

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

DECLARATION AND PAYMENT OF PREFERENCE SHARES DIVIDEND

Reference is made to the announcement of China Uptown Group Company Limited (the “**Company**”) dated 10 November 2014 (the “**Announcement**”) and the circular of the Company dated 1 December 2014 (the “**Circular**”) in relation to the Agreement and the Disposal. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announced that at a meeting of the Board held on 31 December 2014 (the “**Board Meeting**”), the board of directors (the “**Board**”) has declared the payment of the Preference Shares Dividend of at the rate of 3.5%, that is HK\$0.014, per annum per Preference Share, which will be payable on or about 5 January 2015 to Preference Shares Holders whose names appear on the register of members of the Company on 2 January 2015.

As at the date of this announcement, the Company has 375,000,000 outstanding Preference Shares, which consists of 275,000,000 Convertible Redeemable Preference Shares and 100,000,000 Convertible Redeemable Preference A Shares. Based on the number of outstanding Preference Shares as at the date of this announcement and the respective dates of the issue of the Preference Shares, the amount of the total Preference Shares Dividend will be approximately HK\$42,620,000.

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

Hong Kong, 31 December 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.