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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 of the Group's unaudited consolidated financial statements for the six months ended 30 September 2014, the Group is expected to record a net loss for the six months ended 30 September 2014 as compared with a net profit for the six months ended 30 September 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 six months ended 30 September 2014, the Group is expected to record a net loss for the six months ended 30 September 2014 as compared with a net profit for the six months ended 30 September 2013.

Based on the information available for the time being, the Board considers that the expected net loss for the six months ended 30 September 2014 was mainly attributable to i) the write-off of the property, plant and equipment for the change of the entire decoration and other fixed assets due to the rebranding of a Chinese cuisine restaurant in Tsim Sha Tsui to a Japanese cuisine restaurant; ii) the losses incurred for the six months ended 30 September 2014 in relation to the one-off start-up costs and lower operational

efficiency in some of the newly opened outlets; and iii) the increase in staff costs. The write-off of the property, plant and equipment is one-off in nature and the operating loss for start-up costs and inefficiency of newly opened outlets is expected to be incurred only in the preliminary stage and be short-term in nature. The Board believes that 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, and to monitor and reduce the costs to a reasonably low level and to turn the loss into profit for the outlets.

The Company is still in the process of finalising the Group's unaudited consolidated financial results for the six months ended 30 September 2014. Information contained in this announcement is only based on a preliminary assessment of the unaudited consolidated financial statements for the six months ended 30 September 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 six months ended 30 September 2014 will be announced in the forthcoming interim results announcement in November 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, 7 November 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; the non-executive Director is Mr. Chan Kwok Chung; and the independent non-executive Directors are Mr. Law Yiu Sing, Mr. Chan Wai Hung Clarence and Ms. Kwong Ka Ki.*

*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).*