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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)

**DELAY IN DESPATCH OF CIRCULAR REGARDING
CONTINUING CONNECTED TRANSACTIONS**

This announcement is made pursuant to Rule 14A.47A of the Listing Rules. Unless otherwise stated, capitalised terms used herein shall have the same meaning as those defined in the announcement of the Company dated 9 November 2012 (the “**Announcement**”).

Reference is made to the Announcement regarding (1) the entering into of new agreements in relation to the Continuing Connected Transactions (except for the Technology Licence Agreement); and (2) the proposing of Annual Caps for the Continuing Connected Transactions (including transactions under the Technology Licence Agreement) for the three years ending on 31 December 2015.

As stated in the Announcement, the Company was expecting to despatch a circular (the “**Circular**”) on or before 30 November 2012 for the purpose of holding an extraordinary general meeting to seek approval from the Independent Shareholders in relation to the Group 1 Transactions, their respective agreements (except for the Technology Licence Agreement) and the respective Annual Caps detailed in the Announcement. As additional time is required by the Company to prepare the Circular and in particular, to gather and provide the independent financial adviser with information and data required in connection with its preparation of the letter to the independent board committee, and to allow sufficient time for the independent financial adviser to make necessary inquiries and deliberations, the Company does not expect that it will be able to dispatch the Circular on or before 30 November 2012. It now expects that the Circular will be despatched on or before 20 December 2012.

By order of the Board
**Vietnam Manufacturing and Export
Processing (Holdings) Limited**
Chou Ken Yuan
Chairman

Hong Kong, 28 November 2012

As at the date of this announcement, the Board comprised four executive Directors, namely Mr Chen Chung Long, 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.