SOU 300 GROUP HOLDING COMPANY

ANNUAL REPORT

FISCAL YEAR ENDING
December 31, 2015

1) Name of the issuer

Sou 300 Group Holding Company

2) Address of the issuer's principal executive offices

Company Headquarters
Address:Room 1101, Floor 11, Longhui Building, Building1, Nongguangnanli, Chaoyang District, Beijing, PRC
Phone: +86-10-67351845
Email: sou300@sou300.com
Website(s): www.sou300.com

IR Contact
Name:Yong ZHAO
Address: Room 1101, Floor 11, Longhui Building, Building1, Nongguangnanli, Chaoyang District, Beijing, PRC
Phone: +86-10-67351845
Email: sou300@sou300.com
Website(s): www.sou300.com

3) Security Information

Trading Symbol: SOUG
Exact title and class of securities outstanding: Common Shares
CUSIP: 784666208Par or Stated Value: 0.001
Total shares authorized:1,050,000,000 as of: December 31, 2015
Total shares outstanding: 1,046,550,007as of: December 31, 2015
Additional class of securities:

Transfer Agent
Name: VStock Transfer, LLC
Address:18 Lafayette Place
Woodmere, New York 11598
Phone: (212)-828-8436

Is the Transfer Agent registered under the Exchange Act?* Yes: □ No: □

On April 13, 2015, the Company implemented a reverse share split on a two to one ratio, pursuant to which 2,020,000,006 issued and outstanding shares of common stock were combined into 1,010,000,007 shares of common stock.

As of December 31, 2015, there were 320,081,254 unrestricted common shares.

4) Issuance History

Sou 300 Group Holding Company ("SOU300" or the "Company") is a Nevada corporation incorporated on June 24, 2010, and is quoted on the OTC Pink Market ("OTC Market").Upon incorporation, the Company had100,000,000 authorized

common shares and 10,000,000 authorized preferred shares, with $0.001 par value per share.

On June 25, 2010, the Company entered into a Share Exchange Agreement with Beijing Jiexunhuatai Technology Limited Co., Ltd. ("JXHT"), a PRC company mainly engaged in online search and marketing, development and sale of software and mobile phones in the PRC. Mr. Zhao Yong and Ms. Wang Huazhen each holds 50% equity interests of JXHT, respectively. Pursuant to the Share Exchange Agreement, the Company intends to acquire all of the equity interest of JXHT.

Due to restrictions and limitations of relevant PRC laws and regulations, particularly in the field of foreign acquisition and foreign investment in the telecommunication industry, the Share Exchange Agreement with JXHT was not in compliance with such laws and regulations and the Company never applied with relevant government authorities in PRC for approval of the share exchange. As a result, the consolidation of financial statements filed in years prior to 2015 were prepared. The Company and JXHT have determined the Share Exchange Agreement was never effective and the share exchange transaction contemplated by the Share Exchange never occurred.

On June 25, 2010, the Company issued 20,000,006 shares of common stock, $0.001 par value per share, to fifty (50) non-U.S. persons who are senior management, employees or individual sales agents of JXHT, or their designated persons, for consideration for their continuous service and contribution to the Company (the "2010 Issuance"). The issuance was made pursuant to an exemption from registration pursuant to Regulation Sunder the Securities Act of 1933, as amended (the "Securities Act").

On May 23, 2013, the Company increased the number of the authorized common shares from 100,000,000 to 2,100,000,000. On June 5, 2013, the Company issued 2,000,000,000 shares of common shares to 671 persons (among which, 48 are original shareholders and 623 are new shareholders)who are senior management, employees or individual sales agents of JXHT, or their designated persons in consideration for their continuous service and contribution to JXHT and the Company (the "2013 Issuance"). The issuance to non US persons was made pursuant to an exemption from registration pursuant to Regulation Sunder the Securities Act. The issuance to the one shareholder who is a US citizen was made pursuant to an exemption from registration provided in Section 4(a)(2) of the Securities Act of 1933, as amended.

The share certificates of SOU300 issued in the 2010 Issuance and 2013 Issuance to non US persons contain a legend stating:

"THE SECURITIES ARE BEING OFFERED TO INVESTORS WHO ARE NOT U.S. PERSONS (AS DEFINED IN REGULATION S UNDER THE SECURITIES ACT OF 1933, AS AMENDED ("SECURITIES ACT")) AND WITHOUT REGISTRATION WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION UNDER THE SECURITIES ACT IN RELIANCE UPON REGULATION S PROMULGATED UNDER THE SECURITIES ACT."

"TRANSFER OF THESE SECURITIES IS PROHIBITED, EXCEPT IN ACCORDANCE WITH THE PROVISIONS OF REGULATION S, PURSUANT TO REGISTRATION UNDER THE SECURITIES ACT, OR PURSUANT TO AVAILABLE EXEMPTION FROM REGISTRATION. HEDGING TRANSACTIONS MAY NOT BE CONDUCTED UNLESS IN COMPLIANCE WITH THE SECURITIES ACT."

The share certificates of SOU300 issued in the 2013 Issuance to a US Holder contain a legend stating:

"THESE SECURITIES HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED. THEY MAY NOT BE SOLD, OFFERED FOR SALE, PLEDGED OR HYPOTHECATED IN THE ABSENCE OF A REGISTRATION STATEMENT IN EFFECT WITH RESPECT TO THE SECURITIES UNDER SUCH ACT OR AN OPINION OF COUNSEL SATISFACTORY TO THE COMPANY THAT SUCH REGISTRATION IS NOT REQUIRED OR UNLESS SOLD PURSUANT TO AN EXEMPTION TO SUCH ACT."

