

*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.*



## **VINDA INTERNATIONAL HOLDINGS LIMITED**

### **維達國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 3331)**

## **VOTING RESULTS AT ANNUAL GENERAL MEETING HELD ON 23 MAY 2012**

Reference is made to the circular (the “Circular”) of Vinda International Holdings Limited (the “Company”) and the notice (the “Notice”) of the annual general meeting issued to the shareholders of the Company dated 23 April 2012. Unless the context otherwise required, terms defined in this announcement shall have the same meanings as those defined in the Circular and the Notice.

At the annual general meeting of the Company held on 23 May 2012 (the “AGM”), all proposed resolutions as set out in the Notice were taken by poll.

As at the date of the AGM, the total number of issued shares in the Company was 999,869,686, which was the total number of shares entitling the shareholders to attend and vote for or against the resolutions at the AGM. There were no shares entitling the holders to attend and abstain from voting in favour at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the shareholders has stated their intention in the Company’s circular dated 23 April 2012 to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		FOR	AGAINST	
1.	To receive and consider the audited financial statements and the reports of the directors and of the auditors for the year ended 31 December 2011.	693,148,933 (99.9944%)	39,000 (0.0056%)	693,187,933
2.	To declare a final dividend for the year ended 31 December 2011.	692,788,933 (100%)	0 (0%)	692,788,933
3a.(i)	To re-elect Mr. Li Chao Wang as executive director.	677,697,017 (97.7562%)	15,554,916 (2.2438%)	693,251,933
3a.(ii)	To re-elect Mr. Dong Yi Ping as executive director.	644,682,932 (92.9940%)	48,569,001 (7.0060%)	693,251,933
3a.(iii)	To re-elect Mr. Johann Christoph Michalski as non-executive director.	680,004,017 (98.0890%)	13,247,916 (1.9110%)	693,251,933
3a.(iv)	To re-elect Mr. Hui Chin Tong as independent non-executive director.	683,272,933 (98.5606%)	9,979,000 (1.4394%)	693,251,933
3b.	To authorize the board of directors to fix the remuneration of the directors.	665,108,832 (97.3507%)	18,100,085 (2.6493%)	683,208,917
4.	To re-appoint PricewaterhouseCoopers as auditors of the Company and to authorise the board of directors to fix their remuneration.	692,659,917 (99.9999%)	1,000 (0.0001%)	692,660,917
5.	To give a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the aggregate nominal amount of the issued share capital.	539,340,368 (77.7986%)	153,911,565 (22.2014%)	693,251,933
6.	To give a general mandate to the directors to purchase shares not exceeding 10% of the aggregate nominal amount of the issued share capital.	693,047,917 (99.9889%)	77,000 (0.0111%)	693,124,917
7.	To extend the general mandate granted to the directors to issue and allot the shares repurchased by the Company.	546,769,352 (78.8702%)	146,482,581 (21.1298%)	693,251,933

As more than 50% of the votes were cast in favour of each of the resolutions, all the resolutions were duly passed as ordinary resolutions of the Company.

By Order of the Board  
**Vinda International Holdings Limited**  
**Li Chao Wang**  
*Chairman*

Hong Kong, 23 May 2012

*As at the date of this announcement, the Board comprises executive directors, namely Mr. Li Chao Wang, Ms. Yu Yi Fang, Ms. Zhang Dong Fang and Mr. Dong Yi Ping; non-executive directors, namely Mr. Johann Christoph Michalski, Mr. Ulf Olof Lennart Soderstrom and Mr. Chiu Bun (alternate director to Mr. Michalski and Mr. Soderstrom) and independent non-executive directors, namely Dr. Cao Zhen Lei, Mr. Kam Robert, Mr. Hui Chin Tong, Godfrey and Mr. Tsui King Fai.*