


Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.


JOHNSON ELECTRIC HOLDINGS LIMITED
(Incorporated in Bermuda with limited liability)
(Stock code: 179)

**PROPOSED AMENDMENTS TO
THE BYE-LAWS OF THE COMPANY**

The Board intends to propose a special resolution at the AGM to amend the Bye-laws of the Company in order to bring them in line with the Listing Rules.

A circular containing, among other matters, details of the proposed amendments to the Bye-laws and the Notice of the AGM will be dispatched to the Shareholders of the Company as soon as practicable.

Proposed Amendments to the Bye-laws of the Company

The board of directors (the “**Board**”) of Johnson Electric Holdings Limited (the “**Company**”) announces that a special resolution will be proposed at the Annual General Meeting of the Company to be held on Wednesday, 20th July 2011 (the “**AGM**”) to amend the Bye-laws of the Company to bring them in line with the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The effects of the proposed amendments will, inter alia,

- (i) allow the Company to use the Company’s website and other electronic means to send or make available notices or documents to the Shareholders, subject to compliance with the Listing Rules and applicable laws of Bermuda; and
- (ii) allow the Company to send summary financial statements to the Shareholders, subject to compliance with the Listing Rules and applicable laws of Bermuda.

The Company’s legal advisers, Freshfields Bruckhaus Deringer and APPLEBY, have confirmed that the proposed amendments comply with the requirements of the Listing Rules and the Companies Act 1981 of Bermuda respectively.

The full text of the proposed amendments to the Bye-laws is set out in the Notice of the AGM.

A circular containing, among other matters, details of the proposed amendments to the Bye-laws and the Notice of the AGM will be dispatched to the Shareholders of the Company as soon as practicable.

Board of Directors

As of the date of this announcement, the Board of the Company 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, Oscar de Paula Bernardes Neto, Michael John Enright and Joseph Chi-Kwong Yam, being the Independent Non-Executive Directors.

By Order of the Board
JOHNSON ELECTRIC HOLDINGS LIMITED
Susan Chee-Lan Yip
Company Secretary

Hong Kong, 15th June 2011

Website: www.johnsonelectric.com