



... innovating motion ...

JOHNSON ELECTRIC HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 179)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31ST MARCH 2005

FINANCIAL HIGHLIGHTS

- Total sales US\$1,144 million – up 9%
- Operating profits after restructuring charges and provisions were US\$154 million, an increase of 20%
- Net earnings attributable to shareholders increased 22% to US\$142 million
- Earnings per share increased 22% to 3.86 US cents
- Dividends per share increased 15% to 1.99 US cents
- Johnson Electric's underlying financial position remains exceptionally strong, and taking into account cash and cash equivalents of US\$222 million, the Group is essentially debt free

The Directors announce that the audited consolidated profit attributable to shareholders for the year ended 31st March 2005 was US\$141,648,000, an increase of 22% over the corresponding year in 2004.

FINANCIAL RESULTS

The audited consolidated profit and loss account for the year ended 31st March 2005 together with comparative figures for the corresponding year in 2004 is set out below:

CONSOLIDATED PROFIT AND LOSS ACCOUNT

	<i>Note</i>	2005 <i>US\$'000</i>	2004 <i>US\$'000</i>
Turnover	2	1,143,783	1,050,707
Cost of sales		(811,292)	(737,215)
Gross profit		332,491	313,492
Other revenues		19,987	15,347
Selling and administrative expenses		(188,164)	(179,078)
Restructuring costs/provisions	3	(9,992)	(21,290)
Operating profit	4	154,322	128,471
Finance costs		(308)	(233)
Share of profits less losses of jointly controlled entities/associated companies		3,249	6,295
Profit before taxation		157,263	134,533
Taxation	5	(15,591)	(17,956)

Profit after taxation		141,672	116,577
Minority interests		(24)	–
Profit attributable to shareholders		141,648	116,577
Dividends		73,005	63,585
Basic earnings per share (US cents)	6	3.86	3.17
Fully diluted earnings per share (US cents)	6	3.86	3.17

CONDENSED CONSOLIDATED BALANCE SHEET

		2005 US\$'000	2004 US\$'000
Intangibles		43,335	20,074
Properties, plant and equipment		280,563	256,952
Other non-current assets		55,047	76,468
Current assets			
Stocks and work in progress		160,771	116,170
Trade and other receivables	7	278,028	229,582
Other investments		58,813	117,424
Tax recoverable		9,168	5,457
Bank balances and cash		176,321	130,908
		683,101	599,541
Current liabilities			
Trade and other payables	8	182,093	175,280
Current portion of long term loans		92	137
Tax payable		4,466	3,327
Bank loans and overdrafts		12,878	11
		199,529	178,755
Net current assets		483,572	420,786
Total assets less current liabilities		862,517	774,280
Non-current liabilities			
Long term loans		3,018	2,921
Other provisions		16,649	16,144
Deferred taxation		21,892	21,093
Minority interests		1,108	5
		42,667	40,163
NET ASSETS		819,850	734,117
CAPITAL AND RESERVES			
Share capital		5,925	5,925
Reserves		762,115	685,802
Proposed dividends		51,810	42,390
SHAREHOLDERS' FUNDS		819,850	734,117

Note:

1. Principal accounting policies

The accounts have been prepared in accordance with accounting principles generally accepted in Hong Kong and comply with accounting standards issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). The accounts are prepared under the historical cost convention except that certain investment properties and other investments are stated at fair value.

HKICPA has issued a number of new and revised Hong Kong Financial Reporting Standards and Hong Kong Accounting Standards (“new HKFRSs”) which are effective for accounting periods beginning on or after 1st January 2005. The Group has not adopted these new HKFRSs in these accounts for the year ended 31st March 2005. The Group has commenced an assessment of the impact of adopting the new HKFRSs and has so far concluded that the adoption of the new HKFRSs would not have a significant impact on its results of operations and financial position.

