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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 THE ANNUAL GENERAL MEETING
AND THE EXTRAORDINARY GENERAL MEETING
HELD ON 23 JUNE 2020**

<p>The Board hereby announces that at the AGM and the EGM held on 23 June 2020, all the proposed resolutions as set out in the AGM Notice and the EGM Notice were passed by the Shareholders by way of poll.</p>
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Annual General Meeting (the “AGM”)

References are made to the notice of annual general meeting of the Company dated 29 April 2020 (the “AGM Notice”) and the circular of the Company dated 29 April 2020 (the “AGM Circular”). Terms used in this announcement shall have the same meanings as those used in the AGM Notice and the AGM Circular, unless otherwise stated.

POLL RESULTS OF AGM

At the AGM held on 23 June 2020, all the proposed 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 proposed resolutions at the AGM are as follows:

Ordinary Resolutions		Number of Shares (Approximate %)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2019 together with the reports of the directors (the “ Directors ”) of the Company and the independent auditor thereon.	717,155,000 (99.030895%)	7,018,000 (0.969105%)
2.	(a) To re-elect Mr. Liu Wu Hsiung as an executive Director.	717,155,000 (99.030895%)	7,018,000 (0.969105%)
	(b) To re-elect Mr. Lin Chun Yu as an executive Director.	717,155,000 (99.030895%)	7,018,000 (0.969105%)
	(c) To re-elect Ms. Wu Li Chu as a non-executive Director.	717,155,000 (99.030895%)	7,018,000 (0.969105%)
	(d) To authorise the board of Directors to fix the remuneration of all the Directors for the year ending 31 December 2020.	717,155,000 (99.030895%)	7,018,000 (0.969105%)
3.	To re-appoint Messrs. KPMG as the auditor of the Company until the conclusion of the next annual general meeting of the Company and to authorise the board of Directors to fix the remuneration of the auditor of the Company.	717,155,000 (99.030895%)	7,018,000 (0.969105%)
4.	(A) To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the total number of issued shares of the Company.	717,155,000 (99.030895%)	7,018,000 (0.969105%)
	(B) To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued shares of the Company.	717,155,000 (99.030895%)	7,018,000 (0.969105%)
	(C) To extend the authority given to the Directors pursuant to ordinary resolution no. 4(A) to issue additional shares by adding the number of shares repurchased under ordinary resolution no. 4(B).	717,155,000 (99.030895%)	7,018,000 (0.969105%)

As more than 50% of the votes were cast in favour of each of the resolutions, all 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 was 907,680,000 Shares, all the holders of which were entitled to attend and vote for or against the resolutions proposed at the AGM. There was no Share entitling the holder to attend and vote only against the resolutions proposed at the AGM. No Shareholder was required to abstain from voting on the resolutions at the AGM. No Shareholder has indicated in the AGM Circular that it/he/she intended to vote against the resolutions at the AGM or to abstain from voting at the AGM.

Extraordinary General Meeting (the “EGM”)

References are made to the notice of extraordinary general meeting of the Company dated 13 May 2020 (the “**EGM Notice**”) and the circular of the Company dated 13 May 2020 (the “**EGM Circular**”). Terms used in this announcement shall have the same meanings as those used in the EGM Notice and the EGM Circular, unless otherwise stated.

POLL RESULTS OF EGM

At the EGM held on 23 June 2020, the resolution as set out in the EGM Notice was 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 EGM. The poll results in respect of the proposed resolutions at the EGM are as follows:

Ordinary Resolutions		Number of Shares (Approximate %)	
		For	Against
1.	The proposed revised annual caps for each of the two years ending 31 December 2020 and 2021 (details of which have been set out in the circular (“ Circular ”) of the Company dated 13 May 2020) in respect of the agreement dated 12 November 2018 entered into between the Company and Sanyang Motor Co., Limited (“ Sanyang ”) in relation to the purchases of motorbike parts by the Company and its subsidiaries (together, “ Group ”) from Sanyang and its subsidiaries (together, “ Sanyang Group ”) be and are hereby approved, confirmed and ratified.	108,338,000 (100%)	0 (0%)
2.	The proposed revised annual caps for each of the two years ending 31 December 2020 and 2021 (details of which have been set out in the Circular) in respect of the agreement dated 12 November 2018 entered into between the Company and Sanyang in relation to the exclusive distribution by the Group of motorbikes and related parts manufactured by the Sanyang Group in the Exclusive Territory (as defined in the Circular) be and are hereby approved, confirmed and ratified.	108,338,000 (100%)	0 (0%)

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

As at the date of the EGM, the total number of issued Shares was 907,680,000 Shares. As set out in the EGM Circular, SY International Ltd. (“**SYI**”), the direct controlling shareholder of the Company, was interested in 608,818,000 Shares, representing approximately 67.07% of the issued share capital of the Company as at the date of the EGM. SYI and its associates, being parties with a material interest in the Master Purchase Agreement and Distributorship 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 298,862,000 Shares were entitled to vote for or against the above ordinary resolutions at the EGM. Saved as disclosed above, no Shareholders were entitled to attend and vote only against the resolutions proposed at the EGM or required to abstain from voting.

By order of the Board
**Vietnam Manufacturing and Export
Processing (Holdings) Limited**
Liu Wu Hsiung
Chairman

Hong Kong, 23 June 2020

As at the date of this announcement, the board of directors of the Company comprised four executive directors, namely Mr. Liu Wu Hsiung, Mr. Lin Chih Ming, Mr. Lin Chun Yu and Mr. Chiang Chin Yung, two non-executive directors, namely Mr. Chiu Ying Feng and Ms. Wu Li Chu and three independent non-executive directors, namely Ms. Lin Ching Ching, Mr. Shen Hwa Rong and Ms. Wu Kwei Mei.