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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 19 May 2017 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 Plaza Meeting Room, Regus Conference Centre, 35th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on 19 May 2017 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 Auditors for the year ended 31 December 2016.	1,489,606,054 (99.96%)	624,500 (0.04%)
2.	To declare a final dividend of HK30.00 cents per share for the year ended 31 December 2016.	1,492,339,103 (100.00%)	0 (0.00%)
3.	(a) To re-elect Mr. Horst Julius Pudwill as Group Executive Director.	1,245,626,580 (84.21%)	233,552,416 (15.79%)
	(b) To re-elect Mr. Joseph Galli Jr. as Group Executive Director.	1,369,980,779 (91.90%)	120,784,724 (8.10%)
	(c) To re-elect Mr. Peter David Sullivan as Independent Non-executive Director.	1,466,667,325 (98.28%)	25,592,278 (1.72%)
	(d) To re-elect Mr. Vincent Ting Kau Cheung as Independent Non-executive Director.	959,683,406 (64.31%)	532,576,197 (35.69%)
	(e) To re-elect Mr. Johannes-Gerhard Hesse as Independent Non-executive Director.	1,477,480,262 (99.01%)	14,779,341 (0.99%)
	(f) To authorize the Board of Directors of the Company to fix the Directors’ remuneration for the year ending 31 December 2017.	1,369,982,988 (97.93%)	28,933,634 (2.07%)
4.	To re-appoint Deloitte Touche Tohmatsu as Auditors of the Company and authorize the Board of Directors to fix their remuneration.	1,478,879,333 (99.10%)	13,447,770 (0.90%)

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, 5% 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).	758,633,997 (50.85%)	733,386,106 (49.15%)
6.	To grant a general mandate to the Directors to buy back shares not exceeding 10% of the share capital of the Company in issue at the date of the resolution.	1,492,167,047 (99.99%)	100,000 (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 bought back pursuant to Resolution No. 6 to the amount of issued share capital of the Company which may be allotted pursuant to Resolution No. 5.	911,847,256 (61.11%)	580,172,847 (38.89%)
8.	To approve and adopt the 2017 Share Option Scheme.	957,176,592 (64.14%)	535,150,511 (35.86%)

As more than 50% of the votes were cast in favour of Resolutions No. 1 to No. 8, the resolutions were duly passed as ordinary resolutions.

As at the date of the AGM, the issued share capital of the Company was 1,832,991,941 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 imposed on the shareholders of the Company casting votes on any resolutions proposed at the AGM. In addition, none of the shares entitled the holders to attend the AGM and abstain from voting in favour of the resolutions proposed at the AGM, and no shareholder of the Company was required to abstain from voting on 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 6 April 2017 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**  
**Veronica Ka Po Ng**  
*Company Secretary*

Hong Kong, 19 May 2017

*As at the date of this announcement, the Board comprises five Group Executive Directors, namely, Mr. Horst Julius Pudwill (Chairman), Mr. Stephan Horst Pudwill (Vice Chairman), Mr. Joseph Galli Jr. (Chief Executive Officer), Mr. Patrick Kin Wah Chan and Mr. Frank Chi Chung Chan, two Non-executive Directors, namely, Prof. Roy Chi Ping Chung BBS JP and Mr. Camille Jojo and five Independent Non-executive Directors, namely, Mr. Christopher Patrick Langley OBE, Mr. Manfred Kuhlmann, Mr. Peter David Sullivan, Mr. Vincent Ting Kau Cheung and Mr. Johannes-Gerhard Hesse.*