

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



CHINA TING GROUP HOLDINGS LIMITED

華鼎集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3398)

**POLL RESULTS OF THE AGM
HELD ON 23 MAY 2014**

The Board is pleased to announce that the Ordinary Resolutions set out in the Notice were duly passed by the Shareholders at the AGM on 23 May 2014 by way of poll.

Reference is made to the circular of the Company dated 17 April 2014 (the “**Circular**”) and all the Ordinary Resolutions proposed in the notice of the AGM dated 17 April 2014 (the “**Notice**”), which were despatched to the Shareholders on 17 April 2014. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

Pursuant to the Listing Rules, voting at general meetings of the Company must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, at the AGM, poll voting for all the Ordinary Resolutions as set out in the Notice were proceeded.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong, acted as the scrutineer for the poll voting.

The poll results are as follows:-

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	To receive and consider the audited financial statements and reports of the Directors and the auditors of the Company (the “ Auditors ”) for the year ended 31 December 2013.	1,599,945,151 (100 %)	0 (0 %)
2.	To declare a special dividend of HK0.36 cents per Share and a final dividend of HK3.60 cents per Share for the year ended 31 December 2013.	1,599,945,151 (100 %)	0 (0 %)
3.(A)	(i) To re-elect Mr. TING Hung Yi as an executive Director.	1,557,325,151 (97.336159 %)	42,620,000 (2.663841 %)
	(ii) To re-elect Mr. DING Jianer as an executive Director.	1,599,631,151 (99.980374 %)	314,000 (0.019626 %)
	(iii) To re-elect Mr. WONG Chi Keung as an independent non-executive Director.	1,549,538,000 (96.849445 %)	50,407,151 (3.150555 %)
3.(B)	To authorize the Board to determine the remuneration of the Directors.	1,599,945,151 (100 %)	0 (0 %)
4.	To re-appoint the Auditors and to authorize the Board to fix their remuneration.	1,599,945,151 (100 %)	0 (0 %)
5.(A)	To grant an unconditional general mandate to the Directors to allot and issue Shares. <i>(Note)</i>	1,549,538,000 (96.849445 %)	50,407,151 (3.150555 %)
5.(B)	To grant an unconditional general mandate to the Directors to repurchase Shares. <i>(Note)</i>	1,599,945,151 (100 %)	0 (0 %)
5.(C)	To extend the general mandate granted to the Directors to issue Shares by the nominal amount of the Shares repurchased. <i>(Note)</i>	1,549,852,000 (96.869071 %)	50,093,151 (3.130929 %)

Note: The full text of the resolution numbers 5.(A) to 5.(C) are set forth in the Notice.

All the Ordinary Resolutions were duly passed at the AGM.

As at the date of the AGM, the number of issued Shares was 2,099,818,000, which was the total number of Shares entitling the holders to attend and vote for or against all resolutions at the AGM. There were no restrictions on any Shareholders to cast votes on any of the Ordinary Resolutions at the AGM.

By order of the Board
China Ting Group Holdings Limited
CHENG Ho Lung, Raymond
Company Secretary

Hong Kong, 23 May 2014

As of the date of this announcement, the executive Directors are Mr. TING Man Yi, Mr. TING Hung Yi, Mr. DING Jianer and Mr. CHEUNG Ting Yin, Peter and the independent non-executive Directors are Dr. CHENG Chi Pang, Mr. WONG Chi Keung and Mr. LEUNG Man Kit.