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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)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09(1) of the Listing Rules.

The Board wishes to inform the Shareholders and potential investors of the Company that following a preliminary review on the Group's unaudited consolidated management accounts for the 2012 First Six-Month Period, the amount of the unaudited consolidated net profit of the Group for the 2012 First Six-Month Period is expected to be less than the same of the Group for the 2011 First Six-Month Period. The decrease was primarily due to the unsatisfactory performance of the OEM business and the retail business of the Group.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

This announcement is made by China Ting Group Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to Rule 13.09(1) of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

The board (the "**Board**") of directors (the "**Directors**") of the Company wishes to inform the shareholders of the Company (the "**Shareholders**") and potential investors of the Company that following a preliminary review on the Group's unaudited consolidated management accounts for the six months ended 30 June 2012 (the "**2012 First Six-Month Period**"), the amount of the unaudited consolidated net profit of the Group for the 2012 First Six-Month Period is expected to be less than the same of the Group for the six months ended 30 June 2011 (the "**2011 First Six-Month Period**").

The Board considers that the decrease in the amount of the net profit for the 2012 First Six-Month Period, as compared with the same for the 2011 First Six-Month Period, was primarily due to the unsatisfactory performance of the garment export ("**OEM**") business of the Group as a result of the economic uncertainty in the US and European markets. In addition, the performance of the retail business of the Group in China was not as good as anticipated, because of the fierce competition and slow increase in the domestic consumption in China.

The Company is still in the process of finalising the results of the Group for the 2012 First Six-Month Period. The information contained in this announcement is based on a preliminary assessment by the Board solely on the basis of the unaudited management accounts of the Group and the current information available, which have not been confirmed nor audited by the Company's auditor or audit committee of the Company. The results of the Group for the 2012 First Six-Month Period will be announced by the Company on 31 August 2012.

Shareholders and potential investors of the Company are advised to exercise caution when dealing 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, 24 July 2012

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.