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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: 3398)

ANNOUNCEMENT

PURSUANT TO RULE 13.51B(2) AND RULE 13.51(2)(U) OF THE MAIN BOARD LISTING RULES

This announcement is made by China Ting Group Holdings Limited (the “**Company**” together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51B(2) and Rule 13.51(2)(u) of the Rules Governing the Listing of Securities (the “**Main Board Listing Rules**”) on Main Board (the “**Main Board**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to an update of information of Mr. Wong Chi Keung (“**Mr. Wong**”), an independent non-executive director of the Company.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company refers to the announcement of China Shanshui Cement Group Limited (a company whose shares are listed on the main board of the Stock Exchange, stock code: 691) (“**Shanshui Cement**”), in which Mr. Wong serves as an independent non-executive director, dated 2 June 2017 (the “**Shanshui Cement Announcement**”), in which it stated that on 2 June 2017, a petition (the “**Petition**”) was issued by Asia Cement Corporation (“**ACC**”, a shareholder of Shanshui Cement) and its subsidiaries (collectively referred as the “**Petitioners**”), in the Court of First Instance in the High Court of Hong Kong against Tianrui (International) Holding Company Limited (“**Tianrui**”, a shareholder of Shanshui Cement), Tianrui Group Company Limited, former and present directors of Shanshui Cement (including Mr. Wong), Shanshui Cement and China Shanshui Investment Company Limited (“**CSI**”).

According to the Shanshui Cement Announcement, the Petitioners alleged, inter alia, that Tianrui, CSI and the former/present directors of Shanshui Cement have conspired with one another and caused Shanshui Cement to perform misconduct which directly/indirectly benefit

Tianrui (“**Alleged Conspiracy**”). The Petitioners further asserted that the Alleged Conspiracy has harmed the interest of the shareholders of Shanshui Cement (including ACC) and has breached the Rules Governing the Listing of Securities on the Stock Exchange, the Hong Kong Code on Takeovers and Mergers, and fiduciary duties.

According to Mr. Wong’s confirmation and the Shanshui Cement Announcement, the board of directors of Shanshui Cement is seeking legal advice on the claims in the Petition.

Mr. Wong is an independent non-executive Director and the Chairman/Member of the Audit and Remuneration committee of the Company. He is not involved in the day-to-day operations of the Company. Based on the information available to the Board as at the date of this announcement, the Board believes that the Petition will not have any effect on the business or operations of the Group.

By Order of the Board
CHINA TING GROUP HOLDINGS LIMITED
CHENG Ho Lung Raymond
Company Secretary

Hong Kong, 6 July 2017

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