

*Nothing herein in this announcement shall be deemed to constitute an offer to sell or a solicitation of an offer to buy securities.*



## **AMERICAN DEPOSITARY RECEIPT FACILITY**

The Company has established an American Depositary Receipt facility.

This is a voluntary announcement made by Tingyi (Cayman Islands) Holding Corp. (the “Company”).

The Company has established a sponsored, unlisted American Depositary Receipt (“ADR”) facility, which has become effective on 23 January 2006.

An ADR is a negotiable receipt, resembling a stock certificate, that is issued by a United States (“U.S.”) depositary bank appointed by the Company to evidence one or more American Depositary Shares (“ADSs”), each of which represents 20 ordinary shares of the Company. In the form of facility adopted by the Company, the ADRs will be issued against ordinary shares trading on the Main Board of The Stock Exchange of Hong Kong Limited that have been deposited with a custodian bank under the facility. The ADRs will be traded in the U.S. over-the-counter market and under the symbol “TCYMY”.

In connection with the establishment of the ADR facility, the Company has filed a registration statement with the U.S. Securities and Exchange Commission (the “SEC”), which become effective on 17 January 2006. The registration statement includes the form of deposit agreement (the “Deposit Agreement”) entered into by and among the Bank of New York as the despository, the Company and the holders of ADRs and does not include information about the Company or its business which is not publicly available in Hong Kong. In order to establish the ADR facility, and as a continuing obligation thereafter, the Company is required to furnish to the SEC the same information that is required to be published in the Cayman Islands and Hong Kong as required by the applicable laws and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The number of ADSs registered by the Company under the ADR facility is 50,000,000. The establishment of the ADR facility by the Company is not a new offering of shares and the ADRs are based on the shares of the Company currently in issue. Therefore, the Company receives no proceed from the establishment of the ADR facility. The main purpose and benefit of such an ADR facility is to increase liquidity of the Company’s shares in the U.S. and to provide an access to the U.S. capital market. Under the ADR facility, owners of the ADSs have the same rights to dividends and distributions and voting powers as the holders of ordinary shares of the Company subject, however, to enforcement procedures provided in the Deposit Agreement.

The board of directors of the Company believes that the ADR facility will provide the Company with a measure of exposure to the U.S. capital market, at a minimal cost financially and in terms of maintenance effort.

By Order of the Board  
**Wei Ing-Chou**  
*Chairman*

Hong Kong, 23 January 2006

Website: <http://www.masterkong.com.cn>  
<http://www.irasia.com/listco/hk/tingyi>

\* *For identification purposes only*

*As at the date of this announcement, Mr. Wei Ing-Chou, Mr. Takeshi Ida, Mr. Ryo Yoshizawa, Mr. Wei Ying-Chiao, Mr. Wu Chung-Yi and Mr. Jun-Ichiro Ida are Executive Directors of the Company. Mr. Tomoyuki Nakayama, Mr. Hsu Shin-Chun and Mr. Lee Tiong-Hock are Independent Non-Executive Directors of the Company.*