



GET HOLDINGS LIMITED

智易控股有限公司*

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8100)

FIRST QUARTERLY RESULTS ANNOUNCEMENT FOR THE THREE MONTHS ENDED 31 MARCH 2015

CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET (“GEM”) OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

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This announcement, for which the directors (the “Directors”) of GET Holdings Limited (the “Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (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: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

* For identification purposes only

FINANCIAL HIGHLIGHTS
(unaudited)

- The turnover of the Group was approximately HK\$98,938,000 for the three months ended 31 March 2015 (“Period”) representing an increase of approximately 126% as compared to the turnover for the corresponding period in 2014 of approximately HK\$43,811,000.
- The Group recorded a net profit of approximately HK\$36,430,000 for the Period. (2014: HK\$16,108,000).
- The Group recorded a profit attributable to owners of the Company of approximately HK\$23,849,000 for the Period compared to the profit attributable to owners of the Company of approximately HK\$4,085,000 for the same period in last year. The profit for the Period was mainly due to (i) profit after tax contributed by Apperience Corporation and its subsidiaries of approximately HK\$26,494,000 and (ii) the fair value gain on financial assets at fair value through profit or loss of approximately HK\$34,018,000, despite that such net profit was partially offset by the loss on disposal of available-for-sale financial assets of approximately HK\$13,018,000 for the Period.
- Earning per share for profit attributable to owners of the Company for the Period was HK12.20 cents.
- The Board does not recommend the payment of any dividend for the Period.

RESULTS

The board of Directors (the “Board”) of GET Holdings Limited (the “Company”) is pleased to announce the unaudited condensed consolidated results of the Company and its subsidiaries (collectively referred to as the “Group”) for the three months ended 31 March 2015, together with the comparative unaudited figures for the corresponding period in 2014, as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS — UNAUDITED

For the three months ended 31 March 2015

(Expressed in Hong Kong dollars)

		Three months ended 31 March	
		2015	2014
	<i>Note</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Turnover	4	98,938	43,811
Cost of sales		(48,940)	(8,404)
Gross profit		49,998	35,407
Other revenue and other gains and losses	5	24,528	(5,552)
Selling and administrative expenses		(27,152)	(8,569)
Profit from operations		47,374	21,286
Finance costs	6(a)	(1)	(261)
Share of profits of an associate		30	–
Profit before taxation	6	47,403	21,025
Income tax	8	(10,973)	(4,917)
Profit for the period		36,430	16,108
Profit attributable to:			
Owners of the Company		23,849	4,085
Non-controlling interests		12,581	12,023
		36,430	16,108
			(Restated)
Earnings per share	9		
Basic		HK12.20 cents	HK3.32 cents
Diluted		HK11.23 cents	HK2.90 cents

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS
AND OTHER COMPREHENSIVE INCOME — UNAUDITED**

For the three months ended 31 March 2015

(Expressed in Hong Kong dollars)

	Three months ended 31 March	
	2015	2014
	<i>HK\$'000</i>	<i>HK\$'000</i>
Profit for the period	36,430	16,108
Other comprehensive income for the period:		
<i>Items that may be reclassified to profit or loss:</i>		
Exchange differences on translation of financial statements of overseas subsidiaries	29	(22)
Fair value gain on available-for-sale financial assets	39,917	747
	<u>39,946</u>	<u>725</u>
Other comprehensive income for the period, net of tax	<u>39,946</u>	<u>725</u>
Total comprehensive income for the period	<u><u>76,376</u></u>	<u><u>16,833</u></u>
Attributable to:		
Owners of the Company	63,803	4,820
Non-controlling interests	12,573	12,013
	<u><u>76,376</u></u>	<u><u>16,833</u></u>

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY —
UNAUDITED**

For the three months ended 31 March 2015

(Expressed in Hong Kong dollars)

	Attributable to owners of the Company									Non- controlling interests	Total equity
	Share capital	Share premium	Contributed surplus	Share option reserve	Convertible note equity reserve	Exchange reserve	Investment revaluation reserve	Accumulated losses	Total		
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
At 1 January 2014	492,562	46,682	414,679	310	13,809	(60)	–	(414,226)	553,756	35,498	589,254
Profit for the period	–	–	–	–	–	–	–	4,085	4,085	12,023	16,108
Other comprehensive income for the period	–	–	–	–	–	(12)	747	–	735	(10)	725
Total comprehensive income for the period	–	–	–	–	–	(12)	747	4,085	4,820	12,013	16,833
At 31 March 2014	492,562	46,682	414,679	310	13,809	(72)	747	(410,141)	558,576	47,511	606,087
At 1 January 2015	19,541	96,846	964,690	–	–	(83)	5,511	(360,153)	726,352	41,524	767,876
Profit for the Period	–	–	–	–	–	–	–	23,849	23,849	12,581	36,430
Other comprehensive income for the Period	–	–	–	–	–	37	39,917	–	39,954	(8)	39,946
Total comprehensive income for the Period	–	–	–	–	–	37	39,917	23,849	63,803	12,573	76,376
Arising from acquisition of a subsidiary	–	–	–	–	–	–	–	–	–	279	279
Share consolidation and capital reduction on 24 March 2015 (notes 14(a)&(b))	(17,587)	–	17,587	–	–	–	–	–	–	–	–
Changes in equity for the Period	(17,587)	–	17,587	–	–	–	–	–	–	279	279
At 31 March 2015	1,954	96,846	982,277	–	–	(46)	45,428	(336,304)	790,155	54,376	844,531

