

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any shares in the Company.



JC Group Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8326)

VOLUNTARY ANNOUNCEMENT ANNOUNCEMENT OF SOLAR PROJECT ORDERS

This is a voluntary announcement made by JC Group Holdings Limited (“**Company**”, together with its subsidiaries, the “**Group**”).

Reference is made to the announcements of the Company dated 18 September 2015 and 6 January 2016 concerning the commencement and operation of new energy business activity by the Group.

The board (“**Board**”) of directors (“**Directors**”) of the Company would like to inform the shareholders of the Company and potential investors that a wholly-owned subsidiary of the Group, 同景新能源科技(上海)有限公司, has entered into two contracts in February 2016 with independent third parties (as defined under the Rules Governing the Listing of Securities on The Growth Enterprise Market (“**GEM Listing Rules**”)) concerning the new energy business:

- (i) The first contract is entered into with 寶豐集團有限公司 for the sales and installation of solar tracking system for the entire 700MWp agricultural intelligent photovoltaic power station of 寶豐集團有限公司 located in Ningxia Hui Autonomous Region, the People’s Republic of China;
- (ii) The second contract is entered into with Elion Resources Group in Inner Mongolia for the engineering, procurement and construction of a combination project of a 20 MWp photovoltaic power station and desert agriculture project inside the grounds of the said power station;

The Board considers that the new energy business will diversify the Group's businesses and broaden its revenue base. Accordingly, the Board is of the view that the proposed transactions concerning the new energy business are fair and reasonable and in the interest of the Company and its shareholders as a whole.

WARNING NOTICE

Shareholders and potential investors should exercise caution when dealing in the shares of the Company, and if they are in any doubt about their position, they should consult their professional advisers.

By order of the Board
JC Group Holdings Limited
Wu Jian Nong
*Executive Director, Vice Chairman of
the Board and Chief Executive Officer*

Hong Kong, 26 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 Ms. Wang Xiaoxiong.

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 Stock Exchange's website (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).