

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): March 8, 2011

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

Nevada
(State or Other Jurisdiction of Incorporation)

000-52672
(Commission File Number)

90-0617940
(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 Rodman & Renshaw, LLC's 2011 Annual China Investment Conference, which includes information about the Company's business, financial information and earnings guidance for 2010, which the Registrant has made available.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

<u>No.</u>	<u>Description</u>
99.1	Slideshow Presentation, dated March 8, 2011.

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: March 8, 2011

ChinaNet Online Holdings, Inc.

By: /s/ Zhige Zhang
Name: Zhige Zhang
Title: Chief Financial Officer

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Slideshow Presentation, dated March 8, 2011.



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.



ZW Financial Highlights

Ticker Symbol	NASDAQ: CNET
Fiscal Year	December 31
Stock Price (3/05/11)	\$4.22
Shares Outstanding- common shares (2/23/11) ⁽¹⁾	17.1 M
Market Capitalization (2/23/11)	\$72.2 M
Management Ownership	44.0%
Revenue 2009 (audited)	\$37.7 M
Adjusted Net Income 2009 ⁽²⁾ (audited)	\$8.4 M
As of Sep 30 th , 2010 – REVENUE	\$31.2 M 14%
As of Sep 30 th , 2010 – Adjusted NET INCOME ⁽³⁾	\$10.0 M 122%
As of Sep 30 th , 2010 – Adjusted EPS (diluted)	\$0.49 60%
2010 Revenue Guidance	\$41.0 M-43.0 M 8.8%-14.1%
2010 Net Income Guidance	\$14.1 M 67.9%

(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 2009 excludes \$4.4M non cash charge associated with changes in fair value of warrants in accordance US GAAP

(3) 1H 2010 adjusted net income excludes \$1.9M non cash gains associated with fair value of warrants

ChinaNet (ZW Online)

The largest B2B fully integrated internet service provider for SME's to expand their sales networks in China, including services of:

- 28.com portal connects SME franchisors with new franchisees
- Internet advertising & marketing with other value-added communication channels
- Brand management & sales channel solutions
- Cloud-based management tools (introduced in 2011)

ChinaNet (ZW) Overview



2011
Corporate
Presentation

Key Summary

- #1 B2B website for advertising SME needs 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
- Recurring & High margin revenue
- Comprehensive sales networks
- New mobile platform has launched to capture mobile advertising market

Strong Growth

USD ('000)

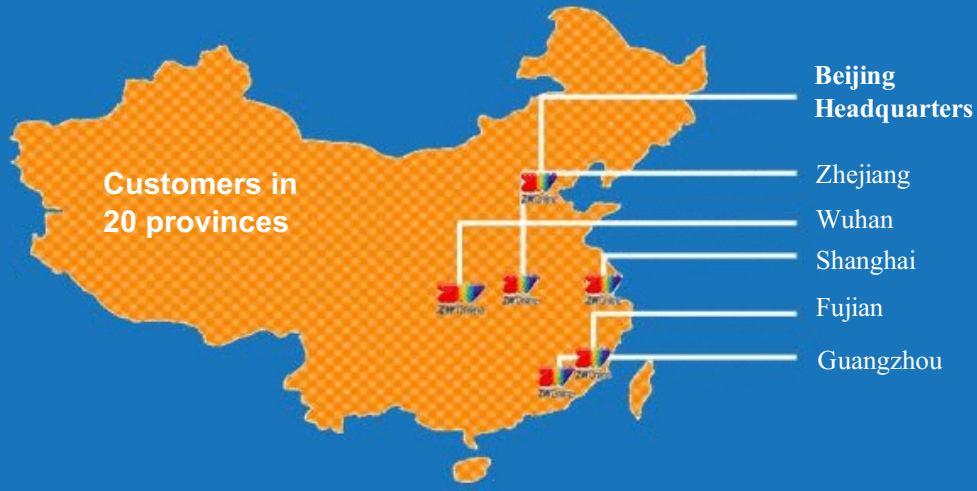


ZW Employee Profile



- Total Employees: ~ 250;
- 95% with a Bachelor's degree or above;
- Over 20% with a Master's degree or above.

