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Unless otherwise defined herein, terms defined in the prospectus dated 30 November 2005 (the "Prospectus") issued by China Ting Group Holdings Limited (the "Company") shall have the same meanings in this announcement.

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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)

EXERCISE OF THE OVER-ALLOTMENT OPTION

- The Company announces that the Over-allotment Option referred to in the Prospectus was exercised in full by BNP Paribas Peregrine on 4 January 2006.
- In respect of the Over-allotment Option, an aggregate of 75,000,000 Shares (representing 15% of the total number of Shares initially offered under the Global Offering) will be allotted and issued by the Company at the Offer Price of HK\$2.025 per Share (exclusive of brokerage, SFC transaction levy, investor compensation levy and Stock Exchange trading fee) to cover over-allocations in the International Placing. The net proceeds as a result of exercising the Over-allotment Option is approximately HK\$148.1 million.

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In respect of the Over-allotment Option, an aggregate of 75,000,000 Shares (the "Over-allotment Shares") (representing 15% of the total number of Shares initially offered under the Global Offering) will be allotted and issued by the Company at the Offer Price of HK\$2.025 per Share (exclusive of brokerage, SFC transaction levy, investor compensation levy and Stock Exchange trading fee) to cover over-allocations in the International Placing.

In order to cover over-allocations in the International Placing, BNP Paribas Peregrine has borrowed 75,000,000 Shares from Longerview pursuant to the Stock Borrowing Agreement dated 9 December 2005 between Longerview and BNP Paribas Peregrine. A total of 75,000,000 Shares will be returned and redelivered to Longerview pursuant to the Stock Borrowing Agreement.

The net proceeds as a result of exercising the Over-allotment Option is approximately HK\$148.1 million. Such net proceeds will be used for working capital requirements and general corporate purposes as disclosed in the Prospectus. Immediately after the allotment and issue of the Over-allotment Shares by the Company, approximately 27.85% of the issued share capital of the Company will be held in public hands.

The Listing Committee of the Stock Exchange has already granted the listing of and permission to deal in the Over-allotment Shares.

The shareholding structure of the Company immediately before and after the allotment and issue of the Over-allotment Shares by the Company is as follows:

Shareholders	Immediately before the issue of the Over-allotment Shares		Immediately after the issue of the Over-allotment Shares	
	Number of shares	Approximate % of issued share capital	Number of shares	Approximate % of issued share capital
Longerview	1,490,000,000	74.87%	1,490,000,000	72.15%
Public shareholders	<u>500,000,000</u>	<u>25.13%</u>	<u>575,000,000</u>	<u>27.85%</u>
Total	<u>1,990,000,000</u>	<u>100.00%</u>	<u>2,065,000,000</u>	<u>100.00%</u>

As at the date of this announcement, the executive Directors are Mr. TING Man Yi, Mr. TING Hung Yi, Mr. DING Jianer and Mr. WONG Sin Yung, and the independent non-executive Directors are Dr. CHENG Chi Pang, Mr. WONG Chi Keung and Mr. LEUNG Man Kit.

By order of the Board
TING Man Yi
Chairman

Hong Kong, 5 January 2006