WAFER SYSTEMS LIMITED
威發系統有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8198)

SPECIAL RESOLUTION PASSED AT THE ANNUAL GENERAL MEETING

The Board is pleased to announce that the special resolution relating to the proposed amendment to the Articles of Association of the Company proposed at the AGM was duly passed by the shareholders of the Company on 28 April 2006.

Reference is made to the circular dated 30 March 2006 (the "Circular") of Wafer Systems Limited (the "Company") in respect of the proposed amendments to the Articles of Association of the Company. Terms used herein shall have the same meanings as those defined in the Circular.

The board of directors (the "Board") of the Company is pleased to announce that the special resolution relating to the proposed amendment to the Articles of Association of the Company proposed at the AGM was duly passed by the shareholders of the Company on 28 April 2006.

By Order of the Board
Wafer Systems Limited
Pang Kin Man, Edmond
Company Secretary

Hong Kong, 28 April 2006

As at the date of this announcement, the Board consists of one executive Director, namely Mr. CHAN Sek Keung, Ringo, three non-executive Directors, namely Mr. Alasdair Gordon NAGLE, Ms. Clara HO and Mr. KWAN Kit Tong and three independent non-executive Directors, namely Mr. PANG Hing Chung, Alfred, Mr. TSOI Tai Wai, David and Mr. YU Zhonghou.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the "Latest Company Announcements" page of the GEM Website at www.hkgem.com for at least 7 days from the date of its publication.

** For identification purpose only*