

## REPL::Extraordinary/ Special General Meeting::Voluntary

## Issuer &amp; Securities

<b>Issuer/ Manager</b>	VALUETRONICS HOLDINGS LIMITED
<b>Security</b>	VALUETRONICS HOLDINGS LIMITED - BMG9316Y1084 - BN2

## Announcement Details

<b>Announcement Title</b>	Extraordinary/ Special General Meeting
<b>Date &amp; Time of Broadcast</b>	21-Jul-2017 18:31:41
<b>Status</b>	Replacement
<b>Announcement Reference</b>	SG170630XMETR035
<b>Submitted By (Co./ Ind. Name)</b>	Tse Chong Hing
<b>Designation</b>	Chairman and Managing Director

## Event Narrative

<b>Narrative Type</b>	<b>Narrative Text</b>
Additional Text	<p>THE PROPOSED VALUETRONICS EMPLOYEE SHARE OPTION SCHEME 2017 AND THE PROPOSED VALUETRONICS PERFORMANCE SHARE PLAN 2017</p> <p>Please refer to the attached.</p>

## Event Dates

<b>Meeting Date and Time</b>	24/07/2017 10:30:00
<b>Response Deadline Date</b>	22/07/2017 10:30:00

## Event Venue(s)

<b>Place</b>	
<b>Venue(s)</b>	<b>Venue details</b>
Meeting Venue	LEVEL 3, VENUS ROOM I & II, FURAMA RIVERFRONT, SINGAPORE, 405 HAVELOCK ROAD, SINGAPORE 169633

<b>Attachments</b>	<p><a href="#">VHL-Deeds of Declaration re OrdResn 1-2-3.pdf</a></p> <p>Total size =50K</p>
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<b>Related Announcements</b>	<a href="#">30/06/2017 07:39:01</a>
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## VALUETRONICS HOLDINGS LIMITED

(Incorporated in Bermuda on 18 August 2006)

(Company Registration Number: 38813)

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### THE PROPOSED VALUETRONICS EMPLOYEE SHARE OPTION SCHEME 2017 (THE “VALUETRONICS ESOS 2017”) AND THE PROPOSED VALUETRONICS PERFORMANCE SHARE PLAN 2017 (THE “VALUETRONICS PSP 2017”)

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On 30 June 2017, Valuetronics Holdings Limited (the “**Company**”) has dispatched a Circular to shareholders dated 30 June 2017 in respect of, *inter alia*, the proposed adoption of (i) the Valuetronics ESOS 2017 and (ii) the Valuetronics PSP 2017.

The Board of Directors (the “**Board**”) of the Company wishes to announce that the Company has today received a deed of declaration from Mr. Chow Kok Kit, an Executive Director and shareholder of the Company (the “**Deed of Declaration**”) to, *inter alia*:

- (a) irrevocably and unconditionally renounce his entitlement (if any) to participate in the proposed Valuetronics ESOS 2017 and the proposed Valuetronics PSP 2017 as an executive of the Company; and
- (b) irrevocably and unconditionally declare that he will decline any award and/or grant of options and/or shares if granted to him under the proposed Valuetronics ESOS 2017 and the proposed Valuetronics PSP 2017.

Mr. Chow Kok Kit has also informed the Board that he intends to vote at the Company’s upcoming Special General Meeting (the “**SGM**”) to be held on 24 July 2017 at Level 3, Venus Room I & II, Furama RiverFront, Singapore, 405 Havelock Road, Singapore 169633 at 10.30 a.m. (or immediately after the conclusion or adjournment of the Annual General Meeting to be held at 9.30 a.m. on the same day and the same place) for the purpose of passing Ordinary Resolutions 1, 2 and 3 as stated in the Company’s Notice of SGM dated 30 June 2017.

The Board has deliberated the contents of the Deed of Declaration and accepted Mr. Chow Kok Kit’s renunciation of his entitlement to participate in the proposed Valuetronics ESOS 2017 and the proposed Valuetronics PSP 2017. The Board has accordingly declared that Mr. Chow Kok Kit is not and will not be eligible to participate in the proposed Valuetronics ESOS 2017 and the proposed Valuetronics PSP 2017 if adopted by the Company and will not be awarded any options and/or shares thereunder.

In addition, the Board will submit an undertaking to SGX-ST stating, *inter alia*, that the Company will disclose Mr. Chow Kok Kit's irrevocable and unconditional renunciation of his right and/or entitlement to participate in the proposed Valuetronics ESOS 2017 and the proposed Valuetronics PSP 2017 in the Company's annual report for the period that the proposed Valuetronics ESOS 2017 if adopted and the proposed Valuetronics PSP 2017 if adopted are in force in the same section of the Company's annual report where information required under Rule 852 of the Listing Manual is disclosed.

**Shareholders, please take note that as Mr. Chow Kok Kit is not eligible to participate in the proposed Valuetronics ESOS 2017 and the proposed Valuetronics PSP 2017, Mr. Chow Kok Kit is not required under Rule 859 of the SGX-ST Listing Rules to abstain, in his capacity as a shareholder of the Company, from voting at the SGM for the purpose of passing Ordinary Resolutions 1, 2 and 3 as stated in the Company's Notice of SGM dated 30 June 2017 relating to the proposed Valuetronics ESOS 2017 and the proposed Valuetronics PSP 2017.**

**BY ORDER OF THE BOARD**

Tse Chong Hing  
Chairman and Managing Director  
21 July 2017