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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 EXTRAORDINARY GENERAL MEETING
HELD ON 25 JUNE 2012**

The Board hereby announces that at the EGM held on 25 June 2012, all resolutions set out in the EGM Notice were passed by the Shareholders by way of a poll.

EGM

Reference is made to the notice of extraordinary general meeting of the Company dated 1 June 2012 (the “**EGM Notice**”) and the circular of the Company dated 1 June 2012 (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 annual cap for the year ending 31 December 2012 in respect of the transactions under the agreement dated 9 November 2009, entered into between the Company and Sanyang Industry Co., Limited. (“Sanyang”) in relation to the exclusive distributorship by the Company and its subsidiaries (the “Group”) of motorbikes and related parts manufactured by Sanyang and its subsidiaries in all of the member countries of the Association of South East Asian Nations, including Brunei Darussalam, Cambodia, Indonesia, Laos, Malaysia, Myanmar, the Philippines, Singapore, Thailand and Vietnam (excluding Vietnam, in which the Company is only entitled to re-sell such motorbikes to customers solely for use in exhibitions).	130,096,000 (100%)	0 (0%)

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 at 21 June 2012, Sanyang, the ultimate controlling Shareholder, through its wholly-owned subsidiary, SYI, was interested in 608,318,000 Shares, representing approximately 67.02% of the issued share capital of the Company. Sanyang, its subsidiaries and associates, being parties with a material interest in the VMEPH 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 299,362,000 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
Wang Ching Tung
Executive Director

Hong Kong, 25 June 2012

As at the date of this announcement, the board of directors of the Company (the "Directors") comprised three executive Directors, namely Mr. Chou Ken Yuan, Mr. Wang Ching Tung and Mr. Yu Wen Lung, two non-executive Directors, namely Mr. Chiang Shih Huang and Mr. Chiu Ying Feng, and three independent non-executive Directors, namely Ms. Lin Ching Ching, Mr. Shen Hwa Rong and Mr. Wei Sheng Huang.