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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 and Data Usage Top-up Services Cooperation Agreements with Beijing Sankuai Online 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 AND DATA USAGE TOP-UP SERVICES COOPERATION AGREEMENTS

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 and a data usage top-up services agreement (collectively as the “**Agreements**”) with Beijing Sankuai Online Technology Co., Ltd.* (北京三快在線科技有限公司) (“**Sankuai Online**”), an affiliate of Beijing Sankuai Technology Co., Ltd.* (北京三快科技有限公司) (“**Beijing Sankuai**”), who is the operator and administrator of Meituan.com (www.meituan.com) (“**Meituan**”) (美團網), an O2O (online to offline) e-commerce platform which offers group buying services for local products and retail services, on 17 January 2017, regarding the provision of mobile top-up and data usage top-up services to customers of Beijing Sankuai by Shenzhen NNK.

Principal terms of the Agreements

- Cooperation: (1) Shenzhen NNK will provide mobile top-up and data usage top-up services to customers of Beijing Sankuai via the e-commerce platforms of Beijing Sankuai, including Meituan and its mobile applications.
- (2) The gross transaction value for the successful mobile top-up and data usage top-up services conducted will be consolidated, applied with a discount as service fees for Sankuai Online, and paid to Shenzhen NNK's specified account after the deduction of the service fees.
- Effective period: The Agreements will become effective from 17 January 2017 to 31 December 2017.
- Termination of the Agreements: Either party is entitled to terminate the Agreements with a written notice if the other part fails to perform its obligations under the Agreements or materially breaches the Agreements and the non-breaching party is entitled to claim for compensation from the other party.
- Renewal of the Agreements: If neither party proposes a written objection or a notice of termination of the Agreements, the Agreements will be automatically renewed for an additional year. Upon the expiry of the automatically renewed Agreements, both parties shall negotiate for and enter into new agreements for further cooperation.

REASONS AND BENEFITS FOR THE COOPERATION

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

All terms and conditions of the Agreements 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 Agreements are 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 BEIJING SANKUAI

Beijing Sankuai operates and administrates Meituan, an O2O (online to offline) e-commerce platform. Meituan offers group buying services for local products and retail services.

To the best knowledge, information and belief of the Board and after making all reasonable enquiries, Beijing Sankuai 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, 17 January 2017

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.*