

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

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)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 10 JULY 2019

Reference is made to the circular (the “**Circular**”) of C.banner International Holdings Limited (the “**Company**”) dated 24 June 2019 regarding a very substantial disposal in relation to the disposal of the entire issued share capital of Hamleys Global Holdings Limited (the “**Disposal**”) incorporating, amongst others, the notice (the “**Notice**”) of special general meeting of the Company (the “**SGM**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

SPECIAL GENERAL MEETING

At the SGM held on 10 July 2019, the proposed resolution as set out in the Notice was taken by poll.

As at the date of the SGM, the total number of issued shares of the Company was 2,077,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolution proposed at the SGM. As disclosed on page 6 of the Circular, certain Shareholders had given irrevocable undertakings that all voting rights attached to their respective entire beneficial shareholding in the Company as at the date of the SGM would be exercised in favour of any resolution to be proposed at the SGM for approving the Disposal. Save as the aforesaid, there was no restriction on any Shareholders casting votes on the proposed resolution at the SGM. There was no Share entitling the Shareholders to attend and vote only against the proposed resolution at the SGM. No party has stated its intention in the Circular that it would vote against the proposed resolution or that it would abstain from voting at the SGM.

The Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited was appointed as the scrutineer at the SGM for the purpose of vote-taking. The poll results in respect of the resolution proposed at the SGM were as follows:

ORDINARY RESOLUTION	No. of Votes (%)	
	For	Against
THAT: the terms of and the transactions contemplated under the Sale and Purchase Agreement dated 9 May 2019 in respect of the proposed disposal by the Company of the entire issued share capital of Hamleys Global Holdings Limited be and are hereby approved, and any one director of the Company be and is hereby authorized for and on behalf of the Company to sign, seal, execute, perfect, perform and deliver all such agreements, instruments, documents and deeds, and do all such acts or things and take all such steps as he/she/they may in his/her/their absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or to give effect to the Sale and Purchase Agreement and all matters incidental thereto.	1,247,436,359 100.00%	0 0.00%

As more than 50% of votes were cast in favour of the above ordinary resolution, such resolution was duly passed at the SGM.

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

Hong Kong, 10 July 2019

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.