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## **China Uptown Group Company Limited**

**中國上城集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 2330)**

### **INSIDE INFORMATION WRIT RECEIVED BY A PRC SUBSIDIARY OF THE COMPANY**

The Board announces that a writ of summons dated 20 December 2012 issued by 廣東國暉律師事務所(Sun Law Firm) was served against Techwayson Industrial Ltd (德維森實業(深圳)有限公司), an indirectly wholly-owned subsidiary of the Company on 31 January 2013.

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

The board (the “**Board**”) of directors (the “**Directors**”) of China Uptown Group Company Limited (the “**Company**”, together with its subsidiary the “**Group**”) announces that a writ of summons dated 20 December 2012 (the “**Writ**”) was issued by 廣東國暉律師事務所(Sun Law Firm) (the “**PRC Lawyer**”) as plaintiff and filed with 廣東省深圳市南山區人民法院(Guangdong Shenzhen Nanshan District Court\*) in the People’s Republic of China (the “**PRC**”). The Writ was served against Techwayson Industrial Ltd (德維森實業(深圳)有限公司) (“**Techwayson**”), an indirectly wholly-owned subsidiary of the Company, as defendant on 31 January 2013.

In 2011, Techwayson and the PRC Lawyer entered into an engagement letter dated 11 August 2011, pursuant to which the PRC Lawyer agreed to assist in the investigation of the Fund Recovery Case (as defined below) and the recovery of the Fund (as defined below) and Techwayson agreed to pay 30% of the principal amount of the Fund upon successful recovery of the Fund as legal fee. According to the Writ, the PRC Lawyer claimed against Techwayson for the full payment of legal fee of RMB18,000,000.

As disclosed in each of the Company’s 2006, 2007 2008, 2009, 2010 and 2011 annual reports, the Group had provided full impairment loss on a trust fund investment (the “**Fund**”) with Kinghing Trust & Investment Co. Ltd. (金信信托投資股份有限公司) in the PRC, which had been ordered by the relevant PRC authority to suspend its operation (the “**Fund Recovery Case**”).

As at the date of this announcement, no Fund has been recovered by Techwayson. The Board does not consider the Writ to have merit and Techwayson will vigorously dispute the allegations made under the Writ. The Company is in the process of seeking independent legal advice and further announcement will be made as and when appropriate by the Company in respect of Techwayson's legal proceeding. Notwithstanding that the Board does not consider the Writ to have any significant adverse impact on the business operations and/or financial position of the Group, **shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.**

By order of the Board  
**China Uptown Group Company Limited**  
**Fu Lui**  
*Company Secretary*

Hong Kong, 1 February 2013

*As at the date of this announcement, the executive Directors are Mr. Liu Feng, Mr. Chen Xian, Mr. Lau Sai Chung, and Ms. Xia Dan; and the independent non-executive Directors are Mr. Poon Lai Yin, Michael, Mr. Ng Kwok Chu, Winfield and Mr. Chan Chun Fai.*

*If there is any inconsistency between the Chinese names of the PRC entities mentioned in this announcement and their English translations, the Chinese names shall prevail.*

\* *For identification purposes only*