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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)

DECLARATION OF SPECIAL DIVIDEND
CLOSURE OF REGISTER OF MEMBERS
AND
PRELIMINARY PROFIT REVIEW FOR THE FULL YEAR OF 2013

DECLARATION OF SPECIAL DIVIDEND

The board of directors (the “**Board**”) of C.banner International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that on 26 February 2014, the Board has resolved to declare a special dividend (the “**Special Dividend**”) of RMB0.23 per share of the Company. The Special Dividend will be paid to shareholders whose names appear on the register of members of the Company at the close of business on Wednesday, 19 March 2014 in Hong Kong dollars based on the average of the middle exchange rates of Renminbi against Hong Kong dollar published by the People’s Bank of China for the five consecutive business days immediately preceding the date of this announcement of HK\$1.00 to RMB0.788536. Accordingly, the Special Dividend payable per share is HK\$0.29168. The dividend warrants will be posted by ordinary mail to the shareholders who are entitled to receive the Special Dividend at their own risk on or around 31 March 2014.

CLOSURE OF REGISTER OF MEMBERS

To determine the entitlement of the shareholders to the Special Dividend, the register of members of the Company will be closed from Monday, 17 March 2014 to Wednesday, 19 March 2014, both days inclusive, during which period no transfer of shares of the Company will be effected. In order to qualify for the Special Dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong before 4:30 p.m. on Friday, 14 March 2014.

PRELIMINARY PROFIT REVIEW FOR THE FULL YEAR OF 2013

Reference is made to the announcement of the Company dated 10 January 2014 in respect of the preliminary profit review for the full year of 2013 (the “**Announcement**”).

Under the relevant tax law and implementation regulations in the People's Republic of China (the "PRC"), withholding income tax is applicable to dividends payable to investors that are "non-PRC tax resident enterprises". Under such circumstances, dividends distributed from PRC subsidiaries to non-PRC tax resident group entities in Hong Kong shall be subject to withholding income tax. Accordingly, the declaration of the Special Dividend, which is effected through the distribution of dividends from PRC subsidiaries to non-PRC tax resident group entities and then to shareholders, will affect the profit attributable to shareholders for the year ended 31 December 2013.

Based on the unaudited consolidated management accounts of the Group for the year ended 31 December 2013 and the information currently available, the Board wishes to inform the shareholders of the Company and potential investors that the profit attributable to shareholders for the year ended 31 December 2013 is expected to have a decrease of approximately 25% to 28% (instead of 15% to 20% as previously disclosed in the Announcement) compared with last year, after taking into account the increase in withholding tax as a result of the declaration of the Special Dividend.

The above information is only based on the preliminary assessment by the Board based on the information currently available, including the unaudited consolidated management accounts of the Group for the year ended 31 December 2013 which have not been audited or reviewed by the auditor of the Company.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

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

PRC, 26 February 2014

As at the date of this announcement, the executive directors of the Company are Mr. CHEN Yixi, Mr. LI Wei, Mr. HUO Li and Mr. XU Tingyu; the non-executive directors of the Company 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 of the Company are Mr. KWONG Wai Sun Wilson, Mr. LI Xindan and Mr. ZHANG Zhiyong.