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Foxconn International Holdings Limited

富士康國際控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2038)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of shareholders of Foxconn International Holdings Limited (the “Company”) will be held at Pacific Room I, 9/F., Towers Wing, The Royal Pacific Hotel and Towers, China Hong Kong City, 33 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong on Wednesday, 22 December 2010 at 10:00 a.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following ordinary resolution:

ORDINARY RESOLUTION

“THAT

- (i) the terms of the third supplemental agreement to the framework materials and components supply agreement (the “Supplemental Purchase Agreement”) (a copy of which is tabled at the meeting and marked “A” for identification purpose) dated 19 November 2010 entered into among the Company, Hon Hai Precision Industry Co. Ltd. (“Hon Hai”), Chimei Innolux Corporation (“Chimei Innolux”) and Foxconn Technology Co., Ltd. (“Foxconn Technology”) be and are hereby approved in all respects;
- (ii) the transactions from 1 January 2011 to 31 December 2013 contemplated under the framework materials and components supply agreement entered into among the Company, Hon Hai, Chimei Innolux and Foxconn Technology on 19 January 2005 (as amended by the respective supplemental agreements dated 28 February 2006 and 24 October 2007 entered into among the same parties) and further amended by the Supplemental Purchase Agreement (the “Purchase Transaction”) be and are hereby approved in all respects;
- (iii) the annual caps as set out in the circular of the Company dated 2 December 2010 in respect of the Purchase Transaction for the three years ending 31 December 2013 be and are hereby approved in all respects; and

- (iv) any one director of the Company, or any two directors of the Company, if affixation of the Company's common seal is necessary, be and is/are hereby authorised to execute all such other documents, instruments or agreements and to do all such acts or things which he/they may in his/their discretion consider necessary or incidental in connection with the matters contemplated under the Supplemental Purchase Agreement and/or the Purchase Transaction."

By Order of the Board
Foxconn International Holdings Limited
Chin Wai Leung, Samuel
Chairman and Chief Executive Officer

Hong Kong, 2 December 2010

Registered Office:

Scotia Centre, 4th Floor
P.O. Box 2804, George Town
Grand Cayman
Cayman Islands

Principal Place of Business in Hong Kong:

8/F., Peninsula Tower
538 Castle Peak Road
Cheung Sha Wan
Kowloon
Hong Kong

Notes:

- (a) The register of members of the Company will be closed from Monday, 20 December 2010 to Wednesday, 22 December 2010, both days inclusive, during which period no transfer of shares of the Company ("Shares") can be registered. Members who intend to attend and vote at the extraordinary general meeting must deliver all the transfer documents together with the relevant share certificates to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Friday, 17 December 2010.
- (b) Any 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 to vote in his stead. A proxy need not be a member of the Company. If more than one proxy is appointed, the appointment shall specify the number of Shares in respect of which each such proxy is appointed.
- (c) The instrument appointing a proxy and the 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 lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 48 hours before the time fixed for holding of the meeting or any adjourned meeting.
- (d) In accordance with Chapter 14A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), Hon Hai, the ultimate controlling shareholder of the Company, its subsidiaries and associates (as defined in the Listing Rules) are required to abstain from voting on the above ordinary resolution.
- (e) The ordinary resolution set out above will be determined by way of poll.

As at the date of this notice, the executive directors of the Company are Messrs. Chin Wai Leung, Samuel, Chih Yu Yang and Dr. Lee Jer Sheng, the non-executive directors of the Company are Messrs. Chang Ban Ja, Jimmy and Lee Jin Ming and Miss Gou Hsiao Ling and the independent non-executive directors of the Company are Messrs. Lau Siu Ki, Chen Fung Ming and Dr. Daniel Joseph Mehan.

* *for identification purposes only*