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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 RESULT OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 15 JUNE 2018**

Reference is made to the announcement dated 6 May 2018 and circular dated 28 May 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 15 June 2018, the proposed resolution as set out in the notice of the EGM dated 28 May 2018 was voted by poll by the Shareholders. The Shareholders and proxies attending the EGM held an aggregate of 2,526,573,669 Shares, representing approximately 70.54% of the total number of Shares in issue with voting rights as at the date of the EGM.

Details of the poll result are as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	<p>(a) the execution of the Amendment Deed be and is hereby approved, ratified and confirmed, and all the transactions contemplated thereunder, including the Proposed Amendments, be and are hereby approved, ratified and confirmed;</p> <p>(b) subject to the Stock Exchange approving the Proposed Amendments including, among others, the listing on the Stock Exchange of and permission to deal in the Conversion Shares, the Board be and is hereby granted a specific mandate for the allotment and issue of all the Conversion Shares upon exercise of the conversion rights attaching to the Convertible Bonds (as amended by the Amendment Deed); and</p> <p>(c) any one Director be and is hereby generally and unconditionally authorised to sign and execute the Amendment Deed and to do all such further acts and things and to sign and execute all such other or further documents (if any) and to take all such steps which in his/her opinion may be necessary, appropriate, desirable or expedient to implement and/or give effects to the transactions contemplated under the Amendment Deed, including but not limited to the execution of any documents or deeds or the affixation of any seal or the issue of any certificate.</p>	<p>2,199,787,669 (87.066041%)</p>	<p>326,786,000 (12.933959%)</p>

Notes:

- (a) As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as ordinary resolution.
- (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 resolution at the EGM was 3,581,805,000 shares.
- (d) There were no Shares entitling the holder to attend and abstain from voting in favour of the resolution at the EGM as set out in rule 13.40 of the Listing Rules.
- (e) No Shareholder was required under the Listing Rules to abstain from voting on the resolution at the EGM.
- (f) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the resolution 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, 15 June 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