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## TECHTRONIC INDUSTRIES CO. LTD.

**創科實業有限公司**

(Incorporated in Hong Kong with limited liability)

(Stock Code: 669)

### ANNUAL GENERAL MEETING HELD ON 20 MAY 2011 POLL RESULTS

The poll results in respect of the resolutions proposed at the annual general meeting (the “AGM”) of Techtronic Industries Company Limited (the “Company”) held at The Focal Point, Level 10, World-Wide House, 19 Des Voeux Road, Central, Hong Kong on 20 May 2011 were as follows:

RESOLUTIONS PROPOSED AT THE AGM		NO. OF SHARES (%)	
		FOR	AGAINST
1.	To receive and consider the audited Statement of Accounts and the Reports of the Directors and the Auditors of the Company for the year ended 31 December 2010.	1,317,599,111 (100.00%)	0 (0.00%)
2.	To declare a final dividend of HK6.25 cents per share for the year ended 31 December 2010.	1,317,599,111 (100.00%)	0 (0.00%)
3.	(a) To re-elect Mr. Horst Julius Pudwill as Group Executive Director.	1,100,625,132 (83.79%)	212,988,479 (16.21%)
	(b) To re-elect Mr. Joseph Galli, Jr. as Group Executive Director.	1,170,845,007 (89.13%)	142,768,604 (10.87%)
	(c) To re-elect Mr. Christopher Patrick Langley OBE as Independent Non-executive Director.	1,173,757,007 (89.35%)	139,856,604 (10.65%)
	(d) To re-elect Mr. Peter David Sullivan as Independent Non-executive Director.	1,316,741,472 (99.93%)	857,639 (0.07%)
	(e) To authorise the Board of Directors of the Company to fix the Directors’ remuneration for the year ending 31 December 2011.	1,317,599,111 (100.00%)	0 (0.00%)
4.	To re-appoint Deloitte Touche Tohmatsu as Auditors of the Company and authorise the Board of Directors to fix their remuneration.	1,317,599,111 (100.00%)	0 (0.00%)
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding (i) in the case of an allotment and issue of shares for cash, 10% of the aggregate nominal amount of the share capital of the Company in issue at the date of the resolution and (ii) in the case of an allotment and issue of shares for a consideration other than cash, 20% of the aggregate nominal amount of the share capital of the Company in issue at the date of the resolution (less any shares allotted and issued pursuant to (i) above).	777,078,634 (58.98%)	540,520,477 (41.02%)

6.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the share capital of the Company in issue at the date of the resolution.	1,317,596,111 (99.99%)	3,000 (0.01%)
7.	Conditional on the passing of Resolution Nos. 5 and 6, to grant a general mandate to the Directors to add the shares repurchased pursuant to Resolution No. 6 to the amount of issued share capital of the Company which may be allotted pursuant to Resolution No. 5.	825,762,329 (62.69%)	491,497,282 (37.31%)

As more than 50% of the votes were cast in favour of Resolutions No. 1 to No. 7, the resolutions were duly passed as ordinary resolutions.

As at the date of the AGM, the issued share capital of the Company was 1,607,015,752 shares, which was the total number of shares entitling the holders to attend and vote for or against all the resolutions proposed at the AGM. At the AGM, all proposed resolutions were taken by poll voting. There were no restrictions on the shareholders of the Company casting votes on any of the resolutions proposed at the AGM.

Messrs. Deloitte Touche Tohmatsu, the auditor of the Company, have acted as the scrutineer and compared the poll results summary to the poll forms collected and provided by the Company. The work performed by Messrs. Deloitte Touche Tohmatsu in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

No parties have stated any intention in the circular of the Company dated 14 April 2011 that it would vote against or abstain from voting on any of the resolutions proposed at the AGM.

By order of the Board  
**Techtronic Industries Company Limited**  
**Frank Chi Chung Chan**  
*Company Secretary*

Hong Kong, 20 May 2011

*As at the date of this announcement, the Board comprised six Group executive Directors, namely, Mr. Horst Julius Pudwill (Chairman), Prof. Roy Chi Ping Chung JP (Vice Chairman), Mr. Joseph Galli, Jr. (Chief Executive Officer), Mr. Patrick Kin Wah Chan, Mr. Frank Chi Chung Chan and Mr. Stephan Horst Pudwill, one Non-executive Director, namely, Mr. Vincent Ting Kau Cheung and four Independent Non-executive Directors, namely, Mr. Joel Arthur Schleicher, Mr. Christopher Patrick Langley OBE, Mr. Manfred Kuhlmann and Mr. Peter David Sullivan.*