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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)

CHANGE OF INFORMATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of China Ting Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.51(2)(h) and 13.51B(2) of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Company has been informed by Mr. LEUNG Man Kit (“**Mr. Leung**”), an independent non-executive Director, that Mr. Leung was censured by the Listing Committee of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for the breach of Rule 3.08(f) of the Listing Rules and his declaration and undertaking given to the Stock Exchange in the form set forth in Appendix 5B to the Listing Rules to comply with the Listing Rules to the best of his ability and to use his best endeavours to ensure compliance with the Listing Rules and to protect the interests of China Huiyuan Juice Group Limited (“**China Huiyuan**”) and its shareholders. China Huiyuan was a company listed on the Stock Exchange, but it has been delisted since January 2021. Mr. Leung was an independent non-executive director and the chairman of the financial management and audit committee of the board of directors of China Huiyuan during the period from 29 June 2012 to 25 January 2019. Further information on the background of the censure is set forth in the regulatory announcement (the “**Regulatory Announcement**”) issued by the Stock Exchange on 17 November 2021.

The Board (except for Mr. Leung) has reviewed the Regulatory Announcement (and the statement of disciplinary action referred therein) and considers that Mr. Leung is suitable to act as an independent non-executive Director under Rules 3.08 and 3.09 of the Listing Rules because of the following reasons:

- (1) The incident set forth in the Regulatory Announcement does not indicate that Mr. Leung is not suitable to act as a director of Hong Kong listed companies.
- (2) The incident set forth in the Regulatory Announcement does not involve any dishonesty, fraud or integrity issue on the part of Mr. Leung.
- (3) As an independent non-executive Director, Mr. Leung is not involved in the business operations of the Group and the censure set forth in the Regulatory Announcement (and the statement of disciplinary action referred therein) is unrelated to the business operations of any member of the Group and their respective directors and senior management.
- (4) Mr. Leung will attend the required training as part of the censure set forth in the Regulatory Announcement (and the statement of disciplinary action referred therein).

The Board considers that the censure set forth in the Regulatory Announcement (and the statement of disciplinary action referred therein) has no adverse impact on the business operations of the Group. Mr. Leung has confirmed to the Company that save as disclosed in this announcement, there is no other information relating to him that is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and that he is not aware of any other matters that need to be brought to the attention of the shareholders of the Company.

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

Hong Kong, 19 November 2021

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