

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

C.banner International Holdings Limited

千百度國際控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1028)

VOLUNTARY ANNOUNCEMENT DISTRIBUTION AGREEMENTS

This is a voluntary announcement made by the Company.

The Board is pleased to announce that on 2 August 2013, Nanjing Mayflower, a wholly-owned subsidiary of the Company, entered into the Distribution Agreement A with Dongguan Highline, pursuant to which Dongguan Highline agreed to appoint Nanjing Mayflower as a principal distributor of the FRENCH CONNECTION Products in the PRC.

In addition, Nanjing Mayflower entered into the Distribution Agreement B with United Nude International and its subsidiary, Guangzhou La Gu Na, on 30 July 2013, pursuant to which Nanjing Mayflower was granted distribution rights to distribute the UNITED NUDE Products in the PRC (excluding Guangzhou City).

DISTRIBUTION AGREEMENTS

Distribution Agreement A

Date

2 August 2013

Parties

- (i) Nanjing Mayflower
- (ii) Dongguan Highline United Trading Co., Ltd. (東莞高階貿易有限公司)

Subject Matters

Pursuant to the Distribution Agreement A, Dongguan Highline agreed to appoint Nanjing Mayflower as a principal distributor of the FRENCH CONNECTION Products in the PRC. The FRENCH CONNECTION Products comprise footwear products bearing the “FRENCH CONNECTION” and “FCUK” trademarks respectively. The Group’s distribution rights of the FRENCH CONNECTION Products shall be for a term of four years commencing from 1 January 2014, which is renewable for a further five years subject to the terms and conditions in the Distribution Agreement A.

Distribution Agreement B

Date

30 July 2013

Parties

(i) Nanjing Mayflower

(ii) United Nude International

(iii) Guangzhou La Gu Na Trading Company Limited* (廣州市拉古納貿易有限公司)

Subject Matters

Pursuant to the Distribution Agreement B, Nanjing Mayflower was granted distribution rights to distribute the UNITED NUDE Products in the PRC (excluding Guangzhou City) for a term commencing from 14 March 2013 to 31 August 2016, which is renewable for a further three years subject to the terms and conditions in the Distribution Agreement B.

INFORMATION ABOUT DONGGUAN HIGHLINE, UNITED NUDE INTERNATIONAL AND GUANGZHOU LA GU NA

Dongguan Highline, United Nude International and Guangzhou La Gu Na are principally engaged in the design, development, manufacture and wholesale of mid-to-premium women’s footwear. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, Dongguan Highline, United Nude International and Guangzhou La Gu Na and their ultimate beneficial owners are third parties independent of the Company and its connected persons.

REASONS FOR AND BENEFITS OF ENTERING INTO THE DISTRIBUTION AGREEMENTS

The Company is an investment holding company and its subsidiaries are principally engaged in the design, manufacture and sale of branded women's footwear in the PRC. Currently, the Group retails shoes under its self-developed brands, namely "C.banner", "EBLAN", "sundance" and "MIO", as well as under its licensed "naturalizer" brand. It has been one of the Group's strategies to expand its brand portfolio by introducing new brands targeting mid-to-premium footwear market. The Group has been granted the distribution rights of "ASH" and "JC" branded products since March 2013. It is considered that the obtaining of distribution rights of additional brands, "FRENCH CONNECTION" and "UNITED NUDE", could further enrich the Group's brand portfolio, which enables the Group to have a diverse brand portfolio offering a wide variety of products to meet a wide range of consumer needs, thereby enhancing the Group's market share and its influence in the women's footwear market in the PRC.

The Directors consider that the terms of the Distribution Agreement A and the Distribution Agreement B are on normal commercial terms which are fair and reasonable and the entering into of the Distribution Agreement A and the Distribution Agreement B is in the best interests of the Group and the Shareholders as a whole.

DEFINITIONS

Unless otherwise specified, the following terms have the following meanings in this announcement:

"Board"	the board of Directors
"Company"	C.banner International Holdings Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the main board of the Stock Exchange
"Director(s)"	the director(s) of the Company
"Distribution Agreement A"	the distribution agreement dated 2 August 2013 entered into between Nanjing Mayflower and Dongguan Highline in relation to the appointment of Nanjing Mayflower as a distributor of the FRENCH CONNECTION Products in the PRC
"Distribution Agreement B"	the distribution agreement dated 30 July 2013 entered into between Nanjing Mayflower, United Nude International and Guangzhou La Gu Na in relation to the grant of distribution rights of the UNITED NUDE Products in the PRC (excluding Guangzhou City) to Nanjing Mayflower
"Dongguan Highline"	Dongguan Highline United Trading Co., Ltd. (東莞高階貿易有限公司)
"FRENCH CONNECTION Products"	footwear bearing the "FRENCH CONNECTION" and "FCUK" trademarks respectively
"Group"	the Company and its subsidiaries

“Guangzhou La Gu Na”	Guangzhou La Gu Na Trading Company Limited* (廣州市拉古納貿易有限公司)
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Macau”	Macau Special Administrative Region of the PRC
“Nanjing Mayflower”	Mayflower (Nanjing) Enterprise Limited (美麗華企業(南京)有限公司), a wholly-owned subsidiary of the Company
“PRC”	the People’s Republic of China, which for the purposes of this announcement, shall not include Hong Kong, Macau and Taiwan
“SFO”	the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)
“Share(s)”	the ordinary share(s) in the share capital of the Company with a nominal value of US\$0.015 each
“Shareholders”	holders of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“United Nude International”	United Nude International Limited
“UNITED NUDE Products”	women’s footwear and handbags bearing the “UNITED NUDE” trademark
“US\$”	United States dollars, the lawful currency of the United States of America
“%”	per cent

By order of the Board
C.banner International Holdings Limited
Chen Yixi
Chairman

PRC, 6 August 2013

As at the date of this announcement, the executive Directors are Mr. CHEN Yixi, Mr. LI Wei, Mr. HUO Li and Mr. XU Tingyu; the non-executive Directors are Mr. MIAO Bingwen, Mr. HO Chi Kit (with Mr. LI Xinhui as his alternate director) and Mr. WU Guangze; and the independent non-executive Directors are Mr. KWONG Wai Sun Wilson, Mr. XU Chengming, Mr. LI Xindan and Mr. ZHANG Zhiyong.

* *The English name is translated for reference only.*