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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 HELD ON 25 JUNE 2012**

The Board hereby announces that at the AGM held on 25 June 2012, all of the proposed ordinary resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll.

The Board further announces that Mr. Chang retired by rotation as an executive Director in accordance with the Articles of Association and the resolution in respect of his re-election was not passed by the Shareholders as ordinary resolution at the conclusion of the AGM.

Reference is made to the notice of the annual general meeting (“**AGM**”) of the Shareholders of Vietnam Manufacturing and Export Processing (Holdings) Limited (the “**Company**”) dated 25 May 2012 (the “**AGM Notice**”) and the circular of the Company dated 20 April 2012 (the “**Circular**”). Unless otherwise defined, terms used herein shall have the same meaning as in the Circular.

At the AGM held on 25 June 2012, 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:

	<b>Resolutions</b>	<b>For</b>	<b>Against</b>
	<b>Ordinary Resolutions</b>	<b>Number of Shares (%)</b>	<b>Number of Shares (%)</b>
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2011 together with the reports of the directors (the “ <b>Directors</b> ”) of the Company and the independent auditors thereon.	754,853,000 (99.9997%)	2,000 (0.0003%)
2.	To declare a final dividend of US\$0.0057 per ordinary share of the Company for the year ended 31 December 2011.	754,853,000 (99.9997%)	2,000 (0.0003%)
3.	(a) To re-elect Mr. Chang Kwang Hsiung as an executive Director of the Company.	143,624,000 (19.0267%)	611,231,000 (80.9733%)
	(b) To re-elect Mr. Wang Ching Tung as an executive	754,777,000 (99.9897%)	78,000 (0.0103%)

	Director.		
(c)	To re-elect Mr. Yu Wen Lung as an executive Director.	737,671,000 (97.7235%)	17,184,000 (2.2765%)
(d)	To re-elect Mr. Chou Ken Yuan as an executive Director.	733,559,000 (97.1788%)	21,296,000 (2.8212%)
(e)	To re-elect Mr. Chiu Ying Feng as a non-executive Director;	735,894,000 (97.4881%)	18,961,000 (2.5119%)
(f)	To re-elect Mr. Shen Hwa Rong as an independent non-executive Director.	735,894,000 (98.022%)	14,850,000 (1.978%)
(g)	To authorise the board of Directors to fix remuneration of all the Directors.	740,082,000 (99.9997%)	2,000 (0.0003%)
4.	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.	754,853,000 (99.9997%)	2,000 (0.0003%)
5.	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.	754,846,000 (99.9988%)	9,000 (0.0012%)
6.	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.	749,984,000 (99.3547%)	4,871,000 (0.6453%)
7.	Subject to the passing of resolutions numbered (5) and (6), 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.	749,984,000 (99.3547%)	4,871,000 (0.6453%)

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1, 2, 3(b)-(g), 4, 5, 6 and 7, the resolutions numbered 1, 2, 3(b)-(g), 4, 5, 6 and 7 were duly passed as ordinary resolutions of the Company.

As more than 50% of the votes were cast against the resolution numbered 3(a), the resolution numbered 3(a) was not passed by the Shareholders as ordinary resolution at the conclusion of the AGM.

### The Retirement of Director

The Board further announces that Mr. Chang Kwang Hsiung (“**Mr. Chang**”) retired by rotation as executive Director in accordance with the Articles of Association and the resolution in respect of his re-election was not passed by the Shareholders as ordinary resolution at the conclusion of the AGM.

At the AGM, Mr. Chang, being eligible, offered himself for re-election but the respective resolution to his re-election was not passed by the Shareholders as ordinary resolution.

Both the retired Director and the Board are not aware of any matter relating to the retirement of Mr. Chang that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to express its appreciation to Mr. Chang for his past contribution to the Company during his tenure of service.

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. No Shareholder was entitled to attend and vote only against the ordinary resolutions proposed at the AGM. No Shareholder was required to abstain from voting in respect of any ordinary resolutions proposed for approval at the AGM.

By order of the Board of  
**VIETNAM MANUFACTURING AND EXPORT  
PROCESSING (HOLDINGS) LIMITED**  
**Mr. 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.*