

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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)**

**POTENTIAL CONNECTED TRANSACTION**

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

The board of directors of the Company (the “Board”) is pleased to announce that in order to further implement the Company’s strategic development plan for LED products, the Board has approved that the Company establish a joint venture in the PRC with Elec-Tech International Co., Ltd. (廣東德豪潤達電器股份有限公司) (“ETIC”) to engage in the business of LED product packaging.

The total investment of the proposed joint venture is expected to be approximately RMB80,000,000, out of which, the Company will contribute 49% and ETIC will contribute 51%. As ETIC is a substantial shareholder of the Company, the proposed establishment of the joint venture will constitute a connected transaction of the Company under Chapter 14A of the Listing Rules. The applicable percentage ratios (as defined under the Listing Rules) of the proposed transaction are expected to be more than 0.1% but less than 5%, therefore the proposed transaction is expected to be subject to the reporting and announcement requirements, but is exempted from the independent shareholders’ approval requirement under Chapter 14A of the Listing Rules.

The detail commercial terms of the transaction are still under discussion between the Company and ETIC. The Company will publish an announcement in accordance with the Listing Rules and SFO to update the Shareholders once a definitive agreement has been entered into between the parties.

By Order of the Board  
**NVC Lighting Holding Limited**  
**Wang Donglei**  
*Chairman*

Hong Kong, 28 August 2013

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

*Executive Directors:*

MU Yu

WU Changjiang

WANG Dongming

*Non-executive Directors:*

LIN Ho-Ping

ZHU Hai

Wang Donglei

*Independent Non-executive Directors:*

WANG Jinsui

LEE Kong Wai, Conway

WU Ling