

Company name **Vietnam Enterprise**
Headline **Notice of AGM**

RNS Number : 6160U
Vietnam Enterprise Investments
17 October 2014

THIS NOTICE AND THE ACCOMPANYING DOCUMENTS ARE IMPORTANT AND REQUIRE YOUR IMMEDIATE ATTENTION. If you are in any doubt as to any aspect of this Notice, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional advisor.

If you have sold or transferred all your shares in Vietnam Enterprise Investments Limited (the "Company"), you should at once hand this Notice to the purchaser or to the bank, stockbroker or other agent through which the sale was effected for transmission to the purchaser.

VIETNAM ENTERPRISE INVESTMENTS LIMITED
(Incorporated in the Cayman Islands with Limited Liability)

NOTICE OF ANNUAL GENERAL MEETING

ordinary business including

RE-ELECTION OF DIRECTORS

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Those directors of the Company ("the Directors"), whose names appear on page 1 of the enclosed letter from the Chairman, accept responsibility for the information contained in this document. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

17 October, 2014

IMPORTANT NOTICE

The statements, including any forward-looking statements contained in this document are made as at the date of this document, unless some other time is specified in relation to them, and service of this document shall not give rise to any implication that there has been no change in the facts set out in this document since such date.

This document includes statements that are, or may be deemed to be, "forward-looking statements". These forward-looking statements can be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "projects", "anticipates", "expects", "intends", "may", "will" or "should" or, in each case, their negative or other variations or comparable terminology. These forward-looking statements include all matters that are not historical facts. They include statements regarding the intentions, beliefs or current expectations of the Company or the Investment Manager of the Company concerning, amongst other things, the investment performance prospects of the Company and the markets in which it invests. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. A number of factors could cause actual results and developments to differ materially from those expressed or implied by the forward-looking statements.

Forward-looking statements are not guarantees of future performance. The Company's actual investment performance may differ materially from the impression created by the forward-looking statements contained in this document. These forward-looking statements are based on numerous assumptions regarding the present and future business strategies of the Company and the environment in which it will operate in the future. All forward-looking statements included in this document are based on information available to the Company on the date of this document. Shareholders should not place undue reliance on such forward looking statements, and the Company does not undertake any obligation to update publicly or revise any forward-looking statements, save as required by the rules of the Irish Stock Exchange or other law or regulation applicable to the Company.

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LETTER FROM THE CHAIRMAN

VIETNAM ENTERPRISE INVESTMENTS LIMITED

(Incorporated in the Cayman Islands with Limited Liability)

*Non-Executive Directors, Independent of the
Investment Manager:*

Wolfgang Bertelsmeier
Derek Loh
Susan Rippingall
Gordon William Lawson

Investment Manager:

Enterprise Investments Management Limited
c/o 1901 Me Linh Point
2 Ngo Duc Ke, District 1
Ho Chi Minh City
Vietnam

Registered office:

Other Non-Executive Directors:
Farida Khambata
Dominic Scriven

Maples Corporate Services Limited
PO Box 309, Ugland House,
Grand Cayman, KY1-1104
Cayman Islands

To the shareholders of Vietnam Enterprise Investments Limited (the "Company")

17 October, 2014

Dear Shareholder,

ANNUAL GENERAL MEETING

ACCOUNTS AND AUDITORS

RE-ELECTION OF DIRECTORS

INTRODUCTION

I have pleasure in enclosing the notice (the "Notice") of the eighteenth Annual General Meeting of the Company (the "2014 AGM") to be held at 23rd Floor, 399 Interchange Building, Sukhumvit Road, Klongtoey-Nua, Wattana, Bangkok 10110, Thailand on 24 November, 2014 at 10:00 am (Thailand time).

The ordinary business you are kindly asked to consider at the 2014 AGM consists of the adoption of the Annual Report and Financial Statements of the Company, the re-appointment of KPMG as auditor and re-election of the directors of the Company (the "Directors").

BACKGROUND ON THE 2014 AGM RESOLUTIONS

Ordinary Business

The ordinary business to be conducted at the 2014 AGM consists of the following:

1. Accounts and Auditors

Adoption of the annual accounts, the approval of the re-appointment of KPMG as the auditor of the Company and the grant of authority to the Board to fix the remuneration of the auditor.

