

THIS WEB PROOF INFORMATION PACK IS IN DRAFT FORM. The information contained in it is incomplete and is subject to change. This Web Proof Information Pack must be read in conjunction with the section headed “Warning” on the cover of this Web Proof Information Pack.

DEFINITIONS

In this document, unless the context otherwise requires, the following expressions have the following meanings.

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| “Articles of Association” or “Articles” | the articles of association of our Company, as adopted on 4 September 2009, and as amended from time to time, a summary of which is contained in Appendix V to this document |
| “associate” | has the meaning ascribed to it under the Listing Rules |
| “Board of Directors” or “Board” | the board of Directors |
| “business day” | a day on which banks in Hong Kong are generally open for business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong |
| “BVI” | the British Virgin Islands |
| “CAGR” | compound annual growth rate |
| “China” or “PRC” | the People’s Republic of China, which for the purpose of this document and for geographical reference only, excludes Hong Kong, Macau and Taiwan |
| “China National Garment Association” | a non-profit making and nationwide intermediary organisation among garment manufacturers in the PRC which provides its members with regulatory and market information relating to the garment industry in the PRC |
| “China Well-Known Trademark” | a well-known trademark recognised by the Trademark Review and Adjudication Board in the PRC or Trademark Office of the State Administration for Industry and Commerce of the PRC, or People’s Court of middle level or above |
| “Companies Law” | the Companies Law, Cap 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands |
| “Companies Ordinance” | the Companies Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |
| “Company” or “our Company” | China Lilang Limited (中國利郎有限公司), an exempted company incorporated in the Cayman Islands with limited liability on 2 January 2008 |
| “Controlling Shareholders” | the Wang Brothers, Xiao Sheng International and Ming Lang Investments |

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DEFINITIONS

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| “Director(s)” | the director(s) of our Company or any one of them |
| “First tier cities” | Beijing, Shanghai and Guangzhou |
| “Fourth tier cities” | county-level and other township-level cities |
| “Frost & Sullivan” | Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., the industry consultants, market research analysts, technology analysts and economists, an Independent Third Party |
| “GDP” | gross domestic product |
| “Group”, “our Group”, “we” or “us” | our Company and our subsidiaries at the relevant point of time (including where the context so requires, in respect of the period before our Company became the holding company of our present subsidiaries, the present subsidiaries of our Company) |
| “HK\$” or “HK dollars” and “HK cents” | Hong Kong dollars and cents respectively, the lawful currency of Hong Kong |
| “HKFRS” | Hong Kong Financial Reporting Standards |
| “Hong Kong” | the Hong Kong Special Administrative Region of the PRC |
| “Hong Kong Share Registrar” | Computershare Hong Kong Investor Services Limited |
| “HSBC” | The Hongkong and Shanghai Banking Corporation Limited |
| “IFRS” | the International Financial Reporting Standards promulgated by the International Accounting Standards Board |
| “Independent Third Party” | a party which is not connected (as defined in the Listing Rules) to the Directors, substantial shareholders or chief executives of our Company or our subsidiaries and their respective associates |
| “Latest Practicable Date” | 4 September 2009, being the latest practicable date prior to the printing of this document for the purpose of ascertaining certain information contained in this document |
| “Lilang China” | 利郎(中國)有限公司 (Lilang (China) Co., Ltd.) a wholly foreign-owned enterprise incorporated under the laws of the PRC on 25 March 2005 and an indirect wholly-owned subsidiary of our Company |

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| “Lilang Fujian” | 利郎(福建)時裝有限公司 (Lilang (Fujian) Garment Co., Limited), a wholly foreign-owned enterprise incorporated under the laws of the PRC on 24 April 1995 and an indirect wholly-owned subsidiary of our Company |
| “Lilang Holdings” | Lilang Holdings Limited, a company incorporated in the BVI with limited liability on 4 December 2007, a direct wholly-owned subsidiary of our Company |
| “Lilang International” | Lilang (Hong Kong) International Co. Ltd., a company incorporated in Hong Kong with limited liability on 23 March 2004 and an indirect wholly-owned subsidiary of our Company |
| “Lilang Xiamen” | 利郎(廈門)服飾有限公司 (Lilang (Xiamen) Garment Co., Ltd.), a wholly foreign-owned enterprise incorporated under the laws of the PRC on 12 June 2006 and an indirect wholly-owned subsidiary of our Company |
| “LILANZ” | the brand name used by our Group, being 利郎 in Chinese and LILANZ in English, which have been used by our Group for the marketing of our products or, where the context so requires, the English brand name “LILANG” which had been used prior to September 2008 |
| “Listing Rules” | the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended) |
| “Luxury Brands” | those brands which are focused on First tier cities and Second tier cities |
| “Macau” | the Macau Special Administrative Region of the PRC |
| “Mainstream Brands” | those brands which are focused on Second and lower tier cities |
| “Management and Other Shareholders” | Mr. Cai Rong Hua, Mr. Hu Cheng Chu, Mr. Wang Ru Ping, Mr. Pan Rong Bin, all being the executive Directors, Mr. Wang Qiao Xing, the elder brother of the Wang Brothers, Mr. Chen Wei Jin, being the brother-in-law of Mr. Wang Dong Xing and one of our employees, Ms. Chen Yu Hua, being an aunt of the Wang Brothers, and Mr. Xu Tian Min, being one of our employees |
| “Memorandum of Association” or “Memorandum” | the memorandum of association of our Company |

