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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 JC Group Holdings Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) pursuant to Rule 17.10 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 in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

The board of directors of the Company (the “Board”) wishes to inform the shareholders of the Company (the “Shareholders”) and potential investors that, based on a preliminary review of the unaudited consolidated management accounts of the Group, the Company is expected that the Group incurred a loss for the nine months ended 31 December 2015 as compared with a profit in the corresponding period in 2014, which was mainly due to the increase in the operating expenses, including the cost of inventories sold, staff costs and property rentals and related expenses, during the period.

The Company is in the process of finalising the third quarterly results of the Group for the nine months ended 31 December 2015. The information contained in this announcement is only a preliminary assessment given by the management of the Company based on information available for the time being. The unaudited third quarterly results of the Group for the nine months ended 31 December 2015 is expected to be announced on 4 February 2016.

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

By order of the Board

JC Group Holdings Limited

Wu Kai Char

Chairman and Executive Director

Hong Kong, 2 February 2016

As at the date of this announcement, the executive Directors are Mr. Wu Kai Char, Ms. Wong Wai Ling, Ms. Shen Meng Hong, Mr. Wu Jian Nong and Mr. Xu Shui Sheng; and the independent non-executive Directors are Ms. Au Man Yi, Mr. Pao Ping Wing and Mr. Yuan Haiyang.

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 (www.hkexnews.hk) for 7 days from the date of its posting and will also be published on the Company’s website (www.jcgroup.hk).