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HYCOMM WIRELESS LIMITED

華脈無線通信有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 00499)

**NOTICE OF SPECIAL GENERAL MEETING OF
SHAREHOLDERS TO BE HELD ON 18 AUGUST 2014**

Dear Shareholders,

You are cordially invited to attend the special general meeting (the “**SGM**”) of shareholders of HyComm Wireless Limited (the “**Company**”) which will be held at 3/F., Nexxus Building, 77 Des Voeux Road Central, Hong Kong on Monday, 18 August 2014 at 11:30 a.m. (Hong Kong time) or, if later, immediately after the annual general meeting of the Company to be held at 11:00 a.m. on the same day. The meeting is being held for the purposes of considering and, if thought fit, passing, with or without modification, the following resolution as a special resolution of the Company:

“**THAT:**

- (a) the reduction of the amount standing to the credit of the share premium account of the Company by HK\$143,805,280.20 (“**Share Premium Reduction**”) be and is hereby approved;
- (b) the transfer of the amount arising from the Share Premium Reduction to the contributed surplus account of the Company (the “**Contributed Surplus Account**”) be and is hereby approved;
- (c) the distribution of up to HK\$69,898,735.20 of the amount standing to the credit of the Contributed Surplus Account, pro rata to the shareholders of the Company, being the special dividend referred to in the joint announcement dated 10 July 2014 issued by the Company and China Qingdao International (Holdings) Company Limited, be and is hereby approved; and
- (d) the directors and officers of the Company be and are hereby authorized to execute such documents and take such action as they deem appropriate for the foregoing purposes.”

* for identification purpose only

Notes:

1. In order to identify shareholders who will be entitled to attend and vote at the meeting or any adjournment that may take place, all transfer forms accompanied by the relevant share certificates must have been lodged with the Company's branch share registrar in Hong Kong, Tricor Secretaries Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30pm on Friday, 15 August 2014. Shareholders whose names appear on the register of members of the Company at the close of business on 15 August 2014 shall be entitled to attend and vote at the meeting or any adjournment that may take place.
2. A shareholder entitled to attend and vote at the meeting convened by the notice is entitled to appoint one or more proxies to attend and vote in his/her/its place. A proxy need not be a shareholder of the Company.
3. Shareholders are requested to complete, date, sign and return the enclosed proxy form to reach the Company's branch share registrar in Hong Kong, Tricor Secretaries Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as promptly as possible but not later than 48 hours prior to the SGM or adjourned meeting at which the proxy is to be used. The giving of such proxy will not affect your right to vote in person should you decide to attend the SGM or adjourned meeting.
4. In accordance with the Listing Rules, voting on the above resolution will be taken by poll.
5. If Typhoon Signal No. 8 or above, or a "black" rainstorm warning is in effect any time after 8:00 a.m. on the date of the above meeting, the meeting will be postponed. The Company will post an announcement on its website (www.hycomm-wireless.com) and the Stock Exchange website (www.hkexnews.hk) to notify Shareholders of the date, time and place of the rescheduled meeting.

By Order of the Board
HyComm Wireless Limited
Liu Shun Chuen
Chairman and Executive Director

25 July 2014

As at the date of this document, the executive Directors are Mr. Liu Shun Chuen and Mr. Yeung Sau Chung, the non-executive Director is Kong Lingbiao, and the independent non-executive Directors are Mr. Jacobsen William Keith, Mr. Wu Wang Li and Mr. Ng Wai Hung.