

**Monthly Return of Equity Issuer on Movements in Securities**

**For the month ended (dd/mm/yyyy) :** 30/06/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer NVC Lighting Holding Limited

Date Submitted 06/07/2018

**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 (State currency)
				Authorised share capital (State currency)
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>	<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 (State currency)
				Authorised share capital (State currency)
Balance at close of preceding month	<u>---</u>	<u>---</u>	<u>---</u>	
Increase/(decrease)	<u>---</u>	<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		
<b>1. Pre-IPO Share Option Scheme</b> (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)						
<b>2. Share Option Scheme</b> (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
<b>1. Convertible Bonds</b>						
Issue Date: 07/06/2016						
Interest: 7.8% per annum						
Maturity Date: 07/06/2020 <sup>Note</sup>	HK\$	500,000,000	Nil	500,000,000	Nil	649,350,649 <sup>Note</sup>
Stock code (if listed)	N/A					
Class of shares issuable ( <i>Note 1</i> )	Ordinary Shares					
Subscription price	HK\$0.77 <sup>Note</sup>					
AGM approval date (if applicable) (dd/mm/yyyy)	(30/06/2015 & 15/06/2018)					
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	

Note:

The Amendment Deed and the Proposed Amendments contemplated thereunder in relation to the Convertible Bonds were approved by the shareholders of the Company at the extraordinary general meeting held on 15 June 2018, including (i) the amendment of the conversion price from originally HK\$0.925 per Share (as adjusted from time to time) to HK\$0.77 per Share (as adjusted from time to time); and (ii) the amendment of the maturity date of the Convertible Bond from originally 7 June 2018 to 7 June 2020. The conversion rights attaching to the Convertible Bonds are exercised in full at the amended conversion price of HK\$0.77 per Conversion Share, 649,350,649 Conversion Shares will fall to be issued to the Investor.

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. --- _____ _____ _____ ( / / ) shares ( <i>Note 1</i> )	---	---
2. --- _____ _____ _____ ( / / ) shares ( <i>Note 1</i> )	---	---
3. --- _____ _____ _____ ( / / ) shares ( <i>Note 1</i> )	---	---
Total D. (Ordinary shares)	Nil	
(Preference shares)	Nil	
(Other class)	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) ( / / )	<u>N/A</u>	<u>N/A</u>
6.	Repurchase of shares			Class of shares repurchased <i>(Note 1)</i> _____ Cancellation date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
7.	Redemption of shares			Class of shares redeemed <i>(Note 1)</i> _____ Redemption date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
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) ( / / )	<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
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>		

