

PLEASE READ THIS LETTER CAREFULLY. IT CONTAINS IMPORTANT INFORMATION ON THE STEPS YOU WILL NEED TO TAKE PROMPTLY TO AVOID WITHHOLDING TAX BEING DEDUCTED FROM FUTURE COOPER INDUSTRIES, LTD. DIVIDENDS PAID TO YOU.

Dear Shareholder,

You are a beneficial owner of Cooper shares that are held through a bank or broker or are otherwise held through Depository Trust Company (“DTC”). Following is important information relating to dividends payable on Cooper’s Class A common shares.

Cooper Industries, Ltd., a Bermuda company, has established tax residence in Ireland, and as such, dividends are considered Irish source income and Irish dividend withholding tax rules apply. Beginning with the dividend payable on April 1, 2009, dividends will be subject to an Irish withholding tax of 20% of the amount of each dividend unless you are a resident of a country that has signed a tax treaty with Ireland such as the United States or of a Member State of the European Communities (other than Ireland) (each such country or Member State, a “**relevant territory**”) and you take one of the steps set forth in this letter. The vast majority of Cooper’s shareholders and beneficial owners are entitled to an exemption from Irish dividend withholding taxes. You need to review the information below and may need to take action to avoid Irish withholding tax on dividends. If you are entitled to an exemption but have not taken one of the steps set forth in this letter, you may be able to claim a refund of the tax withheld by completing (or having your broker complete) the prescribed form and returning it to the Irish tax authorities. The relevant form can be found at this link: <http://www.revenue.ie/en/tax/dwt/forms/index.html>.

Shareholders and beneficial owners who are not residents of a relevant territory are generally subject to Irish dividend withholding tax. There are limited exceptions, however, and if you are not a resident of a relevant territory you should consult your tax advisor. A list of relevant territories is included as Appendix 1 to this letter.

You will qualify for an exemption from Irish dividend withholding tax by taking one of the steps described below:

U.S. SHAREHOLDERS

- If you are a shareholder or a beneficial owner with a valid United States address on the records of your bank or broker or with DTC, we have obtained confirmation from the Irish tax authorities that you will not be subject to Irish tax withholding and no further action is required on your part.

SHAREHOLDERS IN A "RELEVANT TERRITORY" (OUTSIDE THE UNITED STATES)

Dividends Payable in 2009

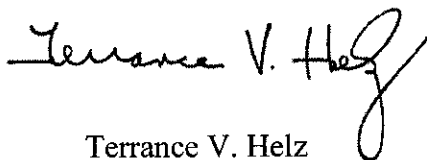
- If you are a shareholder who is a resident of a relevant territory, other than the United States, and you held Cooper shares on or before January 1, 2009, we have obtained confirmation from the Irish tax authorities that you will not be subject to Irish dividend withholding tax for dividends paid during 2009.
- If you are a shareholder who is a resident of a relevant territory, other than the United States, and you acquired all of your Cooper shares after January 1, 2009, dividends paid by us during 2009 will only be exempt from Irish tax withholding if you complete the form titled "Composite Non-Resident Form V2". The relevant dividend tax withholding form can be found at this link: <http://www.revenue.ie/en/tax/dwt/forms/index.html>. Please note that the form must be certified by the tax authority of the country in which you are a resident and allow for sufficient time to obtain such certification.

Dividends Payable in 2010 and Thereafter

- If you are a shareholder who is resident in a relevant territory, other than the United States, whether or not you held Cooper shares on January 1, 2009, dividends paid by us in 2010 and thereafter will only be exempt from Irish tax withholding if you complete the form titled "Composite Non-Resident Form V2", as noted in the previous paragraph. If you hold your shares through a broker, the form must be provided to your bank or broker no later than November 23, 2009 to ensure that Irish tax withholding is not applied to any dividend payable in 2010 and thereafter.

Any questions you have regarding this matter should be directed to your bank or broker.

Very truly yours,



Terrance V. Helz
Associate General Counsel
and Secretary

Appendix 1

Relevant Territories

AUSTRALIA	HUNGARY	PAKISTAN
AUSTRIA	ICELAND	POLAND
BELGIUM	INDIA	PORTUGAL
BULGARIA	ISRAEL	ROMANIA
CANADA	ITALY	RUSSIA
CHILE	JAPAN	SLOVAK REPUBLIC
CHINA	KOREA	SLOVENIA
CROATIA	LATVIA	SOUTH AFRICA
CYPRUS	LITHUANIA	SPAIN
CZECH REPUBLIC	LUXEMBOURG	SWEDEN
DENMARK	MALAYSIA	SWITZERLAND
ESTONIA	MALTA	REPUBLIC OF TURKEY, THE
FINLAND	MEXICO	UNITED KINGDOM
FRANCE	MACEDONIA	UNITED STATES
GEORGIA	NETHERLANDS	VIETNAM
GERMANY	NEW ZEALAND	ZAMBIA
GREECE	NORWAY	