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LC Group Holdings Limited

良斯集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1683)

GRANT OF WAIVER FROM STRICT COMPLIANCE WITH RULE 8.08(1)(A) OF THE LISTING RULES

References are made to (i) the announcement jointly issued by LC Group Holdings Limited (the “**Company**”) and State Energy HK Limited (the “**Offeror**”) dated 10 February 2017 in relation to, among others, the results of the mandatory unconditional cash offer (the “**Share Offer**”) made by Huarong International Securities Limited for and on behalf of the Offeror to acquire all of the issued shares (the “**Shares**”) of the Company in accordance with the Takeovers Code; and (ii) the announcement jointly issued by the Company and the Offeror dated 13 February 2017 in relation to, among other things, the public float of the Shares and the suspension in the trading of the Shares (collectively the “**Joint Announcements**”).

Capitalised terms used herein shall have the same meanings as those defined in the Joint Announcements, unless the context requires otherwise.

GRANT OF WAIVER FROM STRICT COMPLIANCE WITH RULE 8.08(1)(A) OF THE LISTING RULES

As stated in the Joint Announcements, the minimum public float requirement of 25% as set out in Rule 8.08(1)(a) of the Listing Rules was not satisfied after the close of the Share Offer. An application had been made to the Stock Exchange for a temporary waiver from strict compliance with Rule 8.08(1)(a) of the Listing Rules.

On 14 February 2017, the Stock Exchange granted a waiver to the Company from the strict compliance with Rule 8.08(1)(a) of the Listing Rules for the period from 10 February 2017 to 11 May 2017, subject to the issue of this announcement.

SUSPENSION OF TRADING

Trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on Monday, 13 February 2017 at the request of the Company pending the restoration of the public float of the Shares.

Further announcement(s) will be made by the Company regarding restoration of public float and resumption of trading in the Shares as soon as possible.

By order of the Board of
LC Group Holdings Limited
YANG Yong
Executive Director

Hong Kong, 14 February 2017

As at the date of this announcement, the Company's board of directors comprises Mr. YANG Yong and Mr. ZHAO Dianqing, Mr. LEONG Hing Loong Rudoff and Ms. CHEW Christina Mooi Chong as executive Directors, and Mr. LIU Gang, Mr. YU Haizong and Ms. AN Yiqing as independent non-executive Directors.