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VIETNAM MANUFACTURING AND EXPORT PROCESSING (HOLDINGS) LIMITED

越南製造加工出口(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 422)

**POLL RESULTS OF ANNUAL GENERAL MEETING AND
EXTRAORDINARY GENERAL MEETING HELD ON 30 MAY 2008**

The Board hereby announces that at the AGM and the EGM held on 30 May 2008, all resolutions set out in the AGM Notice and the EGM Notice were passed by the Shareholders by way of a poll.

AGM

Reference is made to the notice of annual general meeting of Vietnam Manufacturing and Export Processing (Holdings) Limited (the “**Company**”) dated 28 April 2008 (the “**AGM Notice**”) and the circular of the Company dated 28 April 2008 (the “**Circular**”). Terms used in this section of the announcement shall have the same meanings as those used in the AGM Notice and the Circular, unless otherwise stated.

The Board is pleased to announce that at the AGM, a poll was demanded by the chairman for voting on all proposed resolutions as set out in the AGM Notice. All resolutions were passed by the Shareholders by way of a poll. The Company’s share registrar, Computershare Hong Kong Investor Services Limited, was appointed as scrutineer for the vote-taking at the AGM. The poll results in respect of the resolutions passed at the AGM were as follows:

	Resolutions	For	Against
	Ordinary Resolutions	Number of Shares (%)	Number of Shares (%)
1.	To receive and consider the audited consolidated financial statements for the year ended 31 December 2007 together with the reports of the directors and of the independent auditor of the Company.	674,167,000 (100.00)	0 (0.00)
2.	To declare a final dividend of US\$0.0218 per Share for the year ended 31 December 2007.	674,167,000 (100.00)	0 (0.00)

	Resolutions	For	Against
	Ordinary Resolutions	Number of Shares (%)	Number of Shares (%)
3.	(i) To re-elect Mr. Chang Kwang Hsiung as Director and authorise the Board to fix his remuneration.	674,167,000 (100.00)	0 (0.00)
	(ii) To re-elect Mr. Chen Pang Hsiung as Director and authorise the Board to fix his remuneration.	674,167,000 (100.00)	0 (0.00)
	(iii) To re-elect Mr. Lee Hsi Chun as Director and authorise the Board to fix his remuneration.	674,167,000 (100.00)	0 (0.00)
	(iv) To re-elect Mr. Wang Ching Tung as Director and authorise the Board to fix his remuneration.	674,167,000 (100.00)	0 (0.00)
	(v) To re-elect Mr. Huang Kwang Wu as Director and authorise the Board to fix his remuneration.	674,167,000 (100.00)	0 (0.00)
	(vi) To re-elect Mr. Liu Wu Hsiung Harrison as Director and authorise the Board to fix his remuneration.	674,167,000 (100.00)	0 (0.00)
	(vii) To re-elect Mr. Hsu Nai Cheng Simon as Director and authorise the Board to fix his remuneration.	674,167,000 (100.00)	0 (0.00)
	(viii) To re-elect Ms. Lin Ching Ching as Director and authorise the Board to fix her remuneration.	674,167,000 (100.00)	0 (0.00)
	(ix) To re-elect Mr. Wei Sheng Huang as Director and authorise the Board to fix his remuneration.	674,167,000 (100.00)	0 (0.00)
4.	To re-appoint KPMG as auditors of the Company and authorise the Board to fix their remuneration.	674,167,000 (100.00)	0 (0.00)
5.	To grant a general mandate to the Directors to purchase Shares of the Company in accordance with ordinary resolution 5 as set out in the AGM Notice.	674,167,000 (100.00)	0 (0.00)
6.	To grant a general mandate to the Directors to allot, issue and deal with Shares of the Company in accordance with ordinary resolution 6 as set out in the AGM Notice.	671,949,000 (99.67)	2,218,000 (0.33)
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares of the Company in accordance with ordinary resolution 7 as set out in the AGM Notice.	671,949,000 (99.67)	2,218,000 (0.33)

As a majority of votes were cast in favour of each resolution, all resolutions set out above were passed as ordinary resolutions.

As at the date of the AGM, the total number of issued shares of the Company was 907,680,000, which was the total number of shares entitling the Shareholders to attend and vote for or against resolution no. 1 to resolution no. 7 proposed at the AGM.

EGM

Reference is made to the notice of extraordinary general meeting of the Company dated 14 May 2008 (the “**EGM Notice**”) and the circular of the Company dated 14 May 2008 (the “**EGM**”

Circular”). Terms used in this section of the announcement shall have the same meanings as those used in the EGM Notice and the EGM Circular, unless otherwise stated.

The Company’s share registrar, Computershare Hong Kong Investor Services Limited, was appointed as scrutineer for the vote-taking at the EGM. The poll results in respect of the resolutions passed at the EGM were as follows:

	Resolutions	For	Against
	Ordinary Resolutions	Number of Shares (%)	Number of Shares (%)
1.	To approve the proposed revised annual caps for the years ending 31 December 2008 and 2009 in respect of the transactions under the VMEP Holdings Purchase Agreement, the VMEP Holdings VTBM Purchase Agreement and the Technology Licence Agreement.	31,547,000 (100.00)	0 (0.00)
2.	To approve the Sanyang Global Purchase Agreement, the Sanyang Global Purchase Transaction and the proposed annual caps for the years ending 31 December 2008 and 2009 in respect of the Sanyang Global Purchase Transaction.	31,547,000 (100.00)	0 (0.00)

All resolutions of the EGM were passed by the Shareholders by way of a poll.

As at the date of the EGM, the total number of issued shares of the Company was 907,680,000. As set out in the EGM Circular, Sanyang, the ultimate controlling Shareholder, through its wholly-owned subsidiary, SYI, was interested in 629,520,000 Shares, representing approximately 69.40% of the issued share capital of the Company as at the date of the EGM. Sanyang, its subsidiaries and associates, being parties with a material interest in the VMEP Holdings Purchase Agreement, the VMEP Holdings VTBM Purchase Agreement, the Technology Licence Agreement and the Sanyang Global Purchase Agreement were required to, and did, abstain from voting at the EGM in respect of the above ordinary resolutions. As a result, Shareholders holding a total of 278,160,000 Shares were entitled to vote for or against the ordinary resolutions at the EGM. No Shareholders were entitled to attend and vote only against the ordinary resolutions at the EGM.

By order of the Board
Vietnam Manufacturing and Export Processing (Holdings) Limited
Chang Kwang Hsiung
Chairman

Hong Kong, 30 May 2008

As at the date of this announcement, the board of Directors comprised four executive Directors, namely Mr. Chang Kwang Hsiung, Mr. Chen Pang Hsiung, Mr. Lee Hsi Chun and Mr. Wang Ching Tung, two non-executive Directors, namely Mr. Huang Kwang Wu and Mr. Liu Wu Hsiung Harrison, and three independent non-executive Directors, namely Mr. Hsu Nai Cheng Simon, Ms. Lin Ching Ching and Mr. Wei Sheng Huang.