

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K
CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (date of earliest event reported): June 28, 2011

ChinaNet Online Holdings, Inc.
(Exact Name of Registrant as Specified in Charter)

Nevada	000-52672	90-0617940
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

No.3 Min Zhuang Road, Building 6,
Yu Quan Hui Gu Tuspark, Haidian District, Beijing, PRC 100195
(Address of Principal Executive Offices and Zip Code)

Registrant's telephone number, including area code: +86-10-51600828

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 8.01. Other Events.

Attached is a slideshow presentation presented by ChinaNet Online Holdings, Inc. (the "Company") at the Brean Murray Carret & Co. Beijing China Growth Conference, which includes information about the Company's business and financial information, which the Company has made available.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

No.	Description
99.1	Slideshow Presentation

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: June 28, 2011

ChinaNet Online Holdings, Inc.

By: /s/ Handong Cheng

Name: Handong Cheng

Title: Chief Executive Officer

EXHIBIT INDEX

Exhibit No.	Description
99.1	Slideshow Presentation



2011
Corporate
Presentation

ChinaNet-Online Holdings, Inc.

NASDAQ: CNET

2011 Corporate Presentation



SAFE HARBOR STATEMENT

This information is published solely for informational purposes and is not to be construed as a solicitation or an offer to buy any security or related financial instrument. This presentation may include "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Exchange Act of 1934 and are intended to be covered by the safe harbor provisions for forward looking statements. This information is supplied from sources we believe to be reliable but we can not guarantee accuracy. This document and the information contained herein is confidential.

The agents and the agents' counsel assume no responsibility or liability of any nature whatsoever for the accuracy, adequacy or completeness of the publicly available information or as to whether all information concerning the Company required to be disclosed by the Company has been generally disclosed. The agents' counsel and the Company's counsel are acting as counsel to the agents and the Company, respectively, and not as legal counsel to the subscriber. The agents have not engaged in any independent investigation or verification with respect to any of the information concerning the Company. Prospective purchasers are responsible for their own due diligence investigation in respect of any investment in the Company.

Executive Summary



2011
Corporate
Presentation

- The first B2B solution provider for sales channel expansion in China;
- Core competence:
 - CPL through multichannel communication resources, mainly internet;
 - CPS through both online and offline with increasing technical support on cloud based service platforms;
- Simple business model and satisfy simple needs of small to medium enterprises: expand their sales channels in China;
- Macroeconomic policy support from Chinese government in alliance with overall industrial upgrading;
- Increasing talents from international wide to pursue operational excellence;
- The founder of “Student Entrepreneurial Fund” with six major ministries support.

ChinaNet:



2011
Corporate
Presentation

Providing sales channel expansion solutions in China for small to medium enterprises through four cloud based internet service platforms:

Sales Channel Promotion	Sales Channel Building	Sales Channel Management
SNS Information Platform Advertising & Marketing Platform	Brand Management & Sales Channel Building Platform	Management Tools Platform

ChinaNet: Products & Services



2011
Corporate
Presentation

Promotion

Building

Management

SNS Information

A&M

BMSCE

Management
Tools


www.chuangye.com


www.liansuo.com

www.28.com


招商客
iMAP
Brand Management


Flying Cloud
(in July)

ChinaNet: Revenue Model

We target 4 million SMEs in China and provide cost-effective solutions to help them rapidly promote, build and manage their sales channels domestically in China, also extending to foreign SMEs;

Promotion

(Now)

- Cost Per Leads;
- Cost Per Bidding ;
- Membership fees ;
- Other value added service fees, SEO&SEM;
- Other media resale revenue, TV and mobile ;

Building

(In process)

- Cost per Sales ;
- Brand management consulting fees ;

Management

(Future)

- Revenue from ;
- Point of Sale ;
- Supply Chain ;
- Customer Relationship Management ;
- Elite ERP ;

