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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)**

**ANNOUNCEMENT**

**ELECTION OF DIRECTORS**

This announcement is made by the Company pursuant to Rule 13.70 of the Listing Rules. One of the shareholders of the Company has recommended for election of Mr. Wu Changjiang and Mr. Wang Dongming as Executive Directors of the Company and Ms. Wu Ling as Independent Non-executive Director of the Company. The Company will consider the appointment of Mr. Wu Changjiang and Mr. Wang Dongming as Executive Directors of the Company and Ms. Wu Ling as Independent Non-executive Director of the Company at the Annual General Meeting which is to be held on Friday, 21 June 2013.

This announcement is made by NVC Lighting Holding Limited (“the Company”) pursuant to Rule 13.70 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

Upon issuance of the Notice by the Company in relation to the convening of the Annual General Meeting (“Annual General Meeting”) on Friday, 21 June 2013, the Company received a written notice from a shareholder, indicating the shareholder intended to propose election of Mr. Wu Changjiang and Mr. Wang Dongming as Executive Directors of the Company and Ms. Wu Ling as Independent Non-executive Director of the Company. Moreover, the Company also received the written notices from Mr. Wu Changjiang, Mr. Wang Dongming and Ms. Wu Ling, indicating they wished to be so elected. Accordingly, apart from the ten resolutions to be proposed at the Annual General Meeting for considering and (if thought fit) approving, the Company will also propose following ordinary resolutions at the Annual General Meeting for considering and (if thought fit) approving:

“11. To elect Mr. Wu Changjiang as an Executive Director of the Company with effect from the date of passing of this resolution.”

“12. To elect Mr. Wang Dongming as an Executive Director of the Company with effect from the date of passing of this resolution.”

“13. To elect Ms. Wu Ling as an Independent Non-executive Director of the Company with effect from the date of passing of this resolution.”

Pursuant to Rule 13.74 of the Listing Rules, the Company now sets out the information of the candidates in compliance with the requirements under Rule 13.51(2) of the Listing Rules as follows:

**1. MR. WU CHANGJIANG (“MR. WU”), AGED 47**

Mr. Wu Changjiang, aged 47, has been appointed as the Chief Executive Officer of the Company, with effect from 11 January 2013. Mr. Wu has more than 18 years of experience in the lighting products industry. He was the general manager in Huizhou Minghui Electrical Equipment Co., Ltd. (惠州明暉電器有限公司) from 1994 to 1997 and Bao’anqu Shajing Shasi Hengyu Lighting Plant (寶安區沙井沙四恒裕燈飾製品廠) from 1997 to 1998. Mr. Wu acted as the Chairman, an Executive Director and the Chief Executive Officer of the Company from 20 May 2010 to 24 May 2012. Mr. Wu is currently the chairman of CRS Electronics Inc. (a company listed on the TSX Venture Exchange in Canada). Mr. Wu graduated from Northwestern Polytechnical University (西北工業大學) with a bachelor’s degree in aircraft manufacturing in 1988. He also received an EMBA degree from China New Entrepreneur Development Program (國研•斯坦福中國企業新領袖培養計劃項目) in 2008, a joint program sponsored by the Chinese government and Stanford University.

Save as disclosed above, Mr. Wu has not held other directorships in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas.

Mr. Wu is Mr. Wu Changyong’s elder brother. Mr. Wu Changyong is a vice-president of the Company responsible for procurement and logistics management. Save as disclosed above, Mr. Wu does not have any relationships with other Directors, senior management, substantial Shareholders (as defined in the Listing Rules), or controlling Shareholders (as defined in the Listing Rules) of the Company.

As far as the Directors are aware, as at the date hereof, Mr. Wu holds or is deemed to hold interests in the following shares or underlying shares of the Company pursuant to Part XV of the Securities and Futures Ordinance (“SFO”):

- (i) 293,816,992 shares (being long positions), representing 9.39% of the issued share capital of the Company, among which, 240,208,992 shares (being long positions and representing 7.68% of the issued share capital of the Company) are held by NVC Inc., a company wholly owned by Mr. Wu and 53,608,000 shares (being long positions and representing 1.71% of the issued share capital of the Company) are held by Mr. Wu in his own name.
- (ii) 239,789,000 shares (being short positions), representing 7.66% of the issued share capital of the Company are held by NVC Inc., a company wholly owned by Mr. Wu. Such short positions represent the shares pledged to Elec-Tech International (H.K.) Company Limited (德豪潤達國際(香港)有限公司) (“EIHK”) pursuant to a share transfer agreement and the relevant arrangements dated 26 December 2012 among EIHK, Mr. Wu and NVC Inc., details of which were disclosed in the announcement of the Company dated 26 December 2012.
- (iii) 30,476,000 share options, representing 30,476,000 underlying shares of the Company (representing 0.97% of the issued share capital of the Company) are held by Mr. Wu in his own name.

Save as disclosed above, Mr. Wu does not have any interests in nor is he deemed to be interested in any shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the SFO.

If Mr. Wu would be elected as an Executive Director at the forthcoming Annual General Meeting, the Company will enter into a service contract with him for a term of three years, which can be terminated by either party giving three months' notice. Mr. Wu's remuneration will be determined by the Remuneration Committee, based on the Company's operating results, his individual performance and comparable market statistics.

