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CNT GROUP LIMITED

北海集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 701)

VOLUNTARY ANNOUNCEMENT PROPOSED SPIN-OFF AND PROPOSED LISTING

This announcement is made by the board (the “**Board**”) of directors of CNT Group Limited (the “**Company**”) on a voluntary basis.

The Board announces that the Company is currently re-considering the possibility of the proposed spin-off (the “**Proposed Spin-Off**”) and separate listing (the “**Proposed Listing**”) of its paint business on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

On 18 April 2016, the Company has submitted a new spin-off proposal to the Stock Exchange pursuant to Practice Note 15 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) in relation to the Proposed Spin-off and the submission is under consideration by the Stock Exchange as of the date of this announcement. In addition, the Company has appointed China Everbright Capital Limited as the sole sponsor to the Proposed Listing.

If the Proposed Spin-Off is proceeded with, it may constitute a notifiable transaction (as defined under Chapter 14 of the Listing Rules) for the Company. The Company will comply with the relevant Listing Rules requirements and make further announcements in connection with the Proposed Spin-off as and when appropriate or if required under the Listing Rules.

Shareholders and potential investors of the Company should note that the implementation of the Proposed Spin-off is subject to, among other things, the approval of the Stock Exchange. As such, there is no assurance that the Proposed Spin-off will take place, or as to 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.

On behalf of the Board
Lam Ting Ball, Paul
Chairman

Hong Kong, 18 April 2016

As at the date of this announcement, the Board comprises Mr. Lam Ting Ball, Paul, Mr. Tsui Ho Chuen, Philip and Mr. Chong Chi Kwan as executive directors; Mr. Chan Wa Shek and Mr. Zhang Yulin 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.