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## **Johnson Electric Holdings Limited**

(Incorporated in Bermuda with limited liability)

(Stock Code: 179)

**US\$200,000,000**

**1.00 per cent. Convertible Bonds due 2021 (“Bonds”)**

**(Stock Code: 5718)**

### **Notice to Bondholders of Adjustment to Conversion Price**

Reference is made to the terms and conditions of the Bonds (the “Conditions”) and the announcement issued by Johnson Electric Holdings Limited (the “Issuer”) dated 10 July 2014 in respect of the poll results of the annual general meeting of the Issuer (the “AGM”). Capitalised terms used herein and not otherwise defined herein shall have the same meanings assigned to them in the Conditions and the said announcement.

On 10 July 2014, the Shareholders of the Issuer approved at the AGM a final dividend of 34 HK Cents per Consolidated Share for the year ended 31 March 2014 (the “2014 Final Dividend”). Accordingly, the Conversion Price will be adjusted with effect from 17 July 2014.

The adjustment to the Conversion Price shall become effective on the first date on which the Shares are traded ex-dividend for the determination of Shareholders entitled to receive the 2014 Final Dividend. The adjustment will be calculated in accordance with the Conditions. Apart from the adjustment, all the other terms of the Bonds remain unchanged.

**NOTICE IS HEREBY GIVEN** that, based on the adjustment provisions in Condition 6(C)(3), the Conversion Price of the Bonds will be adjusted with effect from 17 July 2014 as a result of the payment of 2014 Final Dividend. Notification of the adjusted Conversion Price will be issued by the Issuer on 17 July 2014.

This notice is given to the Bondholders pursuant to Clauses 6.1 and 6.3 of the Trust Deed.

**Board of Directors**

As of the date of this announcement, the board of directors of the Issuer comprises Patrick Shui-Chung Wang, Winnie Wing-Yee Wang, Austin Jesse Wang being the Executive Directors and Yik-Chun Koo Wang, Peter Kin-Chung Wang being the Non-Executive Directors and Peter Stuart Allenby Edwards, Patrick Blackwell Paul, Michael John Enright, Joseph Chi-Kwong Yam and Christopher Dale Pratt being the Independent Non-Executive Directors.

By Order of the Board  
**Johnson Electric Holdings Limited**  
**Lai-Chu Cheng**  
*Company Secretary*

Hong Kong, 10 July 2014

*www.johnsonelectric.com*