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**TECHTRONIC INDUSTRIES COMPANY LIMITED**

**創科實業有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 669)**

**RE-DESIGNATION OF DIRECTOR,  
CHANGE IN COMPOSITION OF BOARD COMMITTEES AND  
APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

**RE-DESIGNATION OF DIRECTOR AND CHANGE IN COMPOSITION OF BOARD  
COMMITTEES**

The board of directors (the “Board”) of Techtronic Industries Company Limited (the “Company”) is pleased to announce that with effect from 1 December 2023, Mr. Camille Jojo (“Mr. Jojo”) (i) has been re-designated from a Non-executive Director to an Executive Director of the Company (the “Re-designation”); and (ii) is also appointed as Head of Group Legal, Compliance and Corporate Governance. Following the Re-designation, Mr. Jojo has ceased to be a member of the Audit Committee and the Remuneration Committee of the Company with effect from 1 December 2023.

Mr. Jojo brings to his new role a wealth of experience, having practiced as a partner with international law firms in Hong Kong for a period in excess of 35 years, including 18 years in a managerial role. He is also fully familiar with the Company’s business operations and the senior management, having served as a Non-executive Director for 7 years and as a member of the Audit Committee and the Remuneration Committee of the Company. The Board warmly welcomes Mr. Jojo to his new role and wishes him every success.

The biographical details of Mr. Jojo are as follows:

Mr. Jojo, aged 67, was first appointed as a Non-executive Director on 30 October 2015. Mr. Jojo has practiced as a lawyer in Hong Kong for a continuous period in excess of 35 years as a specialist in (i) civil litigation in the higher courts of Hong Kong; (ii) arbitration; and (iii) regulatory. He graduated with a LL.B. Hons. degree from the University of Cardiff in 1977 and obtained his Professional Qualifying Examination Certificate from Guildford College of Law in 1978. He was qualified and was admitted as a solicitor of the Supreme Court of England and Wales in 1980, as a solicitor of the Supreme Court of Hong Kong in 1982 and as a solicitor and barrister of the Supreme Court of Victoria, Australia in 1984. Mr. Jojo was admitted as a fellow of the Chartered Institute of Arbitrators in November 1997. He has been a member of the Law Society Insolvency Law Committee since 1996 and was granted Higher Rights of Audience as a solicitor advocate in respect of civil proceedings in the Hong Kong Courts in 2015. Mr. Jojo was awarded the Dispute Resolution Lawyer of the Year 2018 at the 17<sup>th</sup> Annual Hong Kong Law Awards.

Mr. Jojo retired as a Partner of Norton Rose Fulbright Hong Kong (which is one of the Hong Kong legal advisers to the Company and its subsidiaries) and head of its dispute resolution practice in Hong Kong with effect from 30 June 2023.

Following the Re-designation, Mr. Jojo has entered into a letter of employment (the “Employment Letter”) with the Company, which may be terminated by either party by giving not less than six months’ notice in writing, in substitution of his current director’s service contract with the Company. Mr. Jojo, in respect of his capacity as Head of Group Legal, Compliance and Corporate Governance of the Company, has an initial fixed term for three years from 1 December 2023 up to 30 November 2026, and would be eligible for renewal by discussion between Mr. Jojo and the Company six months prior to the expiry of the fixed term. Pursuant to the Employment Letter, Mr. Jojo (i) will receive a one-off sign on bonus of HK\$3,000,000, a basic annual salary of HK\$8,000,000, housing allowance up to HK\$125,000 per month and education allowance up to HK\$135,000 per school year for each of his children attending school; and (ii) shall also be entitled to performance-related annual bonus payments of HK\$4,000,000 (the “Bonus Payments”). In addition, Mr. Jojo will receive a performance-related restricted share award (the “Restricted Shares”) up to a total of 500,000 Restricted Shares (subject to satisfaction of performance criteria) which will be vested in three years. The Bonus Payments will be subject to review by the Chief Executive Officer and/or the Chairman and the award of the Restricted Shares will be subject to review by the Chairman, approval by the Board and compliance with the rules of the amended and restated 2018 Share Award Scheme approved by the Shareholders on 12 May 2023.

In addition, Mr. Jojo will also be entitled to other benefits-in-kind and allowances pursuant to the Employment Letter, including but not limited to his participation in the Company’s senior executive retirement plan upon the plan’s implementation and reimbursement of traveling expenses. The emolument package of Mr. Jojo has been reviewed and approved by the remuneration committee of the Company and was determined by reference to his qualifications, experience and responsibilities, the levels of emolument of other senior executives of the Company and prevailing market conditions.