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three months ended 31 March 2015

(Expressed in Hong Kong dollars)

1. CORPORATE INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on 30 July 2001 and continued in Bermuda on 9 January 2014 (Bermuda time). The address of its registered office of the Company is Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda. The head office and principal place of business in Hong Kong is located at Room 1703, 17/F, Harcourt House, 39 Gloucester Road, Wanchai, Hong Kong.

The Company is listed on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The principal activity of the Company is investment holding. The Group is principally engaged in (i) research, development and distribution of personal computer performance software, anti-virus software, mobile phone applications and toolbar advertisement (“Software Business”), (ii) the provision of website development, e-learning products and services (“E-learning Business”), (iii) securities investment (“Securities Investment Business”), (iv) money lending (“Money Lending Business”), (v) provision of insurance and mandatory provident fund schemes brokerage services (“Insurance and MPF Schemes Brokerage Business”) and (vi) provision of corporate management solutions and I.T. contract services (“Corporate Management Solutions and I.T. Contract Services Business”) during the Period.

This first quarterly unaudited condensed consolidated financial information is presented in thousands of units of Hong Kong Dollars (“\$’000”), unless otherwise stated. Hong Kong dollars (“HK\$”) is the Company’s functional and the Group’s presentation currency.

2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

The unaudited condensed consolidated financial statements of the Company have been prepared in accordance with the Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), accounting principles generally accepted in Hong Kong, the disclosure requirements of the Hong Kong Companies Ordinance and the Rules Governing the Listing of Securities on the GEM (the “GEM Listing Rules”) of the Stock Exchange.

The Group’s 2015 first quarterly unaudited financial statements have been prepared under the historical cost convention, except for certain financial assets and liabilities which have been measured at fair values. The principal accounting policies used in the preparation of these unaudited condensed consolidated financial statements are consistent with those used in the annual consolidated financial statements for the year ended 31 December 2014 except for the new and revised standards, amendments and interpretations (“new and revised HKFRSs”) issued by the HKICPA that are adopted for the first time for the current period’s financial statements.

3. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

In the current period, the Group has adopted all the new and revised HKFRSs issued by the HKICPA that are relevant to its operations and effective for its accounting period beginning on 1 January 2015. HKFRSs comprise Hong Kong Financial Reporting Standards; Hong Kong Accounting Standards; and Interpretations. The adoption of these new and revised HKFRSs did not result in significant changes to the Group’s accounting policies, presentation of the Group’s financial statements and amounts reported for the current and prior accounting periods.

The Group has not early applied new and revised HKFRSs that have been issued but are not yet effective for the financial year beginning 1 January 2015. The directors anticipate that the new and revised HKFRSs will be adopted in the Group’s condensed consolidated financial statements when they become effective. The Group is in the process of assessing, where applicable, the potential effect of all new and revised HKFRSs that will be effective in future periods but is not yet in a position to state whether these new and revised HKFRSs would have a material impact on its results of operations and financial position.

4. TURNOVER

Turnover represents the sales value of goods and services supplied to customers. An analysis of the Group's turnover for the periods is as follows:

	Three months ended 31 March	
	2015 <i>HK\$'000</i> (Unaudited)	2014 <i>HK\$'000</i> (Unaudited)
Sales of computer and mobile phone software and toolbar advertisement	41,723	43,624
Loan interest income	414	187
Provision of insurance and mandatory provident fund schemes brokerage services	40,421	–
Revenue and commission income from online shopping business	1,096	–
Provision of corporate management solutions and I.T. contract services	15,284	–
	<u>98,938</u>	<u>43,811</u>

5. OTHER REVENUE AND OTHER GAINS AND LOSSES

	<i>Note</i>	Three months ended 31 March	
		2015 <i>HK\$'000</i> (Unaudited)	2014 <i>HK\$'000</i> (Unaudited)
Other revenue			
Bank interest income		2	–
Fair value gain on financial assets at fair value through profit or loss	12	34,018	9
I.T. maintenance services income		2,328	–
Rental income		–	225
Dividend income		11	–
Others		315	–
		<u>36,674</u>	<u>234</u>
Other gains and losses, net			
Loss on disposal of available-for-sale financial assets		(13,018)	–
Fair value gain/(loss) on performance shares	13	826	(5,809)
Foreign exchange (losses)/gains		(41)	23
Net sundry income		87	–
		<u>(12,146)</u>	<u>(5,786)</u>
Other revenue and other gains and losses		<u>24,528</u>	<u>(5,552)</u>

6. PROFIT BEFORE TAXATION

Profit before taxation has been arrived at after (crediting)/charging:

	Three months ended 31 March	
	2015	2014
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(Unaudited)	(Unaudited)
(a) Finance costs:		
Effective interest on convertible notes	–	261
Loan interest paid	<u>1</u>	–
	<u>1</u>	<u>261</u>
(b) Staff costs (including directors' remuneration):		
Salaries, wages and other benefits	7,789	1,122
Retirement scheme contributions	<u>302</u>	<u>30</u>
	<u>8,091</u>	<u>1,152</u>
(c) Other items:		
Amortisation of intangible assets	3,977	3,766
Auditor's remuneration	188	220
Depreciation	311	65
Commission clawback provision	2,200	–
Operating lease charges:		
minimum lease payments		
— hire of office premises	1,131	52
Loss on disposal of available-for-sale financial assets	13,018	–
Fair value (gain)/loss on performance shares	(826)	5,809
Legal and professional fees	<u>2,801</u>	<u>778</u>

7. COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform to the current period's presentation. Segment revenue and segment results disclosed in the Segment Reporting have been restated which are disclosed in note 10 to the condensed consolidated financial statements. The Directors consider that the reclassification would result in more appropriate manner to reflect the core business of the Group. These reclassification have no impact on the Group's total equity as at 31 March 2015 and 2014 or the Group's profit or loss for the period ended 31 March 2015 and 2014.

8. INCOME TAX

Income tax in the unaudited condensed consolidated statement of profit or loss represents:

	Three months ended 31 March	
	2015	2014
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Current tax		
— Hong Kong Profits Tax		
Provision for the period (<i>Note 1</i>)	5,618	5,159
— Withholding tax in Japan for the period (<i>Note 2</i>)	26	37
Deferred tax (<i>Note 3</i>)	5,329	(279)
	10,973	4,917

Note 1: Provision for the Hong Kong Profits Tax is calculated at 16.5% (2014: 16.5%) of the estimated assessable profits for the Period.

Note 2: Withholding tax in Japan, regarding the external sales for which customers are located in Japan, is charged at the appropriate current rates of taxation ruling in Japan.

Note 3: Deferred tax is arising from the tax effect on the temporary difference on intangible assets and fair value adjustment of financial assets at fair value through profit or loss of the Group for the Period (2014: intangible assets).

The Group's share of an associate's profit for the Period includes share of associate's taxation of approximately HK\$6,000 (2014: HK\$Nil).

9. EARNINGS PER SHARE

(a) Basic earnings per share

The calculation of basic earnings per share is based on the profit attributable to owners of the Company and the weighted average number of ordinary shares in issue during the periods.

	Three months ended 31 March	
	2015	2014
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Earnings		
Profit attributable to owners of the Company and profit for the purpose of calculating basic earnings per share	23,849	4,085
	'000	'000
		(Restated)
Number of shares		
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share	195,412	123,141
Basic earnings per share (HK cents)	12.20	3.32

(b) Diluted earnings per share

The calculation of diluted earnings per share is based on the profit attributable to owners of the Company and the weighted average number of ordinary shares in issue during the periods.

	Three months ended 31 March	
	2015	2014
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Earnings		
Profit attributable to owners of the Company and profit for the purpose of calculating diluted earnings per share	23,849	4,085
	'000	'000
		(Restated)
Number of shares		
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share	195,412	123,141
Effect of dilutive potential ordinary shares		
Performance shares	16,881	17,888
Weighted average number of ordinary shares for the purpose of calculating diluted earnings per share	212,293	141,029
Diluted earnings per share (HK cents)	11.23	2.90

10. SEGMENT REPORTING

The Group manages its businesses by divisions, which are organised by a mixture of both business lines and geographical locations. In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has five (2014: four) reportable segments during the periods:

- Research, development and distribution of personal computer performance software, anti-virus software, mobile phone applications and toolbar advertisement ("Software Business")
- Securities investment ("Securities Investment Business")
- Money lending ("Money Lending Business")
- Provision of insurance and mandatory provident fund schemes brokerage services ("Insurance and MPF Schemes Brokerage Business")
- Provision of corporate management solutions and I.T. contract services ("Corporate Management Solutions and I.T. Contract Services Business")

The Group's other operating segments, include (i) website development, e-learning products and services ("E-learning Business"); and (ii) provision of online shopping business ("Online Shopping Business"), which do not meet any of the quantitative thresholds for determining as reportable segments. The information of these other operating segments is included in the "Others" column.

During the Period, the directors of the Company reviewed the business segments of the Group and considered the revenue, results, assets and liabilities in relation to the E-learning Business are less than 10% of the Group's total revenue, total results, total assets and liabilities for the three months ended 31 March 2014 and 2015. The directors of the Company considered that re-classifying E-learning Business to other segment would result in a more appropriate manner to reflect the core business of the Group. As a result, E-learning Business previously was designated as a single reporting segment in prior period has been combined into other segment. Revenue and results presented in the segment reporting for the period ended 31 March 2014 have been reclassified to conform with the current period's new presentation.