2. Turnover

The Group is principally engaged in the manufacture of motors. Revenues recognised during the year are as follows:

	Turnover		Operating profit/(loss)	
	2005 US\$'000	2004 US\$'000	2005 US\$'000	2004 US\$'000
Operating activities				
Sales of motors	<u>1,143,783</u>	<u>1,050,707</u>	<u>154,322</u>	<u>128,471</u>
Geographical area by manufacturing location				
Asia	783,640	674,750	158,147	140,576
America	80,880	95,764	(9,767)	(16,268)
Europe	<u>279,263</u>	<u>280,193</u>	<u>5,942</u>	<u>4,163</u>
	<u>1,143,783</u>	<u>1,050,707</u>	<u>154,322</u>	<u>128,471</u>
			2005 US\$'000	2004 US\$'000
Turnover by geographical destinations of customers				
Asia			382,636	317,069
America			315,325	310,861
Europe			<u>445,822</u>	<u>422,777</u>
			<u>1,143,783</u>	<u>1,050,707</u>

3. Restructuring costs/provisions

As stated in the 2003/04 annual report, actions had been taken to restructure the manufacturing operations at Matamoros in Mexico. The costs incurred during the year mainly represent further cost for the Mexico plant closure. Other costs mainly comprise severance payments and provisions for other shutdown costs.

	2005 US\$'000	2004 US\$'000
Asset write-offs (including provision for impairment)	–	11,819
Other costs	<u>9,992</u>	<u>9,471</u>
Total provision	<u>9,992</u>	<u>21,290</u>

4. Depreciation and amortisation

During the year, depreciation of US\$44,198,000 (2004: US\$43,124,000) and amortisation of US\$3,313,000 (2004: US\$2,736,000) were charged in respect of the Group’s properties, plant and equipment and intangible assets respectively.

5. Taxation

Hong Kong profits tax has been provided at the rate of 17.5% (2004: 17.5%) on the estimated assessable profit for the year. Overseas tax has been provided at the applicable rates on the estimated assessable profit in respective countries of operations for the year.

	2005 US\$'000	2004 US\$'000
Current taxation		
Hong Kong profits tax	(8,599)	(7,407)
Overseas taxation	(3,789)	(6,255)
Over/(under) provisions in prior years	<u>1,014</u>	<u>(637)</u>
	<u>(11,374)</u>	<u>(14,299)</u>
Deferred taxation	<u>(3,819)</u>	<u>(2,323)</u>
	<u>(15,193)</u>	<u>(16,622)</u>

Share of taxation attributable to associated companies/ jointly controlled entities	<u>(398)</u>	<u>(1,334)</u>
	<u>(15,591)</u>	<u>(17,956)</u>

6. Earnings per share

The calculation of basic and fully diluted earnings per share is based on the Group's profit attributable to shareholders of US\$141,648,000 (2004: US\$116,577,000).

The basic earnings per share is based on 3,673,788,920 (2004: 3,673,788,920) shares in issue during the year.

There is no significant impact on the fully diluted earnings per share if all the outstanding options are deemed to be issued at no consideration.

7. Trade and other receivables

The Group normally grants credit period range from 30 to 90 days to its trade customers. The trade and other receivables include trade receivables of US\$230,935,000 (2004: US\$198,817,000). The ageing analysis of trade receivables was as follows:

	0-60 days <i>US\$'000</i>	61-90 days <i>US\$'000</i>	Over 90 days <i>US\$'000</i>	Total <i>US\$'000</i>
Balance at 31st March, 2005	<u>162,647</u>	<u>36,254</u>	<u>32,034</u>	<u>230,935</u>
Balance at 31st March, 2004	<u>144,704</u>	<u>39,857</u>	<u>14,256</u>	<u>198,817</u>

8. Trade and other payables

The trade and other payables include trade payables of US\$128,255,000 (2004: US\$118,502,000). The ageing analysis of trade payables was as follows:

	0-60 days <i>US\$'000</i>	61-90 days <i>US\$'000</i>	Over 90 days <i>US\$'000</i>	Total <i>US\$'000</i>
Balance at 31st March, 2005	<u>91,124</u>	<u>15,888</u>	<u>21,243</u>	<u>128,255</u>
Balance at 31st March, 2004	<u>88,740</u>	<u>13,447</u>	<u>16,315</u>	<u>118,502</u>

FINAL DIVIDEND

The Board has resolved to recommend at the forthcoming Annual General Meeting to be held on 27th July 2005 payment of a final dividend of 11 HK cents equivalent to 1.41 US cents per share (2004: 9 HK cents or 1.15 US cents) payable on 29th July 2005 to persons who are registered shareholders of the Company on 27th July 2005 making a total distribution of 15.5 HK cents equivalent to 1.99 US cents per share for the year ended 31st March 2005 (2004: 13.5 HK cents or 1.73 US cents).