Regarding the appointment of Mr. Jojo as Executive Director, (i) he is not appointed for a specific term but shall be subject to retirement by rotation and re-election at least once every three years at the annual general meeting of the Company in accordance with the Articles of Association of the Company; and (ii) he will not be entitled to receive any director’s fee in this respect.

Save as disclosed herein, Mr. Jojo has not held any other directorships in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas, nor does he hold any other position with the Company and other members of the Company’s group.

As at the date of this announcement, Mr. Jojo has personal interests of 139,000 shares of the Company and has personal interests in share options to subscribe for 286,000 shares of the Company. Other than these shares and share options, Mr. Jojo does not have any other interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

As far as the Board is aware, Mr. Jojo does not have any relationship with any other directors, senior management, or substantial or controlling shareholders of the Company.

Save for the information disclosed above, the Board and Mr. Jojo have indicated that there is no other information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and there are no other matters that need to be brought to the attention to the holders of securities of the Company in respect of the Re-designation.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board of the Company is pleased to announce the appointment of Mr. Andrew Philip Roberts (“Mr. Roberts”) as an Independent Non-executive Director of the Company with effect from 1 January 2024.

The biographical details of Mr. Roberts are as follows:

Mr. Roberts, aged 67, is a qualified chartered accountant of the Institute of England and Wales who obtained a BA (Honours) degree in Economics from the University of Manchester. Following his qualification, Mr. Roberts gained extensive experience working as an auditor with the global auditing firm of Deloitte during his formative professional years. From 1993 onwards until 2012, Mr. Roberts held senior leadership positions in finance at the Anglo-Dutch conglomerate, Shell Group, which included the following appointments: Executive Vice President of Finance in Shell Trading London, Chair of the Supervisory Board in Shell Asset Management, Executive Vice President of Finance in Shell Gas and Power, Executive Vice President of Finance in Shell Retail, Executive Vice President of Finance in Shell Trading North America, Shell Trading Controller and Compliance Officer. His responsibilities whilst at the Shell Group included strategy, planning, corporate governance, compliance, regulatory, risk management and treasury functions and also overall supervision and management of a large global finance team of 430 officers located in overseas offices. Mr. Roberts brought a wealth of experience to these roles, exemplifying a demonstrable ability to strategize, plan and successfully operationalize broad and complex portfolios within a robust risk, control and compliance framework.

In addition, Mr. Roberts’ most recent role was Chief Financial Officer at Shelf Drilling in Dubai where he developed the finance, treasury, tax, internal audit function and associated IT systems with operations in multiple countries pre-IPO.

Pursuant to the service contract between Mr. Roberts and the Company, Mr. Roberts is not appointed for a specific term but shall be subject to retirement by rotation and re-election at least once every three years at the annual general meeting of the Company in accordance with the Articles of Association of the Company. The director’s remuneration payable to Mr. Roberts as an Independent Non-executive Director will be fixed by the Board after recommendation by the Remuneration Committee of the Board with reference to his experience and the prevailing market conditions and rates in respect of directors’ fee for independent non-executive directors.

Save as disclosed herein, Mr. Roberts has not held any other directorships in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas, nor does he hold any other position with the Company and other members of the Company’s group.

As at the date of this announcement, Mr. Roberts does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

As far as the Board is aware, Mr. Roberts does not have any relationship with any other directors, senior management, or substantial or controlling shareholders of the Company.

Save for the information disclosed above, the Board and Mr. Roberts have indicated that there is no other information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and there are no other matters that need to be brought to the attention to the holders of securities of the Company in respect of his appointment.

By order of the Board  
**Techtronic Industries Company Limited**  
**Veronica Ka Po Ng**  
*Company Secretary*

Hong Kong, 1 December 2023

*As at the date of this announcement, the Board comprises six 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, Mr. Frank Chi Chung Chan and Mr. Camille Jojo, one Non-executive Director, namely, Prof. Roy Chi Ping Chung GBS BBS JP and five Independent Non-executive Directors, namely, Mr. Peter David Sullivan, Mr. Johannes-Gerhard Hesse, Mr. Robert Hinman Getz, Ms. Virginia Davis Wilmerding and Ms. Caroline Christina Kracht.*