
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt

If you have sold or transferred



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)

PROPOSALS FOR

(1) RE-ELECTION OF DIRECTORS;

(2) GENERAL MANDATES TO ISSUE AND TO REPURCHASE SHARES;

AND

(3) NOTICE OF ANNUAL GENERAL MEETING

A

, 64

, 24

, 2013

10:00

12

15

17

, 183

48

A

CONTENTS

	<i>Page</i>
DEFINITIONS	1
LETTER FROM THE BOARD	
1. - 	3
2. - 	4
3. A A A - A - A A	4
4. A - A A 	5
5. B 	5
6. A 	5
APPENDIX I — RE-ELECTION OF DIRECTORS	6
APPENDIX II — EXPLANATORY STATEMENT OF THE REPURCHASE MANDATE	9
NOTICE OF ANNUAL GENERAL MEETING	12

DEFINITIONS

In this circular, the following expressions have the following meanings unless the context otherwise requires:

A " " - , 64

, 24 ' , 2013 10:00 . . ;

A " A " " ;

B " ;

" " (32) ;

" " ;

() " () ;

" " (/) A () ;

\$" () ;

" " A ;

" " 20% ;

" 15 A 2013, ;

" " ;

" " ;

DEFINITIONS

"

10%

;

B"

;

"

(571

)

;

()"

\$0.10

;

()"

()

;

"

;

"



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)

Executive Directors:

- (Chairman)
- (Vice Chairman)
- A (Chief Executive Officer)
- (Chief Technology Officer)

Registered Office:

· ,
· ,
· B 2681,
· 1-1111,
·

Non-Executive Directors:

- A
- B (A
-)

*Principal Place of Business
in Hong Kong:*

506, 1,
,
75 , , ,
,

Independent Non-Executive Directors:

- A
- A
- ,
-

22 A 2013

To the Shareholders

/ ,

PROPOSALS FOR
(1) RE-ELECTION OF DIRECTORS;
(2) GENERAL MANDATES TO ISSUE AND TO REPURCHASE SHARES;
AND
(3) NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

· A () -
; ()

LETTER FROM THE BOARD

2. RE-ELECTION OF DIRECTORS

B , , A , A ; - ; , ; , A A ; A A , , A , A ; A 86(3) A A , ; B B A 87(1) A A , (A 86(3)) ; , ; , ; A () ; A A , A ; A A A A ; A A

3. GENERAL MANDATES TO ISSUE AND TO REPURCHASE SHARES

A () , 20% ; A () 10% ; A , 999,532,686 A / A ; 199,906,537 20% A A ; () : () ; () ;

LETTER FROM THE BOARD

A ... A ... ; ()
()

A ... ,
A ...

4. ANNUAL GENERAL MEETING

A ... A ... , 24 ... 2013 ... 12
15 ... A ... A ...

... 48 ...

A ... A ...
A ...

5. VOTING BY POLL

13.39(4) ... A
A ... A ...

A ... A ...

6. RECOMMENDATION

B ... A ...
A ...

B, B
LI Chao Wang
Chairman

A

Ms. ZHANG Dong Fang (張 方), 50,
() 2010. A

A

1998 2008. A
1983.
()
1993.

A
7, 2013
A

	B	A		
	31	2011	31	2012
		A	A	\$23,006,
31	2012,			
A		290,000		
		8,000	A,	0.0011%
	A,			
		()		
		13.51(2)()	13.51(2)()	
Dr. CAO Zhen Lei (曹振雷),	54,			
19, 2007.	A			
20				
	A			
	A		A	A
			A	A
		A		
.B.A.				
	19, 2007		31	2008
			A	A
	A			A
	A			
			31	2012,
				A

\$207,000, A B
 A
 A
 ()
 13.51(2)() 13.51(2)()
 A A
 290,000

Mr. KAM Robert (廷仲), 55, B
 19, 2007. A
 & B A
 A
 A A A
 A A A A
 A A A A
 A

19, 2007 31 2008 A
 A A A
 A A A 31 2012,
 A \$276,000, B
 A

A
 ()
 13.51(2)() 13.51(2)()
 A A
 290,000

REASONS FOR REPURCHASE MANDATE

A

.6

/

SHARE CAPITAL

A

999,532,686 \$0.10

10%

99,953,268

SOURCE OF FUNDS FOR REPURCHASES

A A

UNDERTAKING

A A

TAKEOVERS CODE

Name	Number of Shares held/ Interested	Approximate Percentage of Shareholding
A	237,306,235 (Note 1)	23.74%
A AB	216,431,897 (Note 2)	21.65%
A		10%
A		26
A		32

Notes:

1. A 74.21%, A 15.79%, A 10.00%
2. A AB, A (A) A AB, A .6 A AB 26.38% 24.06% 25%.

MARKET PRICE

		Highest <i>HK\$</i>	Lowest <i>HK\$</i>
2012			
A		13.86	11.72
		14.28	12.00
		13.00	11.26
		13.12	11.14
A		13.76	11.76
		12.38	9.73
		11.28	10.30
		12.38	10.60
		10.92	10.06
2013			
		11.38	10.36
		11.60	10.48
		11.24	10.30
A	()	11.16	10.30

SHARES REPURCHASES MADE BY THE COMPANY

()

・達

NOTICE OF ANNUAL GENERAL MEETING

8.

B. B
TSANG Zee Ho, Paul
Company Secretary

, 22 A 2013

Notes:

1. A

2.

3.

2013,

10, 2013,