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La Chapelle

上海拉夏貝爾服飾股份有限公司

Shanghai La Chapelle Fashion Co., Ltd.

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 06116)

CHANGE IN JOINT COMPANY SECRETARY

The board of directors (the “**Board**”) of Shanghai La Chapelle Fashion Co., Ltd. (the “**Company**”) hereby announces that Mr. Mao Jian (“**Mr. Mao**”) has resigned as the Company’s joint company secretary (the “**Joint Company Secretary**”) with effect from 12 December 2016, in order to focus on his pursuit of personal career aspirations and development.

Mr. Mao has confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board is pleased to announce that Ms. Fang Xian Li (“**Ms. Fang**”) has been appointed as the Joint Company Secretary with effect from 12 December 2016.

Ms. Fang, aged 44, has served as the secretary of the Board of the Company since June 2016. Ms. Fang has been a director of Zhengtai Engineering Machinery Co., Ltd. (鄭泰工程機械股份有限公司) since November 2015 and an executive director of Shanghai Homeland Asset Management Co., Ltd (上海嘉合明德資產管理有限公司) since August 2011. She was a deputy general manager and secretary of the board of directors of Kailong High Technology Co., Ltd (凱龍高科技股份有限公司) from January 2014 to November 2015. From August 2003 to December 2011, Ms. Fang had held the positions of financial officer, head of external cooperation department, assistant to general manager of the Jinqiao Project, assistant to head of the organization and personnel department, assistant to general manager cum office director and assistant to executive director of capital operation department of SAIC Motor Corporation Limited (上海汽車集團股份有限公司).

Ms. Fang holds a doctoral degree in economics from Fudan University obtained in July 2003 and is currently attending an EMBA programme of China Europe International Business School. She is a certified public accountant and qualified practising lawyer of China.

Given Ms. Fang’s education background and extensive knowledge and experience in corporate business management and project coordination, her appointment as a Joint Company Secretary allows her to work closely with the Board and to efficiently handle relevant corporate secretarial matters, including investor relations, horizontal and vertical internal corporate communications and daily record-keeping as well as office procedures and systems on filing, reporting and communications. In addition, the Company continues to prepare for the listing of its shares in the domestic A-share market. With the qualifications of certified public accountant and solicitor in China and nearly 10 years’ working experience in SAIC Motor Corporation Limited (上海汽車集團股份有限公司), a company listed on the Shanghai Stock Exchange (Stock Code: 600104), Ms. Fang is very familiar with various compliance requirements of company listed on the Shanghai Stock Exchange, which is an advantage to the Company for its proposed listing on the A-share market.

Ms. Fang will have access to the relevant training and support that would enhance her understanding of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and the duties of a company secretary of an issuer listed on the Stock Exchange. In addition, Ms. Fang will comply with the annual professional training requirement under Rule 3.29 of the Listing Rules and will enhance her knowledge of the Listing Rules from the date of her appointment.

Ms. Wong Wai Ling (“**Ms. Wong**”), the other Joint Company Secretary of the Company, will assist Ms. Fang in performing her duties as the Joint Company Secretary of the Company. Ms. Wong is in compliance with provisions pertaining to company secretary under Rule 3.28 and Rule 8.17 of the Listing Rules.

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

Ms. Fang does not currently hold the qualifications of company secretary stipulated under Rule 3.28 of the Listing Rules. The Company has applied for, and the Stock Exchange has granted, a waiver (the “**Waiver**”) from strict compliance with Rule 3.28 and Rule 8.17 of the Listing Rules in connection with the appointment of Ms. Fang as the Company’s Joint Company Secretary for a period of three years from the date of appointment stated above (the “**Waiver Period**”) on the condition that Ms. Fang will be assisted by Ms. Wong during the Waiver Period. To the extent that Ms. Wong ceases to assist Ms. Fang, the Waiver will be revoked with immediate effect. The Stock Exchange may also revoke or amend the Waiver in the event of any change to the status of the Company.

At the end of the Waiver Period, the Company will notify the Stock Exchange to re-visit the situation. The Company will further assess the qualifications and experience of Ms. Fang, and is expected to be able to demonstrate to the Stock Exchange’s satisfaction that Ms. Fang has acquired the “relevant experience”, as defined under Note 2 to Rule 3.28 of the Listing Rules, with the assistance of Ms. Wong and therefore will not require a further waiver.

The Board would like to take this opportunity to thank Mr. Mao for his contributions to the Company during his term of office, and would also like to welcome Ms. Fang as she takes up her new appointment.

By Order of the Board
Shanghai La Chapelle Fashion Co., Ltd.
Mr. Xing Jiaying
Chairman

Shanghai, the PRC, 12 December 2016

As of the date of this announcement, the executive directors of the Company are Mr. Xing Jiaying, Mr. Wang Yong and Mr. Wang Wenke; the non-executive directors of the Company are Mr. Li Jiaqing, Mr. Lu Weiming, Mr. Cao Wenhai, Ms. Wang Haitong and Mr. Luo Bin; the independent non-executive directors of the Company are Mr. Mao Jianong, Dr. Chen Jieping, Mr. Chen Wei and Mr. Chan, Wing Yuen Hubert.