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China Parenting Network Holdings Limited **中國育兒網絡控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8361)

CHANGE OF COMPLIANCE ADVISER

The board of directors (the “**Board**”) of China Parenting Network Holdings Limited (the “**Company**”) announces that the compliance adviser agreement with China Everbright Capital Limited dated 16 February 2015 (“**China Everbright Capital**”) has been terminated with effect from 31 January 2017 (the “**Termination**”) due to commercial reasons.

Save as disclosed in this announcement, the Board confirms that, as at the date of this announcement, there are no other matters relating to the Termination that are required to be drawn to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”).

The Board further announces that Innovax Capital Limited (“**Innovax Capital**”) has been appointed as the new compliance adviser to the Company as required pursuant to Rule 6A.27 of the Rules Governing the Listing of Securities on the Growth Enterprise Market (“**GEM**”) of the Stock Exchange (“**GEM Listing Rules**”) with effect from 1 February 2017 until the date, pursuant to Rule 6A.19 of the GEM Listing Rules, on which the Company complies with Rule 18.03 of the GEM Listing Rules in respect of the Company’s financial results for the second full financial year commencing after the date of initial listing of the Company (being the year ending 31 December 2017), or until the compliance adviser agreement entered into between the Company and Innovax Capital is terminated in accordance with its terms, whichever is earlier.

Innovax Capital is a licensed corporation to carry out types 1 (dealing in securities) and 6 (advising on corporate finance) regulated activities under the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

By order of the Board of
China Parenting Network Holdings Limited
Li Juan
Chairperson

Hong Kong, 25 January 2017

As at the date of this announcement, the executive Directors are Mr. Cheng Li, Mr. Hu Qingyang and Mr. Zhang Lake Mozi; the non-executive Directors are Mr. Wu Haiming, Ms. Li Juan and Mr. Hsieh Kun Tse; and the independent non-executive Directors are Mr. Wu Chak Man, Mr. Zhao Zhen and Mr. Ge Ning.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

*This announcement will remain on the “**Latest Company Announcements**” page of the website of the GEM at <http://www.hkgem.com> for at least 7 days from the date of its posting and be posted on the website of the Company at <http://www.ci123.com>.*