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BCI Group Holdings Limited

高門集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8412)

CESSATION OF CONTINUING CONNECTED TRANSACTION IN RELATION TO THE TENANCY AGREEMENT

Reference is made to the prospectus of BCI Group Holdings Limited (the “**Company**”) dated 24 March 2017 (the “**Prospectus**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus.

As disclosed in the section headed “Connected Transactions” in the Prospectus, City Silver, an indirect subsidiary of the Company, entered into a tenancy agreement (the “**Tenancy Agreement**”) with Digital Option Limited (“**Digital Option**”) and High Supreme Limited (“**High Supreme**”) on 29 August 2016, pursuant to which Digital Option and High Supreme agreed to lease Shops A, B & C on G/F and Shops A, B and C on Cockloft of No. 14 Pennington Street, Causeway Bay, Hong Kong (the “**Premises**”) to City Silver for a fixed term of three years commencing on 1 February 2017 subject to the terms and conditions of the Tenancy Agreement.

According to the announcement dated 31 March 2017 issued by CSI Properties (together with its subsidiaries, the “**CSI Group**”), the sale of the CSI Group’s entire interests in, *inter alia*, Digital Option and High Supreme which are directly holding the Premises (the “**CSI Sale**”) was duly completed on 31 March 2017.

Following the completion of the CSI Sale, Digital Option and High Supreme ceased to be the subsidiaries of CSI Properties and connected persons of the Company. Accordingly, the transaction contemplated under the Tenancy Agreement no longer constitute continuing connected transaction for the Company pursuant to the GEM Listing Rules.

Digital Option and High Supreme, being Independent Third Parties to the Company after the completion of the CSI Sale, continue to lease the Premises to City Silver subject to the terms and conditions of the Tenancy Agreement.

By order of the Board
BCI Group Holdings Limited
Ng Shing Joe Kester
Chairman and Executive Director

Hong Kong, 7 April 2017

As at the date of this announcement, the executive Directors are Mr. Ng Shing Joe Kester and Ms. Lau Sze Yuen, the non-executive Director is Mr. Kan Sze Man and the independent non-executive Directors are Mr. Wong Sui Chi, Mr. Li Lap Sun and Mr. Ng Kwok Kei Sammy.

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 at www.hkexnews.hk for at least seven days from the date of its posting. This announcement will also be published on the Company’s website at www.bci-group.com.hk.