(a) Segment results

For the purposes of monitoring segment performances and allocating resources between segments:

- Segment profit/(loss) represented profit earned by/(loss from) each segment without allocation of central administration costs, finance costs and income tax expense.
- Segment revenue reported below represents revenue generated from external customers. Inter-segment revenue is priced with reference to prices charged to external customers for similar orders. There was no inter-segment revenue in the last period.

Information regarding the Group's reportable segments for the period ended 31 March 2015 is set out below.

	Three months ended 31 March 2015						
	Software Business HK\$'000 (Unaudited)	Securities Investment Business HK\$'000 (Unaudited)	Money Lending Business HK\$'000 (Unaudited)	Insurance and MPF Schemes Brokerage Business HK\$'000 (Unaudited)	Corporate Management Solutions and I.T. Contract Service Business HK\$'000 (Unaudited)	Others HK\$'000 (Unaudited)	Consolidated HK\$'000 (Unaudited)
Turnover							
Revenue from external customers	41,723	-	414	40,421	15,284	1,096	98,938
Inter-segment revenue	-	-	-	-	56	-	56
Reportable segment revenue	<u>41,723</u>	<u>-</u>	<u>414</u>	<u>40,421</u>	<u>15,340</u>	<u>1,096</u>	<u>98,994</u>
Reconciliation:							
Elimination of intersegment revenue							(56)
Revenue							<u>98,938</u>
Results							
Segment results	<u>29,982</u>	<u>20,963</u>	<u>403</u>	<u>1,355</u>	<u>622</u>	<u>(1,673)</u>	<u>51,652</u>
Reconciliation:							
Interest income							2
Unallocated income							
— Fair value gain on performance shares							826
Unallocated expenses							
— Corporate expenses							(5,106)
Profit from operations							47,374
Finance costs							(1)
Share of profits of an associate							30
Profit before taxation							47,403
Income tax							(10,973)
Profit for the Period							<u>36,430</u>
Other segment information:							
Amortisation of intangible assets	(3,583)	-	-	-	(394)	-	(3,977)
Depreciation	-	(15)	(1)	(80)	(123)	(92)	(311)
Loss on disposal of available-for-sale financial assets	-	(13,018)	-	-	-	-	(13,018)
Fair value gain on financial assets at fair value through profit or loss	-	34,018	-	-	-	-	34,018
Legal and professional fees	(133)	-	(4)	(18)	(12)	(2,634)	(2,801)

Information regarding the Group's reportable segments for the period ended 31 March 2014 is set out below.

	Three months ended 31 March 2014						
	Software Business HK\$'000 (Unaudited)	Securities Investment Business HK\$'000 (Unaudited)	Money Lending Business HK\$'000 (Unaudited)	Insurance and MPF Schemes Brokerage Business HK\$'000 (Unaudited)	Corporate Management Solutions and I.T. Contract Service Business HK\$'000 (Unaudited)	Others HK\$'000 (Unaudited)	Consolidated HK\$'000 (Unaudited)
Turnover							
Revenue from external customers	43,624	-	187	-	-	-	43,811
Results							
Segment results	29,143	(20)	174	-	-	(74)	29,223
Reconciliation:							
Interest income							-
Unallocated income							
— Rental income							225
Unallocated expenses							
— Fair value loss on performance shares							(5,809)
— Corporate expenses							(2,353)
Profit from operations							21,286
Finance costs							(261)
Profit before taxation							21,025
Income tax							(4,917)
Profit for the period							16,108
Other segment information:							
Amortisation of intangible assets	(3,766)	-	-	-	-	-	(3,766)
Depreciation	-	(15)	-	-	-	(50)	(65)
Development cost capitalised	(5,257)	-	-	-	-	-	(5,257)
Legal and professional fees	(316)	-	-	-	-	(462)	(778)

(b) Geographical information

The following table sets out information about the geographical location of the Group's revenue from external customers. The geographical location of customers is based on the location at which the services were provided or the goods delivered.

	Three months ended 31 March	
	2015	2014
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Revenue from external customers		
United States of America	19,159	23,209
Germany	2,044	1,245
United Kingdom	3,472	2,828
Hong Kong	57,498	270
Australia	1,737	1,642
Canada	1,637	1,641
Russia	978	1,661
Japan	1,238	1,487
Others (including Mainland China)	11,175	9,828
	98,938	43,811

11. DIVIDENDS

The Board does not recommend the payment of any dividend in respect of the Period (2014: Nil).