ZW Sales Network

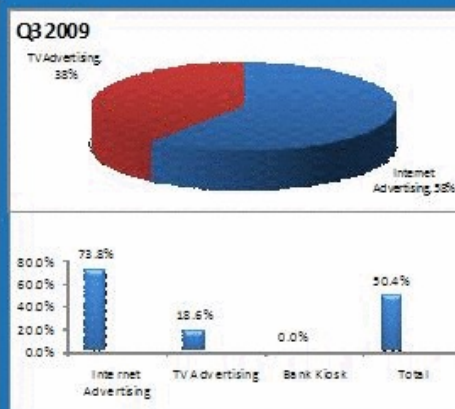
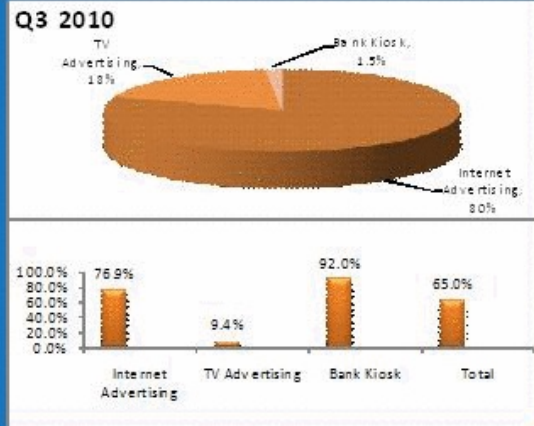


ZW 2010 Q3 Financial Summary

Three Months ended Sept 30 (mill's)	10 Q3	09 Q3	% Change
Net Sales	\$8.9	\$8.1	+9.5%
Gross Profit	\$5.8	\$4.1	+41.2%
Gross Margin	65.0%	50.4%	+30.0%
Adj. Net Income ⁽¹⁾	\$3.9	\$1.9	+100.1%
Adj. Diluted EPS ⁽¹⁾	\$0.19	\$0.11	+68.2%
Weighted Shares Outstanding	20.9	15.1	+32.6%
Cash Flows from Operations	\$5.1	\$2.0	+149.7%

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.

ZW 2010 Q3 vs. 2009 Q3



Chinese SME Market

Approximately 3,000 franchise enterprises and 260,000 chain stores in China in 2007, and are expected to grow to 4,800 and 450,000, respectively by 2012.

SMEs in China are responsible for:

- Approximately 60% of industrial output and 75% of urban employment
- 99% of Chinese enterprises are SMEs which contribute 60% of the country's GDP

SMEs are driven by:

- Former state-owned employees
- Educated young professionals
- Committed and experienced entrepreneurs

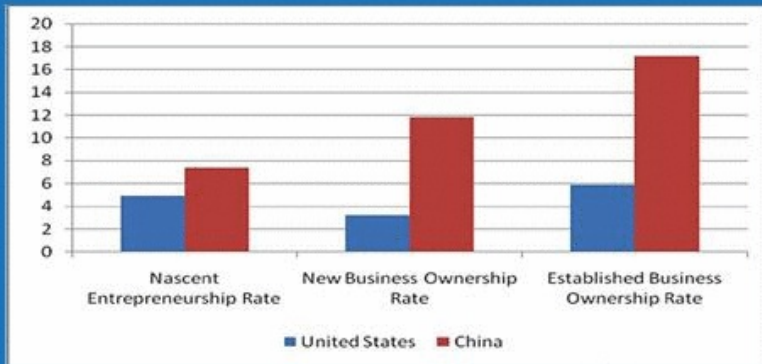
Series of laws and regulations in China to protect and promote SMEs

- SMEs benefit from the central government's desire to increase consumer demand to create a balanced economy

The Chinese SME market has sustainable growth characteristics

- The majority of SMEs are small, less-developed brands
- Low start-up costs (typically between \$1,000 and \$15,000)
- Sales and distribution networks are undeveloped and open to new participants

Market Data on Entrepreneurship



Data Source: Babson College 2009 Global Entrepreneurship Monitor Report

Internet Advertising & Marketing



28.com (A Premier Internet Property)

- #1 market leading B2B website for advertising franchises and other forms of business ventures in China
- #1 market leader in this vertical internet advertising segmentation in China
- #1 host of over 1200 franchises mini-sites
- Most comprehensive business categories:
 - 8+ major business segments with 50+ business categories in total

ZW Internet Clients

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%

Sample Clients



KENJMI Leather Goods



SUPWAVE
Car Care



Liqing DaBieShan Goose
Hotpot Restaurant



FengBoZhuang Restaurant



Toe Dance Slipper
Retail Store

Client Case Study – Active Client



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



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 (ZW Online)



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%			

Internet Advertising & Marketing: Added Services

Offers additional exposure for clients through:

- Print Advertising – Newspapers and Magazines
- Radio
- TV
 - Partner with CCTV and 12 other major provincial TV broadcasting stations throughout China
 - An integrated production chain with content and delivery that complements customer offerings
 - TV production team with 10 years of experience 