As a result of the 2010 Issuance and 2013 Issuance accumulatively involving more than 200 specified shareholders for the Company's securities, it is deemed a public offering under the Securities Law of the PRC and subject to various mandatory legal and administrative requirements, including reporting to the China Securities Regulatory Commission (the "CSRC") for examination and approval. The Company failed to go through any of the above-mentioned procedures for the 2013 Issuance. Pursuant to the Securities Law of the PRC, where an entity, without approval of the statutory authority, publicly issues securities shall be ordered to cease such issuing and return the funds thus raised (if any), plus the bank deposit interest for the same period, and shall be fined not less than one percent but not more than five percent of the amount of the illegally raised funds; the company incorporated through public issuance of securities without approval shall be banned by the authority. The person directly in charge and the other persons directly responsible shall be given a warning and, in addition, be fined not less than $4,619 (RMB30,000) but not more than $46,188 (RMB300,000) each.

On April 13, 2015, the Company implemented a reverse share split on a two to one ratio, pursuant to which 2,020,000,006 issued and outstanding shares of common stocks were combined into 1,010,000,007 shares of common stock.

On June 30, 2015, the Company entered into a series acquisition agreement with each shareholder of YishuiLihua Oil Co., Ltd. ("YSLH"), Shanghai Minnan Wood Co., Ltd. ("Minnan Wood"), PutianHuanqiu Wood Co., Ltd ("Putian Wood"). AndRunjet Trading Co., Limited ("RUNJET"), pursuant to which, the Company shall issue: (i)6,000,000 shares of common stock to Mr. Zhang Fuli, shareholder of YSLH, (ii) 987,000 and 63,000 shares of common stock respectively to Ms. Ye

Sulan and Mr. Ye Dehong, shareholders of Minnan Wood, (iii) 2,000,000 and 500,000 shares of common stock respectively to Mr. Wu Jianhua and Mr. Wu Jianping, shareholders of Putian Wood, and (iv) 27,000,000 shares of common stock to Mr. TuXiaojun, shareholder of RUNJET, as purchase price for such acquisitions. As of December 31, the shares have been issued accordingly.

As of December 31, 2015, there were 681 record owners of our common stock and no record owner of our preferred stock.

5) Financial Statements

The Company's unaudited financial statements for the fiscal year ended December 31, 2015 and related footnotes are attached hereto as part of the Company's 2015 Annual Report and are filed under separate cover.

6) The Issuer's Business, Products and Services

Fiscal Year End

The end of the fiscal year of the Company is December 31.

SIC
SIC-Industry Classification 7370-Services-Computer Programming, Data Processing, Etc.

Corporate History and Structure

Sou 300 Group Holding Company ("SOU300" or the "Company") is a Nevada corporation incorporated on June 24, 2010, and is quoted on the OTC Market.Previous organizational efforts pursuant to a Share Exchange with Beijing Jiexunhuatai Technology Limited Co., Ltd. ("JXHT") were completed erroneously and were not effective as described above. As a result, the Company recently reorganized as described below.

On August 21, 2014, the Company acquired SOU 300 GROUP HLDG CO. LIMITED ("SOU300 HK"), a holding company established by Mr. Hung, Hai-Chuan under Hong Kong laws, subsequent to which, SOU300 HK become a wholly-owned subsidiary of the Company. On July 11, 2014, SOU300 HKestablished a wholly foreign owned enterprise, QuanSou 300 (Beijing) Technology Co., Ltd. ("SOU300 WFOE") in Haidian District, Beijing, PRC. On August 1, 2014, SOU300 WFOE has entered into the VIE Agreements (as described in more details below) with JXHT.

JXHT was founded in Beijing, PRC on August 14, 2008. JXHT mainly engages in online search and marketing, sale of key search terms, development and sale of software and mobile phone inPRC. The conducting of these businesses above requires an operating ICP license, which is not available for a foreign invested enterprise.

Due to PRC legal restrictions on foreign ownership and investment in China,we operate our PRC business primarily through our variable interest entity, JXHT, in China. We do not hold equity interests in JXHT. It is through the VIE Agreements that we have effective control of JXHT, which allows us to consolidate the financial results of JXHT in our financial statements. If JXHT and its shareholders fail to perform their obligations under the VIE Agreements, we could be limited in our ability to enforce the VIE Agreements that give us effective control. Furthermore, if we are unable to maintain effective control of JXHT, we would not be able to continue to consolidate JXHT's financial results with our financial results. On January 19, 2015, the Ministry of Commerce of China ("MOFCOM") published a draft version of a proposed Foreign Investment Law (the "Draft Foreign Investment Law") with an explanatory note. MOFCOM has requested comments from the public on the Draft Foreign Investment Law by February 17, 2015, which, once promulgated, will replace and integrate the three existing laws over foreign investment, however, how these changes will affect entities currently operating in China, particularly foreign controlled variable interest entities, is not entirely clear.

On August 1, 2014,SOU300 WFOE and JXHT and its shareholders entered into a series of agreements known as variable interest agreements (the "VIE Agreements") pursuant to which SOU300 WFOE has executed effective control over JXHT through these contractual arrangements. The VIE Agreements included:

(1) An Exclusive Technology Consultancy and Service Agreement through which SOU300 WFOE is appointed the exclusive services provider to provide JXHT with complete technical support, business support and related consulting services (as described in the agreement) in exchange for 100% of the net profits (as defined in the agreement) of JXHT. The agreement does not provide that SOU300 WFOE is responsible for the debts of JXHT. The term of the Technology Consultancy and Service Agreement began on August 1, 2014 and lasts for ten years, unless earlier terminated as provide in the agreement. The term of the agreement may be extended at SOU300 WFOE's discretion prior to the expiration thereof;

(2) a Power of Attorney under which the shareholders of JXHT have vested their collective voting control over JXHT to SOU300 WFOE;

(3) an Option Agreement under which the shareholders of JXHT have granted to SOU300 WFOE the irrevocable right and option to acquire all of their equity interests in JXHT, subject to applicable PRC laws and regulations. The term of the Option Agreement began on August 1, 2014 and lasts for ten years, but may be renewed at SOU300 WFOE's election; and

(4) a Share Pledge Agreement under which the owners of JXHT have pledged all of their equity interests in JXHT to SOU300 WFOE to guarantee JXHT's performance of its obligations under the Exclusive Technology Consultancy and Service Agreement.