12. FAIR VALUE GAIN ON FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	Three months ended 31 March	
	2015	2014
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Financial assets at fair value through profit or loss		
Acquisition for the periods	14,673	44
Fair value gain on financial assets at fair value through profit or loss	34,018	9
Disposal for the periods	–	(53)
Balance at 31 March	48,691	–

13. FAIR VALUE (GAIN)/LOSS ON PERFORMANCE SHARES

	Three months ended 31 March	
	2015 HK\$'000 (Unaudited)	2014 HK\$'000 (Unaudited)
Performance shares		
Balance at 1 January	14,331	104,568
Fair value (gain)/loss on performance shares	(826)	5,809
	<u>13,505</u>	<u>110,377</u>
Balance at 31 March	<u>13,505</u>	<u>110,377</u>

14. SHARE CAPITAL

	Note	Nominal value per share HK\$	Number of share '000	Amount HK\$'000
Authorised:				
At 1 January 2015 (Audited)		0.01	80,000,000	800,000
Share consolidation	(a)	0.10	(72,000,000)	–
Capital reduction and share subdivision	(b)	0.01	72,000,000	–
			<u>80,000,000</u>	<u>800,000</u>
At 31 March 2015 (Unaudited)		0.01	<u>80,000,000</u>	<u>800,000</u>
Issued and fully paid:				
At 1 January 2015 (Audited)		0.01	1,954,125	19,541
Share consolidation	(a)	0.10	(1,758,713)	–
Capital reduction and share subdivision	(b)	0.01	–	(17,587)
			<u>195,412</u>	<u>1,954</u>
At 31 March 2015 (Unaudited)		0.01	<u>195,412</u>	<u>1,954</u>

2015 Capital Reorganisation

Reference is made to the circular of the Company dated 26 February 2015 in respect of the capital reorganisation (“2015 Capital Reorganisation”). Unless otherwise specified herein, capitalised terms used in this note shall have the same meanings as those defined in the circular.

The 2015 Capital Reorganisation was approved by the shareholders of the Company at the special general meeting of the Company held on 23 March 2015 and became effective on 24 March 2015. The 2015 Capital Reorganisation involved the following:

(a) Share consolidation

Pursuant to the share consolidation (“2015 Share Consolidation”), every ten issued and unissued then existing shares of the Company of HK\$0.01 each have been consolidated into one consolidated share of HK\$0.10 each (“2015 Consolidated Shares”) and the total number of the 2015 Consolidated Shares in the issued share capital of the Company immediately following the 2015 Share Consolidation has been rounded down to a whole number by cancelling any fraction in the issued share capital of the Company arising from the 2015 Share Consolidation.

(b) *Capital reduction and share subdivision*

- the issued share capital of the Company has been reduced through a cancellation of the paid-up capital of the Company to the extent of HK\$0.09 on each of the issued 2015 Consolidated Shares such that the nominal value of each issued 2015 Consolidated Share has been reduced from HK\$0.10 to HK\$0.01 (“2015 Capital Reduction”);
- immediately following the 2015 Capital Reduction, each of the authorised but unissued 2015 Consolidated Shares of HK\$0.10 each was sub-divided into 10 new shares of HK\$0.01 each of the Company; and
- the credits arising in the books of the Company from (i) the cancellation of any fraction in the issued share capital of the Company arising from the 2015 Share Consolidation; and (ii) the 2015 Capital Reduction of approximately HK\$17,587,000 has been credited to the contributed surplus account of the Company within the meaning of the Companies Act 1981 of Bermuda.

Following the completion of the 2015 Capital Reorganisation and as at 31 March 2015, the authorised share capital of the Company was HK\$800,000,000 divided into 80,000,000,000 shares of HK\$0.01 each, of which 195,412,487 shares were in issue and the aggregate nominal value of the issued share capital was HK\$1,954,124.87.

15. RESERVES

The amounts of the Group’s reserves and the movements therein for the Period and the same period of previous year are presented in the unaudited condensed consolidated statement of changes in equity.

16. COMMITMENTS

(a) **Capital Commitments**

Capital commitments at the end of the reporting period are as follows:

	31 March 2015 <i>HK\$’000</i> (Unaudited)	31 March 2014 <i>HK\$’000</i> (Unaudited)
Contracted but not provided for:		
— acquisition of a subsidiary	—	434
— development cost for intangible assets	<u>10,864</u>	<u>21,159</u>
	<u>10,864</u>	<u>21,593</u>

(b) Other Commitments

On 2 February 2015, a subsidiary of the Company and a vendor entered into a memorandum of understanding (“MOU”) in relation to a proposed acquisition by the Group of 100% of the issued share capital of Trendmode Holdings Limited (“Trendmode”) (“Proposed Acquisition”). Trendmode has the following two wholly-owned subsidiaries which were incorporated in Hong Kong.

1. GET Wealth Management Limited, a company incorporated in Hong Kong, which is a member of The Hong Kong Confederation of Insurance Brokers and is permitted to carry on businesses in general insurance and long term (including linked long term) insurance. It is also registered as an MPF Corporate Intermediary with the Mandatory Provident Fund Schemes Authority; and
2. GET Consulting Company Limited, a company incorporated in Hong Kong, which is principally engaged in the provision of consulting services (including business referral services) in Hong Kong.

The Group has paid HK\$10 million as refundable deposit to the vendor immediately after the signing of the MOU.

On 1 April 2015, the Group entered into a sale and purchase agreement in relation to the Proposed Acquisition at the maximum consideration of HK\$52 million (subject to adjustments).

The Proposed Acquisition is subject to a number of conditions precedent. As at the date of this announcement, the Proposed Acquisition has not yet completed. Details of the Proposed Acquisition are set out in the Company’s announcements dated 2 February 2015, 1 April 2015 and 8 May 2015.

