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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)

**RETIREMENT AND RE-ELECTION OF DIRECTORS
AT THE ANNUAL GENERAL MEETING TO BE HELD ON 19 JUNE 2012**

Reference is made to the circular of NVC Lighting Holding Limited (the “Company”) dated 26 April 2012 (the “Circular”) sent to the shareholders in respect of, among other matters, the re-election of the retiring directors. As set out in the Circular, Mr. Wu Changjiang (“Mr. Wu”), Mr. Mu Yu and Mr. Yan Andrew Y will retire by rotation at the forthcoming annual general meeting (the “AGM”) of the Company to be held on 19 June 2012 pursuant to Article 84(1) of the Company’s Memorandum and Articles of Association (“M&A”) in addition to the retirement of Mr. Zhu Hai pursuant to Article 83(3) of M&A. Subsequent to the resignation of Mr. Wu as an executive director of the Company on 24 May 2012, Mr. Lin Ho-Ping (“Mr. Lin”) instead of Mr. Wu will retire and, being eligible, offer himself for re-election as a non-executive director of the Company at the AGM in order to comply with the M&A which provides that at each annual general meeting of the Company, one-third of the directors for the time being (or, if their number is not a multiple of three, the number nearest but not less than one-third) will retire from office by rotation. Accordingly, Mr. Mu Yu, Mr. Yan Andrew Y, Mr. Zhu Hai and Mr. Lin will stand for re-election at the AGM.

REVISED NOTICE OF AGM AND REVISED FORM OF PROXY

Subsequent to the aforesaid change of rotation of director, a revised notice of AGM and a revised form of proxy for use at the AGM (the “Revised Proxy Form”) will be despatched to the Shareholders as soon as practicable. Shareholders are required to complete and return the Revised Proxy Form in accordance with the instructions printed therein.

By Order of the Board
YAN Andrew Y
Chairman

Hong Kong, 4 June 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