
IMPORTANT

IMPORTANT: If you are in any doubt about the contents of this prospectus, you should obtain independent professional advice.

International Housewares Retail Company Limited 國際家居零售有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares	:	216,000,000 Shares comprising 180,000,000 New Shares and 36,000,000 Sale Shares (subject to adjustment and the Over-Allotment Option)
Number of Hong Kong Public Offer Shares	:	21,600,000 New Shares (subject to adjustment and reallocation)
Number of International Placing Shares	:	194,400,000 Shares comprising 158,400,000 New Shares and 36,000,000 Sale Shares (subject to adjustment and reallocation and the Over-Allotment Option)
Maximum Offer Price	:	HK\$2.81 per Offer Share, plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% (payable in full on application and subject to refund)
Nominal value	:	HK\$0.10 per Share
Stock code	:	1373

Sole Sponsor



Sole Global Coordinator, Sole Bookrunner and Sole Lead Manager



Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this prospectus, make no representation as to the 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 prospectus.

A copy of this prospectus, having attached thereto the documents specified in "Appendix V – Documents Delivered to the Registrar of Companies and Available for Inspection", has been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission and the Registrar of Companies in Hong Kong take no responsibility for the contents of this prospectus or any other documents referred to above.

See "Risk Factors" for a discussion of certain risks that you should consider before investing in the Shares. Before making an investment decision, prospective investors should consider carefully all information set out in this prospectus.

The Offer Price is expected to be fixed by agreement between the Sole Global Coordinator (for itself and on behalf of the Underwriters), the Selling Shareholder and us on the Price Determination Date. The Price Determination Date is expected to be on or about Tuesday, 17 September 2013 and, in any event not later than Thursday, 19 September 2013. The Offer Price will not be more than HK\$2.81 per Offer Share and is currently expected to be not less than HK\$2.22 per Offer Share, unless otherwise announced. Applicants for Hong Kong Public Offer Shares are required to pay, upon application, the maximum Offer Price of HK\$2.81 for each Hong Kong Public Offer Share together with a brokerage fee of 1%, a SFC transaction levy of 0.003% and a Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$2.81 per Offer Share. If, for any reason, the Offer Price is not agreed by Thursday, 19 September 2013 between the Sole Global Coordinator (for itself and on behalf of the Underwriters), the Selling Shareholder and us, the Global Offering will not proceed and will lapse.

The obligations of the Hong Kong Underwriter under the Hong Kong Underwriting Agreement are subject to termination by the Sole Global Coordinator (for itself and on behalf of the Underwriters) if certain grounds arise prior to 8:00 a.m. on the Listing Date. Such grounds are set out in the section headed "Underwriting" in this prospectus. It is important that you refer to that section for further details.

The Offer Shares have not been and will not be registered under the U.S. Securities Act and may not be offered or sold, pledged or transferred within the United States, except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act.

12 September 2013