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JC Group Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8326)

CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The board of directors (the “**Board**”) of JC Group Holdings Limited (the “**Company**”) announces that Ms. Yim Sau Ping (“**Ms. Yim**”) has tendered her resignation as the company secretary of the Company and an authorised representative of the Company (the “**Authorised Representative**”) under Rule 5.24 of the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Administration and Human Resources manager of the Company and its subsidiaries (together, the “**Group**”) with effect from 23 December 2013 due to her decision to devote more time to other career developments. Ms. Yim has confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company and the Stock Exchange.

Following the resignation of Ms. Yim, the Board is hereby pleased to announce that Mr. Chow Chun To (“**Mr. Chow**”) has been appointed as the company secretary of the Company and one of the Authorised Representatives with effect from 23 December 2013. He will also oversee the Administration and Human Resources Department of the Group.

Mr. Chow joined the Company on 18 May 2013 and was appointed as the financial controller of the Company on 2 November 2013. He graduated from The Hong Kong Polytechnic University with a bachelor’s degree in accountancy and has over 7 years of accounting and audit experience. He is a member of the Hong Kong Institute of Certified Public Accountants.

The Board would like to take this opportunity to express its gratitude to Ms. Yim for her valuable contribution to the Group during her tenure of service and congratulate Mr. Chow on his new appointment.

By order of the Board
JC Group Holdings Limited
Wu Kai Char
Chairman and Executive Director

Hong Kong, 23 December 2013

As at the date of this announcement, the executive directors are Mr. Wu Kai Char, Ms. Wong Wai Ling and Mr. Lui Hung Yen; the non-executive director is Mr. Pan Chik; and the independent non-executive directors are Mr. Law Yiu Sing, Ms. Yue Chung Sze Joyce and Mr. Chan Wai Hung Clarence.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the Stock Exchange's website (www.hkexnews.hk) and will also be published on the Company's website (www.jcgroup.hk).