

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## 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) OF THE LISTING RULES

This announcement is made 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**”) in relation to an update of information of Mr. Wong Chi Keung (“**Mr. Wong**”), an independent non-executive Director of the Company.

Reference is made to the announcement of the Company dated 6 July 2017 regarding an update of information of Mr. Wong. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the aforementioned announcement.

The Company was notified by Mr. Wong that on 6 September 2017, Shanshui Cement was served with a Writ of Summons filed in the Grand Court of the Cayman Islands in which ACC (and eleven of its wholly owned subsidiaries) (the “**Plaintiffs**”) have articulated a claim which they seek to bring derivatively on behalf of Shanshui Cement (the “**Derivative Action**”). The Derivative Action names Tianrui Group Company Limited and fourteen past and present directors and officers of Shanshui Cement (including Mr. Wong) as defendants (the “**Defendants**”).

According to the announcement of Shanshui Cement dated 11 September 2017 (the “**Announcement of Shanshui Cement**”), the Petition and the Derivative Action are substantially similar and rehearse many of the same allegations in different jurisdiction, including those of misconduct by the former/present directors of Shanshui Cement, breaching the Listing Rules, the Hong Kong Code on Takeovers and Mergers, and fiduciary duties. Relief is sought in the name of Shanshui Cement as against the Defendants, including mandatory orders and indemnities for the benefit of Shanshui Cement.

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

The Company will make further announcement in compliance with the Listing Rules as and when further developments of the above issue should arise.

Mr. Wong is an independent non-executive Director of the Company and the Chairman and member of both the audit committee and the remuneration committee of the Company.

By order of the Board  
**China Ting Group Holdings Limited**  
**CHENG Ho Lung, Raymond**  
*Company Secretary*

Hong Kong, 15 September 2017

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