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**NNK GROUP LIMITED**

**年年卡集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3773)**

## **VOLUNTARY ANNOUNCEMENT**

### **MOBILE TOP-UP SERVICES COOPERATION AGREEMENT WITH JIANGSU JINGDONG INFORMATION TECHNOLOGY CO., LTD.**

This announcement is made by the board of directors (the “**Board**”) of NNK Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”), on a voluntary basis for the purpose of keeping its shareholders and potential investors informed of the latest business development of the Group.

#### **MOBILE TOP-UP SERVICES COOPERATION AGREEMENT**

The Board is pleased to announce that Shenzhen Niannianka Network Technology Co., Ltd.\* (深圳市年年卡網絡科技有限公司) (“**Shenzhen NNK**”), the Company’s PRC operating subsidiary, has entered into a mobile top-up services cooperation agreement (the “**Agreement**”) with Jiangsu Jingdong Information Technology Co., Ltd. (江蘇京東信息技術有限公司) (“**Jingdong**”), a wholly owned subsidiary of JD.com, Inc. (“**JD.com**”), an independent third party of the Company and its connected persons, regarding the provision of mobile top-up services provided to customers of JD.com by Shenzhen NNK.

#### **Principal terms of the Agreement**

##### **Cooperation:**

- (1) Shenzhen NNK will provide mobile top-up services to customers of JD.com via the e-commerce platforms of JD.com, including [www.jd.com](http://www.jd.com) and its mobile applications.

- (2) The gross transaction value for successful mobile top-up services conducted will be applied with a discount as the service fees for Jingdong, and paid to Shenzhen NNK's specified account after the deduction of the service fees.

<b>Effective period:</b>	One year
<b>Termination of the Agreement:</b>	Jingdong is entitled to terminate the Agreement if Shenzhen NNK fails to perform its obligations under the Agreement or materially breaches the Agreement.
<b>Renewal of the Agreement:</b>	Both parties are entitled to extend the cooperation prior to the expiry of the Agreement and enter into a new cooperation agreement if both parties have agreed on the further cooperation.

## **REASONS AND BENEFITS FOR THE COOPERATION**

The Group enters into the Agreement with the intention of leveraging on JD.com's strengths, resources and expertise, which in return could enhance the Group's competitiveness in the mobile top-up service industry. Shenzhen NNK and Jingdong are actively facilitating the development of the cooperation plans. The Board expects that the Group will be able to expand its mobile top-up service offerings and users base via scalable e-commerce platforms provided by JD.com. The cooperation would create synergy that is beneficial for the business development of Shenzhen NNK and Jingdong.

All terms and conditions of the Agreement are negotiated on arm's length basis and entered into in the ordinary and usual course of business of Shenzhen NNK. The Board has confirmed that the Agreement is on normal commercial terms, and that such terms are fair and reasonable and in the interests of the Company and the shareholders of the Company as a whole.

## INFORMATION OF JD.COM

JD.com is a leading online direct sales company and a leading internet company in China, and is listed on NASDAQ Global Select Market under the symbol “JD”. Through its content-rich and user-friendly website [www.jd.com](http://www.jd.com) and mobile applications, JD.com offers a wide selection of authentic products at competitive prices to its customers and delivers products in a speedy and reliable manner. JD.com is a member of the NASDAQ100 and a Fortune Global 500 company.

To the best knowledge, information and belief of the Board and after making all reasonable enquiries, JD.com and its ultimate beneficial owners are independent third parties of the Company and its connected persons.

By order of the Board of  
**NNK Group Limited**  
**Huang Junmou**  
*Chairman*

Hong Kong, 20 December 2016

*As at the date of this announcement, the executive directors of the Company are Mr. Huang Junmou and Mr. Yang Hua; the non-executive directors of the Company are Mr. Li Xiangcheng, Mr. Xu Xinhua and Mr. Yu Zida; the independent non-executive directors of the Company are Mr. Lin Zhangxi, Mr. Qian Haomin and Ms. Zhao Jinlin.*

\* *For identification purpose only.*