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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 23 MAY 2011

The Board hereby announces that at the AGM held on 23 May 2011, 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 the Shareholders of Vietnam Manufacturing and Export Processing (Holdings) Limited (the “**Company**”) dated 18 April 2011 and the circular (the “**Circular**”) of the Company dated 18 April 2011. Unless otherwise defined, terms used herein shall have the same meaning as in the Circular.

At the AGM held on 23 May 2011, 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:

	Resolutions	For	Against
	Ordinary Resolutions	Number of Shares (%)	Number of Shares (%)
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2010 together with the reports of the directors (the “ Directors ”) of the Company and the independent auditors thereon.	750,225,000 (100%)	0 (0%)
2.	(a) To re-elect Mr. Chiang Shih Huang as a non-executive Director of the Company.	750,196,000 (99.9961%)	29,000 (0.0039%)
	(b) Deleted. ^{Note 1}	-	-
	(c) To re-elect Ms. Lin Ching Ching as an independent non-executive Director.	750,224,000 (99.9999%)	1,000 (0.0001%)
	(d) To re-elect Mr. Wei Sheng Huang as an independent non-executive Director.	750,224,000 (99.9999%)	1,000 (0.0001%)

	(e) To authorise the board of Directors to fix the remuneration of all the Directors.	750,225,000 (100%)	0 (0%)
3.	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 of Directors to fix the remuneration of the auditors of the Company.	750,225,000 (100%)	0 (0%)
4.	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.	750,217,000 (99.9989%)	8,000 (0.0011%)
5.	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.	747,542,000 (99.6424%)	2,683,000 (0.3576%)
6.	Subject to the passing of resolutions numbered (4) and (5), 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.	747,542,000 (99.6424%)	2,683,000 (0.3576%)

Note 1: As explained in the announcement of the Company dated 6 May 2011, the resolution no. 2(b): "To re-elect Mr. Hsu Nai Cheng Simon as an independent non-executive Director" as proposed and set out in the AGM Notice, the Circular and the Proxy Form shall be deleted in its entirety and would not be voted upon at the AGM. Hence, resolution no. 2(b) was not voted upon at the AGM.

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 at the AGM.

By order of the Board of
**VIETNAM MANUFACTURING AND EXPORT
PROCESSING (HOLDINGS) LIMITED**
Chang Kwang Hsiung
Chairman

Hong Kong, 23 May 2011

As at the date of this notice, the Directors comprised four executive Directors, namely Mr. Chang Kwang Hsiung, Mr. Lou Hen Wen, Mr. Lee Hsi Chun and Mr. Wang Ching Tung, two non-executive Directors, namely Mr. Chiang Shih Huang and Mr. Liu Wu Hsiung Harrison, and two independent non-executive Directors, namely Ms. Lin Ching Ching and Mr. Wei Sheng Huang.