

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **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 EXTRAORDINARY GENERAL MEETING HELD ON 15 MARCH 2022**

<p>The Board hereby announces that at the EGM held on 15 March 2022, all the resolutions as set out in the EGM Notice were duly passed by the Shareholders by way of a poll.</p>
--

### **Extraordinary General Meeting (the “EGM”)**

References are made to the notice of extraordinary general meeting of the Company dated 9 February 2022 (the “**EGM Notice**”) and the circular of the Company dated 9 February 2022 (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 directors (the “**Board**”) of the Company hereby announces that, at the EGM held on 15 March 2022, 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. Liu Wu Hsiung, the chairman of the Board. Among the nine Directors of the Company, six Directors (including executive directors, namely Mr. Liu Wu Hsiung, Mr. Cheng Hsu Chi and Mr. Lin Chun Yu, and independent non-executive directors, namely Ms. Lin Ching Ching, Ms. Wu Kwei Mei and Mr. Cheung On Kit Andrew) attended the EGM. The non-executive Directors, namely Mr. Chiang Chin Yung, Mr. Chen Hsu Pin and Ms. Wu Li Chu, were not able to attend the meeting 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 Master Purchase Agreement dated 3 December 2021 entered into between the Company and Sanyang Motor Co., Limited (“Sanyang”) in relation to the purchase of motorbike parts by the Company and its subsidiaries (the “Group”) from Sanyang and its subsidiaries (the “Sanyang Group”), the transactions contemplated thereunder and the proposed annual caps for each of the three years ending 31 December 2022, 2023 and 2024 be and are hereby approved, confirmed and ratified.	110,553,000 (100.000000%)	0 (0.000000%)
2.	The Distribution Agreement dated 3 December 2021 entered into between the Company and Sanyang in relation to the exclusive distribution by the Group of motorbikes and related parts manufactured by the Sanyang Group in the exclusive territory, the transactions contemplated thereunder and the proposed annual caps for each of the three years ending 31 December 2022, 2023 and 2024 be and are hereby approved, confirmed and ratified.	110,553,000 (100.000000%)	0 (0.000000%)
3.	The Research and Development Services Agreement dated 3 December 2021 entered into between the Company and Sanyang in relation to the provision of research and development services by the Sanyang Group to the Group, the transactions contemplated thereunder and the proposed annual caps for each of the three years ending 31 December 2022, 2023 and 2024 be and are hereby approved, confirmed and ratified.	110,553,000 (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, SY International Ltd., 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 Master Purchase Agreement, the Distribution Agreement and the Research and Development Services Agreement and our executive Director Mr. Cheng Hsu Chi’s spouse, Ms. Ku Hsiu Ling, (who is a holder of 22,000 units of Taiwan depository receipts of the Company which are listed on the Taiwan Stock Exchange (Taiwan Depository Receipts Code: 9110), which is equivalent to 44,000 shares of the Company) 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 298,818,000 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, 15 March 2022

*As at the date of this announcement, the Board comprised three executive directors, namely Mr. Liu Wu Hsiung, Mr. Cheng Hsu Chi and Mr. Lin Chun Yu, three non-executive directors, namely Mr. Chiang Chin Yung, Mr. Chen Hsu Pin and Ms. Wu Li Chu and three independent non-executive directors, namely Ms. Lin Ching Ching, Ms. Wu Kwei Mei and Mr. Cheung On Kit Andrew.*