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LEAP Holdings Group Limited

前進控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1499)

PLACING OF SHARES

BY A CONTROLLING SHAREHOLDER OF THE COMPANY

This announcement is made by LEAP Holdings Group Limited (the “**Company**”) pursuant to Rule 13.09(2) (a) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company has been informed by Grand Jade Group Limited (“**Grand Jade**”), a controlling shareholder (as defined under the Listing Rules) of the Company, that on 31 March 2016, Grand Jade entered into a share placing agreement (the “**Placing Agreement**”) with Koala Securities Limited (the “**Placing Agent**”), pursuant to which the Placing Agent has agreed to, on a best effort basis, procure purchasers independent of and not connected with the Company and its connected persons (as defined in the Listing Rules) to purchase 540,000,000 shares of HK\$0.01 each in the capital of the Company (the “**Placing Shares**”) from Grand Jade at the price in the range of HK\$0.36 to HK\$0.40 each (the “**Placing**”). The Placing Shares represent approximately 23.60% of the issued share capital of the Company as at the date of this announcement.

As at the date of this announcement, Grand Jade is owned as to 50% by Mr. Ip Ying Chau (an executive Director, chairman of the Board and chief executive officer of the Company) and 50% by Mr. Chan Wing Chung (an executive Director and vice chairman of the Board).

Immediately upon completion of the Placing which is expected to take place within two business days from the date of the Placing Agreement, Grand Jade will be interested in approximately 51.40% of the issued share capital of the Company, and Mr. Ip Ying Chau, Mr. Chan Wing Chung and Grand Jade will remain as controlling shareholders (as defined in the Listing Rules) of the Company.

As the Placing may or may not proceed, shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
LEAP Holdings Group Limited
Ip Ying Chau
Chairman

Hong Kong, 31 March 2016

As at the date of this announcement, the Board comprises Mr. Ip Ying Chau (Chairman), Mr. Chan Wing Chung, Ms. Tung Ah Pui Athena and Mr. Chan Chiang Kan as executive Directors, and Mr. Cheung Kwok Yan Wilfred, Mr. Feng Zhidong and Mr. Ho Ho Ming as independent non-executive Directors.