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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 HELD ON 13 MAY 2009**

The Board hereby announces that at the AGM held on 13 May 2009, all of the proposed ordinary resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll.

Reference is made to the notice (the “**AGM Notice**”) of the annual general meeting (“**AGM**”) of Vietnam Manufacturing and Export Processing (Holdings) Limited (the “**Company**”) dated 8 April 2009 and the circular (the “**Circular**”) of the Company dated 8 April 2009. Unless otherwise defined, terms used herein shall have the same meaning as in the Circular.

At the AGM held on 13 May 2009, all of the proposed ordinary resolutions as set out in the AGM Notice were passed by the Shareholders by way of poll. The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM. The poll results in respect of the resolutions passed at the AGM are as follows:

	<b>Resolutions</b>	<b>For</b>	<b>Against</b>
	<b>Ordinary Resolutions</b>	<b>Number of Shares (%)</b>	<b>Number of Shares (%)</b>
1.	To receive and consider the audited consolidated financial statements of the Company for the financial year ended 31 December 2008 together with the reports of the directors and the independent auditors of the Company thereon for the same period.	695,631,000 (100%)	0 (0%)
2.	To declare a final dividend of US\$0.0026 per Share for the year ended 31 December 2008.	695,631,000 (100%)	0 (0%)
3.	(i) To re-elect Mr. Chen Pang Hsiung as Director.	695,631,000 (100%)	0 (0%)
	(ii) To re-elect Mr. Lee Hsi Chun as Director.	695,631,000 (100%)	0 (0%)
	(iii) To re-elect Mr. Wang Ching Tung as Director.	695,631,000 (100%)	0 (0%)

	(iv) To authorise the Board to fix the remuneration of the Directors for the year ending 31 December 2009.	695,630,000 (99.9999%)	1,000 (0.0001%)
4.	To re-appoint Messrs. KPMG as the auditors of the Company until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix the remuneration of the auditors of the Company.	695,630,000 (99.9999%)	1,000 (0.0001%)
5.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the total nominal amount of the issued share capital of the Company.	695,631,000 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the total nominal amount of the issued share capital of the Company.	672,330,000 (96.6504%)	23,301,000 (3.3496%)
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares by the addition thereto of an amount representing the total nominal amount of Shares repurchased by the Company.	693,131,000 (99.6406%)	2,500,000 (0.3594%)

As more than 50% of the votes were cast in favour of each of the resolutions, all of the resolutions set out above were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of issued shares of the Company was 907,680,000 shares of the Company, all the holders of which were entitled to attend and vote for or against the ordinary resolutions proposed at the AGM. There was no share of the Company entitling the holder to attend and vote only against the ordinary resolutions proposed at the AGM. No Shareholder was required to abstain from voting on the ordinary resolutions at the AGM. No Shareholder has indicated in the Circular that it/he/she intended to vote against the ordinary resolutions at the AGM or to abstain from voting.

By order of the Board of

**VIETNAM MANUFACTURING AND EXPORT  
PROCESSING (HOLDINGS) LIMITED**

**Chang Kwang Hsiung**

*Chairman*

Hong Kong, 13 May 2009

*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.*