

Unless otherwise defined herein, terms in this announcement shall have the same meanings as those defined in the prospectus dated May 7, 2010 (the "Prospectus") issued by NVC Lighting Holding Limited (the "Company").

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The Company makes this announcement pursuant to Section 9(2) of the Securities and Futures (Price Stabilising) Rules (Chapter 571W of the Laws of Hong Kong) and the information contained in this announcement is not for distribution, directly or indirectly, in or into the United States (including its territories and dependencies, any State of the United States and the District of Columbia). These materials do not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Shares mentioned herein have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"). The Shares may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. No public offering of the securities will be made in the United States.



## **NVC LIGHTING HOLDING LIMITED**

(Incorporated in the Cayman Islands with limited liability)  
(Stock code: 2222)

### **STABILISING ACTIONS**

### **PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION AND**

### **END OF STABILISATION PERIOD**

The Company announces that the stabilisation period in connection with the Global Offering ended on June 11, 2010.

The stabilising actions undertaken during the stabilisation period were: (i) over-allocations of an aggregate of 109,131,000 Shares in the International Offering; (ii) the borrowing of an aggregate of 109,131,000 Shares from NVC Inc. pursuant to the Stock Borrowing Agreement; (iii) market purchases in the price range of HK\$1.85 to HK\$2.10 during the stabilisation period; and (iv) partial exercise of the Over-allotment Option on June 11, 2010 in respect of an aggregate of 56,319,000 Shares (involving the issue and allotment of 53,502,000 Shares by the Company and the selling of 2,817,000 Shares by the Over-allotment Selling Shareholders), representing approximately 7.74% of the Shares initially available in the Global Offering, at the Offer Price to cover, among other things, over-allocations in the International Offering.

The Company makes this announcement pursuant to Section 9(2) of the Securities and Futures (Price Stabilising) Rules (Cap. 571W of the Laws of Hong Kong), and announces that the stabilisation period in connection with the Global Offering ended on June 11, 2010,

being the 30th day after the last day for the lodging of Application Forms under the Hong Kong Public Offering.

The stabilising actions in connection with the Global Offering that have been taken by the Stabilising Manager, during the stabilisation period, were:

- (1) over-allocations of an aggregate of 109,131,000 Shares in the International Offering, approximately 15% of the Offer Shares initially available under the Global Offering;
- (2) the borrowing of an aggregate of 109,131,000 Shares from NVC Inc. pursuant to the Stock Borrowing Agreement;
- (3) market purchases in the price range of HK\$1.85 to HK\$2.10 per Share (exclusive of brokerage, SFC transaction levy and Stock Exchange trading fee) during the stabilisation period. The last purchase made in the course of the stabilisation period in the secondary market in Hong Kong was on June 2, 2010 at the price of HK\$2.07 per Share; and
- (4) partial exercise of the Over-allotment Option by Goldman Sachs International on June 11, 2010 in respect of an aggregate of 56,319,000 Shares (involving the issue and allotment of 53,502,000 Shares by the Company and the selling of 2,817,000 Shares by the Over-allotment Selling Shareholders) (the “**Over-allotment Shares**”), representing approximately 7.74% of the Shares initially available in the Global Offering, at the Offer Price to cover, among other things, over-allocations in the International Offering.

The listing of and permission to deal in the Over-allotment Shares have already been granted by the Listing Committee of the Stock Exchange. The dealings in the Over-allotment Shares on the Main Board of the Stock Exchange are expected to commence at 9:30 a.m. on Thursday, June 17, 2010.

The shareholding structures of the Company immediately before and immediately after the partial exercise of the Over-allotment Option are as follows:

<b>Shareholders</b>	<b>Immediately before the exercise of the Over-allotment Option</b>		<b>Immediately after the exercise of the Over-allotment Option</b>	
	<i>Number of Shares</i>	<i>Approximate % of the issued share capital</i>	<i>Number of Shares</i>	<i>Approximate % of the issued share capital</i>
SAIF	681,152,000	23.41%	681,152,000	22.98%
NVC Inc.	650,000,000	22.34%	650,000,000	21.93%
Signkey	326,930,000	11.23%	326,930,000	11.03%
GS	208,157,000	7.15%	208,157,000	7.02%
PreIPO Capital Partners Limited	100,000,000	3.44%	97,581,000	3.29%
Others <sup>(1)</sup>	<u>216,375,000</u>	<u>7.44%</u>	<u>215,977,000</u>	<u>7.29%</u>

Public	<u>727,538,000</u>	<u>25%</u>	<u>783,857,000</u>	<u>26.45%</u>
<b>Total</b>	<u><u>2,910,152,000</u></u>	<u><u>100%</u></u>	<u><u>2,963,654,000</u></u>	<u><u>100%</u></u>

*Note:*

(1) The remaining minority shareholders include Grandsun, NVC 1, NVC 2, NVC 3, Parkview and ABLE.

The amount to be received by the Over-allotment Selling Shareholders and the additional net proceeds to be received by the Company upon the partial exercise of the Over-allotment Option are approximately HK\$5,696,286.69 and HK\$108,411,691.12, respectively. Please refer to the section headed “Future Plans and Use of Proceeds” in the Prospectus for information on the intended use of proceeds.

The Company continues to comply with the public float requirements under Rule 8.08(1)(a) of the Listing Rules. No new Shares or securities convertible into equity securities of the Company may be issued within six months from the Listing Date save for the situations set out in Rule 10.08 of the Listing Rules.

By order of the Board  
**NVC Lighting Holding Limited**  
**Mr. Wu Changjiang**  
*Chairman*

Hong Kong, June 14, 2010

*As at the date of this announcement, the executive Directors are Mr. Wu Changjiang, Mr. Wu Jiannong and Mr. Mu Yu, the non-executive Directors are Mr. Xia Lei, Mr. Andrew Y Yan, Mr. Lin Ho-Ping and Ms. Hui Ming Yunn, Stephanie, and the independent non-executive Directors are Mr. Alan Russell Powrie, Mr. Karel Robert Den Daas and Mr. Wang Jinsui.*