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VTech Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 303)

POLL RESULTS AT ANNUAL GENERAL MEETING HELD ON 13 JULY 2021

At the annual general meeting (the “2021 AGM”) of VTech Holdings Limited (the “Company”) held on 13 July 2021, a poll was demanded by the Chairman for voting on all proposed resolutions as set out in the notice of the 2021 AGM of the Company dated 8 June 2021 (the “2021 AGM Notice”).

All resolutions were approved by the shareholders of the Company and the poll results were as follows:-

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors of the Company (the “Director(s)”) and the auditor of the Company (the “Auditor”) for the year ended 31 March 2021.	196,155,608 (99.411303%)	1,161,600 (0.588697%)
2.	To consider and declare a final dividend in respect of the year ended 31 March 2021.	196,484,315 (99.577891%)	832,893 (0.422109%)
3.	(a) To re-elect Mr. Andy LEUNG Hon Kwong as an executive Director;	184,666,911 (93.588854%)	12,650,294 (6.411146%)
	(b) To re-elect Dr. William FUNG Kwok Lun as an independent non-executive Director;	155,917,402 (79.018655%)	41,399,803 (20.981345%)
	(c) To re-elect Professor KO Ping Keung as an independent non-executive Director;	185,087,834 (93.802177%)	12,229,371 (6.197823%)
	(d) To fix the Directors’ fees (including the additional fees payable to chairman and members of the audit committee, the nomination committee and the remuneration committee of the Company) for the year ending 31 March 2022, pro-rata to their length of services during the year.	197,000,708 (99.839598%)	316,500 (0.160402%)
4.	To re-appoint KPMG as the Auditor and authorise the board of Directors to fix its remuneration.	192,546,214 (97.582069%)	4,770,994 (2.417931%)
5.	To grant a general mandate to the Directors to repurchase shares representing up to 10% of the issued share capital of the Company at the date of the 2021 AGM ^(Note) .	195,786,611 (99.224296%)	1,530,597 (0.775704%)

6.	To grant a general mandate to the Directors to allot, issue and deal with additional shares representing up to 10% of the issued share capital of the Company at the date of the 2021 AGM, and the discount for any shares to be issued shall not be more than 10% to the Benchmarked Price (as defined in the 2021 AGM Notice ^(Note) .	194,762,437 (98.705248%)	2,554,768 (1.294752%)
7.	To approve the adoption of the 2021 Share Option Scheme (as defined in the 2021 AGM Notice) ^(Note) and the termination of the Existing Share Option Scheme (as defined in the 2021 AGM Notice) ^(Note) .	126,337,008 (64.027365%)	70,980,197 (35.972635%)

Note: The full text of Resolutions 5 to 7 are set out in the 2021 AGM Notice.

As at the date of the 2021 AGM, the total number of issued shares of the Company (the “Shares”) was 252,379,133 ordinary shares of US\$0.05 each, which was the total number of Shares entitling the holders thereof (the “Shareholders”) to attend and vote for or against all the resolutions proposed at the 2021 AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the 2021 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”) and there were no Shareholders that were required under the Listing Rules to abstain from voting. There were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the 2021 AGM.

Computershare Hong Kong Investor Services Limited, the share registrar of the Company in Hong Kong, acted as the scrutineer for the purpose of vote-taking at the 2021 AGM.

By Order of the Board
VTech Holdings Limited
CHANG Yu Wai
Company Secretary

Hong Kong, 13 July 2021

As at the date of this announcement, the Executive Directors of the Company are Dr. Allan WONG Chi Yun (Chairman and Group Chief Executive Officer), Dr. PANG King Fai and Mr. Andy LEUNG Hon Kwong. The Non-executive Director of the Company is Mr. William WONG Yee Lai. The Independent Non-executive Directors of the Company are Dr. William FUNG Kwok Lun, Professor KO Ping Keung, Dr. Patrick WANG Shui Chung and Mr. WONG Kai Man.

www.vtech.com/en/investors/