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CNT GROUP LIMITED

北海集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 701)

UPDATE ON THE PROPOSED SPIN-OFF

Reference is made to the announcements of CNT Group Limited (the “**Company**”) dated 3 December 2013, 19 November 2014 and 15 June 2015 in relation to the proposed spin-off of part of its business for a separate listing (the “**Proposed Spin-off**”) and the submission of a spin-off proposal (the “**Proposal**”) to The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) pursuant to Practice Note 15 of the Rules Governing the Listing of Securities on the Stock Exchange in relation to the Proposed Spin-off.

As mentioned in the announcement of the Company dated 15 June 2015, the Company was notified by the Listing Department of the Stock Exchange (the “**Listing Department**”) on 15 June 2015 that the Proposal was rejected. The Company disagrees with the Listing Department’s decision and has decided to appeal against the decision of the Listing Department. On 23 June 2015, the Company has submitted a request to the Listing Committee for review of the Listing Department’s decision.

The Company will make further announcement(s) in connection with the review of the Listing Committee and/or in relation to the Proposed Spin-off, as and when appropriate.

Shareholders and potential investors of the Company should be aware that there is no assurance that the Proposed Spin-off will take place or when it may take place. 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
Lam Ting Ball, Paul
Chairman

Hong Kong, 23 June 2015

As at the date of this announcement, the board of directors of the Company comprises Mr. Lam Ting Ball, Paul, Mr. Tsui Ho Chuen, Philip and Mr. Chong Chi Kwan as executive directors; Mr. Chan Wa Shek, Mr. Zhang Yulin and Mr. Ko Sheung Chi as non-executive directors; and Sir David Akers-Jones, Mr. Danny T Wong, Dr. Steven Chow and Mr. Zhang Xiaojing as independent non-executive directors.