17. EVENTS AFTER THE REPORTING PERIOD

(a) Issue of 6% per annum notes

On 5 February 2015, the Company as issuer and GEO Securities Limited as placing agent, entered into a placing agreement (“Placing Agreement”), pursuant to which the placing agent agreed to procure the placee(s) who and whose respective ultimate beneficial owner(s) shall be third parties independent of, and not connected with the Company, its connected persons and their respective associates (each within the meaning of the GEM Listing Rules), on a best endeavour basis, to subscribe for the 6% per annum notes (“Notes”) to be issued by the Company in an aggregate principal amount of up to HK\$50,000,000 maturing on the second anniversary of the issue date of the Notes at the placing price equal to 100% of the principal amount of the Notes (“Placing”).

The placing period for the Placing shall last for a period commencing on the day immediately following the date of the Placing Agreement and up to (and including) the date falling on the 15th day of the sixth month after the date of the Placing Agreement.

At the date of this announcement, the Notes in an aggregate principal amount of HK\$4,500,000 have been issued to certain subscribers who subscribed for the Notes during the period from 6 February 2015 to 15 April 2015. Details of the issue of the Notes are set out in the Company’s announcements dated 5 February 2015, 1 April 2015 and 1 May 2015.

(b) Rights issue

On 24 February 2015, the Board proposed the implementation of the rights issue on the basis of three rights shares for every one share held on the record date (tentatively scheduled for 21 May 2015) at the subscription price of HK\$0.35 per rights share to raise approximately HK\$205.2 million, before deduction of expenses, by issuing 586,237,461 rights shares to the qualifying shareholders of the Company. The estimated net proceeds of the rights issue will be approximately HK\$196.7 million (assuming there is no change in the issued share capital of the Company up to the record date).

The rights issue of the Company was approved by the independent shareholders of the Company as an ordinary resolution at the special general meeting of the Company held on 11 May 2015. Completion of the rights issue has not yet taken place as at the date of this announcement. Details of the rights issue are set out in the Company's announcements dated 24 February 2015, 20 March 2015, 10 April 2015, 11 May 2015 and 12 May 2015 and the Company's circular dated 22 April 2015.

(c) Major transaction: acquisition of Trendmode

On 1 April 2015, the Group entered into a sale and purchase agreement in relation to the Proposed Acquisition at the maximum consideration of HK\$52,000,000 (subject to adjustments). Further details of the Proposed Acquisition are set out in note 16(b) to these condensed consolidated financial statements.

The Proposed Acquisition is subject to a number of conditions precedent. As at the date of this announcement, the Proposed Acquisition has not yet completed. Details of the Proposed Acquisition were set out in the Company's announcements dated 2 February 2015, 1 April 2015 and 8 May 2015.

MANAGEMENT DISCUSSIONS AND ANALYSIS

BUSINESS REVIEW

Software Business

Having completed the acquisition of 50.5% of the issued share capital of Apperience Corporation (“Apperience”) in March 2013 and with the plan to diversify its business, the Group has established a strong corporate position in the software industry and acquired new professional skills in the Information Technology (“IT”) field. The Group is now engaged in various aspects of the IT industry ranging from research and development, progression to the final distribution of software for personal computer performances, anti-virus software, mobile applications and toolbar advertisements.

To the credit of Apperience and its subsidiaries (“Apperience Group”) coupled with the revenue generated from the Software Business in which the Apperience Group is principally engaged, the Group recorded a turnover of approximately HK\$41,723,000 (2014: HK\$43,624,000) for the Period, representing a decrease of approximately 4% as compared to that of the corresponding period in 2014 and the segment profit for the Software Business was approximately HK\$29,982,000. Apperience Group will continue to focus on the development and upgrade of its flagship anti-virus product of “Advanced SystemCare” so as to respond to new security threats and counteract new virus, malware and spyware. The Apperience Group also plans to launch version 9.0 of Advanced System Care at the end of 2015. To keep up with the ever-changing IT environment, the management of Apperience closely monitors the IT trend and continuously upgrades its products.

Money Lending Business

Citi Profit Finance Limited, an indirect wholly-owned subsidiary of the Company, was granted a money lenders licence by the licensing court in Hong Kong pursuant to the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong). The Group adopted the money lending policy and procedure manual which provide guidelines on the handling and/or monitoring of money lending procedures according to the Money Lenders Ordinance (Chapter 163 of the Laws of the Hong Kong).

The Money Lending Business continued to grow steadily in its development and became one of the sources for the Group’s profit for the Period. The segment profit and its loan interest income for the Period amounted to approximately HK\$403,000 and HK\$414,000 respectively. The outstanding principal amount of loan receivables as at 31 March 2015 was approximately HK\$19,587,000. In addition, the Group has not recorded any doubtful or bad debt in all its money lending activities during the Period.

To further expand its Money Lending Business, on 12 March 2015, the Group entered into a sale and purchase agreement in relation to the acquisition of 51% of the issued share capital of GEO Finance Limited at a consideration of HK\$255,000. GEO Finance Limited was granted a money lenders licence by the licensing court in Hong Kong pursuant to the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong). Completion of such acquisition took place immediately after the signing of the sale and purchase agreement.

