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NVC 雷士照明
NVC LIGHTING HOLDING LIMITED
雷士照明控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2222)

VOLUNTARY ANNOUNCEMENT

BOARD APPROVAL FOR EXERCISE OF THE REPURCHASE MANDATE

Reference is made to the general mandate granted to the board of directors (the “Board”) of NVC Lighting Holding Limited (the “Company”) to repurchase Shares on the Stock Exchange of not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of the annual general meeting of the Company held on 24 June 2011 (i.e. an aggregate nominal amount of Shares up to approximately US\$31.29 (equivalent to 312,932,100 Shares)) (the “Share Repurchase Mandate”). The exercise of the Share Repurchase Mandate is subject to the terms and conditions set out in the explanatory statement for repurchase of Shares (the “Explanatory Statement”) contained in the circular of the Company to the Shareholders dated 13 May 2011. The Share Repurchase Mandates will lapse at the conclusion of the annual general meeting to be held on 19 June 2012.

The Company is pleased to announce that the Board has approved the exercise of the Share Repurchase Mandate by the Company to purchase on the Stock Exchange for up to HK\$388 million of the Shares with immediate effect at such time and price as determined by the Board pursuant to the Share Repurchase Mandate and any refreshed repurchase mandate that may be approved by the Shareholders, subject to the terms and conditions set out in the Explanatory Statement.

The Directors will only exercise the power of the Company to make repurchases of Shares pursuant to the Share Repurchase Mandate in accordance with the Listing Rules and the applicable laws of Cayman Islands.

As at the date of this announcement, so far as the Company is aware after making all reasonable enquiries, none of the connected persons of the Company or their respective associates has indicated any present intention to sell any Shares to the Company.

Shareholders and potential investors of the Shares should note that the exercise of the Share Repurchase Mandate by the Company is subject to the total discretion of the Board, and the repurchase of Shares by the Company as a result may or may not materialise. Shareholders and potential investors of the Shares should exercise caution when dealing in the Shares.

By Order of the Board
NVC Lighting Holding Limited
YAN Andrew Y
Chairman

Hong Kong, 27 May 2012

As at the date of this announcement, the directors of the Company are:

Executive Director:

MU Yu

Non-executive Directors:

YAN Andrew Y

LIN Ho-Ping

HUI Ming Yunn, Stephanie

ZHU Hai

Independent non-executive Directors:

Alan Russell POWRIE

Karel Robert DEN DAAS

WANG Jinsui