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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 13.51B(2) OF THE LISTING RULES

This announcement is issued by the board (the “**Board**”) of directors (the “**Directors**”) of China Ting Group Holdings Limited (the “**Company**”) pursuant to Rule 13.51B(2) of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Board has been informed by Dr. CHENG Chi Pang (“**Dr. CHENG**”), an independent non-executive Director, that on 18 December 2015, the Disciplinary Committee of The Hong Kong Institute of Certified Public Accountants has made an order against Leslie Cheng & Co., a firm of Hong Kong certified public accountants in which Dr. CHENG is the partner, and Dr. CHENG as the engagement quality control reviewer in respect of certain auditing issues on the financial statements of a listed company regarding (a) recognition of depreciation and disclosure of the carrying amount of the plant and machinery; (b) fair value measurements of the consideration in two acquisitions; and (c) determination of the weighted average number of shares for the purpose of calculation of the loss per share. The Disciplinary Committee considered, inter alia, that there were multiple breaches by Lesile Cheng & Co. in the auditing of the financial statements of the listed company, but there was no allegation of fraud or dishonesty. On the basis of the reasons set forth in the order, Dr. CHENG has been reprimanded by the Disciplinary Committee with a penalty of HK\$100,000 and the firm of Lesile Cheng & Co. has been reprimanded by the Disciplinary Committee with a penalty of HK\$200,000. Each of Dr. CHENG and Lesile Cheng & Co. would also be required to pay the costs of the proceedings. Further information on the order is published in the website of www.hkicpa.org.hk.

The Directors confirm that the above order against Dr. CHENG and his firm is unrelated to the Company and its subsidiaries, and all other Directors do not consider that the above order would have any impact on Dr. CHENG's discharge of his duties as one of the independent non-executive Directors. Save as disclosed in this announcement, there is no other matter that needs to be brought to the attention of the shareholders of the Company.

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

Hong Kong, 13 January 2016

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