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JC Group Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8326)

APPOINTMENT OF EXECUTIVE DIRECTOR AND NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that on 3 August 2015:

- (1) Ms. Shen Meng Hong has been appointed as an executive Director of the Company with effect from 3 August 2015; and
- (2) Mr. Kwok Chun Chung has been appointed as a non-executive Director of the Company with effect from 3 August 2015.

APPOINTMENT OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of JC Group Holdings Limited (the “**Company**”) is pleased to announce that Ms. Shen Meng Hong (沈孟紅) (“**Ms. Shen**”) has been appointed as an executive Director with effect from 3 August 2015.

Ms. Shen Menghong, aged 38, holds an MBA from the Hong Kong Finance and Economics College in 2008, and is a qualified PRC senior accountant. Ms. Shen was engaged in the compact fluorescent lamp industry and new energy industry and had accumulated a wealth of experience in financial management.

At the same time Ms. Shen had a very rich operating experience in the field of enterprise strategic management, mergers and acquisitions, initial public offering and risk management.

Save as disclosed above, Ms. Shen does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Ms. Shen does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and she has no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

Ms. Shen will enter into a director's service agreement with the Company for a term of three years commencing on 3 August 2015 subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The proposed director's fee of Ms. Shen is HK\$600,000 per annum (subject to final confirmation upon execution of the relevant service agreement) which is determined with reference to her experience, duties and responsibilities within the Company.

Save as disclosed above, there are no other matters relating to the appointment that need to be brought to the attention of the shareholders of the Company pursuant to Rule 17.50(2)(w) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange Hong Kong Limited (the "**GEM Listing Rules**") and there is no other information that should be disclosed pursuant to paragraphs 17.50(2)(h) to (v) of the GEM Listing Rules.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is also pleased to announce that Mr. Kwok Chun Chung (郭振忠) ("**Mr. Kwok**") has been appointed as a non-executive Director with effect from 3 August 2015.

Mr. Kwok, aged 41, holds a Bachelor of Commerce Degree from The University of Melbourne and a Master of Business (Accounting) Degree from Monash University. Mr. Kwok has been registered as a certified public accountant of the Hong Kong Institute of Certified Public Accountants since July 2008. Mr. Kwok has over 17 years of experience in auditing, tax, professional accounting and company secretarial fields. Mr. Kwok was the company secretary of the Company from September 2014 to February 2015. Mr. Kwok is currently working as an audit manager in a local CPA firm.

Save as disclosed above, Mr. Kwok does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Mr. Kwok does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and he has no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

Mr. Kwok will enter into a director's service agreement with the Company for a term of two years commencing on 3 August 2015 subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The proposed director's fee of Mr. Kwok is HK\$120,000 per annum (subject to final confirmation upon execution of the relevant service agreement) which is determined with reference to his experience, duties and responsibilities within the Company.

Save as disclosed above, there are no other matters relating to the appointment that need to be brought to the attention of the shareholders of the Company pursuant to Rule 17.50(2)(w) of the GEM Listing Rules and there is no other information that should be disclosed pursuant to paragraphs 17.50(2)(h) to (v) of the GEM Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Ms. Shen and Mr. Kwok.

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

Hong Kong, 3 August 2015

As at the date of this announcement, the executive Directors are Mr. Wu Kai Char, Ms. Wong Wai Ling, Ms. Chen Chen and Ms. Shen Meng Hong; the non-executive Director is Mr. Kwok Chun Chung; and the independent non-executive Directors are Mr. Chan Wai Hung Clarence, Mr. Pao Ping Wing and Ms. Au Man Yi.

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.