

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

TR-1: NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:

VTech Holdings Limited

2. Reason for notification (yes / no)

An acquisition or disposal of voting rights: (YES)

An acquisition or disposal of financial instruments which may result in the acquisition of shares already issued to which voting rights are attached: (NO)

An event changing the breakdown of voting rights: (NO)

Other (please specify) : (NO)

3. Full name of person(s) subject to the notification obligation:

FTIF Templeton Asia Growth Fund

4. Full name of shareholder(s) (if different from 3.) :

HSBC Limited Hong Kong

5. Date of the transaction (and date on which the threshold is crossed or reached if different):

2 July 2008

6. Date on which issuer notified:

3 July 2008

7. Threshold(s) that is/are crossed or reached:

6%

8. Notified Details :

A: Voting rights attached to shares

Class/type of shares if possible using the ISIN CODE	Situation previous to the Triggering transaction	
	Number of shares	Number of voting Rights

Ordinary USD0.05 BMG9400S1089	19,461,000	8.07%
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Resulting situation after the triggering transaction

Class/type of shares if possible using the ISIN CODE	Number of shares		Number of voting rights		% of voting rights	
	Direct		Direct	Indirect	Direct	Indirect

Ordinary USD0.05 BMG9400S1089	-		-	15,775,000	-	6.48%
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B: Financial Instruments

Resulting situation after the triggering transaction

Type of financial instrument	Expiration Date	Exercise/Conversion Period/ Date	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
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N/A

Total (A+B)	
Number of voting rights	% of voting rights

15,775,000	6.48%
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9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable:

N/A

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:

N/A

14. Contact Name for queries (Notifier):

Lori Weber

Assistant Secretary, Franklin Resources, Inc.

15. Contact telephone number:

954 847 2283

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.