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天喔國際控股有限公司 Tenwow International Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01219)

VOLUNTARY ANNOUNCEMENT STRATEGIC COOPERATION AGREEMENT WITH SHANGHAI ZHONGMIN

This Announcement is a voluntary announcement made by Tenwow International Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”).

STRATEGIC COOPERATION AGREEMENT

The board of directors of the Company (the “**Board**”) is pleased to announce that on 24 September 2015, Tenwow Foods (Group) Co., Ltd. (天喔食品(集團)有限公司) (“**Tenwow Group**”), a wholly-owned subsidiary of the Company, and Shanghai Zhongmin Supply Chain Management Limited* (上海眾敏供應鏈管理有限公司) (“**Shanghai Zhongmin**”) entered into a strategic cooperation agreement (the “**Strategic Cooperation Agreement**”), pursuant to which Tenwow Group and Shanghai Zhongmin agreed to, amongst others: (i) mutually provide its resources and support; (ii) mutually benefit from resources consolidation and sharing in fields such as marketing, promotion, and data sharing; and (iii) deepen the level of cooperation at the subsidiary level (“**Strategic Cooperation**”).

The Strategic Cooperative Agreement shall remain in effect until the parties thereto enter into a further agreement in relation to the Strategic Cooperation in place of the Strategic Cooperative Agreement, or five years from the signing of the Strategic Cooperative Agreement, whichever is earlier.

Subject to the terms and conditions of the Strategic Cooperative Agreement, Shanghai Zhongmin undertook to Tenwow Group that (i) they will fully open their Zhongmeilian Platform (眾美聯商城平台), a business-to-business platform owned by Shanghai Zhongmin, to Tenwow Group for the Group’s products, including but not limited to snacks, non-alcoholic beverages, “Chuan Xiang” sauces and flavourings, Morning Smile oatmeal series, V Planet cocktail (V星預調酒), Chinese rice wine, wine and famous spirits, and guarantee a RMB200 to 300 million in sales on the platform in the initial cooperative year; and (ii) in the initial cooperative year Shanghai Zhongmin will promote Tenwow Group’s products to approximately 40 chain restaurant operators, and gradually increase the product coverage in cooperation restaurant operators of Shanghai Zhongmin.

Tenwow Group undertook to Shanghai Zhongmin to (i) provide its resources of production and supply chain and supply Shanghai Zhongmin with stable and high quality raw material and merchandise; and (ii) provide storage and logistics service to Shanghai Zhongmin.

REASONS FOR AND BENEFITS OF ENTERING THE STRATEGIC COOPERATION AGREEMENT

The Company believes that the Strategic Cooperation Agreement has been entered into in the long-term interests of the Group and its shareholders in light of the following: (i) cooperation with Shanghai Zhongmin will allow the Group to capture the potential opportunities in respect of the online platform to explore the new sales model and sales channels; and (ii) cooperation with Zhongmeilian Platform will allow the Group to simplify the distribution model and directly sell its products to chain restaurants and hotels.

GENERAL INFORMATION

Tenwow Group is a leading packaged food and beverage producer and one of the largest distributors of packaged food and beverages in the People's Republic of China (the "PRC"), with a well-established distribution network across the PRC.

Shanghai Zhongmin is a company established in the PRC and a variable interest entity of Wowo Limited, whose shares are listed and traded on the NASDAQ (stock code: WOWO). Shanghai Zhongmin is principal engaged in the supply chain management and business-to-business market. Shanghai Zhongmin is dedicated to building a leading service platform to consolidate the catering and hotel industry chain in the PRC and currently has cooperated with approximately 1,000 leading catering and hotel brands and approximately 100 industry associations in 100 major cities in the PRC.

To the best knowledge, information and belief of the directors of the Company, having made all reasonable enquiries, Shanghai Zhongmin and its ultimate beneficial owners are third parties independent of the Company and the connected person (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited) of the Company.

Shareholders and potential investors of the Company should note that the Strategic Cooperation Agreement only sets out the framework of the Strategic Cooperation between Tenwow Group and Shanghai Zhongmin and are advised to exercise caution when dealing in the securities of the Company.

On Behalf of the Board
Tenwow International Holdings Limited
Lin Jianhua
Chairman

Hong Kong, 25 September 2015

As at the date of this announcement, the executive directors of the Company are Mr. Lin Jianhua, Mr. Wang Juwei, Mr. Lam Hang Boris, Mr. Yeung Yue Ming and Ms. Au Lai Hang; the non-executive director of the Company is Ms. Chen Shirley Shiyong; and the independent non-executive directors of the Company are Mr. Liu Chang-Tzong, Mr. Cheung Yui Kai Warren and Mr. Wang Longgen.

** For identification purposes only*