

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/10/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer NVC Lighting Holding Limited

Date Submitted 03/11/2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>2222</u>	Description : <u>Ordinary Shares</u>		
	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>500,000,000,000</u>	<u>US\$0.0000001</u>	<u>US\$50,000</u>
Increase/(decrease)	<u>---</u>		<u>---</u>
Balance at close of the month	<u>500,000,000,000</u>	<u>US\$0.0000001</u>	<u>US\$50,000</u>
(2) Stock code : <u>---</u>	Description : <u>---</u>		
	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>---</u>	<u>---</u>	<u>---</u>
Increase/(decrease)	<u>---</u>		<u>---</u>
Balance at close of the month	<u>---</u>	<u>---</u>	<u>---</u>

2. Preference Shares

Stock code : _____	Description : _____		
	No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

3. Other Classes of Shares

Stock code : _____	Description : _____		
	No. of other classes of shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

Total authorised share capital at the end of the month (*State currency*) :

_____ US\$50,000

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	3,581,805,000	---	---	---
Increase/ (decrease) during the month	---	---	---	---
Balance at close of the month	3,581,805,000	---	---	---

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
1. Pre-IPO Share Option Scheme (approved by the Board on 15/10/2006 and amended on 23/12/2009 and 24/03/2010)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
2. Share Option Scheme (approved at the EGM held on 27/04/2010)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
3. ---	---	---	---	---	---	---
(/ /)						
shares						
(Note 1)						
			Total A. (Ordinary shares)		Nil	
			(Preference shares)		Nil	
			(Other class)		Nil	
Total funds raised during the month from exercise of options (State currency)				Nil		

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. --- _____ _____	---	---	---	---	---	---
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
2. --- _____ _____	---	---	---	---	---	---
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
3. --- _____ _____	---	---	---	---	---	---
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
4. --- _____ _____	---	---	---	---	---	---
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
Total B. (Ordinary shares)					Nil	
(Preference shares)					Nil	
(Other class)					Nil	

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Convertible Bonds						
Issue Date: 07/06/2016						
Interest: 7.8% per annum						
Maturity Date: 07/06/2018 or 07/06/2020						
	HK\$	500,000,000	Nil	500,000,000	Nil	540,540,540
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary Shares					
Subscription price	HK\$0.925					
AGM approval date (if applicable) (dd/mm/yyyy)	(30/06/2015)					
2. ---	---	---	---	---	---	---
Stock code (if listed)	---					
Class of shares issuable (<i>Note 1</i>)	---					
Subscription price	---					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. ---	---	---	---	---	---	---
Stock code (if listed)	---					
Class of shares issuable (<i>Note 1</i>)	---					
Subscription price	---					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4. ---	---	---	---	---	---	---
Stock code (if listed)	---					
Class of shares issuable (<i>Note 1</i>)	---					
Subscription price	---					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
				Total C. (Ordinary shares)	Nil	
				(Preference shares)	Nil	
				(Other class)	Nil	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. According to the announcement dated 27 June 2017, the Company and the Subscriber entered into the Subscription Agreement pursuant to which the Subscriber conditionally agreed to subscribe and the Company conditionally agreed to allot and issue in aggregate a total of 257,330,000 Subscription Shares at the Subscription Price of HK\$0.8 per Subscription Share. The Subscription Shares will be allotted and issued pursuant to the general mandate granted to the Board at the annual general meeting of the Company held on 15 June 2016. Up to this month ended, the Subscription Shares have not been allotted and issued. Ordinary shares (Note 1)	Nil	257,330,000
2. --- (/ /) shares (Note 1)	---	---
3. --- (/ /) shares (Note 1)	---	---
Total D. (Ordinary shares) (Preference shares) (Other class)	Nil Nil Nil	

Other Movements in Issued Share Capital

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
1.	Rights issue	At price :	State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	<u>N/A</u>	<u>N/A</u>
2.	Open offer	At price :	State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	<u>N/A</u>	<u>N/A</u>
3.	Placing	At price :	State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	<u>N/A</u>	<u>N/A</u>
4.	Bonus issue			Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	<u>N/A</u>	<u>N/A</u>

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
5.	Scrip dividend	At price :	State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
6.	Repurchase of shares			Class of shares repurchased <i>(Note 1)</i> _____ Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
7.	Redemption of shares			Class of shares redeemed <i>(Note 1)</i> _____ Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
8.	Consideration issue	At price :	State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9.	Capital reorganisation		Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
10.	Other (Please specify)	At price : _____	State currency _____ Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
Total E.				(Ordinary shares) Nil	
				(Preference shares) Nil	
				(Other class) Nil	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil
	(2)	Nil
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		Nil
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		Nil
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

Submitted by: Wang Donglei

Title: Director
(Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).*
- 2. If there is insufficient space, please append the prescribed continuation sheet.*