

*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)**

- (1) RESIGNATION OF EXECUTIVE DIRECTOR;**
- (2) APPOINTMENT OF EXECUTIVE DIRECTORS; AND**
- (3) CHANGE OF CHIEF FINANCIAL OFFICER**

The Board announces that with effect from 12 December 2016:

- Mr. Xu has tendered his resignation as an executive Director and the Chief Financial Officer of the Company; and
- Mr. Ngan and Mr. Yuan have been appointed as executive Directors of the Company.

The Board further announces that with effect from 12 December 2016, following the resignation of Mr. Xu, Mr. Ngan, an executive Director of the Company, has been appointed as the new Chief Financial Officer.

### **RESIGNATION OF EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of C.banner International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Xu Tingyu (“**Mr. Xu**”) has tendered his resignation as an executive Director and the chief financial officer (the “**Chief Financial Officer**”) of the Company with effect from 12 December 2016 due to the pursuit of other business commitment.

Mr. Xu has confirmed to the Board that he has no disagreement with the Board and that there is no matter relating to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Xu for his valuable contribution to the Company during his tenure of office.

## APPOINTMENT OF EXECUTIVE DIRECTORS

The Board is pleased to announce that Mr. Ngan Wing Ho (顏永豪) (“**Mr. Ngan**”) and Mr. Yuan Zhenhua (袁振華) (“**Mr. Yuan**”) have been appointed as executive Directors of the Company with effect from 12 December 2016.

Biographical details of Mr. Ngan and Mr. Yuan are set out below.

### **Mr. Ngan**

Mr. Ngan, aged 42, is the vice president of the Company and a board member of Hamleys Global Holdings Limited. Mr. Ngan has 16 years of experience in corporate finance and equity capital markets, providing capital financing and M&A financing solutions to corporates and financial investors across Asia. Prior to joining the Company, Mr. Ngan held senior management positions at global investment banks where he was a Managing Director and Head of Equity Capital Markets at Huatai Financial Holdings, Head of Taiwan Equity Capital Markets at UBS and Head of Asia Equity Syndicate & Block Origination at ABN AMRO/RBS. Mr. Ngan has received a Master’s Degree in Accounting and Finance from the University of Southampton, United Kingdom.

Mr. Ngan has entered into a service agreement with the Company for an initial term of three years commencing from 12 December 2016 subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the bye-laws of the Company. Pursuant to the bye-laws of the Company, Mr. Ngan shall hold office only until the first general meeting of the Company and shall then be eligible for re-election. Mr. Ngan will be entitled to emolument to be determined by the Board with reference to the fees paid by comparable companies, time commitment and responsibilities of Mr. Ngan and the Company’s performance.

As at the date of this announcement, Mr. Ngan does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”). Save as disclosed above, Mr. Ngan does not hold any other positions in the Company or any of its subsidiaries and did not hold other directorship in any other listed companies in Hong Kong or overseas in the last three years. Mr. Ngan does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Mr. Ngan confirmed that there is no information that needs to be disclosed pursuant to Rule 13.51(2) (h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and there are no other matters relating to his appointment that need to be brought to the attention of the shareholders of the Company.

## **Mr. Yuan**

Mr. Yuan, aged 35, is the finance director of the Company and a board member of Hamleys Global Holdings Limited. He obtained a Bachelor's Degree in Accounting from Nanjing University of Aeronautics and Astronautics in 2005. Mr. Yuan is currently a non-practicing member of the PRC Certified Public Accountant Association. From 2005 to 2015, he held various positions in the Deloitte Touche Tohmatsu Certified Public Accountants LLP, Nanjing Branch, including being senior manager of the Deloitte Touche Tohmatsu Certified Public Accountants LLP, Nanjing Branch.

Mr. Yuan has entered into a service agreement with the Company for an initial term of three years commencing from 12 December 2016 subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the bye-laws of the Company. Pursuant to the bye-laws of the Company, Mr. Yuan shall hold office only until the next annual general meeting of the Company and shall then be eligible for re-election. Mr. Yuan will be entitled to emolument to be determined by the Board with reference to the fees paid by comparable companies, time commitment and responsibilities of Mr. Yuan and the Company's performance.

As at the date of this announcement, Mr. Yuan does not have any interest in the shares of the Company within the meaning of Part XV of the SFO. Save as disclosed above, Mr. Yuan does not hold any other positions in the Company or any of its subsidiaries and did not hold other directorship in any other listed companies in Hong Kong or overseas in the last three years. Mr. Yuan does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Mr. Yuan confirmed that there is no information that needs to be disclosed pursuant to Rule 13.51(2) (h) to (v) of the Listing Rules and there are no other matters relating to his appointment that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. Ngan and Mr. Yuan for joining the Board.

## **CHANGE OF CHIEF FINANCIAL OFFICER**

The Board further announces that with effect from 12 December 2016, following the resignation of Mr. Xu, Mr. Ngan, an executive Director of the Company, has been appointed as the new Chief Financial Director.

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

Nanjing, PRC, 12 December 2016

*As at the date of this announcement, the executive Directors are Mr. CHEN Yixi, Mr. ZHAO Wei, Mr. HUO Li, Mr. NGAN Wing Ho and Mr. YUAN Zhenhua; the non-executive Directors are Mr. MIAO Bingwen and Mr. WU Guangze; and the independent non-executive Directors are Mr. KWONG Wai Sun Wilson, Mr. LI Xindan, Mr. ZHANG Zhiyong and Mr. ZHENG Hongliang.*