

Tyco Electronics Ltd.
Form DEFA14A
June 10, 2009

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A
(RULE 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

TYCO ELECTRONICS LTD.
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
 - (1) Amount Previously Paid:
 - (2) Form, Schedule or Registration Statement No.:
 - (3) Filing Party:

(4)

Date Filed:

EXPLANATORY NOTE

The following information supplements the proxy statement/prospectus (the Proxy Statement/Prospectus) included in Registration Statement No. 333-156927 filed with the U.S. Securities and Exchange Commission on May 1, 2009 relating to the special general meeting of shareholders of Tyco Electronics Ltd. (the Company) to be held on Monday, June 22, 2009 at 2:30 p.m., Atlantic Time, at the Fairmont Hamilton Princess Hotel, 76 Pitts Bay Road, Pembroke HM 08, Bermuda (the Special General Meeting).

The Company is seeking shareholder approval at the Special General Meeting of a distribution to shareholders in the form of a capital reduction in a Swiss franc amount equal to US\$ 0.16 per share (the Distribution), as discussed under the heading Proposal No. 4 Approval of a Distribution to Shareholders in the Form of a Capital Reduction in the Proxy Statement/Prospectus. The Company wishes to clarify that, if approved, the Distribution would be for the quarterly period ending June 26, 2009 (rather than September 25, 2009) and is expected to be paid during the quarterly period ending September 25, 2009.