

**vtech**  
**VTech Holdings Limited**  
*(incorporated in Bermuda with limited liability)*  
**(Stock Code: 303)**

The following is the text of a notice released to the London Stock Exchange on which  
VTech Holdings Limited is listed

**NOTIFICATION OF TRANSACTIONS OF DIRECTORS / PERSONS DISCHARGING  
MANAGERIAL RESPONSIBILITIES AND CONNECTED PERSONS**

This notification relates to a transaction notified in accordance with *DR 3.1.4R(1)(a)*

1.	Name of issuer  VTech Holdings Limited
2.	Name of person discharging managerial responsibilities/director  PANG King Fai
3.	State whether notification relates to a person connected with a person discharging managerial responsibilities / director named in 2 and identify the connected person  N/A
4.	Indicate whether the notification is in respect of a holding of the person referred to in 2 or 3 above or in respect of a non-beneficial interest  The notification is in respect of a holding of the person referred to in 2
5.	Description of <i>shares</i> (including <i>class</i> ), debentures or derivatives or financial instruments relating to <i>shares</i>  Ordinary Shares
6.	Name of registered shareholders(s) and, if more than one, the number of <i>shares</i> held by each of them  N/A
7.	State the nature of the transaction  Sale of shares
8.	Number of <i>shares</i> , debentures or financial instruments relating to <i>shares</i> acquired  N/A
9.	Percentage of issued <i>class</i> acquired ( <i>treasury shares</i> of that <i>class</i> should not be taken into account when calculating percentage)  N/A
10.	Number of <i>shares</i> , debentures or financial instruments relating to <i>shares</i> disposed  20,000 ordinary shares
11.	Percentage of issued <i>class</i> disposed ( <i>treasury shares</i> of that <i>class</i> should not be taken into account when calculating percentage)  0.01%
12.	Price per <i>share</i> or value of transaction  Total value of transaction: HK\$960,000

13.	Date and place of transaction 18 August 2008, Hong Kong
14.	Total holding following notification and total percentage holding following notification (any <i>treasury shares</i> should not be taken into account when calculating percentage)  Total holding : 77,000 ordinary shares (excluding share options) Total percentage holding : 0.03%
15.	Date issuer informed of transaction 21 August 2008

Name of duly authorised officer of *issuer* responsible for making notification

CHANG Yu Wai

Company Secretary (Signature not required by e-submission)

Date of notification: 21 August 2008

*As at the date of this notice, the Executive Directors of the Company are Dr. Allan WONG Chi Yun (Chairman and Group Chief Executive Officer), Mr. Edwin YING Lin Kwan and Dr. PANG King Fai. The Independent Non-executive Directors are Dr. Raymond CH'IEN Kuo Fung, Dr. William FUNG Kwok Lun, Mr. Michael TIEN Puk Sun and Dr. Patrick WANG Shui Chung.*