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DEFINITIONS

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| “Ming Lang Investments” | Ming Lang Investments Limited, a company incorporated in the BVI with limited liability on 4 December 2007 which is owned as to an aggregate of 76.50% by the Wang Brothers and an aggregate of 23.50% by the Management and Other Shareholders, being one of our substantial Shareholders |
| “NBS” | the National Bureau of Statistics of China |
| “New Income Tax Law” | the Enterprise Income Tax Law promulgated by the National People’s Congress on 16 March 2007 and which became effective on 1 January 2008 |
| “OEM” | an acronym for original equipment manufacturer, a business that manufactures goods or equipment for branding and resale by others |
| “PBOC” | the People’s Bank of China |
| “Reorganisation” | the reorganisation by the companies comprising our Group in preparation for the [●]. See “Appendix VI — Statutory and General Information — Further Information About our Company — Group reorganisation” |
| “RMB” | Renminbi, the lawful currency of the PRC |
| “SAFE” | the State Administration of Foreign Exchange of the PRC |
| “SAFE Notice” | the Notice on Relevant Problems Relating to the Administration of Foreign Exchange in Corporate Financing by Domestic Residents Through Overseas Special Objective Companies and Return Investments (關於境內居民通過境外特殊目的公司融資及返程投資外匯管理有關問題的通知) issued by SAFE on 21 October 2005 and effective from 1 November 2005 |
| “Second tier cities” | the capitals of provinces in the PRC excluding Guangzhou, municipalities excluding Shanghai and Beijing, and the capitals of the autonomous regions in the PRC |
| “Second and lower tier cities” | Second tier cities, Third tier cities and Fourth tier cities |
| “SFC” | the Securities and Futures Commission of Hong Kong |
| “SFO” | the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |

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| “Share(s)” | ordinary share(s) of HK\$0.10 each in the issued share capital of our Company |
| “Shareholder(s)” | holder(s) of Shares |
| “Small-scale Brands” | those brands which individually held a market share by retail sales of less than 0.2% |
| “sq.ft” | square feet |
| “sq.m.” | square metre |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “Third tier cities” | prefecture-level cities in the PRC, excluding any First and Second tier cities |
| “Track Record Period” | the periods comprising the three financial years ended 31 December 2008 and the six months ended 30 June 2009 |
| “United States” or “US” | the United States, as defined in Regulation S |
| “US\$” or “US dollars” | United States dollars, the lawful currency of the United States |
| “Wang Brothers” | Messrs. Wang Dong Xing, Wang Liang Xing and Wang Cong Xing, all being executive Directors |
| “WTO” | the World Trade Organization |
| “Wuli Industrial Park” | a parcel of land located in Junbian Village, Yonghe Town, Dashanhou District, Lingyuan Street, Jinjiang City Technology and Industry Park (晉江市科技工業園區靈源街道大山後社區永和鎮菌邊村) |
| “Xiao Sheng International” | Xiao Sheng International Limited, a company incorporated in the BVI with limited liability on 4 December 2007 which is owned as to an aggregate of 76.50% by the Wang Brothers and an aggregate of 23.50% by the Management and Other Shareholders, being one of the Controlling Shareholders |
| “%” | per cent. |

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DEFINITIONS

Unless otherwise specified, statements contained in this document assume no exercise of the [●].

All times refer to Hong Kong time.

If there is any inconsistency between the Chinese name of the PRC laws and regulations or PRC entities mentioned in this document and their English translation, the Chinese version shall prevail.

Unless otherwise specified, amounts denominated in RMB and US\$ have been converted into Hong Kong dollars in this document for the purpose of illustration only at the rates set out below:

HK\$1.00: RMB0.8815

HK\$7.7505: US\$1.00

No representation is made that any amounts in RMB, US\$ or HK\$ can be or could have been converted at the relevant dates at the above rates or any other rates or at all.

In this document, references to years are to calendar years unless otherwise stated.

Translated English names of Chinese natural persons, legal persons, governmental authorities, institutions or other entities for which no official English translation exist are unofficial translations for reference only.