

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.



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)

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

Reference is made to the announcement jointly issued by Branding China Group Limited (the “**Company**”) and East Harvest Global Limited (the “**Offeror**”) dated 30 January 2018 in relation to, among other things, (i) the acquisition of approximately 74.48% of the issued shares of the Company by the Offeror; and (ii) the possible mandatory cash offer by Kingston Securities Limited for and on behalf of the Offeror to acquire all the issued shares of the Company (other than those already owned or to be acquired by the Offeror and/or parties acting in concert with it) (the “**Announcement**”). Unless the context requires otherwise, terms defined in the Announcement have the same meanings when used herein.

Pursuant to Rule 2.1 of the Takeovers Code, the Board announces that Somerley Capital Limited (“**Somerley**”), a corporation licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO, has been appointed as the independent financial adviser of the Company (the “**Independent Financial Adviser**”) to advise the Independent Board Committee in respect of the Offer. The appointment of Somerley as the Independent Financial Adviser has been approved by the Independent Board Committee pursuant to Rule 2.1 of the Takeovers Code.

The letter of advice from Somerley in relation to the Offer will be included in the Composite Document to be despatched jointly by the Offeror and the Company in due course.

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

Shanghai, The People's Republic of China, 2 February 2018

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.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at upon due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.