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雷士照明控股有限公司

NVC LIGHTING HOLDING LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2222)

ANNOUNCEMENT

This announcement is made by NVC Lighting Holding Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and the Insider Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the Company’s announcement dated 18 August 2015, in relation to the discovery of a court announcement notifying the commencement of a claim by a finance company (the “**Finance Company**”) in the Chongqing First Intermediate People’s Court involving, among others, NVC Lighting (China) Co., Ltd. (“**NVC China**”). The Company has now obtained a copy of the relevant complaint (the “**Complaint**”), as well as copies of the underlying contracts and related documents, from the Chongqing First Intermediate People’s Court. The current board of directors of the Company (the “**Board**”) is making this announcement to provide a further update to its shareholders.

The Complaint issued by the Finance Company demands that Ms Wu Lian (吳戀), who is understood to be the spouse of Mr Wu Changjiang, a former director of the Company, repay to the Finance Company the sum of RMB 34,000,000, plus penalty interest, pursuant to several agreements entered into between the Finance Company and Ms Wu Lian. The Complaint further alleges that Mr Wu Changjiang, NVC China and two other entities, which are or may be connected with Mr Wu Changjiang, are jointly liable as guarantors for the above obligations of Ms Wu Lian owed to the Finance Company.

The Company has also obtained from the Chongqing First Intermediate People’s Court (among others):

- (1) a copy of a purported guarantee agreement with the Finance Company, dated 7 August 2014 (the “**Purported Guarantee**”), which appears to have been entered into by Mr Wu Changjiang, purportedly on behalf of NVC China, to

guarantee the obligations of Ms Wu Lian under a loan agreement, with a maximum loan amount of RMB 40 million; and

- (2) a purported shareholder's resolution of NVC China, dated 6 August 2014 (the "**Purported Shareholder's Resolution**"), approving of NVC China's entering into of a guarantee agreement in connection with Ms Wu Lian's application for a loan from the Finance Company, with a maximum loan amount of RMB 40 million. The purported shareholder's resolution is apparently affixed with the chop of Hong Kong NVC Lighting Limited, the sole shareholder of NVC China and an indirect wholly owned subsidiary of the Company.

The Board was not previously aware of the Purported Guarantee, the Purported Shareholder's Resolution or the underlying loans to Ms Wu Lian, nor of NVC China's purported involvement in this apparent financing arrangement. The Company is obtaining legal advice in relation to the Complaint, and the implications of the Purported Guarantee and Purported Shareholder's Resolution, including as to their legal validity.

SUSPENSION OF TRADING

Trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 11 August 2014 at the request of the Company.

By Order of the Board

NVC LIGHTING HOLDING LIMITED

Wang Donglei

Chairman

Hong Kong, 31 August 2015

As at the date of this announcement, the Board consists of the following Directors:

Executive Directors:

WANG Donglei

WANG Dongming

XIAO Yu

XIONG Jie

Non-executive Directors:

LIN Ho-Ping

ZHU Hai

LI Wei

Independent Non-executive Directors:

LEE Kong Wai, Conway

WU Ling

WANG Xuexian

WEI Hongxiong