As far as the Directors are aware, there is no other information in relation to Mr. Wu which is required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(v) of the Listing Rules and there are no other matters concerning Mr. Wu that need to be brought to the attention of the shareholders.

## **2. MR. WANG DONGMING (“MR. WANG”), AGED 43**

Mr. Wang Dongming, aged 43. Mr. Wang has more than 15 years of experience in electrical and finance industry, and has many years of experience in manufacturing, finance and business management. He was the vice finance manager of China Infrastructure Materials Corp. (中國基建物資總公司) and the general manager of its Shenzhen Branch, respectively, from 1992 to 2000. From 2000 to 2011, Mr. Wang acted as an executive director, a vice general manager and the chief financial officer of Elec-Tech International Co., Ltd. (廣東德豪潤達電氣股份有限公司) which is listed on the Shenzhen Stock Exchange in China. Mr. Wang is currently the general manager of lighting division in Elec-Tech International Co., Ltd. and an executive director of EIHK. Mr. Wang graduated from Shanxi Institute of Finance and Economics (陝西財經學院) with a bachelor degree in finance and accounting in 1992.

Save as disclosed above, Mr. Wang has not held other directorships in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas.

Mr. Wang is Mr. Wang Donglei's younger brother. Mr. Wang Donglei is the Chairman and a Non-executive Director of the Company, and the Chairman and a director of Elec-Tech International Co., Ltd., a substantial shareholder of EIHK, which in turn a substantial shareholder of the Company. Save as disclosed above, Mr. Wang does not have any relationships with other Directors, senior management, substantial Shareholders (as defined in the Listing Rules), or controlling Shareholders (as defined in the Listing Rules) of the Company.

As far as the Directors are aware, as at the date hereof, Mr. Wang does not have any interests in nor is he deemed to be interested in any shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the SFO.

If Mr. Wang would be elected as an Executive Director at the forthcoming Annual General Meeting, the Company will enter into a service contract with him for a term of three years which may be terminated by either party giving three months' notice. Mr. Wang's remuneration will be determined by the Remuneration Committee, based on the Company's operating results, his individual performance and comparable market statistics.

As far as the Directors are aware, there is no other information in relation to Mr. Wang which is required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(v) of the Listing Rules and there are no other matters concerning Mr. Wang that need to be brought to the attention of the shareholders.

### 3. MS. WU LING (“MS. WU”), AGED 55

Ms. Wu Ling, aged 55. Ms. Wu has nearly 10 years of experience in semiconductor lighting industry. She acted as the director of Semiconductor Lighting Substantial Project Management Office of the Ministry of Science and Technology of the PRC (中國科技部半導體照明重大項目管理辦公室), a deputy director of the National Semiconductor Lighting Project Coordination and Leading Group Office (國家半導體照明工程協調領導小組辦公室) and the director of Beijing Semiconductor Lighting Technology Promotion Centre (北京半導體照明科技促進中心) in 2003, the secretary-general of China Solid State Lighting Alliance (國家半導體照明工程研發及產業聯盟) in 2004, a standing director of China Material Research Society (中國材料研究學會), a standing director of China Illuminating Engineering Society (中國照明學會) and a standing director of China Industry-University Research Institute Collaboration Association (中國產學研促進會) in 2009. Ms. Wu was also elected as the first chairwoman of International SSL Alliance (國際半導體照明聯盟) in 2010 and the director-general of State Key Laboratory for Joint Innovation of Semiconductor Lighting (半導體照明聯合創新國家重點實驗室) in 2011, respectively. Ms. Wu graduated from the Harbin Medical University (哈爾濱醫科大學) and the University of Calgary in Canada in 1982 and 1996, respectively, and obtained a bachelor degree in health and a master’s degree in business administration.

Save as disclosed above, Ms. Wu has not held other directorships in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas.

As far as the Directors are aware, as at the date hereof, Ms. Wu does not have any relationships with other Directors, senior management, substantial Shareholders (as defined in the Listing Rules), or controlling Shareholders (as defined in the Listing Rules) of the Company.

As far as the Directors are aware, as at the date hereof, Ms. Wu does not have any interests in nor is she deemed to be interested in any shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the SFO.

If Ms. Wu would be elected as an Independent Non-executive Director at the forthcoming Annual Meeting, the Company will enter into a service contract with her for a term of three years which may be terminated by either party giving three months’ notice. Ms. Wu’s remuneration will be determined by the Remuneration Committee, based on the Company’s operating results, her individual performance and comparable market statistics.

As far as the Directors are aware, there is no other information in relation to Ms. Wu which is required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(v) of the Listing Rules and there are no other matters concerning Ms. Wu that need to be brought to the attention of the shareholders.

By Order of the Board  
**NVC LIGHTING HOLDING LIMITED**  
**WANG Donglei**  
*Chairman*

Hong Kong, 4 June 2013

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

*Executive Director:*

MU Yu

*Non-executive Directors:*

LIN Ho-Ping

ZHU Hai

WANG Donglei

*Independent Non-executive Directors:*

WANG Jinsui

YUNG Tse Kwong, Steven

LEE Kong Wai, Conway