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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: 03398)

ANNOUNCEMENT PURSUANT TO RULE 13.09 OF THE LISTING RULES AND INSIDE INFORMATION PROVISIONS

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of China Ting Group Holdings Limited (the “**Company**”) pursuant to Rule 13.09 of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the inside information provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).

The Board refers to the announcements (the “**Announcements**”) of the Company dated 10 December 2014, 3 November 2014, 19 August 2014, 23 June 2014 and 5 February 2013. Unless the context requires otherwise, the capitalised terms used herein shall have the same meanings as defined in the Announcements.

BOCOM Entrusted Loan and NCB Entrusted Loan

The Board wishes to inform the shareholders of the Company that 中都控股集團有限公司 (Zhongdou Group Holdings Limited*), 浙江中都房地產集團有限公司 (Zhejiang Zhongdou Property Group Company Limited*), 浙江中都百貨有限公司 (Zhejiang Zhongdou Department Store Company Limited*), 杭州中都購物中心有限公司 (Hangzhou Zhongdou Shopping Centre Company Limited*) have filed voluntary bankruptcy at the People’s Court of Yuhang District, Hangzhou City.

In respect of such proceedings, the People’s Court of Yuhang District, Hangzhou City, approved the appointment of the administrator and accepted the petition for bankruptcy proceedings. The first creditors’ meetings are scheduled to be held on 19 and 20 March 2015.

Pursuant to the order, each of the Bank of Communications Limited, Zhejiang Branch and Ningbo Bank Corporation is to lodge a proof of debt to the administrator in respect of the claims under the BOCOM Entrusted Loans and NCB Entrusted Loans in the amount of RMB33.63 million (equivalent to HK\$42.0 million) and RMB141.76 million (equivalent to HK\$177.20 million) before 5 March 2015, respectively. The Bank of Communications Limited, Zhejiang Branch lodged the proof of debt to the administrator in respect of the claims under the BOCOM Entrusted Loans on 9 February 2015.

The Board wishes to inform the shareholders of the Company that on 15 January 2015, a creditor served a petition for bankruptcy proceedings against 浙江臨安中都置業有限公司 (Zhejiang Linan Zhongdou Property Company Limited*), which has pledged a parcel of land to secure due performance of obligations under the NBC Entrusted Loans at the People's Court of Yuhang District, Hangzhou City.

In respect of such proceedings, on 16 January 2015, the People's Court of Yuhang District, Hangzhou City, approved the appointment of the administrator and accepted the petition for bankruptcy proceedings against 浙江臨安中都置業有限公司 (Zhejiang Linan Zhongdou Property Company Limited*). The first creditors' meeting is scheduled to be held on 2 April 2015.

Pursuant to the order, Ningbo Bank Corporation is to lodge a proof of debt to the administrator in respect of the claims under the NBC Entrusted Loans in the amount of RMB141.76 million (equivalent to HK\$177.20 million) before 20 March 2015.

Further announcement will be made by the Company on any material development in relation to the above matter.

Shareholders and prospective investors of the Company are advised to exercise caution when dealings in the shares of the Company.

By order of the Board of
China Ting Group Holdings Limited
TING HUNG YI
Chief Executive Officer

Hong Kong, 10 February 2015

* *For identification purposes only. The English names are only translation of the official Chinese names. In case of inconsistency, the Chinese names shall prevail.*

Unless otherwise specified, translations of RMB into HK\$ in this circular are based on the rate of HK\$1.0 = RMB0.80. No representation is made that any amount in HK\$ and RMB can be or could have been converted at the relevant dates at this rate or any other rates at all.

As of the date of this announcement, the Board comprises seven Directors, of which Mr. TING Man Yi (Chairman), Mr. TING Hung Yi (Chief Executive Officer), Mr. DING Jianer and Mr. CHEUNG Ting Yin, Peter are executive Directors, and Mr. WONG Chi Keung, Dr. CHENG Chi Pang and Mr. LEUNG Man Kit are independent non-executive Directors.