grant offers, agreements and options, including warrants to subscribe for shares in the Company, which might require the exercise of such powers after the end of the Relevant Period;
- (c) the total number of shares of the Company allotted and issued or agreed conditionally or unconditionally to be allotted and issued (whether pursuant to option or otherwise) by the Directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); or (ii) the exercise of any options granted under the share option scheme of the Company; or (iii) any scrip dividend or similar arrangements providing for the allotment and issue of shares in the Company in lieu of the whole or part of a dividend on shares in the Company in accordance with the articles of association of the Company in force from time to time; or (iv) any issue of shares in the Company upon the exercise of rights of subscription or conversion under the terms of any warrants of the Company or any securities which are convertible into shares in the Company shall not exceed 20% of the total number of shares of the Company in issue on the date of the passing of this resolution and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and
- (d) for the purposes of this resolution:

“**Relevant Period**” means the period from the date of the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company, the Companies Law, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands or any other applicable law of the Cayman Islands to be held; and
- (iii) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the directors of the Company by this resolution;

“**Rights Issue**” means an offer of shares in the Company, or offer or issue of warrants, options or other securities giving rights to subscribe for shares in the Company open for a period fixed by the directors of the Company to holders of shares on the Company’s register of members on a fixed record date in proportion to their then holdings of shares (subject to such exclusion or other arrangements as the directors of the Company may deem necessary or expedient in relation to fractional entitlements, or having regard to any restrictions or obligations under the laws of, or the requirements of, or the expense or delay which may be involved in determining the exercise or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction outside Hong Kong or any recognised regulatory body or any stock exchange outside Hong Kong).”

NOTICE OF ANNUAL GENERAL MEETING

8. **“THAT:**

- (a) subject to paragraph (b) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to buy back shares of the Company on The Stock Exchange of Hong Kong Limited (**“Stock Exchange”**) or any other stock exchange on which the shares in the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong (**“SFC”**) and the Stock Exchange for such purpose, and otherwise in accordance with the rules and regulations of the SFC, the Stock Exchange, the Companies Law, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands and all other applicable laws in this regard, be and the same is hereby generally and unconditionally approved;
- (b) the total number of shares in the Company which may be or agreed to be bought by the Company pursuant to the approval in paragraph (a) above during the Relevant Period shall not exceed 10% of the total number of shares of the Company in issue as at the date of the passing of this resolution, and the said approval shall be limited accordingly; and
- (c) for the purpose of this resolution, **“Relevant Period”** means the period from the date of passing of this resolution until whichever is the earliest of:
 - (i) the conclusion of the next annual general meeting of the Company;
 - (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any other applicable law of the Cayman Islands to be held; and
 - (iii) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the directors of the Company by this resolution.”

9. **“THAT** conditional on the passing of resolutions numbered 7 and 8 above, the general mandate granted to the directors of the Company pursuant to paragraph (a) of resolution numbered 7 above be and it is hereby extended by the addition to the total number of shares of the Company which may be allotted or agreed conditionally or unconditionally to be allotted by the directors of the Company pursuant to or in accordance with such general mandate of such number of shares of the Company bought back by the Company pursuant to or in accordance with the authority granted under paragraph (a) of resolution numbered 8 above.”

Yours faithfully,
For and on behalf of the Board
World Wide Touch Technology (Holdings) Limited
Wong Kwok Fong
Chairman and Chief Executive Officer

Hong Kong, 1 April 2015

NOTICE OF ANNUAL GENERAL MEETING

Registered office:
Cricket Square, Hutchins Drive
P.O. Box 2681, Grand Cayman KY1-1111
Cayman Islands

*Head office and principal place of business in
Hong Kong:*
Suites 2601–2, 26/F, Tower 2, Nina Tower
8 Yeung Uk Road, TWTL 353
Tsuen Wan, New Territories
Hong Kong

Notes:

1. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and, subject to the provisions of the articles of association of the Company, vote in his stead. A proxy need not be a member of the Company.
2. To be valid, the form of proxy together with any power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority must be deposited at the office of the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 48 hours before the time fixed for holding the meeting or any adjournment thereof.
3. The register of members of the Company will be closed from Wednesday, 6 May 2015 to Friday, 8 May 2015, both days inclusive, during which period no transfer of shares of the Company will be registered.

In order to qualify for attending and voting at the annual general meeting, all share transfer documents, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar and transfer office in Hong Kong at the address stated in note 2 above no later than 4:30 p.m. on Tuesday, 5 May 2015.

4. In relation to the proposed resolutions numbered 7 and 9 above, approval is being sought from the shareholders of the Company for the grant to the Directors of a general mandate to authorise the allotment and issue of shares under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("**Listing Rules**"). The Directors have no immediate plans to issue any new shares other than shares which may fall to be issued upon the exercise of options granted under the share option scheme of the Company or otherwise or any scrip dividend scheme of the Company which may be approved by the shareholders of the Company.
5. In relation to the proposed resolution numbered 8 above, the Directors wish to state that they will exercise the powers conferred thereby to purchase shares of the Company in circumstances which they seem appropriate for the benefit of the shareholders. An explanatory statement containing the information necessary to enable the shareholders to make an informed decision to vote on the proposed resolution as required by the Listing Rules is set out in an appendix to the circular of the Company to be dispatched to the shareholders.

As at the date of this notice, the executive directors of the Company are Mr. Wong Kwok Fong, Ms. Ching Pui Yi and Mr. Tan Hui Kiat; the independent non-executive directors of the Company are Mr. Wong Chun Bong, Professor Lee Kwok On, Matthew and Mr. Chan Wai.