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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

PROPOSED CHANGE OF AUDITORS

The board of directors (the "**Board**") of NVC Lighting Holdings Limited (the "**Company**", and together with its subsidiaries, the "**Group**") wishes to make an announcement regarding a proposed change of the Company's auditors.

On 16 December 2015, the Board passed, by a majority, resolutions to: (1) terminate the contract with Messrs. Ernst & Young ("**EY**") as the auditors of the Company, and (2) appoint BDO Limited ("**BDO**") as the new auditors of the Company (together, the "**Change of Auditors**"). Both resolutions are subject to the approval of the shareholders of the Company (the "**Shareholders**") at the extraordinary general meeting of the Company (the "**EGM**"), which will be held in due course.

It is the Board's intention that BDO will hold office until the conclusion of the forthcoming annual general meeting of the Company. Subject to the approval of the Shareholders, BDO will be engaged by the Company to continue and complete the ongoing audit of the Group's financial results for the year ended 31 December 2015, which work has not been completed as at the date of this announcement.

The main reason for Board's resolutions with respect to the proposed Change of Auditors is that this will likely create benefits to the Group as auditors of another entity, which is in the same group as BDO, also audit the Company's largest shareholder and business partner, Elec-Tech International Co., Ltd.. Accordingly, this will potentially improve the efficiency of the audit process and reduce the associated costs for the Group.

EY has confirmed that there is no matter relating to the Change of Auditors that needs to be brought to the attention of the shareholders of the Company. The Board and the audit committee of the Company are not aware of any other matter relating to the Change of Auditors that needs to be brought to the attention of the Shareholders.

The Board would like to extend its sincere gratitude to EY for the quality services they have provided to the Group in previous years.

By Order of the Board

NVC LIGHTING HOLDING LIMITED

Wang Donglei

Chairman

Hong Kong, 17 December 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