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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)

DISSOLUTION OF THE STRATEGY COMMITTEE

The Board announces that the strategy committee of the Company will be dissolved with effect from 30 July 2015.

Reference is made to the announcements (the “**Announcements**”) of C.banner International Holdings Limited (the “**Company**”) dated 18 May 2012, 6 June 2012, 15 June 2012, 23 June 2015 and 21 July 2015 in relation to, inter alia, the CB Subscription Agreement and the Convertible Bonds. Unless otherwise specified, terms defined in the Announcements shall have the same meanings when used in this announcement.

As disclosed in the Announcement dated 18 May 2012, the Company entered into the CB Subscription Agreement with CVC, CCC1 and Mousse in respect of the issue of Convertible Bonds, and pursuant to the CB Subscription Agreement, the Company shall procure that a strategy committee was established in accordance with the terms of the CB Subscription Agreement. Accordingly, the strategy committee of the Company was established on 15 June 2012 upon completion of the CB Subscription Agreement, details of which were disclosed in the Announcement dated 15 June 2012.

In view of the termination of the CB Subscription Agreement with effect from 21 July 2015 upon the exercise of conversion rights attached to the Convertible Bonds in full by the holders of Convertible Bonds on 21 July 2015, details of which were disclosed in the Announcement dated 21 July 2015, the board of directors of the Company (the “**Board**”) has resolved that the strategy committee of the Company to be dissolved with effect from 30 July 2015. The functions and duties of the strategy committee of the Company shall be taken over by the Board.

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

PRC, 29 July 2015

As at the date of this announcement, the executive Directors are Mr. CHEN Yixi, Mr. ZHAO Wei, Mr. HUO Li and Mr. XU Tingyu; the non-executive Directors are Mr. MIAO Bingwen, Mr. HO Chi Kit (with Mr. LI Xinhui as his alternate) 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.