ChinaNet Financial Highlights



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Presentation

Ticker Symbol	NASDAQ: CNET
Fiscal Year	December 31
Stock Price (6/24/11)	\$1.63
Shares Outstanding- common shares (2/23/11) ⁽¹⁾	17.1M
Market Capitalization (6/24/11)	\$28M
Management Ownership	44.0%
2010 Revenue (audited)	\$41.6M
2010 Adjusted Net Income ⁽²⁾ (audited)	\$14.7M
Q1 2011 – REVENUE	\$7.0 M 10%
Q1 2011 – Adjusted NET INCOME ⁽³⁾	\$2.4M ▲ 42%
Q1 2011 – Adjusted EPS (diluted) ⁽³⁾	\$0.12 ▲ 33%

(1) Weighted share count will differ quarterly due to GAAP Treasury Method for 4.8 M warrants outstanding with an average strike price of \$3.13.

(2) Adjusted net income and EPS excludes a non-cash gain of \$1.9 million related to changes in fair value of warrants for the year ended December 31, 2010.

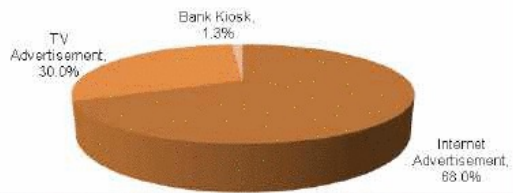
(3) Q1 2011 adjusted net income and EPS excludes \$0.2 million non-cash gain on deconsolidation of a subsidiary.

ChinaNet 2010 vs. 2009

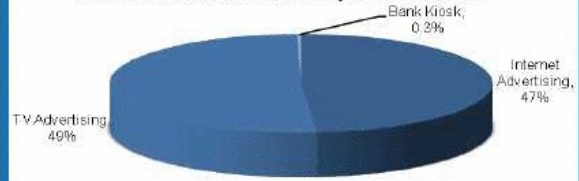


2011
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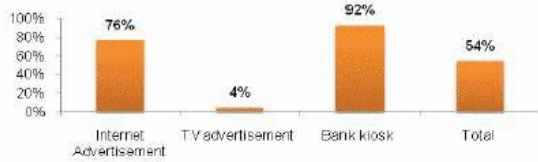
2010 Revenue Breakdown By Business Unit



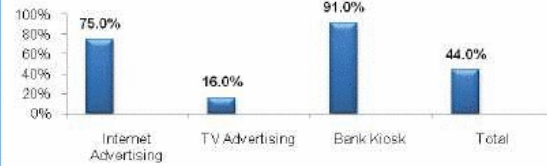
2009 Revenue Breakdown By Business Unit



2010 Gross Margin Breakdown



2009 Gross Margin Breakdown



Competitive Advantages



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Presentation

- **First Mover Advantage:** Premier vertical internet advertising website in China focusing on franchise or dealerships business opportunities
- **In-depth Industry Experience:** Over 4 years of operations as multichannel ad portal across Internet, TV, Mobile and Kiosk.
- **Established Database:** Accumulated database of over 1M potential entrepreneurs
- **Advanced Market Share:** Company maintains a >30% market share position
- **Building Entry Barrier:** building the four service platforms with more advanced technology

Competitor Comparison



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Presentation

	Internet	IP (Wkly Avg.)	PV (Wkly Avg.)	ALEXA Ranking	Baidu Index	PV/IP
ChinaNet	<u>28商机网 (2003)</u>	192,000	2,188,800	3,421	4092	11.4
	<u>连锁网 (2011)</u>	依据不同的创业者需求,中网在线相继于2011年3月份,4月份推出连锁网与创业网,目前网站尚未进行推广期,是自然流量;				
	<u>创业网 (2011)</u>					
Direct Competitor	<u>78创业商机网</u>	141,600	1,047,840	4,554	175	7.4
	<u>3158致富网</u>	121,200	484,800	5,910	912	4.0
	<u>全球加盟网</u>	66,600	699,300	10,924	470	10.5
	<u>中国加盟网</u>	72,600	638,880	17,918	927	8.8
	<u>我要加盟网</u>	37,200	215,760	24,625	213	5.8
Potential Competitor	<u>创业邦</u>	180,600	794,640	4,820	905	4.4
	<u>阿里巴巴 (创业)</u>	N/A	N/A	80	117995	11.2