Added Service: TV Advertising

Programs
produced
by
China Net
TV



National
satellite TV
stations where
China Net
reaches
610 million
people



Cloud-based Management Tools

- Clients in need of simple, effective software to manage and grow their business, ChinaNet offers clients Cloud Platform Management Tools:
 - POS
 - Inventory Management
- Increases customer loyalty and enables franchisors to better service franchisees
- Provides a significant value add while generating incremental recurring revenues

Multichannel A&M Platform



A fully integrated multichannel platform for clients to grow and manage their businesses

Financial Summary as of 09/30/2010

Nine Months ended Sept. 30 (mill's)	Sep 30, 10	Sep 30 th , 09	% Change
Net Sales	\$31.2	\$27.3	+14.2%
Gross Profit	\$15.4	\$11.4	+35.1%
Gross Margin	49.3%	41.7%	+18.2%
Adj. Net Income ⁽¹⁾	\$10.0	\$4.5	+121.7%
Adj. Diluted EPS ⁽¹⁾	\$0.48	\$0.30	+60.0%
Weighted Shares Outstanding	20.9	14.5	+44.2%
Cash Flows from Operations	\$11.2	\$4.7	+138.3%

(1) GAAP net income and GAAP EPS (Diluted) include a \$1.9 million non-cash gain related to changes in fair value of warrants for nine month ended September 30th, 2010 of \$1.9 million and \$1.3 million loss for nine month ended September 30th, 2009.

Balance Sheet as of 09/30/2010

\$ millions except for ratios	Sep 30, 2010	Dec 31, 2009
Cash and Equivalents	\$22.2	13.9
Accounts Receivable	\$4.5	\$3.2
Accounts Receivable DSO	40	20
Working Capital	\$29.3	\$19.4
Current Ratio	7.0	4.9

Competitive Advantages

- First Mover Advantage: Premier vertical internet advertising website in China focusing on franchise or dealerships business opportunities
- Over 4 years of operations as multichannel ad portal across Internet, TV, Mobile and Kiosk.
- Accumulated database of over 1M potential entrepreneurs
- Company maintains a >30% market share position

Proprietary Technology

- Real-time and Interactive SEO and SEM Tools
 - Information & Content Management Tools
 - Internet Usage Monitoring & Analysis Platform
 - Advanced Campaign Tracking & Monitoring Platform
 - PFP Monitoring Engine Platform v1.0
- Management Tools (POS, Inventory Management, etc.) based on cloud computing framework
 - AD effectiveness Monitoring & Analysis Platform v1.0
 - Message for Business Monitoring & Analysis Platform v1.0
- Real-time AD kiosk content management system with one-to-many focused content delivery function

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.

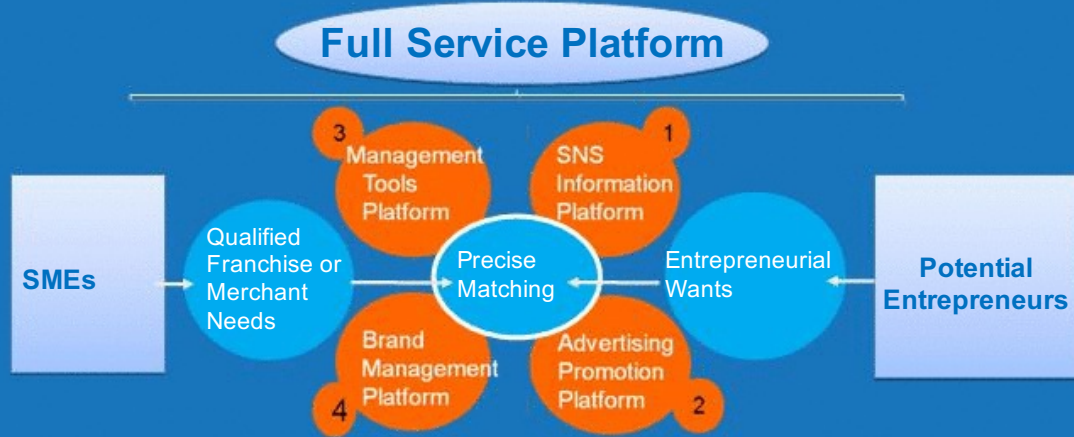
Zhige Zhang, CFO

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.

ZW Growth Strategy

- A market leader in the fast growing franchise industry in China
- Expanding to top 10% of non-franchised SMEs in China, 4 millions enterprises
- Launching of Liansuo.com and Chuanye.com
- Monetizing the customer base - offering an integrated solution across four major cloud-based platforms generated recurring revenue
- Acquiring 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
- Adding key hires to support expansion and new business units

ZW Business Expansion Model



ZW Future Sales Network



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

ZW Key Investment Highlights

- 28.Com is a premier Internet property in the China SME community and the largest merchant marketplace for 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
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ChinaNet Management Team

THANK YOU