(5) a Business Operation Agreement under which SOU300 WFOE provides guidance and instructions on JXHT's daily operations and financial affairs. SOU300 WFOE has the right to appoint senior executives of JXHT. The shareholders of JXHT must appoint the candidates recommended by SOU300 WFOE as their representatives on JXHT's board of directors. The term of theBusiness Operation Agreement began on August 1, 2014 and lasts for ten years, but may be renewed at SOU300 WFOE's election.

JXHT is in the process to register its share pledge with local Administration of Industry and Commerce.

As a holding company with no business other than holding equity interest of our operating subsidiary, SOU300 WFOE, we rely principally on dividends to be paid by SOU300 WFOE. SOU300 WFOE, being the exclusive service provider to JXHT, relies on the service fees to which it is entitled from JXHT. Pursuant to the Exclusive Technology Consultancy and Service Agreement between SOU300 WFOE and JXHT, SOU300 WFOE has the right to collect 100% of the net profits of JXHT.

On April 13, 2015, the Company implemented a reverse share split on a two to one ratio, pursuant to which 2,020,000,006 issued and outstanding shares of common stock werecombined into 1,010,000,007 shares of common stock.

SOU 300 Group Holding Company Enters Into Acquisition Agreements with YishuiLihua Oil Co., Ltd., Shanghai Minnan Wood Co., Ltd., PutianHuanqiu Wood Co., Ltd. and Runjet Trading Co., Limited

VIE-YSLH

Acquisition of YSLH

On June 30, 2015, Sou 300 Group Holding Company (OTC: SOUG) (the "Company"), QuanSou 300 (Beijing) Technology Co., Ltd. ("SOU300 WFOE"), YishuiLihua Oil Co., Ltd. ("YSLH") and Mr. Zhang Fuli, the sole shareholder and legal representative of YSLH, entered into an acquisition agreement, pursuant to which, the Company agreed to issue 6,000,000 shares to Mr. Zhang Fuli in exchange for its acquisition of effective control of the 100% equity interests in YSLH subject to terms and conditions under the acquisition agreement, through the execution of YSLH VIE Agreements (as defined below) among SOU300 WFOE, YSLH and Mr. Zhang Fuli.

YSLH VIE Agreements

OnJune 30, 2015, SOU300 WFOE and YSLH and Mr. Zhang Fuli entered into a series of agreements known as variable interest agreements (the "YSLH VIE Agreements") pursuant to which SOU300 WFOE has executed effective control over YSLH through these contractual arrangements. The YSLH VIE Agreements included:

(1) An Exclusive Technology Consultancy and Service Agreement through which SOU300 WFOE is appointed the exclusive services provider to provide YSLH with complete technical support, business support and related consulting services (as described in the agreement) in exchange for 90% of the net profits (as defined in the agreement) of YSLH. The agreement does not provide that SOU300 WFOE is responsible for the debts of YSLH. The term of the Technology Consultancy and Service Agreement began onJune 30, 2015 and lasts for five years, unless earlier terminated as provided in the agreement;

(2) a Power of Attorney under which the shareholder of YSLH has vested his collective voting control over YSLH to SOU300 WFOE;

(3) an Option Agreement under which the shareholder of YSLH has granted to SOU300 WFOE the irrevocable right and option to acquire all of their equity interests in YSLH, subject to applicable PRC laws and regulations. The term of the Option Agreement began on June 30, 2015 and lasts for five years;

(4) a Share Pledge Agreement under which the owner of YSLH has pledged all of his equity interests in YSLH to SOU300 WFOE to guaranteeYSLH's performance of

its obligations under the Exclusive Technology Consultancy and Service Agreement; and

(5) a Business Operation Agreement under which SOU300 WFOE provides guidance and instructions on YSLH's daily operations and financial affairs. SOU300 WFOE has the right to appoint senior executives of YSLH. The shareholder of YSLH must appoint the candidates recommended by SOU300 WFOE as his representatives on YSLH's board of directors. The term of the Business Operation Agreement began on June 30, 2015, and lasts for five years, but may be renewed at SOU300 WFOE's election.

Business of YSLH

YSLH was founded in Shandong province, PRC on March 11, 2008. YSLH mainly engages in selling certain oil products in PRC, including peanut oil, soybean oil, salad oil, aqueous coating, etc. Products of YSLH are mainly sold in Henan, Shandong, Jiangsu, Shanghai, Guangzhou, Anhui and other regions of PRC. The conducting of these businesses above mainly requires food circulation license, which YSLH has not obtained as to the time of this filing.

VIE-Minnan Wood

Acquisition of Minnan Wood

On June 30, 2015, the Company, SOU300 WFOE, Shanghai Minnan Wood Co., Ltd. ("Minnan Wood"), Ms. Ye Sulan and Mr. Ye Dehong, each holding 94% and 6% of equity interest in Minnan Wood respectively, entered into an acquisition agreement, pursuant to which, the Company agreed to issue 987,000 shares to Ms. Ye Sulan and 63,000 shares to Mr. Ye Dehong in exchange for its acquisition of effective control of the 100% equity interests in Minnan Wood subject to terms and conditions under the acquisition agreement, through the execution of Minnan Wood VIE Agreements (as defined below) among SOU300 WFOE, Minnan Wood, Ms. Ye Sulan and Mr. Ye Dehong.

