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CHIHO-TIANDE GROUP LIMITED

齊合天地集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 976)

ANNOUNCEMENT IN RELATION TO PUBLIC FLOAT

The Board announced that the public float of the Company has fallen below 25% of the total issued share capital of the Company.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Company's Shares.

The board of directors (the “**Board**”) of Chiho-Tiande Group Limited (the “**Company**”) announced that, as at the date of this announcement, the public float of the Company is approximately 21.47%, which is below the minimum 25% of the total issued share capital of the Company required to be held by the public pursuant to Rule 8.08(1)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The reduction in the shares of the Company (the “**Shares**”) held by the public arises after the transfer of the entire share capital of Tai Security Holding Limited (“**Tai Security**”) to Mr. Zhang Mingjie (“**Mr. Zhang**”) on 8 July 2015 (the “**Tai Security Transfer**”). As a result of and immediately after the Tai Security Transfer, Mr. Zhang, through his entire shareholdings in Tai Security and Good Union Hong Kong Investment Limited (“**Good Union**”), was indirectly interested in 295,197,990 Shares (approximately 18.60% of the total issued share capital of the Company) on 8 July 2015, among which 175,197,990 Shares and 120,000,000 Shares were held by Tai Security and Good Union respectively (representing approximately 11.04% and 7.56% of the total issued share capital of the Company respectively).

As a result of the Tai Security Transfer, Mr. Zhang has become a substantial shareholder and core connected person (as defined under the Listing Rules) of the Company. Pursuant to the Listing Rules, the Shares held by Tai Security and Good Union cannot be counted towards the public float of the Company. As far as the Board is aware and save as the aforesaid, Mr. Zhang is independent of the Company, the directors and any other substantial shareholder(s) of the Company. Mr. Zhang has no representative on the Board and is not involved in the Company's management.

The Company became aware of the insufficiency of public float during a routine review of the shareholdings of its shareholders after office hour on 10 July 2015.

The Company has since communicated with Mr. Zhang and has been advised that Mr. Zhang is in the process of disposing of some of the Shares acquired through the acquisition of Tai Security to independent third parties, following which the Company should be able to restore its public float requirement under Rule 8.08(1)(a) of the Listing Rules.

Should the disposal of the Shares by Mr. Zhang does not take place within a reasonable time frame or should the Shares to be disposed of be insufficient to restore the public float requirement under Rule 8.08(1)(a) of the Listing Rules, the Company undertakes to consider taking other steps to restore the public float as soon as practicable in accordance with the Listing Rules.

To the best knowledge, information and belief of the Board, as at the date of this announcement, the Company's shareholding structure is as follows:-

Shareholders	Number of Shares held	Approximate percentage of the total issued share capital of the Company (%)
<i>Directors</i>		
Mr. Fang Ankong	7,014,000	0.44
Mr. Gu Liyong	425,000	0.03
<i>Substantial shareholders</i>		
USUM Investment Group Hong Kong Limited	509,500,000	32.11
HWH Holdings Limited (“HWH”) (Note 1)	434,103,256	27.35
Mr. Zhang Mingjie (Note 2)	295,197,990	18.60
<i>Public shareholders</i>	340,800,460	21.47
Total	1,587,040,706	100

Notes:

1. HWH is wholly-owned by Mr. Fang Ankong.
2. The Shares owned by Mr. Zhang are held through two companies wholly-owned by him: (i) as to 175,197,990 Shares by Tai Security and (ii) as to 120,000,000 Shares by Good Union.

The Company will make further announcement relating to the restoration of public float as and when appropriate.

Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

By Order of the Board
Chiho-Tiande Group Limited
Tu Jianhua
Chairman

Hong Kong, 13 July 2015

As at the date of this announcement, the Board comprises:

Executive Directors: Tu Jianhua, Fang Ankong, Gu Liyong

Independent Non-Executive Directors: Loke Yu, Zhang Jingdong, Zhu Dajian