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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)

UPDATE ON VERY SUBSTANTIAL ACQUISITION IN RELATION TO ACQUISITION OF 51% EQUITY INTEREST IN HOUSE OF FRASER GROUP LIMITED

This announcement is made by C.banner International Holdings Limited (the “**Company**”; together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of the Securities on The Stock Exchange of Hong Kong Limited and Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 9 May 2018 (the “**Acquisition Announcement**”) regarding, among other things, a very substantial acquisition in relation to the Company’s proposed acquisition of a 51% equity interest in House of Fraser Group Limited (the “**Proposed Acquisition**”). Unless otherwise defined in this announcement, capitalized terms used in this announcement shall have the same meanings as those defined in the Acquisition Announcement.

Reference is also made to the announcement of the company dated 1 August 2018 (the “**Placing Termination Announcement**”) regarding, among other things, the termination of the placing agreement dated 16 May 2018 entered into between the Company and BaoQiao Partners Capital Limited for the Company’s proposed placing of up to 550,000,000 new Shares under specific mandate (the “**Proposed Placing**”).

As disclosed in the Placing Termination Announcement, the Proposed Placing will not proceed. Although the Proposed Acquisition is not conditional on the Proposed Placing, in light of the evolving developments in the Target Group, the Company is in discussions with the Seller and the Target Company as to the possible termination of the Share Purchase Agreement and the Subscription Agreement. **The Board wishes to emphasize that no legally binding agreement in relation to the termination of the Share Purchase Agreement and/or the Subscription Agreement has been entered into as at the date of this announcement.**

Shareholders and potential investors should exercise caution when dealing in the securities of the Company.

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

Hong Kong, 3 August 2018

As at the date of this announcement, the executive directors of the Company are Mr. CHEN Yixi, Mr. ZHAO Wei, Mr. HUO Li and Mr. YUAN Zhenhua; the non-executive director of the Company is Mr. MIAO Bingwen; and the independent non-executive directors of the Company are Mr. KWONG Wai Sun Wilson, Mr. LI Xindan, Mr. ZHANG Zhiyong and Mr. ZHENG Hongliang.