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## **JC Group Holdings Limited**

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

**(Stock Code: 8326)**

### **COMPLETION OF (1) CONNECTED TRANSACTION CONCERNING THE PROPOSED ACQUISITION OF SALE ASSETS AND (2) CONTINUING CONNECTED TRANSACTION CONCERNING THE TENANCY AGREEMENT**

Reference is made to the announcement of JC Group Holdings Limited (the “**Company**”) dated 3 March 2016 (the “**Announcement**”) in relation to (i) the connected transaction concerning the Acquisition Agreement entered into between Shi Ming, as vendor, and Tong Jing, an indirect wholly-owned subsidiary of the Company, as purchaser; and (ii) the continuing connected transaction concerning the Tenancy Agreement entered into between Shi Ming, as landlord, and Tong Jing, an indirect wholly-owned subsidiary of the Company, as tenant.

Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

### **COMPLETION I IN RELATION TO THE ACQUISITION AGREEMENT**

The Board is pleased to announce that all the conditions precedent of the Acquisition Agreement have been fulfilled on 30 March 2016. Completion I in relation to the Acquisition Agreement has taken place on 1 April 2016. Tong Jing shall be the legal and beneficial owner of the Sale Assets upon Completion I.

## COMPLETION II IN RELATION TO THE TENANCY AGREEMENT

The Board is pleased to announce that all the conditions precedent of the Tenancy Agreement have been fulfilled on 30 March 2016. Completion II in relation to the Tenancy Agreement has taken place on 1 April 2016. The Tenancy Agreement shall be effective upon Completion II.

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, 1 April 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](http://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](http://www.jcgroup.hk)).*

*The English names of the PRC entities are translations of their Chinese names, and are included herein for identification purposes only. In the event of any inconsistency, the Chinese names shall prevail.*