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江南布衣⁺

JNBY Design Limited

江南布衣有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3306)

APPOINTMENT OF JOINT COMPANY SECRETARY

The Board announces that Ms. Wang Minyuan has been appointed as the Joint Company Secretary with effect from 23 November 2018.

The Board further announces that the Stock Exchange has granted a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules with respect to the appointment of Ms. Wang Minyuan as the Joint Company Secretary, who currently does not possess the qualifications of company secretary as required under Rules 3.28 and 8.17 of the Listing Rules.

APPOINTMENT OF JOINT COMPANY SECRETARY

The board of directors (the “**Board**”) of JNBY Design Limited (the “**Company**”) and together with its subsidiaries, the “**Group**”) is pleased to announce that with effect from 23 November 2018, Ms. Wang Minyuan (“**Ms. Wang**”) has been appointed as the joint company secretary of the Company (the “**Joint Company Secretary**”). Ms. Ng Sau Mei (“**Ms. Ng**”), the existing company secretary of the Company, will continue to be the other joint company secretary of the Company.

Biographical details of Ms. Wang are set out as follows:

Ms. Wang Minyuan, aged 36, joined the Group in 2007. Ms. Wang was appointed as the secretary to the chairman of the Board. She is primarily responsible for coordination of board affairs and organization and preparation for the board meetings and committees meetings, preparation of annual reports and interim reports of the Company and handling internal affairs, including corporate administrative, compliance and operational matters in the Group. Ms. Wang has served as supervisor in a number of the subsidiaries of the Group. Ms. Wang graduated from Zhejiang Gongshang University in Hangzhou in July 2005 and holds a bachelor’s degree in business administration.

Although Ms. Wang does not currently possess the qualifications as set out in Rule 3.28 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the Company believes that Ms. Wang, by virtue of her extensive knowledge and past experience in the corporate administration, compliance, operation and management of the Company as well as her thorough understanding of the business and operation of the Company, should be capable of discharging her duties as the Joint Company Secretary. Accordingly, the Company believes that it would be in the best interests of the Company and the Group in terms of corporate governance to have as its joint company secretary a person like Ms. Wang, who has a thorough understanding of the internal business and operations of the Group.

Ms. Ng, the other joint company secretary of the Company, will assist Ms. Wang in discharging her duties as the Joint Company Secretary. Ms. Ng is an associate director of the Listing Service Department of TMF Hong Kong Limited (an international corporate service provider) and has over 17 years of professional and in-house experience in the corporate secretarial field. She is a member of the Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators in the United Kingdom. Ms. Ng meets the requirements of a company secretary under Rules 3.28 and 8.17 of the Listing Rules.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of the Listing Rules, a listed issuer must appoint a company secretary who satisfies Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience.

Ms. Wang currently does not possess the qualifications of company secretary as required under Rule 3.28 of the Listing Rules. The Company has applied, and the Stock Exchange has granted, a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules (the “**Waiver**”) with respect to the appointment of Ms. Wang as the Joint Company Secretary for a period of three years from the date of the appointment of Ms. Wang (the “**Waiver Period**”) on the conditions that (i) Ms. Wang will be assisted by Ms. Ng during the Waiver Period and the Waiver will be revoked immediately if and when Ms. Ng ceases to provide assistance to Ms. Wang; (ii) the Company shall notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to revisit the situation. The Stock Exchange expects that, after the end of the Waiver Period, the Company will be able to demonstrate that Ms. Wang can satisfy Rule 3.28 of the Listing Rules, having had the benefit of Ms. Ng’s assistance such that a further waiver will not be necessary; and (iii) the Company will announce the details of the Waiver including the reasons and conditions.

The Board would like to express its warmest welcome to Ms. Wang for taking up the appointment.

By order of the board of directors
JNBY Design Limited
Wu Jian
Chairman and Executive Director

Hong Kong, 23 November 2018

As at the date of this announcement, the Board comprises Mr. Wu Jian, Ms. Li Lin and Mr. Li Ming as the executive directors of the Company; Mr. Wei Zhe and Mr. Zhang Beili as the non-executive directors of the Company; and Mr. Lam Yiu Por, Ms. Han Min and Mr. Hu Huanxin as the independent non-executive directors of the Company.