Insurance and MPF Schemes Brokerage Business

During the Period, the Group has been actively diversifying its products and services to include investment-linked insurance and has successfully developed our own new sales teams for the promotion of its services and products. The revenue derived from this business segment and the segment profit for the Period was approximately HK\$40,421,000 and HK\$1,355,000 respectively.

On 2 February 2015, a subsidiary of the Company and a vendor entered into a memorandum of understanding (“MOU”) in relation to a proposed acquisition by the Group of 100% of the issued share capital of Trendmode Holdings Limited (“Trendmode”) (“Proposed Acquisition”). Trendmode has the following two wholly-owned subsidiaries which were incorporated in Hong Kong:

1. GET Wealth Management Limited, a company incorporated in Hong Kong, which is a member of The Hong Kong Confederation of Insurance Brokers and is permitted to carry on businesses in general insurance and long term (including linked long term) insurance. It is also registered as an MPF Corporate Intermediary with the Mandatory Provident Fund Schemes Authority; and
2. GET Consulting Company Limited, a company incorporated in Hong Kong, which is principally engaged in the provision of consulting services (including business referral services) in Hong Kong.

The Group has paid HK\$10 million as refundable deposit to the vendor immediately after the signing of the MOU.

On 1 April 2015, the Group entered into a sale and purchase agreement in relation to the Proposed Acquisition at the maximum consideration of HK\$52 million (subject to adjustments).

As certain of the relevant percentage ratios (as defined under the GEM Listing Rules) in respect of the Proposed Acquisition are more than 25% but less than 100%, the Proposed Acquisition constitutes a major transaction for the Company under the GEM Listing Rules and is subject to the notification, announcement and shareholders’ approval requirements under Chapter 19 of the GEM Listing Rules.

As the vendor is the spouse of a substantial shareholder and a director of a subsidiary of the Company, the vendor is a connected person of the Company at the subsidiary level. As the Proposed Acquisition is on normal commercial terms, the Proposed Acquisition also constitutes a connected transaction for the Company under the GEM Listing Rules and is exempted from the circular, independent financial advice and shareholders’ approval requirements.

The Proposed Acquisition is subject to a number of conditions precedent. As at the date of this announcement, the Proposed Acquisition has not yet completed. Details of the Proposed Acquisition were set out in the Company’s announcements dated 2 February 2015, 1 April 2015 and 8 May 2015.

Corporate Management Solutions and I.T. Contract Services Business

On 31 July 2014, the Group has completed the acquisition of 100% equity interest in e-Perfect IT Limited (“e-Perfect”) at a consideration of HK\$48 million (“e-Perfect Acquisition”). e-Perfect is principally engaged in (i) provision of corporate management solutions; (ii) provision of IT contract services; and (iii) re-selling of hardware and software in Hong Kong. Details of the e-perfect Acquisition were disclosed in the Company’s announcements dated 10 June 2014 and 31 July 2014. The e-Perfect Acquisition offers new business opportunities to the Group and the Group started to provide corporate management solutions and IT contract services to corporate clients in Hong Kong and the People’s Republic of China (“PRC”).

On 31 December 2014, the Group completed the acquisition of 100% of the issued share capital of Wafer Systems (Hong Kong) Limited (“Wafer HK”) at a consideration of HK\$18,000,000 (“Wafer HK Acquisition”). Wafer HK is principally engaged in network system integration, including provision of network infrastructure solutions and network professional services in Hong Kong and the PRC. Details of the Wafer HK Acquisition were set out in the Company’s announcements dated 31 October 2014 and 31 December 2014 and the Company’s circular dated 11 December 2014.

The Group aims at becoming a comprehensive IT business platform. Therefore, the e-Perfect Acquisition and the Wafer HK Acquisition are in line with the business development strategy of the Group, by which the Group can expand its business into network construction and management. The Directors believe that the e-Perfect Acquisition and the Wafer HK Acquisition will provide better support to the Group’s Software Business development and strengthen the Group’s position in the IT industry, which will in turn enhance the financial performance of the Group.

During the Period, the revenue of this business segment was approximately HK\$15,284,000 and the segment profit was approximately HK\$622,000.

E-learning Business

During the Period, the operating results of E-learning Business were not satisfactory due to the high competition amongst peers within the industry. In light of the competitive market environment, the management is thinking seriously about the prospect of this business. By keeping the shareholders’ best interest in mind, the Group would ensure the profitability is at its utmost achievable. During the Period, this business recorded a minor loss of approximately HK\$33,000.

Securities Investment Business

The total fair value of listed shares issued by Hong Kong listed companies and unlisted investment fund held by the Group as at 31 March 2015 was approximately HK\$165,585,000. During the Period, the segment profit amounted to approximately HK\$20,963,000 (2014: segment loss approximately HK\$20,000) and the comprehensive income of fair value gain on available-for sale financial assets was approximately HK\$39,917,000 (2014: HK\$747,000).

