

VTech Holdings Limited

(Stock code:303)

The following is a notification released to the other stock exchange on which VTech Holdings Limited is listed.

TR-1ⁱ: NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attachedⁱⁱ:	VTech Holdings Limited
2. Reason for the notification (please tick the appropriate box or boxes)	
An acquisition or disposal of voting rights	<input type="checkbox"/>
An acquisition or disposal of financial instruments which may result in the acquisition of shares already issued to which voting rights are attached	<input type="checkbox"/>
An event changing the breakdown of voting rights	<input type="checkbox"/>
Other (please specify): Disclosure under new Transparency Directive	<input checked="" type="checkbox"/>
3. Full name of person(s) subject to the notification obligationⁱⁱⁱ:	Honorex Limited
4. Full name of shareholder(s) (if different from 3.) ^{iv} :	Trustcorp Limited
5. Date of the transaction (and date on which the threshold is crossed or reached if different) ^v :	N/A
6. Date on which issuer notified:	20 Mar 2007
7. Threshold(s) that is/are crossed or reached:	28%
8. Notified details:	N/A

A: Voting rights attached to shares

Class/type of shares if possible using the ISIN CODE	Situation previous to the Triggering transaction ^{vi}		Resulting situation after the triggering transaction ^{vii}				
	Number of Shares	Number of Voting Rights ^{viii}	Number of shares	Number of voting rights ^{ix}		% of voting rights	
			Direct	Direct ^x	Indirect ^{xi}	Direct	Indirect
Ordinary shares	66,912,550	66,912,550	1,416,325	1,416,325	65,496,225	0.5%	27%

B: Financial Instruments

Resulting situation after the triggering transaction ^{xii}				
Type of financial instrument	Expiration date ^{xiii}	Exercise/ Conversion Period/ Date ^{xiv}	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
N/A				

Total (A+B)

Number of voting rights	% of voting rights
66,912,550	28%

9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable ^{xv}:

<u>Name</u>	<u>Number of voting rights held</u>	<u>Percentage control</u>
Conquer Rex Ltd	65,496,225	100%

Proxy Voting:

10. Name of the proxy holder:	N/A
11. Number of voting rights proxy holder will cease to hold:	N/A
12. Date on which proxy holder will cease to hold voting rights:	N/A

13. Additional information:	Conquer Rex Ltd is wholly-owned directly by Honorex Ltd which is in turn wholly-owned by Trustcorp Ltd as trustee of The Wong Chung Man 1984 Trust.
14. Contact name:	Allan Wong Chi Yun
15. Contact telephone number:	+852 2680 1808

As at 20th March 2007, the Board of VTech Holdings Limited comprises Mr. Allan WONG Chi Yun (Chairman and Group Chief Executive Officer), Mr. Albert LEE Wai Kuen (Deputy Chairman) and Mr. Raymond CH'IEN Kuo Fung, Mr. William FUNG Kwok Lun, Mr. Michael TIEN Puk Sun and Mr. Patrick WANG Shui Chung, all being independent non-executive directors.