Minnan Wood VIE Agreements

OnJune 30, 2015, SOU300 WFOE, Minnan Wood, Ms. Ye Sulan and Mr. Ye Dehong entered into a series of agreements known as variable interest agreements (the "Minnan Wood VIE Agreements") pursuant to which SOU300 WFOE has executed effective control overMinnan Wood through these contractual arrangements. The Minnan Wood VIE Agreements included:

(1) An Exclusive Technology Consultancy and Service Agreement through which SOU300 WFOE is appointed the exclusive services provider to provide Minnan Wood with complete technical support, business support and related consulting services (as described in the agreement) in exchange for 90% of the net profits (as defined in the agreement) ofMinnan Wood. The agreement does not provide that SOU300 WFOE is responsible for the debts of Minnan Wood. The term of the

Technology Consultancy and Service Agreement began onJune 30, 2015 and lasts for five years, unless earlier terminated as provided in the agreement;

(2) Power of Attorney under which the shareholders of Minnan Wood have vested their collective voting control over Minnan Wood to SOU300 WFOE;

(3) Option Agreement under which the shareholders of Minann Wood have granted to SOU300 WFOE the irrevocable right and option to acquire all of their equity interests inMinnan Wood, subject to applicable PRC laws and regulations. The term of the Option Agreement began on June 30, 2015 and lasts for five years;

(4) Share Pledge Agreement under which the owners of Minnan Wood have pledged all of their equity interests in Minnan Wood to SOU300 WFOE to guaranteeMinnan Wood's performance of its obligations under the Exclusive Technology Consultancy and Service Agreement; and

(5) a Business Operation Agreement under which SOU300 WFOE provides guidance and instructions onMinnan Wood's daily operations and financial affairs. SOU300 WFOE has the right to appoint senior executives ofMinnan Wood. The shareholders of Minnan Wood must appoint the candidates recommended by SOU300 WFOE as their representatives on Minnan Wood's board of directors. The term of the Business Operation Agreement began on June 30, 2015, and lasts for five years, but may be renewed at SOU300 WFOE's election.

Business of Minnan Wood
Minnan Wood was founded in Shanghai, PRC on December 9, 1998. Minnan Wood mainly engages in importing quality logs from Africa, Southeast Asia, South America, North America and Russia, including Merbau, Africa ebony, Africa safflower pear, Indonesia saltree, Russian larch and Africa Moabi red cherry. Upon request of its customers, Minnan Wood also provides tailored processing and drying services to its imported logs. Products of Minnan Wood are mainly sold in Jiangsu province.

VIE-Putian Wood
Acquisition of Putian Wood
On June 30, 2015, the Company, SOU300 WFOE, PutianHuanqiu Wood Co., Ltd. ("Putian Wood"), Mr. Wu Jianhua and Mr. Wu Jianping, each holding 80% and 20% of equity interest in Putian Wood respectively, entered into an acquisition agreement, pursuant to which, the Company agreed to issue 2,000,000 shares to Mr. Wu Jianhua and 500,000 shares to Mr. Wu Jianping in exchange for its acquisition of effective control of the 100% equity interests in Putian Wood subject to terms and conditions provided in the acquisition agreement, through the execution of Putian Wood VIE Agreements (as defined below) among SOU300 WFOE, Putian Wood, Mr. Wu Jianhua and Mr. Wu Jianping.

Putian Wood VIE Agreements
OnJune 30, 2015, SOU300 WFOE, Putian Wood, Mr. Wu Jianhua and Mr. Wu Jianping entered into a series of agreements known as variable interest agreements

(the "Putian Wood VIE Agreements") pursuant to which SOU300 WFOE has executed effective control overPutian Wood through these contractual arrangements. The Putian Wood VIE Agreements included:

(1) An Exclusive Technology Consultancy and Service Agreement through which SOU300 WFOE is appointed the exclusive services provider to provide Putian Wood with complete technical support, business support and related consulting services (as described in the agreement) in exchange for 90% of the net profits (as defined in the agreement) ofPutian Wood. The agreement does not provide that SOU300 WFOE is responsible for the debts of Putian Wood. The term of the Technology Consultancy and Service Agreement began onJune 30, 2015 and lasts for five years, unless earlier terminated as provided in the agreement;

(2) Power of Attorney under which the shareholders of Putian Wood have vested their collective voting control over Putian Wood to SOU300 WFOE;

(3) an Option Agreement under which the shareholders ofPutian Wood have granted to SOU300 WFOE the irrevocable right and option to acquire all of their equity interests inPutian Wood, subject to applicable PRC laws and regulations. The term of the Option Agreement began on June 30, 2015 and lasts for five years;

(4) a Share Pledge Agreement under which the owners of Putian Wood have pledged all of their equity interests in Putian Wood to SOU300 WFOE to guaranteePutian Wood's performance of its obligations under the Exclusive Technology Consultancy and Service Agreement; and

(5) a Business Operation Agreement under which SOU300 WFOE provides guidance and instructions onPutian Wood's daily operations and financial affairs. SOU300 WFOE has the right to appoint senior executives ofPutian Wood. The shareholders of Putian Wood must appoint the candidates recommended by SOU300 WFOE as their representatives on Putian Wood's board of directors. The term of the Business Operation Agreement began on June 30, 2015, and lasts for five years, but may be renewed at SOU300 WFOE's election.

Business of Putian Wood

Putian Wood was founded in Fujian Province, PRC on March 7, 2006. Putian Wood mainly engages in selling and processing spruce, hemlock spruce, cypress and Douglas fir imported from North Africa and Korean pine, larch and toothed oak imported from Russia as well as New Zealand pine imported from Southeast Asia. Products of Putian Wood are mainly sold in Eastern China. Putian Wood has the self-determination right of import and export within its business scope.

VIE-RUNJET

Acquisition of RUNJET

On June 30, 2015, the Company, SOU300 WFOE, Runjet Trading Co., Limited.("RUNJET") and Mr. TuXiaojun, the sole shareholder of RUNJET entered into an acquisition agreement, pursuant to which, the Company agreed to issue

27,000,000 shares to Mr. TuXiaojun in exchange for its acquisition of effective control of the 100% equity interests in RUNJET subject to terms and conditions provided in the acquisition agreement, through the execution of RUNJET VIE Agreements (as defined below) among SOU300 WFOE, RUNJET and Mr. TuXiaojun.