阿里巴巴开设了创业频道,故其IP访问量不便计算, 暂以阿里巴巴网站值为统计量。



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CLIENT CASE STUDIES

ChinaNet Internet Clients



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Clients are SME franchisors and businesses seeking to expand their footprint; also benefit from additional advertising and business management tools

Total clients:

Basic Clients: 600 (USD\$180 - \$230/month)

Receive:

Simple profile page to advertise the business

Active Clients: 900 (USD\$3,050 - \$3,800/month)

Receive:

Designed profile pages with messaging page + Mini-sites with online consultant + SEM + SEO + IIM + other additional marketing channels (TV, Mobile, Printing etc., need to pay extra)

Branded Clients: 32 (USD\$27,500 – \$33,550/month)

Receive:

Above + Brand management solutions + Sales channel rapid expansion solutions

Customer Retention Rate > 60%

ChinaNet Sample Clients



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Presentation



KENJMI Leather Goods



SUPWAVE
Car Care



Liqing DaBieShan Goose
Hotpot Restaurant



FengBoZhuang Restaurant



Toe Dance Slipper
Retail Store

Client Case Study

Active Client



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Presentation



SUPWAVE Car Care
Founded: Beijing 2007
www.supwave.com



Years of operation	3
Franchise Positioning	SOP for car wash and cleaning services
Target Market	Middle Class Car owners
Product Price Range	Touch up Paint - more than \$16.50 Car Wash - \$6.80
Initial investment amount for franchise (USD)	\$7,600-\$30,300
# of Employees	80
# of senior management personnel	3
Years of owner's management experience	10
2010 Sales Revenue (USD)	\$2,727,000
2010 Net Profit (USD)	\$455,000

Business Performance



2011
Corporate
Presentation



Company-owned stores	4
Annual average revenue per company-owned store (USD)	\$120,000-\$150,000
Annual profit per company-owned store (before tax) (USD)	\$45,000-\$76,000
Franchise stores	200
Annual revenue per franchised store	\$90,000-\$150,000
Annual gross profit per franchised store	\$38,000-\$69,000

(USD)	Product Sales Revenue	Franchise Revenue	Dealers Revenue	Total Revenue	Total Marketing Exp
2010	\$1,090,000	\$1,640,000	NA	\$2,730,000	\$273,000
% to total revenue	39.9%	60.1%	0%	100%	10%

Business with ChinaNet



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Presentation



Client	Online AD			TV	Other	Revenue/month (\$USD)			# of months of client
	AD	NEWS		AD	AD	Min	Max	Avg	
	*					\$5,500	\$11,000	\$7,600	24
Client for 24 months		March 2009		After cooperating with ZWOnline		Growth rate		Monthly IP visits	60000
Monthly franchise Revenue(\$USD)		\$160,000		\$230,000		140%		Avg. leads per month	750
# of franchised stores		70		200		567%		% of clicks that leave a message	1.3%
Monthly avg. of in-person inquiry		9		23		44%		% of new signings from ZW Online	20%
Monthly avg. of new contract-signing		5		12		140%			



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Presentation

EXPANSION STRATEGY

2011 Growth Strategy



2011
Corporate
Presentation

- Increase market share in rapidly growing franchise industry through organic growth and M&A
- Monetizing customer base by offering an integrated solution across 4 cloud-based platforms generating recurring revenue
- Expand to top 10% of non-franchised SMEs in China: 4 millions enterprises
- Launch Liansuo.com and Chuanye.com
- Acquire branded customers and international business
- Buy vs. Build M&A – leverage strong balance sheet to target technology and/or sales channel opportunities to add enhanced services
- Add key hires to support expansion and new business units

