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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)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 13 JANUARY 2016

Reference is made to the notice (the “**EGM Notice**”) of the extraordinary general meeting and the circular (the “**Circular**”) of Vinda International Holdings Limited (the “**Company**”) dated 28 December 2015. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS

The Board is pleased to announce that the proposed resolution as set out in the EGM Notice was approved by the Independent Shareholders at the EGM held on 13 January 2016 by way of poll.

At the EGM, the proposed resolution as set out in the EGM Notice was voted by way of poll. Computershare Hong Kong Investor Services Limited, the Company’s Hong Kong branch share registrar, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

As at the date of EGM, the total number of issued shares in the Company was 999,087,686. As disclosed in the Circular, Fu An International, a Substantial Shareholder of the Company, is indirectly controlled by Mr. Li, the majority shareholder of Fu An Trading. Ms. Yu is interested in 15.79% of the entire issued share capital of Fu An Trading. Hence, both Fu An International and Ms. Yu are regarded as having a material interest in the transactions contemplated under the Equity Transfer Agreement, had abstained from voting on the resolution at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolution at the EGM was 782,696,105.

The poll results in respect of the resolution was as follows:

Ordinary resolution	Number of Shares represented by vote cast at the EGM (%)	
	For	Against
(a) the equity transfer agreement dated 1 November 2015 (the “Equity Transfer Agreement”) entered into between the Company, Fu An Trading (Hong Kong) Limited as transferor and Vinda Paper (China) Company Limited, a wholly-owned subsidiary of the Company as transferee (a copy of which has been produced to the meeting and marked “A” and initialed by the chairman of the meeting for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;	670,789,458 (99.998%)	13,000 (0.002%)
(b) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the Consideration Shares (as defined in the Company’s circular dated 28 December 2015), the directors of the Company be and are hereby authorised to allot and issue the Consideration Shares at HK\$15.868 per Consideration Share in accordance with the terms and conditions of the Equity Transfer Agreement; and		
(c) any one director of the Company be and is hereby authorised to do all such acts and things and execute all such documents for and on behalf of the Company which he considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Equity Transfer Agreement and the transactions contemplated thereunder including the issue and allotment of the Consideration Shares.		

As a majority of the votes were cast in favour of the resolution at the EGM, the resolution was duly passed as an ordinary resolution of the Company.

By order of the board
Vinda International Holdings Limited
Johann Christoph MICHALSKI
Chief Executive Officer

Hong Kong, 13 January 2016

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. LI Chao Wang
Ms. YU Yi Fang
Mr. Johann Christoph MICHALSKI
Mr. DONG Yi Ping
Ms. LI Jielin

Non-executive Directors:

Mr. Jan Christer JOHANSSON
Mr. Carl Magnus GROTH
Mr. Ulf Olof Lennart SODERSTROM

Independent Non-executive Directors:

Mr. KAM Robert
Mr. TSUI King Fai
Mr. WONG Kwai Huen, Albert
Mr. CHIA Yen On

Alternate Directors:

Mr. CHIU Bun (alternate to Mr. MICHALSKI and Mr. SODERSTROM)
Mr. Gert Mikael SCHMIDT (alternate to Mr. JOHANSSON and Mr. GROTH)