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CL GROUP (HOLDINGS) LIMITED

昌利（控股）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8098)

POSITIVE PROFIT ALERT

This announcement is made by CL Group (Holdings) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The board of directors (the “**Board**”) of the Company wishes to inform shareholders of the Company and potential investors that based on the preliminary assessment of the consolidated management accounts of the Group, and information currently available, the Group expects the consolidated net profit for the six months ended 30 September 2015 to be higher than the comparative profit figure for the corresponding period in 2014, the rise in profit was primarily attributable to the increased in the commission and brokerage income from securities dealing and the placing and underwriting commission income totally amounting to HK\$7.7 million, and the decrease in administrative expenses due to the absence of the non-cash share-based payment expenses of HK\$8.3 million recognized in 2014.

The information contained in this announcement is only based on the preliminary assessment of the consolidated management accounts of the Group. The Group is still in the process of finalizing the interim results for the six months ended 30 September 2015 which is expected to be published in 10 November 2015. Shareholders of the Company and potential investors are advised to read the interim results announcement of the Company when it is published.

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
CL Group (Holdings) Limited
Kwok Kin Chung
Executive Director

Hong Kong, 3 November 2015

The Directors of the Company as at the date of this announcement are:-

Non-executive Director:

Mr. Alexis Ventouras (Chairman)

Executive Directors:

Mr. Kwok Kin Chung (Chief Executive Officer)

Mr. Lau Kin Hon

Ms. Yu Linda

Independent non-executive Directors:

Mr. Au-Yeung Tai Hong Rorce

Mr. Poon Wing Chuen

Mr. Chiu Wai Keung

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 appear on the GEM website (www.hkgem.com) on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at www.cheongleesec.com.hk.