2011-2015 Future Sales Network



2011
Corporate
Presentation



In 5 provinces now: Fujian, Guangzhou, Shanghai, Wuhan and Zhejiang

Expand to more than 12 major cities in 3-5 years

Financial Statement Summary

Year ended Dec 31 (mill's)	2010	2009	% Change
Net Sales	\$41.6	\$37.7	+10.3%
Gross Profit	\$22.6	\$16.5	+34.5%
Gross Margin	54%	43.8%	+30.0%
Adj. Net Income ⁽¹⁾	\$14.7	\$8.4	+75.0%
Adj. Diluted EPS ⁽¹⁾	0.70	0.50	+50%
Weighted Shares Outstanding	16,788,176	14,825,125	+13.24%
Cash Flows from Operations	\$11.6	\$4.6	+152%

(1) Non-GAAP net income and EPS excludes non-cash gain of 1.9 million related to changes in fair value of warrants for the three month period ended Sep 30th, 2010 and non-cash loss of \$1.3 million for the three month ended Sep 30th, 2009.

Financial Statement Summary

Month ended March 31 (mill's)	Q1 2011	Q1 2010	% Change
Net Sales	\$7.0	\$10.2	-31%
Gross Profit	\$5.0	\$3.5	+43%
Gross Margin	71.1%	34.2%	+108%
Adj. Net Income ⁽¹⁾	\$2.4	\$1.7	+42%
Adj. Diluted EPS ⁽¹⁾	0.12	0.09	+33%
Weighted Shares Outstanding	20.8	21.1	-1.4%

(1) Non-GAAP net income and EPS excludes \$0.2 million non-cash gain on deconsolidation of a subsidiary and \$1.9 million non-cash gain related to changes in fair value of warrants for the three month periods ended March 31, 2011 and 2010, respectively

Management Team

Handong Cheng, Chairman & CEO

Mr. Cheng is Co-founder of ChinaNet and oversees daily operations. A pioneer in online media and marketing services, Mr. Cheng was awarded "Network Creative person of China" in 2006. BA of Law from Wuhan University. Executive MBA, Peking University. Mr. Cheng has extensive franchisor experience, and has founded numerous franchises including a chain of car washes as well as the largest office building window cleaning chain in China.

George K. Chu, COO

Mr. George Chu is responsible for the overall operations of 28.com. He is experienced in management and operational excellence. BBA of Accounting & MIS from Simon Fraser University BC, Canada, DLP & Executive Education from Harvard Business School and Executive MBA, Peking University.

Zhige Zhang, CFO

Mr. Zhang is Co-founder of ChinaNet. He previously served as the Secretary of the President of KONKA Group Worldwide as well as the General Manager and Director of KONKA Group Beijing. Prior to KONKA he served as manager of PRECOM and has experience in software development and internet ad technology. BA from Guilin University of Electronic Technology in 1997.

ChinaNet Overview



2011
Corporate
Presentation

Key Summary

- #1 B2B solution provider (28.com and liansuo.com) for small to medium enterprises for sales channel expansion in China
- A leading market consolidator with first mover advantage & top-tier household brand
- Fully integrated multichannel advertising provider, one-stop service with Internet, TV, Mobile, Print, Radio
- Recurring, high margin revenue
- Comprehensive sales networks
- New platform launched to capture mobile advertising market
- New cloud based platform offers enhanced services

Strong Growth



Key Investment Highlights



2011
Corporate
Presentation

- 28.Com is a premier Internet property in the China SME community and the largest merchant marketplace for small franchise opportunity seekers in China;
- A proprietary, integrated business service model which generates high-margin, recurring revenues from a growing client base
- Strong balance sheet and cash flow to fund growth
- Innovative cloud technology will expand service offering and enhance customer retention
- Experienced management with industry expertise and significant ownership position



2011
Corporate
Presentation

ChinaNet Management Team

THANK YOU
