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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)

PROFIT WARNING

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

The Board wishes to inform the Shareholders and potential investors that the profitability of the Group in 2011, as compared with 2010, is expected to decrease. The decrease was primarily due to the unsatisfactory performance of the OEM business of the Group.

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

This announcement is made by the board (the “**Board**”) of China Ting Group Holdings Limited (the “**Company**”) pursuant to Rule 13.09 of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Board wishes to inform the shareholders (the “**Shareholders**”) of the Company and the potential investors that the overall profitability of the Company and its subsidiaries (collectively, the “**Group**”) in 2011, as compared with 2010, is expected to decrease. Such estimated decrease was primarily due to the unsatisfactory performance of the garment export (“**OEM**”) business of the Group. The performance of the OEM business was adversely affected by (i) the increasing cost of raw materials and labour; (ii) the appreciation of Renminbi against the other currencies (e.g. US dollars and Euros) and (iii) the continuous low economic performance of the US market in 2011. The first two factors resulted in the continuous increases in the cost of the OEM business, and the third factor undermined the position of the Group in price negotiations with its customers. All these factors adversely affected the profit margin of the OEM business and thus a decrease in the overall profitability of the Group in 2011.

The Company is still in the process of finalising the annual results of the Group for 2011. The information contained in this announcement is only a preliminary assessment by the management of the Group based on the Group’s consolidated management accounts which have not yet been audited or reviewed by the auditor of the Company. The annual results of the Group for 2011 is expected to be finalised and reviewed by the auditor of the Company and published before the end of March 2012.

The shareholders of the Company and the potential investors are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
China Ting Group Holdings Limited
TING Hung Yi
Chief Executive Officer

Hong Kong, 6 February 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.