

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:	David Henry Christopher Hill
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:	31%
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	Indirect ^x	Direct ^{xi}	Indirect	Direct
Ordinary shares	74,101,153	74,101,153	N/A	N/A	74,101,153	0%	31%

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
74,101,153	31%

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>
Newcorp Holdings Ltd	74,101,153	35%
Newcorp Ltd	74,101,153	100%
Trustcorp Ltd	74,101,153	100%
Twin Success Pacific Ltd	7,188,603	100%
Honorex Ltd	1,416,325	100%
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:	Each of Twin Success Pacific Ltd, Honorex Ltd and Conquer Rex Ltd is a wholly-owned subsidiary of Trustcorp Ltd as trustee of The Wong Chung Man 1984 Trust. Trustcorp Ltd is wholly-owned by Newcorp Ltd which is in turn wholly-owned by Newcorp Holdings Ltd. David Henry Christopher Hill is deemed to be interested in such shares through his 35% interests in Newcorp Holdings Ltd.
14. Contact name:	David Hill
15. Contact telephone number:	+441534491491

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.