RUNJET VIE Agreements

OnJune 30, 2015, SOU300 WFOE and RUNJET and Mr. TuXiaojun entered into a series of agreements known as variable interest agreements (the "RUNJETVIE Agreements") pursuant to which SOU300 WFOE has executed effective control overRUNJET through these contractual arrangements. The RUNJET VIE Agreements included:

(1) An Exclusive Technology Consultancy and Service Agreement through which SOU300 WFOE is appointed the exclusive services provider to provide RUNJET with complete technical support, business support and related consulting services (as described in the agreement) in exchange for 90% of the net profits (as defined in the agreement) ofRUNJET. The agreement does not provide that SOU300 WFOE is responsible for the debts of RUNJET. The term of the Technology Consultancy and Service Agreement began on June 30, 2015 and lasts for five years, unless earlier terminated as provided in the agreement;

(2) a Power of Attorney under which the shareholder of RUNJET has vested his collective voting control over RUNJET to SOU300 WFOE;

(3) an Option Agreement under which the shareholder of RUNJET has granted to SOU300 WFOE the irrevocable right and option to acquire all of his equity interests inRUNJET, subject to applicable PRC laws and regulations. The term of the Option Agreement began on June 30 2015 and lasts for five years,;

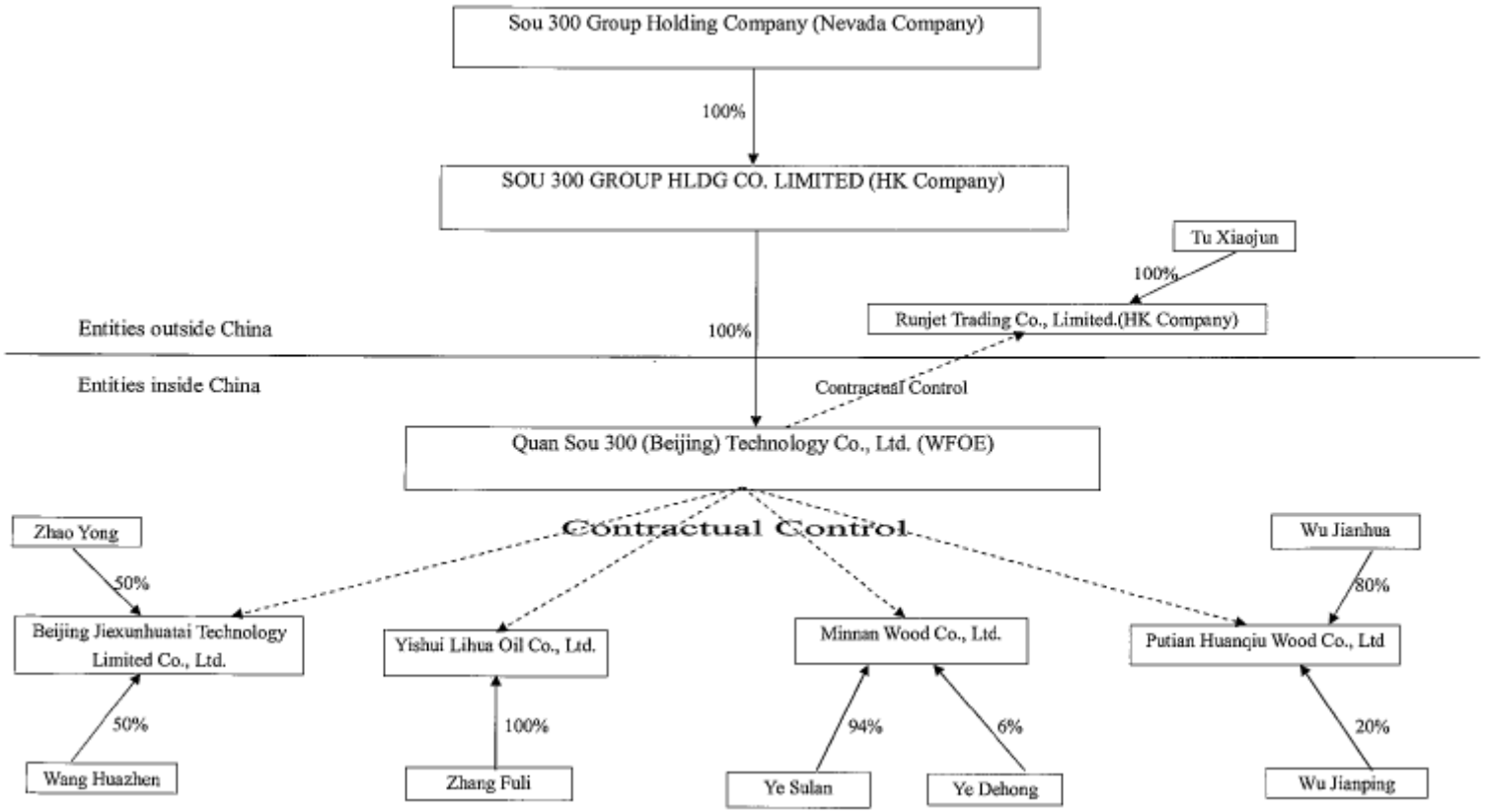
(4) a Share Pledge Agreement under which the owner of RUNJET has pledged all of his equity interests in RUNJET to SOU300 WFOE to guaranteeRUNJET's performance of its obligations under the Exclusive Technology Consultancy and Service Agreement; and

(5) a Business Operation Agreement under which SOU300 WFOE provides guidance and instructions on RUNJET's daily operations and financial affairs. SOU300 WFOE has the right to appoint senior executives of RUNJET. The shareholder of RUNJET must appoint the candidates recommended by SOU300 WFOE as his representatives on RUNJET's board of directors. The term of the Business Operation Agreement began on June 30, 2015 and lasts for five years, but may be renewed at SOU300 WFOE's election.

Business of RUNJET

RUNJET was founded in Hong Kong Special Administrative Region on February 7, 2012. RUNJET mainly engages in providing integrated high-end comprehensive trading services, including custom-made purchase, marketing, investment and financing, for both domestic and offshore clients, in particular, in the field of international logistics, quick clearance, domestic distribution, financial support, storage in Shenzhen and Hong Kong and order management. Such services cover various fields such as electronic products, communication products, car devices, security protection and internet devices.