CLOSING REGISTER OF MEMBERS

The transfer books and the register of members of the Company will be closed from Friday, 22nd July 2005 to Wednesday, 27th July 2005, both dates inclusive, during which no transfer of shares will be registered. In order to qualify for the proposed final dividend, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's branch registrars, Computershare Hong Kong Investor Services Limited at 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:00 p.m. on Thursday, 21st July 2005.

CHAIRMAN'S STATEMENT

To Our Shareholders,

Johnson Electric achieved a satisfactory improvement in performance in the 2005 financial year compared to the prior year.

Nonetheless, the economic environment for global component manufacturing companies remained challenging. Several of our end-user industries, most notably the automotive sector, are continuing to undergo significant restructuring that inevitably impacts suppliers. For the second year in succession, we faced very severe increases in raw material prices that put pressure on our gross margins.

In this operating environment it was important for the Group to continue to drive for improved operational effectiveness and maintain a tight control on overheads. Results of these efforts were encouraging and reflect the hard work and initiative of Johnson Electric people across the entire company.

Summary of 2004/05 Results

- For the financial year ended 31st March 2005, total sales were a record US\$1,144 million, up 9% compared to the 2004 financial year
- Operating profits after restructuring charges and provisions were US\$154 million, an increase of 20%
- Net earnings attributable to shareholders increased by 22% to US\$142 million or US 3.86 cents per share
- Johnson Electric's underlying financial position remains excellent and, taking into account cash reserves of US\$222 million, the Group is essentially debt free.

Dividends

The Board has recommended a final dividend of 1.41 US cents per share, which together with the interim dividend of 0.58 US cents per share, represents a total dividend of 1.99 US cents per share – an increase of 15% over the 2004 financial year.

Sales Environment

Johnson Electric's sales benefited from the combined effects of acquiring the remaining 51% of Nihon Mini Motor not already owned by the Group, incremental new business gains, the strength of the Euro currency against the U.S. Dollar, and product price increases. Nihon Mini Motor represented US\$54 million – just over half – of the sales increase during the year.

The 9% overall growth in sales was slightly below our budget target and reflected the relatively difficult end-market conditions noted earlier. The Group derives almost 60% of its sales from the automotive components industry. While Johnson Electric's own Automotive Motors Group ("AMG") commands a very strong competitive position within its particular market segments, its sales were affected by production cutbacks by OEMs and inventory reductions by systems suppliers – particularly in the North American market during the second-half of the year. AMG's total divisional sales for the year were US\$680 million, an increase of 3%.

The Commercial Motors Group ("CMG"), the second of the Group's two main operating divisions, achieved sales of US\$464 million – up 19% on the prior year due partly to the acquisition of the remaining 51% of Nihon Mini Motor. The strongest performance in this division came from the Home Appliance business unit which continued to gain market share in floor care and white goods motor applications. Other CMG segments generally have shorter product life-cycles and competition is keen.

Maintaining profitability in the face in sharply higher raw material costs

In last year's report to shareholders, I noted that the rapid escalation in global commodity prices had increased the Group's average cost of both steel and copper by approximately 30%. The same trend regrettably continued for much of the 2005 financial year with the company's weighted average cost of steel increasing by 29%, and the average London spot price of copper increasing by approximately 47%.

Faced with these quite unprecedented and sustained increases in input prices, management has been aggressively working on various initiatives to control production costs and overheads. Where possible, the Group has also moved to increase prices for its motor products to reflect higher raw material costs – especially in new product introductions.

As a result, operating profit margins before restructuring costs and provisions improved slightly to 14.4%, which we consider to be a satisfactory performance given the operating environment of the past year and the fact that new businesses acquired or established during the course of the year had operating margins lower than the average for the Group. Working capital on the other hand increased, largely due to higher raw material price level during the period, though we would expect this negative impact to be temporary.

The results for the year also included a charge of US\$10 million for overseas plant restructuring costs and provisions. This is consistent with the Group's previously articulated strategy of enhancing its economics by relocating certain production activities to lower cost locations – principally to China. In the prior year, similar plant restructuring costs and provisions amounted to US\$21 million.

Business Development and Long-Term Growth

Johnson Electric is uniquely positioned in the small motor and motor systems industry with the broadest product offering and, we believe, a manufacturing model that offers global customers the lowest total cost solutions to their motor needs.

