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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)

**SUPPLEMENTAL ANNOUNCEMENT TO THE ANNUAL REPORT
FOR THE YEAR ENDED 31 DECEMBER 2018**

Reference is made to the annual report of NVC Lighting Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) for the year ended 31 December 2018 (the “**Annual Report**”), as well as the announcement of the Company dated 23 May 2018 (the “**Announcement**”) and the circular of the Company dated 30 June 2018 (the “**Circular**”) in relation to, among other things, the acquisition of equity interests in Blue Light. Unless otherwise defined, capitalised terms used herein shall bear the same meanings as those defined in the Annual Report, the Announcement and the Circular.

For the information disclosed in the section headed “Merger, Acquisition and Investment” in the “Management Discussion and Analysis” section on page 44 in the Annual Report, the Board wishes to provide shareholders and prospective investors of the Company with the following supplementary information.

As disclosed in the Announcement, pursuant to the Sale and Purchase Agreement I, Roman International undertakes to the Company that, if the 2018 Actual Net Profit of the Target Group is lower than the Minimum Guaranteed Profit, Roman International shall pay the Purchase Price Compensation in cash as calculated below to the Company within 90 business days after the Target Group issues its 2018 audited financial reports.

Purchase Price Compensation = (Minimum Guaranteed Profit – 2018 Actual Net profit) × 7.5 × 60%

The Company undertakes to Roman International that, if the 2018 Actual Net Profit of the Target Group exceeds the Minimum Guaranteed Profit, the Company shall pay the Excess Profit Reward in cash as calculated below to Roman International within 90 business days after the Target Group issues its 2018 audited financial reports.

Excess Profit Reward = (2018 Actual Net Profit – Minimum Guaranteed Profit) × 7.5 × 60%

Based on the Target Group’s audited financial statements for the year ended 31 December 2018, the 2018 Actual Net Profit of the Target Group is RMB140.4 million, which exceeds the Minimum Guaranteed Profit (i.e. RMB140 million). Accordingly, the Company will pay the Excess Profit Reward of RMB1,633,000 to Roman International after receiving the tax clearance certificate from Roman International.

The above-mentioned supplemental information does not affect any other information contained in the Annual Report, and save as disclosed above, all other information in the Annual Report remain unchanged.

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

Hong Kong, 29 October 2019

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

Executive Directors:

WANG Donglei
WANG Dongming
XIAO Yu
WANG Keven Dun
CHAN Kim Yung, Eva

Non-executive Director:

YE Yong

Independent Non-executive Directors:

LEE Kong Wai, Conway
WANG Xuexian
WEI Hongxiong
SU Ling