

February 17, 2011

Cayman Islands Stock Exchange
4th floor
Elizabethan Square
P.O. Box 2408
Grand Cayman KY1-1105
Cayman Islands

Attention: Gerry Halischuk

Dear Sirs,

The Directors of VBT Holdings Ltd. in a meeting held on February 16, 2011 duly approved the following:

1. To declare a dividend in cash of US\$ 16.875 per share to the shareholders registered as at February 28, 2011. This dividend shall be payable as from March 4, 2011 and shall be distributed to the debit of the Retained Earnings Account.
2. To convene an Annual General Meeting of the Company at 4th Floor, Flagship Building, 70 Harbour Drive, George Town, P.O. Box 454 Grand Cayman KY1-1106 on April 4, 2011 at 4 p.m. for the purpose of considering and if thought fit passing the resolutions as set out in the attached Notice of Annual General Meeting.

We hope you find the above to be in good order, but shall you require anything further please feel free to contact the undersigned

On behalf of VBT Holdings, Ltd.



Maria Elisa Vasquez
Secretary

Attachment:
Notice of Annual General Meeting



VBT Holdings, Ltd
(the "Company")

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of the Company will be held on April 4, 2011 at 4th Floor, Flagship Building 70 Harbour Drive, George Town, P.O Box 454, Grand Cayman KY1- 1106, Cayman Islands, at 4:00 p.m. for the purpose of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. **THAT** the members of the Board of Directors be re-elected as Directors of the Company.
2. **THAT** the Company's audited financial statements dated as at December 31, 2010 be approved.

A shareholder entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his/her place. A proxy need not be a shareholder of the Company. A form of proxy is attached.

To be valid, any proxy must be duly completed, signed and lodged, together with any power of attorney or other authority under which it is signed (if any) or a notarially certified copy thereof, with the Company at its registered office at PO Box 454GT, 4th Floor, Flagship Building 70 Harbour Drive, George Town, Grand Cayman KY1- 1106, Cayman Islands or sent by telefax to +1 (345) 949 8017 no later than 48 hours before the meeting or adjourned meeting at which the proxy is to be used.

By Order of the Board

Director
17 February 2011