

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.

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)

**DISCLOSEABLE TRANSACTIONS
SUBSCRIPTIONS OF WEALTH MANAGEMENT PRODUCTS**

SUBSCRIPTIONS OF THE BOH WEALTH MANAGEMENT PRODUCTS

The Board is pleased to announce that on April 12, 2017, JNBY Finery, a subsidiary of the Company, subscribed for the BOH Wealth Management Product with a principal of RMB50,000,000.

On January 20, 2017 and March 3, 2017, JNBY Finery subscribed for the same short-term wealth management product with a principal of RMB40,000,000 and RMB50,000,000 respectively.

LISTING RULES IMPLICATIONS

Each of the January Subscription, March Subscription and April Subscription by itself does not constitute a notifiable transaction of the Company for the purpose of Chapter 14 of the Listing Rules. However, on an aggregated basis, the highest of the applicable percentage ratios (as defined in the Listing Rules) of the January Subscription, March Subscription and April Subscription exceeds 5% but all the applicable percentage ratios are less than 25%. As such, the subscriptions constitute discloseable transactions of the Company and are subject to the reporting and announcement requirements but are exempt from Shareholders' approval requirement under Chapter 14 of the Listing Rules.

SUBSCRIPTIONS OF THE BOH WEALTH MANAGEMENT PRODUCTS

The Board announces that on April 12, 2017, JNBY Finery, a subsidiary of the Company, subscribed for the BOH Wealth Management Product with a principal of RMB50,000,000. On January 20, 2017 and March 3, 2017, JNBY Finery subscribed for the same short-term wealth management product with a principal of RMB40,000,000 and RMB50,000,000 respectively.

The BOH Wealth Management Products

The terms of the three subscription agreements are materially the same, details of which are set out as follows:

	January Subscription	March Subscription	April Subscription
Date of subscription	January 20, 2017	March 3, 2017	April 12, 2017
Parties	(1) JNBY Finery; and (2) Bank of Hangzhou To the best knowledge, information and belief of the Directors, Bank of Hangzhou and its ultimate beneficial owners are Independent Third Parties		
Name of the wealth management product	Scheduled 94 Days “Fortune 99” Outstanding Profit Making Wealth Management Plans: Management Product No. 17006*	Scheduled 94 Days “Fortune 99” Outstanding Profit Making Wealth Management Plans: Management Product No. 17030*	Scheduled 91 Days “Fortune 99” Outstanding Profit Making Wealth Management Plans: Management Product No. 17060*
	(“幸福99”卓越穩盈理財計劃第17006期預約94天型)	(“幸福99”卓越穩盈理財計劃第17030期預約94天型)	(“幸福99”卓越穩盈理財計劃第17060期預約91天型)
Consideration of subscription ⁽¹⁾	RMB40,000,000	RMB50,000,000	RMB50,000,000
Term of investment period	From January 20, 2017 to April 24, 2017	From March 3, 2017 to June 5, 2017	From April 12, 2017 to July 12, 2017
Investment portfolio	The funds raised through this issue of wealth management product will be invested in government bonds, central bank bills, financial and corporate debts, mid-term bills, short-term financing bills, pledged repurchases, interbank borrowings, etc.		
Expected rate of investment return per annum ⁽²⁾	3.20%	3.60%	3.75%

Notes:

- (1) The principals of the January Subscription, March Subscription and April Subscription are guaranteed.
- (2) The anticipated return rates are not guaranteed.

REASONS FOR AND BENEFITS OF SUBSCRIBING FOR THE BOH WEALTH MANAGEMENT PRODUCTS

The Company's daily operations have brought it with comparatively affluent capital reserves. Without affecting the Company's operational liquidity, the Company (through its subsidiary JNBY Finery) utilised certain idle funds to subscribe for the BOH Wealth Management Products. Given that the BOH Wealth Management Products are highly secured, the Board considers that such utilisation does not cause any adverse impact on the working capital of the Company.

Appropriate short-term wealth management with low risk exposure is conducive to enhancing the utilisation of capital and increasing income from idle funds. In addition, the consideration of each of the subscriptions for the BOH Wealth Management Products was determined with reference to the pricing of the relevant products in the market. The Directors are therefore of the view that the agreements for the January Subscription, March Subscription and April Subscription were entered into on normal commercial terms, in the ordinary course of business of the Company and were and are in the interest of the Company and its Shareholders as a whole.

INFORMATION ABOUT THE PARTIES

The Company

The Company is a leading designer brand fashion house based in China. The Company designs, promotes and sells contemporary apparel, footwear and accessories for women, men, children and teenagers as well as household products. The Company's brand portfolio currently comprises six brands – (i) JNBY, (ii) CROQUIS, (iii) jnby by JNBY, (iv) less, (v) Pomme de terre and (vi) JNBYHOME, each targeting at a distinct customer segment and having a uniquely defined design identity based on the Group's universal brand philosophy – “Just Naturally Be Yourself”.

Bank of Hangzhou

Bank of Hangzhou is a commercial bank in the PRC, the principle business of which is to provide corporate and personal, asset management and other financial services.

LISTING RULES IMPLICATIONS

Each of the January Subscription, March Subscription and April Subscription by itself does not constitute a notifiable transaction of the Company for the purpose of Chapter 14 of the Listing Rules. However, on an aggregated basis, the highest of the applicable percentage ratios (as defined in the Listing Rules) of the January Subscription, March Subscription and April Subscription exceeds 5% but all the applicable percentage ratios are less than 25%. As such, the subscriptions constitute discloseable transactions of the Company and are subject to the reporting and announcement requirements but are exempt from Shareholders' approval requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

“April Subscription”	the subscription of the BOH Wealth Management Product by JNBY Finery from Bank of Hangzhou with a principal of RMB50,000,000 on April 12, 2017
“Bank of Hangzhou”	Guanxiangkou branch of Bank of Hangzhou Co., Ltd.* (杭州銀行股份有限公司官巷口支行)

“BOH Wealth Management Product”	“Fortune 99” Outstanding Profit Making Wealth Management Plan* (“幸福99”卓越穩盈理財計劃預約型) issued by the Bank of Hangzhou
“Board”	the board of Directors of the Company
“Company”	JNBY Design Limited, a company incorporated in the Cayman Islands with limited liability on November 26, 2012 and listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries from time to time
“Independent Third Party(ies)”	third party(ies) (and where the third party is a corporation, such corporation and its ultimate beneficial owners) who is/are independent of and not connected with the Company and its connected persons (as defined in the Listing Rules)
“January Subscription”	the subscription of the BOH Wealth Management Product by JNBY Finery from Bank of Hangzhou with a principal of RMB40,000,000 on January 20, 2017
“JNBY Finery”	JNBY Finery Co., Ltd. (江南布衣服飾有限公司), an indirectly wholly-owned subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“March Subscription”	the subscription of the BOH Wealth Management Product by JNBY Finery from Bank of Hangzhou with a principal of RMB50,000,000 on March 3, 2017
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholders”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

By Order of the Board of
JNBY Design Limited
Wu Jian
Chairman and Executive Director

Hong Kong, April 12, 2017

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

* *for identification purposes only*