



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/05/2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Techtronic Industries Company Limited

Date Submitted 03/06/2009

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code :	<u>0669</u>	Description :	<u>Ordinary Shares</u>	
			No. of ordinary shares	Par value (HK\$)
				Authorised share capital (HK\$)
Balance at close of preceding month	<u>2,400,000,000</u>		<u>0.10</u>	<u>240,000,000.00</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>	<u>Nil</u>
Balance at close of the month	<u>2,400,000,000</u>		<u>0.10</u>	<u>240,000,000.00</u>
(2) Stock code :	<u>N/A</u>	Description :		
			No. of ordinary shares	Par value (State currency)
				Authorised share capital (State currency)
Balance at close of preceding month	<u></u>		<u></u>	<u></u>
Increase/(decrease)	<u></u>		<u></u>	<u></u>
Balance at close of the month	<u></u>		<u></u>	<u></u>

2. Preference Shares

Stock code : <u> N/A </u>	Description : _____		
	No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____	_____	_____
Balance at close of the month	_____	_____	_____

3. Other Classes of Shares

Stock code : <u> N/A </u>	Description : _____		
	No. of other classes of shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____	_____	_____
Balance at close of the month	_____	_____	_____

Total authorised share capital at the end of the month (*HK\$*) : 240,000,000.00

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	1,501,252,152	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil			
Balance at close of the month	1,501,252,152			

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
<u>1. Share Option Scheme</u>						
<u>(28/03/2002)</u>						
ordinary shares (Note 1)	Nil	Nil	Nil	375,000	Nil	12,610,000
<u>2. Share Option Scheme</u>						
<u>(29/05/2007)</u>						
ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	3,683,333
<u>3. N/A</u>						
<u>(/ /)</u>						
shares (Note 1)						
			Total A. (Ordinary shares)		Nil	
			(Preference shares)		N/A	
			(Other class)		N/A	
Total funds raised during the month from exercise of options (HK\$)				Nil		

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Tranche 1 Warrants						
(Date of expiry – 29/04/2012)	HK\$	140,805,486.90	Nil	140,805,486.90	Nil	Nil #
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary Shares					
Subscription price	HK\$5.10 per Ordinary Share					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
2. Tranche 2 Warrants						
(Date of expiry – 29/04/2012)	HK\$	96,720,638.10	Nil	96,720,638.10	Nil	Nil #
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary Shares					
Subscription price	HK\$5.10 per Ordinary Share					
EGM approval date (if applicable) (dd/mm/yyyy)	(27/05/2009)					
3. Optional Warrants						
(Date of expiry – 29/04/2012)	HK\$	47,505,225	Nil	47,505,225	Nil	Nil #
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary Shares					
Subscription price	HK\$5.10 per Ordinary Share					
EGM approval date (if applicable) (dd/mm/yyyy)	(27/05/2009)					
4. N/A						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
				Total B. (Ordinary shares)	_____	
				(Preference shares)	_____	
				(Other class)	_____	

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Convertible Bonds	US\$	12,150,000	Nil	12,150,000	Nil	5,731,132
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Subscription price	HK\$16.56 (Equivalent to US\$2.12, as translated into US\$ at the fixed exchange rate of HK\$7.7977=US\$1.00)					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
2. Tranche 1 Bonds	US\$	74,100,000	Nil	74,100,000	Nil	Nil ##
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Subscription price	HK\$5.20 per Conversion Share (Converted into US\$ at the fixed exchange rate of HK\$7.75 to US\$1.00)					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. Tranche 2 Bonds	US\$	50,900,000	Nil	50,900,000	Nil	Nil ##
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Subscription price	HK\$5.20 per Conversion Share (Converted into US\$ at the fixed exchange rate of HK\$7.75 to US\$1.00)					
EGM approval date (if applicable) (dd/mm/yyyy)	(27/05/2009)					
4. Optional Bonds	US\$	25,000,000	Nil	25,000,000	Nil	Nil ##
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Subscription price	HK\$5.20 per Conversion Share (Converted into US\$ at the fixed exchange rate of HK\$7.75 to US\$1.00)					
EGM approval date (if applicable) (dd/mm/yyyy)	(27/05/2009)					
			Total C. (Ordinary shares)		Nil	
			(Preference shares)		N/A	
			(Other class)		N/A	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
2. N/A _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
3. N/A _____ _____ _____ (/ /) shares (<i>Note 1</i>)		
Total D. (Ordinary shares) (Preference shares) (Other class)		

Other Movements in Issued Share Capital

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.	Rights issue	At price : State currency _____	Class of shares issuable <u> N/A </u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
2.	Open offer	At price : State currency _____	Class of shares issuable <u> N/A </u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
3.	Placing	At price : State currency _____	Class of shares issuable <u> N/A </u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
4.	Bonus issue		Class of shares issuable <u> N/A </u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____

For Main Board and GEM listed issuers

Type of Issue			No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
5.	Scrip dividend	At price : State currency _____	Class of shares issuable _____ <u>N/A</u> _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
6.	Repurchase of shares		Class of shares _____ <u>N/A</u> _____ repurchased (Note 1) Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
7.	Redemption of shares		Class of shares _____ <u>N/A</u> _____ redeemed (Note 1) Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
8.	Consideration issue	At price : State currency _____	Class of shares issuable _____ <u>N/A</u> _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____

For Main Board and GEM listed issuers

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9. Capital reorganisation	Class of shares issuable <u> N/A </u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
10. Other (Please specify)	At price : State currency _____ Class of shares issuable <u> N/A </u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
Total E.		(Ordinary shares) _____	(Preference shares) _____
		(Other class) _____	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	_____	N/A
	(2)	_____	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		_____	N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		_____	N/A
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>			

Remarks (if any):

55,888,500 Ordinary Shares can be issued upon full subscription of 27,608,919 Tranche 1 Warrants,
18,964,831 Tranche 2 Warrants and 9,314,750 Optional Warrants during the period from 30/04/2010
to 29/04/2012.

223,557,000 Ordinary Shares can be issued upon full conversion of US\$74,100,000 in principal amount of
Tranche 1 Bonds, US\$50,900,000 in principal amount of Tranche 2 Bonds and US\$25,000,000 in principal
amount of Optional Bonds during the period from 30/10/2010 to 20/04/2014.

Submitted by: Tricor Secretaries Limited

Title: Share Registrar
(Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).*
- 2. If there is insufficient space, please append the prescribed continuation sheet.*