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## **JC Group Holdings Limited**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8326)**

### **PROFIT WARNING**

This announcement is made by the Company pursuant to Rule 17.10(2) of the GEM Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

The Board wishes to inform the Shareholders and potential investors that upon a preliminary review on the Group's unaudited consolidated financial statements for the three months ended 30 June 2014, the Group is expected to record a net loss for the three months ended 30 June 2014 as compared to a profit for the three months ended 30 June 2013.

**Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.**

This announcement is made by JC Group Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10(2) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) (the “**SFO**”).

### **PROFIT WARNING**

The board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that, based on the preliminary review of the Group's unaudited consolidated financial statements for the three months ended 30 June 2014, the Group is expected to record a net loss for the three months ended 30 June 2014 as compared to a profit for the three months ended 30 June 2013.

Based on the information available for the time being, the Board considers that the expected net loss for the three months ended 30 June 2014 was mainly attributable to i) the closing of three restaurants in ifc mall in July 2013, of which the profit generated by the three restaurants represented a significant portion of the total profit of the Group for the three months ended 30 June 2013; and ii) the losses incurred for the three months ended 30 June 2014 in relation to the one-off startup costs and less operational efficiency in some of the newly opened outlets. However, the operating loss was expected to be incurred only in the preliminary stage for these newly setup outlets and be short term in nature. The Board believes it is consistent with the general market practice in the food and beverage industry in Hong

Kong. Moreover, the Board is confident that its management team is well experienced and is able to operate the new outlets smoothly within a short period of time, as to reduce the costs to a reasonably low level and turn the loss into profit for these new outlets. The Board believes that the profit generated by these new outlets could offset the impact of the closing of three restaurants in ifc mall in July 2013.

The Company is still in the process of finalising the Group's unaudited consolidated financial results for the three months ended 30 June 2014. Information contained in this announcement is only based on a preliminary assessment of the unaudited consolidated financial statements for the three months ended 30 June 2014 of the Group and information currently available. It is not based on any data or information being confirmed or reviewed by the audit committee nor auditors of the Company.

Further information and other details of the Group's financial performance for the three months ended 30 June 2014 will be announced in the forthcoming first quarterly results announcement in August 2014.

**Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.**

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

Hong Kong, 8 August 2014

*As at the date of this announcement, the executive Directors are Mr. Wu Kai Char, Ms. Wong Wai Ling and Mr. Lui Hung Yen; 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 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 "Latest Company Announcements" page of the website of The Stock Exchange of Hong Kong Limited at [www.hkexnews.hk](http://www.hkexnews.hk) for 7 days from the date of its posting. This announcement will also be posted on the Company's website at [www.jcgroup.hk](http://www.jcgroup.hk).*