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(Incorporated in Bermuda with limited liability)
(Stock code: 303)

RESIGNATION OF DIRECTOR

The board of directors (the "Board") of VTech Holdings Limited (the "Company") hereby announces that Dr. David SUN Tak Kei ("Dr. SUN") has tendered his resignation as an Independent Non-executive Director of the Company with effect from 30 June 2012 due to his appointment as the Director of Audit of the Audit Commission of the Government of the Hong Kong Special Administrative Region (the "HKSAR Government"), which will be effective from 1 July 2012. Upon his resignation, he will also cease to be a member of the Audit Committee, the Nomination Committee, the Remuneration Committee and the Risk Management Committee of the Company.

Dr. SUN has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Company would like to express its sincere gratitude to Dr. SUN for his valuable contributions to the Company during the tenure of his office and congratulate Dr. SUN for his appointment as the Director of Audit of the Audit Commission of the HKSAR Government.

By Order of the Board
VTech Holdings Limited
CHANG Yu Wai
Company Secretary

Hong Kong, 29 June 2012

As at the date of this announcement, the Executive Directors of the Company are Dr. Allan WONG Chi Yun (Chairman and Group Chief Executive Officer), Dr. PANG King Fai and Mr. Andy LEUNG Hon Kwong. The Independent Non-executive Directors are Dr. William FUNG Kwok Lun, Mr. Denis Morgie HO Pak Cho, Dr. David SUN Tak Kei, Mr. Michael TIEN Puk Sun and Dr. Patrick WANG Shui Chung.

http://www.vtech.com/investors/stock-info