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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)

POSITIVE PROFIT ALERT

This announcement is made by LEAP Holdings Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Part XIVA of the Securities and Futures Ordinance (the “**SFO**”) (Chapter 571 of the Laws of Hong Kong) and Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that, based on the preliminary assessment of the unaudited consolidated management accounts of the Group for the five months ended 31 August 2017, it is expected that the consolidated net profit attributable to shareholders of the Company for the six months ended 30 September 2017 will increase substantially as compared to the net profit attributable to shareholders of the Company for the corresponding period in 2016.

Based on the information currently available, the Board is of the view that the expected increase of the net profit of the Group for the five months ended 31 August 2017 is mainly due to the development of securities investments business which provides a more cost-efficient business segment for the Group for the five months ended 31 August 2017 when compared to the corresponding period in 2016.

As the Company is still in the process of finalising the interim results of the Group for the six months ended 30 September 2017, the information contained in this announcement is only based on the preliminary assessment on the information currently available to the management of the Company instead of any figures or information that have been audited or reviewed by the auditors of the Company or the audit committee of the Company. The interim results of the Group for the six months ended 30 September 2017 are expected to be published on or before 30 November 2017 in compliance with the Listing Rules.

TAKEOVERS CODE IMPLICATIONS

Reference is made to the joint announcement (the “**19 September Joint Announcement**”) and supplemental announcement jointly issued by the Company and Right Star Investment Development Limited (the “**Offeror**”) on 19 September 2017 and 28 September 2017 respectively in relation to, among other things, the mandatory conditional cash offer by Head & Shoulders Securities Limited for and on behalf of the Offeror to acquire all the issued shares of the Company (other than those already

owned by the Offeror and parties acting in concert with it). This positive profit alert announcement constitutes a profit forecast for the purposes of Rule 10 of the Code on Takeovers and Mergers (the “**Takeovers Code**”) and as it is made during an offer period, the Company is required to comply with the requirements under Rule 10 of the Takeovers Code with respect to profit forecasts. In view of the requirements of timely disclosures of the inside information under Rule 13.09 of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules), the Company is required to issue this announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the requirements set out in Rule 10.4 of the Takeovers Code.

The profit forecast in this announcement does not meet the standard required by Rule 10 and shareholders of the Company (the “**Shareholders**”) and potential investors should exercise caution in placing reliance on the forecast. Amongst other things, the profit forecast in this announcement will be reported on in accordance with the Takeovers Code as soon as reasonably practicable by the Company’s auditors and financial adviser and the relevant reports will be contained in the next document to be sent to Shareholders, that is, the Composite Document. As stated in the joint announcement dated 10 October 2017 made by the Company and the Offeror, the Composite Document (as defined in the 19 September Joint Announcement) is expected to be despatched on or before 20 October 2017.

Shareholders 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, 11 October 2017

As at the date of this announcement, the executive Directors are Mr. Ip Ying Chau, Mr. Chan Wing Chung, Ms. Tung Ah Pui Athena, Mr. Chan Chiang Kan, Mr. Mui Wai Sum and Mr. Yip To Chun; and the independent non-executive Directors are Mr. Cheung Kwok Yan Wilfred, Mr. Feng Zhidong and Mr. Ho Ho Ming.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.