The main thrusts in our strategy are to continue to drive for efficiency improvements in our core operations, penetrate new market segments that offer profitable opportunities for growth, and to invest in new businesses and activities that effectively leverage our distinct capabilities and know-how in the China component manufacturing sector.

Over the past year we have successfully implemented a series of innovative “factory-floor”-led improvement processes at our primary manufacturing facility in Shajing that are designed to minimise waste and maximise efficiencies in our business systems. For example, we are rapidly approaching the point where we will have essentially eliminated warehouses and will be “flow shipping” to our customers globally.

We continue to search actively for selective motor-related acquisitions that will diversify our product offering and technology capabilities – and which at the same time meet our strict purchase criteria in terms of strategic fit, managerial resources, and price. In October 2004, for example, the Group announced the acquisition of 51% of Nanomotion Ltd, an Israeli producer of high precision piezo ceramic motors. The combination of Nanomotion’s proprietary technology with Johnson Electric’s market reach and high volume manufacturing strength is expected to open up new market opportunities for the Group.

Two new businesses recently established under the Johnson Electric umbrella to explore growth opportunities in adjacent areas are also making positive progress:

- *Johnson Electric Trading’s* goal is to build a sourcing platform in China to supply our global customers with a wide range of motor and motor-related electromechanical components and materials that are not currently manufactured by the Group. Already the operation has “qualified” more than 60 components suppliers in China and the first shipments of traded components to customers were delivered in early 2005.
- *Johnson Electric Capital’s* goal is to invest directly in component manufacturing companies in China and overseas that we believe have the potential to be profitably grown by leveraging the Group’s substantial China manufacturing resources and expertise. Two initial investments have been made in private PRC businesses in the electrical distribution systems and engine block castings sectors that each offer attractive value-creation opportunities for the Johnson Electric Group.

Outlook

At present, the overall economic outlook for many of our end-user markets remains relatively uncertain and we expect high raw material prices to continue to constrain the potential for margin expansion in the near-term. However, we are confident that our business units have a pipeline of new products which should drive healthy organic growth especially towards the second-half of the 2005/06 financial year. Supplementing growth in the core business, we also anticipate additional contributions from new business enterprises.

On behalf of the Board, I would like to thank all of our customers, shareholders, suppliers, and employees for their continued support.

FINANCIAL REVIEW

Overview

The Group reported profit attributable to shareholders of US\$141.6 million, or 3.86 US cents per share for the year ended 31st March 2005, compared to profit attributable to shareholders of US\$116.6 million or 3.17 US cents per share in 2003/04.

Profit attributable to shareholders for the year included pre-tax restructuring costs/provisions of US\$10.0 million (US\$7.1 million net of tax). Excluding the impact of such costs/provisions, profit attributable to shareholders was US\$148.7 million, an increase of 12.1%.

In April 2004, the Group acquired the remaining 51% of the equity that it did not already own in Nihon Mini Motor. In October 2004, the Group announced the acquisition of 51% of Nanomotion Ltd, an Israeli producer of high precision piezo ceramic motors. These acquisitions are expected to open up new market opportunities for the Group. In addition, Johnson Electric Trading made initial investments in two Hong Kong-based trading businesses in specialty metals and motor-related products during the last quarter of the year under review, and Johnson Electric Capital made two initial investments in private PRC businesses in the electrical distribution systems and engine block castings sectors.

Total considerations for the above acquisitions and investments amounted to US\$40.7 million.

Turnover

Total turnover was US\$1,144 million, an increase of 9% over the level in the prior year. Unit volume grew approximately 8%.

On a divisional basis, Automotive Motors Group increased by 3% to US\$680 million, representing 59% of total turnover. In addition to the effect of the stronger Euro currency, AMG achieved gains in market share, as a result of new product introductions and increasing outsourcing by customers.

Overall sales of the Commercial Motors Group increased over by 19% to a record level of US\$464 million, mainly due to the acquisition of the remaining 51% of Nihon Mini Motor, increasing trends of outsourcing by customers and new product introductions.

Gross Margins and Operating Margins

Gross margins as a percentage of sales decreased from 29.8% for 2003/04 to 29.1% for the current year. The increase in global steel and copper prices continued to have an impact on the Group's cost of goods sold and gross margin.

