vtech

VTech Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 303)

POLL RESULTS OF 2026 ANNUAL GENERAL MEETING

Reference is made to the circular (the "Circular") and the notice of the annual general meeting (the "2026 AGM Notice") of VTech Holdings Limited (the "Company"), both dated 22 June 2026, in relation to the annual general meeting of the Company (the "2026 AGM"). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

At the 2026 AGM of the Company held on 23 July 2026, a poll was demanded by the Chairman of the 2026 AGM for voting on all the proposed resolutions as set out in the 2026 AGM Notice. All directors of the Company (the "Director(s)") attended the 2026 AGM.

All resolutions were approved by the shareholders of the Company and the poll results were as follows:-

Ordinary Resolutions		No. of Votes (%)	
		For	**Against**
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and the auditor of the Company (the "Auditor") for the year ended 31 March 2026.	171,919,664 (99.925068%)	128,919 (0.074932%)
2.	To consider and declare a final dividend in respect of the year ended 31 March 2026.	172,048,478 (99.999939%)	105 (0.000061%)
3.	(a) To re-elect Dr. PANG King Fai as an executive Director.	169,773,912 (98.677890%)	2,274,671 (1.322110%)
	(b) To re-elect Mr. William WONG Yee Lai as a non-executive Director.	149,948,731 (87.154907%)	22,099,792 (12.845093%)
	(c) To re-elect Professor GAN Jie as an independent non-executive Director.	146,053,131 (84.890633%)	25,995,452 (15.109367%)
	(d) To fix the Directors' fees (including the additional fees payable to chairman and members of the audit committee, the nomination committee and the remuneration committee of the Company) for the year ending 31 March 2027, pro-rata to their length of services during the year.	172,047,881 (99.999592%)	702 (0.000408%)

4.	To re-appoint KPMG as the Auditor and authorise the board of Directors to fix its remuneration.	154,181,891 (89.615322%)	17,866,692 (10.384678%)
5.	To grant a general mandate to the Directors to repurchase shares representing up to 10% of the issued share capital of the Company at the date of the 2026 AGM (Note 1).	171,073,358 (99.433169%)	975,225 (0.566831%)
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 at the date of the 2026 AGM, and the discount for any shares to be issued shall not be more than 10% to the Benchmarked Price (as defined in the 2026 AGM Notice) (Note 1).	168,687,878 (98.046653%)	3,360,705 (1.953347%)

Notes:

1. The full texts of Resolutions 5 and 6 are set out in the 2026 AGM Notice.

2. As at the date of the 2026 AGM, the total number of issued shares of the Company (the “Shares”) was 253,557,466 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 2026 AGM, and the Company did not hold any treasury shares (including any treasury shares held or deposited with the Central Clearing and Settlement System).

3. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the proposed resolutions at the 2026 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, save as disclosed in note 5 below, there were no Shareholders that were required under the Listing Rules to abstain from voting.

4. Save as disclosed in note 5 below, there were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the 2026 AGM.

5. Bank of East Asia (Trustees) Limited, being the trustee holding unvested Shares awarded under the share award scheme of the Company, held 133,700 Shares as at the date of the 2026 AGM and has abstained from voting on all the proposed resolutions pursuant to Rule 17.05A of the Listing Rules and the scheme rules.

6. No parties have stated their intention in the Circular to vote against or to abstain from voting on the above resolutions at the 2026 AGM.

7. 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 2026 AGM.

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

Hong Kong, 23 July 2026

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 Non-executive Director is Mr. William WONG Yee Lai; and the Independent Non-executive Directors are Dr. William FUNG Kwok Lun, Professor GAN Jie, Professor KO Ping Keung, Dr. Patrick WANG Shui Chung and Mr. WONG Kai Man.