Copies of the Company's annual report and accounts for the year ended 31 December 2013 have been sent to all shareholders. If you have not yet received a copy of the annual report and accounts, you may contact Ms. Ha Tran (tel: +848 3 823 9355 / email: hatran@dragoncapital.com), or Standard Chartered's Fund Services - Securities Services (Fax No.: +65 6305 1760 / e-mail: sg_fundservices@sc.com).

2. Re-election of Directors

On 8 July, 2014, the Board appointed two additional directors to strengthen its scope and replace retirees. As Mr. Lawson and Ms. Rippingall were recently appointed, their initial term of appointment is until the 2015 AGM.

Under the Articles, Wolfgang Bertelsmeier, Derek Loh and Farida Khambata each offers to extend their services as a Director following the expiration of their terms at the 2014 AGM. Dominic Scriven submits himself for re-election, even though the Articles do not explicitly require him to do so.

RECOMMENDATION ON ORDINARY BUSINESS

The Directors consider that approval of the ordinary resolutions proposed at the 2014 AGM is in the best interests of the Company and the shareholders as a whole. The Directors recommend that you **VOTE IN FAVOUR** of the ordinary resolutions to be proposed at the 2014 AGM.

VOTING BY PROXY AND THROUGH DEPOSITORIES

The Company registrar's deadline to receive validly completed proxy forms from the registered holders of shares is 10:00 am (Thailand time) on 21 November, 2014. Please note that this deadline applies to the registered shareholders, namely Citivic Nominees Ltd / Euroclear and Clearstream Banking, Luxembourg, who will need to ensure that the validly completed proxy forms will be returned in time by fax to +65 6305 1760 or by e-mail: sg_fundservices@sc.com (with original to follow by post) to Standard Chartered @ Changi, 7 Changi Business Park Crescent, Level 3, Singapore 486028 (marked for the attention of Fund Services - Securities Services).

BENEFICIAL HOLDERS ARE REMINDED THAT THE DEADLINE TO SUBMIT THEIR VOTES WILL DEPEND ON THE DEADLINE ESTABLISHED BY THEIR CUSTODIAN. THE COMPANY THEREFORE RECOMMENDS THAT BENEFICIAL HOLDERS CONTACT THEIR CUSTODIAN, ASK FOR THEIR CUSTODIAN'S DEADLINE AND SUBMIT THEIR VOTES TO THEIR CUSTODIAN BEFORE THEIR CUSTODIAN'S DEADLINE TO ENSURE THAT THEIR VOTES WILL BE VALID AND SUBMITTED IN TIME.

Completing a Proxy Form will not preclude Shareholders from attending the 2014 AGM and voting in person (or by corporate representative) if they wish to do so. If any assistance is required, please contact the following help lines:

- Euroclear Help line : +322 224 2199
- Clearstream Help line : +352 2433 8068

DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the Memorandum and Articles of Association of the Company and the Company's annual report and accounts are available for inspection at the offices of McCann Fitzgerald Listing Services Limited, Riverside One, Sir John Rogerson's Quay, Dublin 2, Ireland; at the offices of Maples and Calder, 53rd Floor, The Center, 99 Queen's Road Central, Hong Kong during normal business hours, until 21 November, 2014 and at the 2014 AGM itself.

Yours faithfully,

Wolfgang Bertelsmeier
Chairman

APPENDIX

NOTICE OF ANNUAL GENERAL MEETING

VIETNAM ENTERPRISE INVESTMENTS LIMITED

(Incorporated in the Cayman Islands with Limited Liability)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Vietnam Enterprise Investments Limited (the "Company") will be held at 23rd Floor, 399 Interchange Building, Sukhumvit Road, Klongtoey-Nua, Wattana, Bangkok 10110, Thailand on 24 November, 2014 at 10:00 am (Thailand time) to consider and, if thought fit, pass the following resolutions:

AGENDA

ORDINARY RESOLUTIONS

Ordinary Business:

- (1) To receive and adopt the audited financial statements for the year ended 31 December, 2013 together with the auditor's and Directors' reports thereon.
- (2) To re-appoint KPMG Ltd. of Vietnam as auditor of the Company and to authorise the Board to fix their remuneration.
- (3) To re-elect Wolfgang Bertelsmeier as a Director of the Company.
- (4) To re-elect Derek Loh as a Director of the Company.
- (5) To re-elect Farida Khambata as a Director of the Company.
- (6) To re-elect Dominic Scriven as a Director of the Company.