Other revenues were US\$20.0 million, up 30.2%, due to an increase of US\$4.3 million in scrap sales.

Overall SG&A expenses increased 5.1% to US\$188.2 million, and as a percentage of sales, decreased from 17.0% to 16.5%.

Excluding the restructuring costs/provisions, EBIT was US\$164.3 million, an increase of US\$14.6 million or 9.7%. The increase was mainly due to an increase of US\$19.0 million in gross profit and an increase of US\$4.7 million in other revenues, partly offset by an increase of US\$9.1 million in selling and administrative expenses. The Group's EBIT (before restructuring costs/provisions), as a percentage of sales, increased from 14.2% to 14.4%.

Consistent with Johnson Electric's strategy of restructuring those existing and acquired operations whose strategic location and relative cost position do not meet the current needs of the marketplace, the Group completed the closure of its manufacturing operations at Matamoros in Mexico. The closure costs incurred during the year, together with other restructuring costs incurred amounted to US\$10.0 million (US\$7.1 million net of tax).

Liquidity and Financial Resources

The Group's financial resources and liquidity remained strong with US\$137.3 million cash generated from operations. Net operating cash flow after interest and tax decreased to US\$122.8 million, compared to US\$184.4 million in the previous year. As at 31st March 2005, the Group's total cash and other investments decreased 5.3% to US\$235.1 million, compared to US\$248.3 million one year ago. Total debt increased to US\$16.0 million.

The Group's principal committed facilities were short-term bank loans of US\$12.9 million and long-term loans in Euro totalling US\$3.1 million (of which US\$0.1 million being repayable within one year) obtained by Gate S.r.l. to take advantage of preferential interest rates (fixed at between 1.5% and 3.2%) for specified purposes such as research and innovation.

For day-to-day liquidity management and maintaining flexibility in funding, the Group also has access to significant uncommitted short-term borrowing facilities provided by its relationship banks. There are, however, no present needs for borrowings of any material amount.

Funding requirements for capital expenditures are expected to be met by internal cash flows. There are no present plans for material investments or purchases of capital assets other than the Group's regular annual capital expenditures required to maintain its growth in sales.

Financial Management and Treasury Policy

The financial risk management of the Group is the responsibility of the Group's treasury function at the corporate centre based in Hong Kong, which is controlled by policies approved by senior management.

Foreign Currency

The Group operates globally and is thus exposed to foreign exchange risk.

In relation to the business units based in Hong Kong/China, the major revenue generating currencies continue to be the US dollar, Euro and Japanese Yen; whereas the major currencies in purchase commitments are the US dollar, Hong Kong dollar and Japanese Yen. Aside from the US dollar and Hong Kong dollar which is pegged to the US dollar, material open foreign exchange exposures are hedged with currency contracts, including forward and options contracts, with a view to reducing the net exposure to currency fluctuations. Such contracts normally have a duration of less than 3 months. For the year to 31st March 2005, of the micromotor sales from Hong Kong/China, 82% were in US dollars; 13% in Euro for certain sales to Europe; and 5% in Japanese Yen for certain sales to Japan.

The Body Climate and Powertrain Cooling business units, which together comprise sales of US\$363 million representing 32% of the Group's total sales in the year under review, are mainly European-based businesses with revenue and costs essentially in Euro. Hence, their exposure to US dollar is limited to the net position. In the case of Chassis Braking based in North America, the revenue and costs are in US dollars.

Surplus Cash and Debt

The Group follows a policy of prudence in managing its cash balances and maintains a high level of liquidity to ensure that the Group is well placed to take advantage of growth opportunities for the business. The surplus cash is held in US dollars, except certain temporary balances which may be held in such non-US currencies as required from time to time pending specific payments.

As at 31st March 2005, the surplus cash (comprising cash and other investments) decreased to US\$235.1 million, down 5.3% from US\$248.3 million at the previous year-end. The Group is substantively debt-free, except for loans amounting to US\$16.0 million at the balance sheet date (compared to US\$3.1 million a year ago).

As at 31st March 2005, 63% of the surplus cash was held in US dollars (compared to 71% a year ago); and the average duration of the Group's interest-bearing securities and time deposits was increased to 0.6 month, compared to 0.5 month previously. Hence, the price sensitivity to interest rate movements and the foreign exchange risk of such investments continued to be immaterial.

