

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



TECHTRONIC INDUSTRIES CO. LTD.

創科實業有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 669)

**COMPLETION OF THE TRANCHE 1 PLACING OF
CONVERTIBLE BONDS AND WARRANTS**

The Board is pleased to announce that the conditions to First Closing under the Subscription Agreement have been satisfied and that the Tranche 1 Placing completed on 30 April 2009.

Reference is made to the Company's announcement dated 24 April 2009 relating to the Placing (the "**Announcement**"). Terms used herein shall have the same meaning as those defined in the Announcement.

The Board is pleased to announce that all the conditions to First Closing as set out in the Subscription Agreement have been satisfied and that the Tranche 1 Placing completed on 30 April 2009. The Tranche 1 Bonds in an aggregate principal amount of US\$74,100,000 and 27,608,919 Tranche 1 Warrants have been placed by the Joint Placing Agents to not less than six Placees. To the best knowledge, information and belief of the Directors, and having made all reasonable enquires of the Joint Placing Agents, the Placees are independent third parties not connected with the Company or any of its subsidiaries or any of their respective directors, chief executives or substantial shareholders or any of their respective associates.

The shareholding structure of the Company: (i) as at the date of this announcement; and (ii) immediately after the conversion and exercise in full of the Tranche 1 Securities is set out below. The figures in this table⁽¹⁾⁽²⁾ are based on the interests in Shares which have been disclosed to the Company pursuant to Part XV of the SFO.

Shareholders	Shareholding as at the date of this announcement		Shareholding immediately after the conversion and exercise in full of the Tranche 1 Securities	
	<i>No. of Shares</i>	<i>%</i>	<i>No. of Shares</i>	<i>%</i>
Existing Major Shareholders ⁽³⁾	469,632,242	31.3	469,632,242	28.6
Other Directors ⁽⁴⁾	3,334,500	0.2	3,334,500	0.2
Placees	0	0	138,046,077	8.4
Public Shareholders	<u>1,028,285,410</u>	<u>68.5</u>	<u>1,028,285,410</u>	<u>62.8</u>
Total	<u>1,501,252,152</u>	<u>100.0</u>	<u>1,639,298,229</u>	<u>100.0</u>

Notes:

- (1) This table assumes no change of the share capital structure of the Company, the number of Shares in issue and the holdings of or interests in Shares of the parties identified above, other than as set out in the Announcement.
- (2) Any reference in this table to the conversion of the Bonds and the exercise of the Warrants shall be deemed to be at the initial conversion price and the initial exercise price respectively.
- (3) The Shares of the Existing Major Shareholders are held as follows: 169,761,000 Shares are held by Mr. Horst Julius Pudwill as beneficial owner, 186,084,764 Shares are held by Sunning Inc. (which is 100% controlled by Mr. Horst Julius Pudwill), 71,405,948 Shares are held by Dr. Roy Chi Ping Chung as beneficial owner, 37,075,030 Shares are held by Cordless Industries Company Limited (which is 70% controlled by Mr. Horst Julius Pudwill and 30% controlled by Dr. Roy Chi Ping Chung), 4,409,500 Shares are held by Mr. Stephan Horst Pudwill (the son of Mr. Horst Julius Pudwill), 760,000 Shares are held by the spouse of Mr. Horst Julius Pudwill and 136,000 Shares are held by the spouse of Dr. Roy Chi Ping Chung.
- (4) The other Directors comprise Mr. Joseph Galli Jr., Mr. Patrick Kin Wah Chan, Mr. Frank Chi Chung Chan, Mr. Vincent Ting Kau Cheung, Mr. Joel Arthur Schleicher, Mr. Christopher Patrick Langley OBE, Mr. Manfred Kuhlmann and Mr. Peter David Sullivan.

As far as the Directors are aware, there is no change in the substantial shareholders of the Company as a result of the completion of the Tranche 1 Placing.

The Company will make further announcement(s) if the Tranche 2 Placing and/or the Optional Placing complete.

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

Hong Kong, 30 April 2009

As at the date of this announcement, the Board of the Company comprises six Group Executive Directors, namely, Mr. Horst Julius Pudwill (Chairman), Dr. 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.