The following flow chart illustrates our Company's organizational structure subsequent to the acquisitions described above:


Sou 300 Group Holding Company (Nevada Company)
100%
SOU 300 GROUP HLDG CO. LIMITED (HK Company)
Tu Xiaojun
100%
Runjet Trading Co., Limited.(HK Company)
Entities outside China
100%
Entities inside China
Contractual Control
Quan Sou 300 (Beijing) Technology Co., Ltd. (WFOE)
Contractual Control
Zhao Yong
50%
Beijing Jiexunhuatai Technology Limited Co., Ltd.
50%
Wang Huazhen
Yishui Lihua Oil Co., Ltd.
100%
Zhang Fuli
Minnan Wood Co., Ltd.
94%
Ye Sulan
6%
Ye Dehong
Wu Jianhua
80%
Putian Huanqiu Wood Co., Ltd
20%
Wu Jianping

Products and Services

Unless context indicates otherwise, reference to the "Company" throughout this report refers to SOU300 and its subsidiaries.

Internet Plus Strategy

The "Internet Plus" action plan was unveiled in the government work report that Premier Li Keqiang of the PRC delivered to national lawmakers on March 5, 2015. Internet Plus is the integration of the Internet and traditional industries through online platforms and IT technology. Internet plus can not only promote industrial transformation and upgrading, but also create new operational models for the industries.

The Company has formulated its own version of Internet Plus Strategy, which primarily consists of the two parts below: (i) to develop and build up a comprehensive internet platform to focus on advertising and marketing services to enterprises in traditional industries; and (ii) to align or establish a more strategic relationship with enterprises in traditional industries for a win-win outcome.

Internet Platform

We own our websitewww.sou300.com through JXHT and we offer a Chinese language search platform for our users and customers.

Our services are designed to enable our users to find relevant information, including Chinese language web pages, news, images and multimedia files, through links provided on our websites. These services to our users are provided for free.

JXHT generates revenue from the sale of key search terms to the customers. For each and every key search term in the Company's website, only one customer may purchase the one-year-term exclusive right for a price negotiated between the Company and the customer. Upon the payment of such price and within the one-year-term, the customer may log in and select its key search term, subsequent to which, any search in the Company's website of such key search term will only bring up the advertisement designated by the customer. The payment of such price is non-refundable unless the customer chooses not to log in and select any key search term within the one-year-term. The customer may resell or grant right to use such key search terms to any party. The customers who purchase the key words include agency companies and individual agents. The Company also provides maintenance and technical supporting services for its customers with registered key search terms on the Company's website, and charges a fixed fee on annual basis.

In 2008, we launched Internet search services on ourwww.sou300.com website and began offering personal computers online marketing services. We started our mobile

devices online marketing service in 2010. We developed and began to sale 3G intelligent mobile phone and relevant application software in 2012 to compliment and facilitate our online end-users for their mobile phone search. We began generating revenues from searchand marketing service in2009.

JXHT has an ICP license issued by Beijing bureau of Ministry of Industry and Information Technology (the "MIIT") to engage in internet information service, with validity period from December 25, 2013 to December 25, 2018. JXHT obtained software enterprise certificate on August 27, 2012. JXHT also qualifies as a "High and New Technology Enterprise", which enables it to enjoy a preferential enterprise income tax rate of 15% under the Enterprise Income Tax Law of the PRC (the "EIT LAW") until December 5, 2016. A "High and New Technology Enterprise" certificate is effective for a period of three years and could be renewed for another three years. After that, an entity needs to re-apply for the "High and New Technology Enterprise" status in order to be able to enjoy the preferential tax rate of 15%.

Acquisitions of Enterprises in Traditional Industries

YSLH

On June 30, 2015, the Company, SOU300 WFOE, YSLH and Mr. Zhang Fuli entered into an acquisition agreement, pursuant to which, the Company shall issue 6,000,000 shares to Mr. Zhang Fuli in exchange for its acquisition of effective control of the 100% equity interests in YSLH subject to terms and conditions under the acquisition agreement, through the execution of YSLH VIE Agreements (as defined below) among SOU300 WFOE, YSLH and Mr. Zhang Fuli.

YSLH was founded in Shandong province, PRC on March 11, 2008. YSLH mainly engages in selling certain oil products in PRC, including peanut oil, soybean oil, salad oil, aqueous coating. Products of YSLH are mainly sold in Henan, Shandong, Jiangsu, Shanghai, Guangzhou, Anhui and other regions of PRC. The conducting of these businesses above mainly requires food circulation license, which YSLH has not obtained as to the time this filing.

Minnan Wood

On June 30, 2015, the Company, SOU300 WFOE, Minnan Wood, Ms. Ye Sulan and Mr. Ye Dehong, respectively holding 94% and 6% of stock equity inMinnan Wood, entered into an acquisition agreement, pursuant to which, the Company shall issue 987,000 shares to Ms. Ye Sulan and 63,000 shares to Mr. Ye Dehong in exchange for its acquisition of effective control of the 100% equity interests in Minnan Wood subject to terms and conditions under the acquisition agreement, through the execution of Minnan Wood VIE Agreements (as defined above) among SOU300 WFOE, Minnan Wood, Ms. Ye Sulan and Mr. Ye Dehong.

Minnan Wood was founded in Shanghai City, PRC on December 9, 1998. Minnan Wood mainly engages in importing quality log from Africa, Southeast Asia, South America, North America and Russia, with main varieties including but not limited to Merbau, Africa ebony, Africa safflower pear, Indonesia saltree, Russian larch and Africa Moabi red cherry. In addition, Minnan Wood provides processing and drying services for products purchased from Minnan Wood. Products of Minnan Wood are mainly sold in Jiangsu province.