Capital Structure

It is the intention of the Group to maintain an appropriate mix of equity and debt to ensure an efficient capital structure over time. At this stage, however, with continuing strong cash flows, there are no immediate requirements for debt finance.

Total debt remained at a low level of US\$16.0 million, compared to US\$3.1 million at the last year-end, comprising mainly short-term loans and obligations of US\$12.9 million.

The Group's borrowings are primarily denominated in US and Hong Kong dollars. Except for the foreign exchange exposure in relation to the loans in Euro obtained by Gate S.r.l., a subsidiary based in Europe, equivalent to approximately US\$3.1 million, the Group has no significant exposure to foreign exchange fluctuations in relation to borrowings.

Contingent Liabilities

There are no material contingent liabilities or off balance sheet obligations other than guarantee for credit facilities and trade bills discounted in the ordinary course of business as set out in the accounts.

CORPORATE GOVERNANCE

Johnson Electric is committed to achieving high standards of corporate governance that properly protect and promote the interests of its shareholders.

The Board has received from each independent non-executive director a written confirmation of their independence and has satisfied itself of such independence up to the approval date of this report in accordance with the Listing Rules of The Stock Exchange of Hong Kong Limited.

The monitoring and assessment of certain governance matters are allocated to four committees which operate under defined terms of reference and are required to report to the full board on a regular basis.

Full details of the Corporate Governance Report are set out in the Annual Report 2005 of the Company.

AUDIT COMMITTEE

The Audit Committee is comprised of three independent non-executive directors who together have substantial experience in the fields of accounting, business, corporate governance and regulatory affairs.

The committee is responsible for monitoring the reporting, accounting, financial and control aspects of the executive management's activities. It has fully access to the Group's chief internal auditor to hear directly any concerns of the internal audit department that may have arisen during the course of the department's work.

The committee also monitors the appointment and function of the group's external auditor.

INTERNAL CONTROL AND RISK MANAGEMENT

The board is responsible for ensuring that an adequate system of internal controls is maintained within the group, and for reviewing its effectiveness through the Audit Committee.

The group's internal audit department, under the supervision of the chief internal auditor, independently reviews these controls and evaluates their adequacy, effectiveness and compliance, and reports directly to the Audit Committee on a regular basis.

During 2004/05, based on the evaluations made by the management, internal auditors and external auditors, the Audit Committee was satisfied that nothing has come to its attention to cause the Audit Committee to believe that the system of internal control is inadequate; and there is an ongoing process to identify, evaluate and manage significant risks faced by the group.

PURCHASE, SALE OR REDEMPTION OF SHARES

The Company has not redeemed any of its shares during the year. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's shares during the year.

CODE OF BEST PRACTICE

Throughout the accounting period, the Company was in compliance with the Code of Best Practice as set out in the Appendix 14 of the Listing Rules of the Stock Exchange.

PUBLICATION OF ANNUAL REPORT ON THE STOCK EXCHANGE'S WEBSITE

The Company's 2005 Annual Report containing all information required by paragraphs 45(1) to 45(3) (both paragraphs inclusive) of Appendix 16 of the Listing Rules in force prior to 31st March 2004, which remain applicable to results announcement in respect of accounting period commencing before 1st July 2004 under the transitional arrangements, will be submitted for publication on The Stock Exchange of Hong Kong Limited's website (<http://www.hkex.com.hk>) on or before 27th June 2005.

BOARD OF DIRECTORS

As at the date of this announcement, the Board of Directors of the Company comprises the following Directors:

Wang Koo Yik Chun (Honorary Chairman), Patrick Wang Shui Chung (Chairman and Chief Executive), Winnie Wang Wing Yee (Vice-Chairman), Richard Wang Li-Chung (Executive Director), Peter Wang Kin Chung (Non-executive Director) and Peter Stuart Allenby Edwards, Patrick Blackwell Paul, Arkadi Kuhlmann, Oscar De Paula Bernardes Neto, Michael John Enright and Laura May-Lung Cha being Independent Non-executive Directors.

On behalf of the board of directors
Patrick Wang Shui Chung
Chairman & Chief Executive

Hong Kong, 13th June 2005

Website: <http://www.johnsonelectric.com>

"Please also refer to the published version of this announcement in South China Morning Post."