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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 27 JUNE 2024**

The Board hereby announces that at the AGM and EGM held on 27 June 2024, all of the proposed resolutions as set out in the AGM Notice and EGM Notice were passed by the Shareholders by way of poll.

**ANNUAL GENERAL MEETING (the “AGM”)**

References are made to the notice of AGM of the Company dated 29 April 2024 (the “AGM Notice”) and the circular of the Company dated 29 April 2024 (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**

The Board hereby announces that, at the AGM held on 27 June 2024, all of 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 AGM was convened by the Board and chaired by Mr. Chen Hsu Pin, the non-executive Director of the Company. Among the nine Directors of the Company, seven Directors (including executive Directors, namely Mr. Liu Wu Hsiung, Ms. Wu Jui Chiao and Mr. Lin Chun Yu, non-executive Director, namely Mr. Chen Hsu Pin and independent non-executive Directors, namely Ms. Lin Ching Ching, Mr. Cheung On Kit Andrew and Ms. Wu Hui Lan) attended the AGM. The non-executive Directors, namely Ms. Wu Li Chu and Mr. Liu Ju Cheng, were not able to attend the AGM due to other business commitments.

The poll results in respect of the resolutions proposed at the AGM were 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 2023 together with the reports of the directors (the “ <b>Directors</b> ”) of the Company and the independent auditor thereon.	719,492,000 (100.000000%)	0 (0.000000%)
2.	(A) To re-elect Mr. Liu Wu Hsiung as an executive Director;	719,492,000 (100.000000%)	0 (0.000000%)
	(B) To re-elect Ms. Wu Jui Chiao as an executive Director;	719,492,000 (100.000000%)	0 (0.000000%)
	(C) To re-elect Mr. Liu Ju Cheng as a non-executive Director;	719,492,000 (100.000000%)	0 (0.000000%)
	(D) To re-elect Mr. Cheung On Kit Andrew as an independent non-executive Director;	719,492,000 (100.000000%)	0 (0.000000%)
	(E) To re-elect Ms. Wu Hui Lan as an independent non-executive Director; and	719,492,000 (100.000000%)	0 (0.000000%)
	(F) To authorise the board of Directors of the Company to fix the remuneration of all the Directors for the year ending 31 December 2024.	719,492,000 (100.000000%)	0 (0.000000%)
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 of the Company to fix its remuneration.	719,492,000 (100.000000%)	0 (0.000000%)
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.	719,492,000 (100.000000%)	0 (0.000000%)
	(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.	719,492,000 (100.000000%)	0 (0.000000%)
	(C) To extend the general mandate granted to the Directors to allot, issue and deal with additional shares by the amount of the shares bought back by the Company.	719,492,000 (100.000000%)	0 (0.000000%)

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 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 EGM of the Company dated 17 May 2024 (the “**EGM Notice**”) and the circular of the Company dated 17 May 2024 (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**

The Board of the Company hereby announces that, at the EGM held on 27 June 2024, all the proposed resolutions as set out in the EGM 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 EGM. The EGM was convened by the Board and chaired by Mr. Chen Hsu Pin, the non-executive Director of the Company. Among the nine Directors of the Company, seven Directors (including executive Directors, namely Mr. Liu Wu Hsiung, Ms. Wu Jui Chiao and Mr. Lin Chun Yu, non-executive Director, namely Mr. Chen Hsu Pin and independent non-executive Directors, namely Ms. Lin Ching Ching, Mr. Cheung On Kit Andrew and Ms. Wu Hui Lan) attended the EGM. The non-executive Directors, namely Ms. Wu Li Chu and Mr. Liu Ju Cheng, were not able to attend the EGM due to other business commitments.

The poll results in respect of the resolutions proposed at the EGM are as follows:

Ordinary Resolutions		Number of Shares (Approximate %)	
		For	Against
1.	The proposed revised annual cap for the year ending 31 December 2024 (details of which have been set out in the circular of the Company dated 17 May 2024) in respect of the agreement dated 3 December 2021 entered into between the Company and Sanyang Motor Co., Ltd. (“ <b>Sanyang</b> ”) in relation to the exclusive distribution by the Company and its subsidiaries (together, the “ <b>Group</b> ”) of motorbikes and related parts manufactured by Sanyang and its subsidiaries (together, the “ <b>Sanyang Group</b> ”) in the exclusive territory be and are hereby approved, confirmed and ratified.	110,274,000 (100.000000%)	0 (0.000000%)
2.	The agreement dated 13 March 2024 entered into between the Company and Sanyang in relation to the supply of motorbike and/or any other products manufactured by the Group or purchased by the Group from independent third parties from time to time by the Group to the Sanyang Group, the transactions contemplated thereunder and the proposed annual cap for the year ending 31 December 2024 be and are hereby approved, confirmed and ratified.	110,274,000 (100.000000%)	0 (0.000000%)

As more than 50% of the votes were cast in favour of each of the resolutions, 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 of the Company was 907,680,000 Shares. As set out in the EGM Circular, Sanyang, the ultimate controlling Shareholder, through its wholly-owned subsidiary, SYI, 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. Sanyang, its subsidiaries and associates, being parties with a material interest in the Distributorship Agreement and the Master Sales Agreement were required to, and did, abstain from voting at the EGM in respect of the above ordinary resolutions. As a result, the Independent Shareholders holding a total of 298,862,000 Shares were entitled to vote for or against those ordinary resolutions at the EGM. Saved as disclosed above, no other Shareholder was required to abstain from voting on any resolution at the EGM. No Shareholder has indicated in the EGM Circular that it/he/she intended to abstain from voting at the EGM or to vote against any resolution at the EGM.

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

Hong Kong, 27 June 2024

*As at the date of this announcement, the Board comprised three executive Directors, namely Mr. Liu Wu Hsiung, Ms. Wu Jui Chiao and Mr. Lin Chun Yu, three non-executive Directors, namely Ms. Wu Li Chu, Mr. Chen Hsu Pin and Mr. Liu Ju Cheng and three independent non-executive Directors, namely Ms. Lin Ching Ching, Mr. Cheung On Kit Andrew and Ms. Wu Hui Lan.*