Putian Wood

On June 30, 2015, the Company, SOU300 WFOE, Putian Wood, Mr. Wu Jianhua and Mr. Wu Jianping, respectively holding 80% and 20% of stock equity inPutian Wood, entered into an acquisition agreement, pursuant to which, the Company shall issue 2,000,000 shares to Mr. Wu Jianhua and 500,000 shares to Mr. Wu Jianping in exchange for its acquisition of effective control of the 100% equity interests in Putian Wood subject to terms and conditions under the acquisition agreement, through the execution of Putian Wood VIE Agreements (as defined above) among SOU300 WFOE, Putian Wood, Mr. Wu Jianhua and Mr. Wu Jianping.

Putian Wood was founded in Fujian Province, PRC on March 7, 2006. Putian Wood mainly engages in selling and processing spruce, hemlock spruce, cypress and Douglas fir imported from North Africa, Korean pine, larch and toothed oak imported from Russia, New Zealand pine and related tree species imported from Southeast Asia. Products of Putian Wood are mainly sold in Eastern China. Putian Wood has the self-determination right of import and export within its business scope.

RUNJET

On June 30, 2015, the Company, SOU300 WFOE, RUNJET and Mr. TuXiaojun, the sole shareholder of RUNJET entered into an acquisition agreement, pursuant to which, the Company issued 27,000,000 shares to Mr. TuXiaojun in exchange for its acquisition of effective control of the 100% equity interests in RUNJET subject to terms and conditions under the acquisition agreement, through the execution of RUNJET VIE Agreements (as defined above) among SOU300 WFOE, RUNJET and Mr. TuXiaojun.

RUNJET was founded in Hong Kong Special Administrative Region on February 7, 2012. RUNJET mainly engages in providing comprehensive supply chain services for both domestic and offshore clients including but not limited to international logistics, quick clearance, domestic distribution, financial support, storage in Shenzhen and Hong Kong and order management. Such services cover various fields such as electronic products, communication products, car devices, security protection and internet devices. RUNJET plans to expand to the fast-moving consumer goods, for example food, mother and baby, daily products and so on.

Intellectual Property

To protect our intellectual property, we rely on a combination of trademark, patent and trade secret laws as well as confidentiality agreements with contractors and others.

JXHT owns the following registered patent certificates in the PRC:

(1) Invention of a Research and Registration Method of Key Words Based On Mobile Network, with Patent Number of ZL 2010 1 0201443.9, Certificate Number of 1135015 and a 20-year validity from June 17, 2010 to June 16, 2030;

(2) Invention of Information Feedback System and Method Based On Broadband Network Information Terminal Message, with Patent Number of ZL 2010 1 0246633.2, Certificate Number of 1124081 and a 20-year validity from August 6, 2010 to August 5, 2030;

(3) Utility Model of Self-identification Remote Mobile Phone Based On Triple Play, with Patent Number of ZL 2010 2 0531452.X, Certificate Number of 1725285 and a 10-year validity from September 16, 2010 to September 15, 2020;

(4) Utility Model of Broadband Network Mobile Phone Obtaining Three-dimensional Images, with Patent Number of ZL 2010 2 0554082.1, Certificate Number of 1766263 and a 10-year validity from October 9, 2010 to October 8, 2020;

(5) Utility Model of Bar Code Identification Network Mobile Phone, with Patent Number of ZL 2010 2 0547955.6, Certificate Number of 1922011 and a 10-year validity from September 29, 2010 to September 28, 2020;

(6) Utility Model of a Public Transportation Positioning System Based On Broadband Mobile Phone, with Patent Number of ZL 2011 2 0368624.0, Certificate Number of 2230059 and a 10-year validity from October 5, 2011 to October 4, 2021; and

(7) Invention of Searching Method of Accurate Queries Based on IP Address of Mobile Terminal, with Patent Number of ZL 2011 1 0135999.7, Certificate Number of 1474816 and a 20-year validity from May 25, 2011 to May 24, 2031.

JXHT owns the following registered computer software copyright registration certificates:

(1) Search Engine Word Segmentation Software V1.0, completion date March 23, 2010 and unpublished, with Registration Number of 2010SR033920;

(2) Search Engine Information Collection Software V1.0, completion date March 26, 2010 and unpublished, with Registration Number of 2010SR035241;

(3) Search Engine Index Software V1.0, completion date April 19, 2010 and unpublished, with Registration Number of 2010SR035238;

(4) Search Engine Semantic Correlation Analysis Software, completion date April 23, 2010 and unpublished, with Registration Number of 2010SR036136;

(5) Search Engine Abstract Software V1.0, completion date May 30, 2010 and unpublished, with Registration Number of 2010SR036116;

(6) Search Engine Information Processing Software V1.0, completion date June 2, 2010 and unpublished, with Registration Number of 2010SR036118;

(7) Software of Commodities Circulation, Transaction and Distribution V1.0, completion date June 1, 2011and first published on December 5, 2011, with Registration Number of 2012SR008681;

(8) Mobile Phone Information Search Software V1.0, completion date June 22, 2011 and first published on July 7, 2011, with Registration Number of 2012SR051989;

(9) Merchandise Interaction Software for Real Name Member V1.0, completion date July 4, 2011 and first published on December 8, 2011, with Registration Number of 2012SR008677;

(10) Digital Media System Based On Wireless Communication Terminal V1.0, completion date July 13, 2011 and first published on August 16, 2011, with Registration Number of 2012SR066917;

(11) Public Transportation Positioning Software Based On Mobile Communication Terminal V1.0, completion date July 13, 2011and first published on September 14, 2011, with Registration Number of 2012SR050114;

(12) Mobile Phone Window Platform Software V1.0, completion date December 6, 2011 and first published on January 2, 2012, with Registration Number of 2012SR052402; and

(13) Mobile Phone Interactive Advertisements Player Software V1.0, completion date August 10, 2011 and first published on September 7, 2011, with Registration Number of 2012SR050111.