By Order of the Board

17 October, 2014

Registered Office:
PO Box 309, Ugland House,
Grand Cayman, KY1-1104
Cayman Islands

Notes:

1. A member entitled to attend and vote at the above 2014 AGM is entitled to appoint one or more proxies to attend and, on a poll, vote on his behalf. A proxy need not be a member of the Company. A form of proxy in respect of the above 2014 AGM is enclosed with this Circular as a separate document for despatch to shareholders of the Company.
2. Persons who hold shares through Citivic Nominees Ltd / Euroclear or Clearstream Banking, Luxembourg ('Clearstream') should directly send their completed proxy forms to their registered shareholders (Citivic Nominees Ltd / Euroclear and Clearstream).
3. Persons who hold shares through any intermediaries or custodian, should send their completed proxy forms directly to the intermediaries or custodian.
4. Proxy forms must be deposited at Standard Chartered @ Changi, 7 Changi Business Park Crescent, Level 3, Singapore 486028 (Fax No. +65 6305 1760 or E-mail: sg_funds@sc.com) no later than 24 hours prior to the time specified above for the holding of the 2014 AGM. If the signed form of proxy is signed by fax or e-mail, the original should be followed by post.

VIETNAM ENTERPRISE INVESTMENTS LIMITED

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Form of proxy for use by shareholders at the Annual General Meeting convened to be held at 23rd Floor, 399 Interchange Building, Sukhumvit Road, Klongtoey-Nua, Wattana, Bangkok 10110, Thailand on 24 November, 2014 at 10:00 am (Thailand time).

I/We _____ (note 1) _____ of _____ being the holder(s) of _____ (note 2) Redeemable Shares of US\$0.01 each of the above-named Company hereby appoint the Chairman of the meeting or, failing whom, _____ of _____ (note 3), to act as my/our proxy at the Annual General Meeting of the Company to be held on 24 November, 2014 at 10:00 am (Thailand time) and at any adjournment thereof and to vote on my/our behalf as directed below.

Ordinary Business:

ORDINARY RESOLUTIONS	*FOR	*AGAINST
THAT the audited financial statements for the year ended 31 st December 2013 together with the auditor's and Directors' reports thereon be adopted.	<input type="radio"/>	<input type="radio"/>
THAT KPMG Ltd. of Vietnam be re-appointed as auditor of the Company for the ensuing year at a fee to be agreed by	<input type="radio"/>	<input type="radio"/>

the Directors.		
THAT Wolfgang Bertelsmeier be re-elected as a Director of the Company.	<input checked="" type="radio"/>	<input type="radio"/>
THAT Derek Loh be re-elected as a Director of the Company.	<input checked="" type="radio"/>	<input type="radio"/>
THAT Farida Khambata be re-elected as a Director of the Company.	<input checked="" type="radio"/>	<input type="radio"/>
THAT Dominic Scriven be re-elected as a Director of the Company.	<input checked="" type="radio"/>	<input type="radio"/>

* Please indicate how you wish the proxy to vote on your behalf by placing a tick in the appropriate box. The underlined boxes indicate the votes as recommended by the Board of the Company.

Dated the _____ day of _____, 2014.

Shareholder's Signature: _____ (notes 4 and 5)

Notes:

1. Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
2. Please insert the number of shares registered in your name(s); if no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
3. If any proxy other than the Chairman of the 2014 AGM is appointed, delete the words "the Chairman of the meeting, or failing whom" and insert the name and address of the person appointed as your proxy in the space provided.
4. In the case of joint holders, this form of proxy must be signed by the shareholder whose name stands first on the register of the shareholder.
5. This form of proxy must be signed by the appointor, or his attorney duly authorised in writing, or if such appointor is a corporation, either under its Common seal or under the hand of an officer or attorney so authorised.
6. If this form is returned duly signed but without a specific direction, the proxy will vote or abstain at his discretion. The proxy will also be entitled to vote at his discretion on any resolution properly put to the 2014 AGM other than those referred to in the notice convening the 2014 AGM.
7. In order to be valid, this form of proxy together with a power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that authority must be sent by Euroclear and Clearstream to the office of Standard Chartered @ Changi, 7 Changi Business Park Crescent, Level 3, Singapore 486028 (Fax No. +65 6305 1760 or E-mail: sg_funds@sc.com) no later than 24 hours before the time for holding the 2014 AGM or adjourned 2014 AGM. If the signed form of proxy is sent by fax or email, the original should be followed by post.
8. Any alterations made to this form should be initialled by the person who signs it.

This announcement has been issued through the Companies Announcement Service of the Irish Stock Exchange.