



# Techtronic Industries Co. Ltd.

(Incorporated in Hong Kong with limited liability)

(Stock Code : 669)

## ANNUAL GENERAL MEETING HELD ON 30TH MAY 2005 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 Harbour Room, 3rd Floor, The Ritz-Carlton, Hong Kong, 3 Connaught Road Central, Hong Kong on 30th May 2005 were as follows:-

		NO. OF SHARES (%)	
RESOLUTIONS PROPOSED AT THE AGM		FOR	AGAINST
1.	To receive the Accounts and the Reports of the Directors and Auditors.	837,919,396 (100%)	0 (Nil)
As all votes were cast in favour of this resolution, the resolution was passed unanimously.			
2.	To declare a final dividend.	735,990,705 (86.51%)	114,765,442 (13.49%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
3.(a)	To re-elect Mr. Horst Julius Pudwill as Group Executive Director.	848,893,924 (99.79%)	1,756,000 (0.21%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
(b)	To re-elect Mr. Vincent Ting Kau Cheung as Non-Executive Director.	848,893,924 (99.79%)	1,756,000 (0.21%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
(c)	To re-elect Mr. Christopher Patrick Langley as Independent Non-executive Director.	848,369,924 (99.73%)	2,280,000 (0.27%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
(d)	To re-elect Mr. Manfred Kuhlmann as Independent Non-executive Director.	848,893,924 (99.79%)	1,756,000 (0.21%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

		<b>NO. OF SHARES (%)</b>	
<b>RESOLUTIONS PROPOSED AT THE AGM</b>		<b>FOR</b>	<b>AGAINST</b>
(e)	To authorise the Directors to fix the directors' fees for the year ending 31st December 2005.	832,977,934 (97.94%)	17,484,490 (2.06%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
4.	To appoint Deloitte Touche Tohmatsu as Auditors and to fix their remuneration.	848,577,474 (99.73%)	2,267,500 (0.27%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
5.	To approve the general mandate to the Directors to allot and issue 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).	676,873,407 (79.72%)	172,243,832 (20.28%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
6.	To approve the general mandate to the Directors to repurchase shares not exceeding 10% of the aggregate nominal amount of the share capital of the Company in issue at the date of the resolution.	850,830,974 (99.99%)	14,000 (0.01%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
7.	To authorise the Directors to allot and issue additional shares equal to the number of shares repurchased by the Company pursuant to Resolution no.6 above.	811,120,709 (95.53%)	37,995,530 (4.47%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
8.	To approve the refreshment of scheme mandate limit of the existing share option scheme of the Company.	524,799,227 (77.63%)	151,217,372 (22.37%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

As at the date of the AGM, the issued share capital of the Company was 1,357,649,652 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. There were no restrictions on the shareholders of the Company casting votes on any of the resolutions proposed at the AGM.

Deloitte Touche Tohmatsu acted as scrutineers for the poll at the AGM.

No parties have stated any intention in the circular of the Company dated 28th April 2005 that it would vote against or abstain from voting on any of the resolutions proposed at the AGM.

As at the date of this announcement, the Board comprises four Group Executive Directors, namely, Mr. Horst Julius Pudwill (Chairman and Chief Executive Officer), Mr. Roy Chi Ping Chung (Managing Director), Mr. Patrick Kin Wah Chan and Mr. Frank Chi Chung Chan, two Non-executive Directors, namely, Dr. Akio Urakami and Mr. Vincent Ting Kau Cheung and three Independent Non-executive Directors, namely, Mr. Joel Arthur Schleicher, Mr. Christopher Patrick Langley and Mr. Manfred Kuhlmann.

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

Hong Kong, 30th May 2005

Please also refer to the publish version of this announcement in the South China Morning Post.