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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)

PRICE SENSITIVE INFORMATION

This announcement is made by NVC Lighting Holding Limited (the “Company”, together with its subsidiaries, the “Group”) pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

As at the date of this announcement, the board of directors of the Company (the “Board”) has been notified that on 26 December 2012, NVC Inc., a wholly owned subsidiary of Mr. Wu Changjiang (“Mr. Wu”), the founder of the Group and a substantial shareholder of the Company, entered into a share transfer agreement with Elec-Tech International (H.K.) Company Limited (德豪潤達國際(香港)有限公司 (“EIHK”), a wholly owned subsidiary of Elec-Tech International Co., Ltd. (廣東德豪潤達電氣股份有限公司) (“ETIC”), a company incorporated in the PRC and listed on the Shenzhen Stock Exchange (stock code: 002005). Under the share transfer agreement, NVC Inc. will transfer 372,921,000 shares of the Company to EIHK, being approximately 11.81% of the total issued share capital of the Company (the “Share Transfer”). The Share Transfer is subject to the shareholders’ approval of ETIC and applicable approvals from the relevant PRC authorities. Mr. Wu and NVC Inc. undertake to offer ETIC a right of first refusal on the remaining 214,508,000 shares of the Company held by Mr. Wu and NVC Inc. after the completion of the Share Transfer. Mr. Wu and NVC Inc. also undertake to pledge the entire equity interest they currently hold in the Company, being 587,429,000 shares of the Company, to EIHK upon receipt of the prepayment of the transfer price till the completion of the Share Transfer and keep the remaining 214,508,000 shares pledged to EIHK till it purchases the remaining shares.

Immediately after the completion of the Share Transfer, Mr. Wu will hold 214,508,000 shares of the Company (directly and indirectly through NVC Inc.), being approximately 6.79% of the total issued share capital of the Company and cease to be a substantial shareholder of the Company. EIHK will hold 633,301,000 shares of the Company, being approximately 20.05% of the total issued share capital of the

Company and become a substantial shareholder and the single largest shareholder of the Company.

The Board will make a further announcement in due course upon receipt of notification of the completion of the Share Transfer.

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

Hong Kong, 26 December 2012

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

Executive Director:

MU Yu

Non-executive Directors:

YAN Andrew Y

LIN Ho-Ping

ZHU Hai

Independent Non-executive Directors:

WANG Jinsui

YUNG Tse Kwong, Steven

LEE Kong Wai, Conway