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China Uptown Group Company Limited

中國上城集團有限公司

(a company incorporated in the Cayman Islands with limited liability)

(Stock code: 2330)

ANNOUNCEMENT PURSUANT TO RULE 13.51B(2)

This announcement is made pursuant to Rule 13.51B(2) of the Rules (“**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”).

The board (“**Board**”) of directors (“**Directors**”) of China Uptown Group Company Limited (“**Company**”, together with its subsidiaries, the “**Group**”) has been informed by Mr. Ng Kwok Chu, Winfield (“**Mr. Ng**”), an independent non-executive Director, that on 18 August 2014, the GEM Listing Committee of the Stock Exchange (“**Committee**”) has made a public statement which involves criticisms on Mr. Ng, as a former independent non-executive director of Long Success International (Holdings) Limited (Stock Code: 8017) (“**Long Success**”), a company listed on the Growth Enterprise Market of the Stock Exchange (“**GEM**”) for his breaches of obligations under (i) the Rules Governing the Listing of Securities on the GEM (“**GEM Listing Rules**”); and (ii) the Director’s Declaration and Undertaking with regard to directors given to the Stock Exchange in the Appendix 6-A to the GEM Listing Rules. Details relating to the public statement please refer to the news release made by the Stock Exchange dated 18 August 2014.

This announcement is made by the Company to report the change of information in relation to Mr. Ng in compliance with the requirements of Rule 13.51B(2) of the Listing Rules. To the best knowledge of the Company, neither Long Success nor its subsidiaries is related to the Group and Mr. Ng has confirmed to the Company that save as disclosed in this announcement, there is no other matter that needs to be brought to the attention of the shareholders of the Company.

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

Hong Kong, 19 August 2014

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