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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)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 18 JULY 2018**

Reference is made to the announcement dated 23 May 2018 and circular dated 30 June 2018 (the “**Circular**”) of NVC Lighting Holding Limited (the “**Company**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as ascribed thereto in the Circular.

At the EGM held on 18 July 2018, all the proposed resolutions as set out in the notice of the EGM dated 30 June 2018 were voted by poll by the Shareholders. The Shareholders and proxies attending the EGM held an aggregate of 2,361,324,741 Shares, representing approximately 66.05% of the total number of Shares in issue with voting rights as at the date of the EGM.

Details of the poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	<p>(a) the transactions contemplated under the Sale and Purchase Agreement I be and are hereby approved, ratified and confirmed; and</p> <p>(b) the directors of the Company or any other person authorized by the directors of the Company be and are hereby authorized to sign, execute, perfect and deliver all such documents and do all such deeds, acts, matters and things as they may in their absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the Sale and Purchase Agreement I and all transactions and other matters contemplated thereunder or ancillary thereto, to waive compliance from and/or agree to any amendment.</p>	2,359,465,741 (99.921273%)	1,859,000 (0.078727%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2.	<p>(a) the transactions contemplated under the Sale and Purchase Agreement II be and are hereby approved, ratified and confirmed; and</p> <p>(b) the directors of the Company or any other person authorized by the directors of the Company be and are hereby authorized to sign, execute, perfect and deliver all such documents and do all such deeds, acts, matters and things as they may in their absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the Sale and Purchase Agreement II and all transactions and other matters contemplated thereunder or ancillary thereto, to waive compliance from and/or agree to any amendment.</p>	2,359,465,741 (99.921273%)	1,859,000 (0.078727%)

Notes:

- (a) As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 and 2, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the EGM, the total number of Shares in issue was 3,581,805,000 Shares.
- (c) The total number of Shares entitling the holder to attend and vote on the resolutions at the EGM was 3,575,145,000 Shares.
- (d) There were no Shares entitling the holder to attend and abstain from voting in favour of the resolutions at the EGM as set out in rule 13.40 of the Listing Rules.
- (e) Mr. Zhang Peng, who was interested in 6,660,000 Shares as at the date of the EGM, was required to and has abstained from voting on the resolutions at the EGM as he had material interests in the Sale and Purchase Agreement I, the Sale and Purchase Agreement II and the transactions contemplated thereunder.
- (f) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the EGM.
- (g) The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.

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

Hong Kong, 18 July 2018

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

Executive Directors:

WANG Donglei

WANG Dongming

XIAO Yu

WANG Keven Dun

Non-executive Directors:

LI Huating

LI Wei

Independent non-executive Directors:

LEE Kong Wai, Conway

WANG Xuexian

WEI Hongxiong

SU Ling