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品牌中国
BRANDING CHINA

BRANDING CHINA GROUP LIMITED

品牌中國集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 0863)

**CLARIFICATION ANNOUNCEMENT
IN RELATION TO THE NOTICE OF AGM, THE AGM
CIRCULAR AND THE 2016 ANNUAL REPORT**

References are made to the notice of the annual general meeting (the “**AGM**”) of Branding China Group Limited (the “**Company**”) dated 28 April 2017 (the “**Notice of AGM**”), the circular of the Company containing the Notice of AGM dated 28 April 2017 (the “**AGM Circular**”), and the 2016 annual report of the Company containing the information relating to the AGM published on 27 April 2017 (the “**2016 Annual Report**”). Capitalised terms used herein shall have the same meanings as those defined in the Notice of AGM, the AGM Circular, and the 2016 Annual Report unless otherwise specified.

The board of directors of the Company would like to clarify that there is an inadvertent error in note 8 of the Notice of AGM, and the paragraph titled “2016 ANNUAL GENERAL MEETING” on page 49 of the 2016 Annual Report. Accordingly, note 8 of the Notice of AGM shall be amended as follows:

“8. The transfer books and Register of Members of the Company will be closed from 5 June 2017 to 8 June 2017, both days inclusive. During such period, no share transfers will be effected. In order to qualify for attending the Meeting, all transfer documents, accompanied by the relevant share certificates, must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong for registration no later than 4:30 p.m. on **2 June 2017.**”

And the paragraph titled “2016 ANNUAL GENERAL MEETING” on page 49 of the 2016 Annual Report shall be amended as follows:

“2016 ANNUAL GENERAL MEETING

The forthcoming annual general meeting of the Company will be held at 4th Floor, No. 696 Weihai Road, Jingan District, Shanghai, the PRC on Thursday, 8 June 2017 at 10:00 a.m. For determining the entitlement to attend and vote at the forthcoming annual general meeting of the Company, the register of members of the Company will be closed from Monday, 5 June 2017 to Thursday, 8 June 2017 (both days inclusive) during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the forthcoming annual general meeting of the Company, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 4:30 p.m. on **Friday, 2 June 2017.**”

Save as stated above, all other information in the Notice of AGM, the AGM Circular and the 2016 Annual Report remains unchanged. This clarification announcement is supplemental to and should be read in conjunction with the Notice of AGM, the AGM Circular and the 2016 Annual Report.

By Order of the Board
Branding China Group Limited
Fang Bin
Chairman

Shanghai, the People’s Republic of China, 2 May 2017

As at the date of this announcement, the executive Directors are Mr. Fang Bin, Mr. Fan Youyuan, Mr. Patrick Zheng, Mr. Huang Wei and Mr. Song Yijun and the independent non-executive Directors are Mr. Zhou Ruijin, Mr. Lin Zhiming and Ms. Hsu Wai Man, Helen.