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vtech
VTech Holdings Limited
(Incorporated in Bermuda with limited liability)
(Stock code : 303)

POLL RESULTS AT ANNUAL GENERAL MEETING HELD ON 18 JULY 2014

At the annual general meeting (the "2014 AGM") of VTech Holdings Limited (the "Company") held on 18 July 2014, a poll was demanded by the Chairman for voting on all proposed resolutions as set out in the notice of the 2014 AGM of the Company dated 12 June 2014.

As a majority of the votes were cast in favour of each of the following resolutions, all such resolutions were passed as ordinary resolutions and the poll results are set out as follows:-

Resolutions		No. of Votes (%)	
		For	Against
1.	To receive and consider the audited financial statements and the reports of the directors of the Company ("Directors") and the auditor of the Company ("Auditor") for the year ended 31 March 2014.	204,303,420 (100%)	0 (0%)
2.	To consider and declare a final dividend in respect of the year ended 31 March 2014.	204,303,420 (100%)	0 (0%)
3.	(a) To re-elect Dr. Allan WONG Chi Yun as Director;	199,357,249 (97.579%)	4,946,171 (2.421%)
	(b) To re-elect Mr. Andy LEUNG Hon Kwong as Director;	202,758,258 (99.619%)	774,962 (0.381%)
	(c) To re-elect Dr. Patrick WANG Shui Chung as Director;	202,242,995 (98.991%)	2,060,425 (1.009%)
	(d) To fix the remuneration of the Directors.	203,409,620 (99.9999%)	200 (0.0001%)
4.	To re-appoint KPMG as the Auditor and authorize the board of Directors ("Board") to fix their remuneration.	203,425,688 (99.570%)	877,732 (0.430%)
5.	To grant a general mandate to the Directors to repurchase shares representing up to 10% of the issued share capital of the Company as at the date of the 2014 AGM.	204,303,420 (100%)	0 (0%)
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 as at the date of the 2014 AGM.	133,185,946 (65.190%)	71,117,474 (34.810%)
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares by the addition of such number of shares to be repurchased by the Company.	134,309,951 (65.740%)	69,993,469 (34.260%)

As at the date of the 2014 AGM, the total number of issued shares of the Company (the “Shares”) was 251,182,133 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 2014 AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the 2014 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 2014 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 2014 AGM.

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

Hong Kong, 18 July 2014

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 Independent Non-executive Directors of the Company are Dr. William FUNG Kwok Lun, Mr. Michael TIEN Puk Sun, Dr. Patrick WANG Shui Chung and Mr. WONG Kai Man.

<http://www.vtech.com/investors/stock-info>