7) Facilities

JXHT Real Property and Lease

JXHT's business office is located at Room1101, Floor 11, Longhui Building, Building1, Nongguangnanli, Chaoyang District, Beijing, PRC. The lease is between Qin Yuan, a PRC citizen and JXHT, for an original term of twoyears commencing from December 30, 2013 to December 29, 2015 with a monthly rent of $10,804 (RMB70,175).The lease was renewed for another two years commencing from December 29, 2015 to December 28, 2017 with the same rent as above.

SOU300 WFOE's office is located at Room 2013, Floor 2, Armed Police Printing Factory, Malianwa North Road 128, Haidian District, Beijing, with 269 square feet (25 square meters)of office space. The lease was between Beijing ChenguangJiye Property Management and Consultancy Co., Ltd. and SOU300 WFOE, for an original term of one year commencing from April 16, 2014 to April 15, 2015with a annual rent of $3,079 (RMB20,000).On April 14, 2015, the lease was extended from April 16, 2014 to April 15, 2016 with the same terms as the original lease.

YSLH Real Property and Lease

YSLH's office which is self-owned by YSLH is located at Xujiahu Economic Development Zone, Yishui County, Shandong Province. The area of YSLH is 100,000 square meters, among which, the area of buildings is 55,340 square meters. Buildings of YSLH mainly include a comprehensive office building, a large-scale workshop, a raw materials warehouse and a large-scale storehouse for finished products.

Real Property and Lease of Minnan Wood

Minnan Wood's business office and processing facility is located at No. 28, Chentai Road, Baoshan District, Shanghai, PRC, with an area of 10,700 square meters. The term of the current lease is 5 years commencing from September 30, 2014 to September 30, 2019 with a monthly rent of $19,630 (RMB127,500).

Real Property and Lease of Putian Wood

Putian Wood's business office is located at Hushi Industrial Park, Xiuyu District, Putian City, Fujian Province, PRC, with an area of 600 square meters. The lease is between Putian Wood and an affiliate, PutianAshi Wood Co., Ltd., and as a consequence of such relationship, the lease shall be valid for an indefinitive term for free.

Main processing place of Putian Wood is located at LuheHuadong International Wood Market, Huangjing Town, Taicang City, Jiangsu Province, PRC, with an area of approximately 13,333.4 square meters, including 8,000 square meters of workshop. The lease is between Putian Wood and Huadong International Wood Market, for an original term of 3 years commencing from December 26, 2008 to December 26, 2011 with a monthly rent of $6,928 (RMB45,000). The lease can be renewed annually and has extended from December 26, 2011 to June 30, 2016 while the rent has not changed so far.

RUNJET Real Property and Lease

RUNJET's business office is located at Suite 1008, Prosperity Millennia Plaza, 663 King's Road, Hong Kong, with an area of 100 square meters. The lease is between RUNJET and Office Links Asia Limited, for an original term of 3 year commencing

from January 1, 2014 to December 31, 2016 with a monthly rent of $3,079(RMB20,000).

8) Officers, Directors, and Control Persons

Original Officers and Directors

Mr. Zhao Yong has served as a President of the Company since June 2010 and as Director of the Company since January 13, 2014. In addition, Mr. Zhao has served as a general manager for the Company's affiliated entity JXHT since 2008 to the present. He is fully responsible for the strategic planning, positioning and operational management of the Company and JXHT.

Mr. GuJinrong has served as a Director of the Company since June 2010 and served as CFO of the Company since January 13, 2014. In addition, Mr. Gu has served as a CTO for the Company's affiliated entity JXHT since 2008 to the present. He is fully responsible for technology research & development. Under the leadership of Mr. Gu, the Company and its affiliates have obtained almost a hundred of patents for inventions, utility models and software copyrights.

The following paragraphssetforth the information as of December 31,2015,concerning, except as indicated by the footnotes below: (i) Each person whom we know beneficially owns more than 10% of our common stock or preferred shares; (ii) Applicable percentage ownership is based on 1,046,550,007 shares of common stock outstanding at December 31, 2015.

Mr. Zhao Yong(1), with the address being Room1101, Floor 11, Longhui Building, Building1, Nongguangnanli, Chaoyang District, Beijing, PRC, owns 27.09% shares of the Company [(1)includes49,000,000 shares ofcommon stock heldby Ms. Liu Yanping,Mr. Zhao Yong's spouse]; Mr. GuJinrong(2), with the address being Room1101, Floor 11, Longhui Building, Building1, Nongguangnanli, Chaoyang District, Beijing, PRC, owns 27.14% shares of the Company [(2) includes 49,500,000 shares of common stock held by Ms. Jin Lishi, Mr. GuJinrong's spouse].We have determined beneficial ownership in accordance with the rules of the SEC. Except as indicated by the footnotes above, we believe, based on the information furnished to us, that the persons and entities named above have sole voting and investment power with respect to all shares of common stock that they beneficially own, subject to applicable community property laws.

9) Third Party Providers

Legal Counsel
Name: Ryan J. Nail
Firm: Nail Law Group
Address:P.O. Box 29316
San Francisco, CA 94129
Phone: (415) 488-5581
Email: rnail@naillawgroup.com

Accountant or Auditor
Name: Qun Ma
Firm: JXHT
Address:Room1101, Floor 11, Longhui Building, Building1, Nongguangnanli, Chaoyang District, Beijing, PRC
Phone: +86-10-67351845
Email: sou300@sou300.com

Investor Relations Consultant: None

Other Advisor: None.

10) Issuer Certification

Certification of Chief Executive Officer

I, Zhao Yong certify that:

1. I have reviewed this 2015 annual report of Sou 300 Group Holding Company.

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: April 8, 2016 /s/ Zhao Yong

Zhao Yong
Chief Executive Officer
(Principal Executive Officer)

Certification of Chief Financial Officer

I, Gu Jinrong, certify that:

1. I have reviewed this 2015 annual report of Sou 300 Group Holding Company.

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: April 8, 2016 /s/ Gu Jinrong

Gu Jinrong
Chief Financial Officer
(Principal Accounting Officer)