FINANCIAL REVIEW

Turnover

For the Period under review, the turnover of the Group was approximately HK\$98,938,000 representing an increase of approximately 126% compared to the turnover for the three months period ended 31 March 2014 of approximately HK\$43,811,000. The turnover for the Period was mainly due to (i) Software Business of approximately HK\$41,723,000 and (ii) Insurance and MPF Schemes Brokerage Business of approximately HK\$40,421,000.

Gross profit

The gross profit of the Group for the Period increased by 41% to approximately HK\$49,998,000 from approximately HK\$35,407,000 for the corresponding period in 2014.

Profit for the Period

The Group recorded a net profit of approximately HK\$36,430,000 for the Period (2014: HK\$16,108,000). The main reason of the profit for the Period was mainly contributed by the operating profit of Apperience Group of approximately HK\$26,494,000 and the fair value gain on financial assets at fair value through profit or loss of approximately HK\$34,018,000.

The profit attributable to the owners of the Company for the Period was approximately HK\$23,849,000 compared to the profit attributable to owners of the Company of approximately HK\$4,085,000 for the corresponding period.

The increase in profit for the period as compared to that for the corresponding period in 2014 was mainly attributable to the fair value gain on financial assets at fair value through profit or loss of approximately HK\$34,018,000, despite that such net profit was partially offset by the loss on disposal of available-for-sale financial assets of approximately HK\$13,018,000 for the Period.

Liquidity, financial resources and capital structure

As at 31 March 2015, the Group's cash and cash equivalents and pledged deposit amounted to approximately HK\$116,619,000 (as at 31 December 2014: HK\$151,337,000), which were principally denominated in Renminbi, United States dollar and Hong Kong dollar (2014: Renminbi, United States dollar and Hong Kong dollar).

The Group generally finances its operation using internally generated resources and proceeds raised from issue of the 6% per annum notes issued by the Company during the Period.

Issue of the 6% per annum notes

On 5 February 2015, the Company as issuer and GEO Securities Limited as placing agent, entered into a placing agreement (“Placing Agreement”), pursuant to which the placing agent agreed to procure the placee(s) who and whose respective ultimate beneficial owner(s) shall be third parties independent of, and not connected with the Company, its connected persons and their respective associates (each within the meaning of the GEM Listing Rules), on a best endeavour basis, to subscribe for the 6% per annum notes (“Notes”) to be issued by the Company in an aggregate principal amount of up to HK\$50,000,000 maturing on the second anniversary of the issue date of the Notes at the placing price equal to 100% of the principal amount of the Notes (“Placing”). The placing period for the Placing shall last for a period commencing on the day immediately following the date of the Placing Agreement and up to (and including) the date falling on the 15th day of the sixth month after the date of the Placing Agreement.

The Directors considered that the Placing represented an opportunity to obtain funding, which is intended to be used to finance any potential investment opportunities of the Group that may arise from time to time and for the general working capital of the Group.

As at the date of this announcement, the Company has issued Notes in an aggregate principal amount of HK\$4,500,000 to certain subscribers who subscribed for the Notes during the period from 6 February 2015 to 15 April 2015. Details of the issue of Notes are set out in the Company’s announcements dated 5 February 2015, 1 April 2015 and 1 May 2015.

Capital reorganisation and change in board lot size in March 2015

In March 2015, the Company has completed the capital reorganisation (“2015 Capital Reorganisation”) as described in the circular of the Company dated 26 February 2015. The 2015 Capital Reorganisation involved the following:

- (i) every 10 issued and unissued then existing shares of HK\$0.01 each of the Company have been consolidated (“2015 Share Consolidation”) into one consolidated share of HK\$0.10 each (“2015 Consolidated Shares”) and the total number of the 2015 Consolidated Shares in the issued share capital of the Company immediately following the 2015 Share Consolidation has been rounded down to a whole number by cancelling any fraction in the issued share capital of the Company which arose from the 2015 Share Consolidation;
- (ii) the issued share capital of the Company has been reduced through a cancellation of the paid-up capital of the Company to the extent of HK\$0.09 on each of the issued 2015 Consolidated Shares such that the nominal value of each issued 2015 Consolidated Share has been reduced from HK\$0.10 to HK\$0.01 (“2015 Capital Reduction”);
- (iii) immediately following the 2015 Capital Reduction, each of the authorised but unissued 2015 Consolidated Shares of HK\$0.10 each has been sub-divided into 10 new shares of HK\$0.01 each of the Company; and

(iv) the credits arising in the books of the Company from (a) the cancellation of any fraction in the issued share capital of the Company which arose from the 2015 Share Consolidation; and (b) the 2015 Capital Reduction of approximately HK\$17,587,124 has been credited to the contributed surplus account of the Company within the meaning of the Companies Act 1981 of Bermuda.

Upon the 2015 Capital Reorganisation becoming effective, the board lot size for trading of the shares of the Company has been changed from 20,000 to 5,000.

The 2015 Capital Reorganisation was approved by the shareholders of the Company as a special resolution at a special general meeting of the Company held on 23 March 2015 and became effective on 24 March 2015.

As at the date of this announcement, the issued share capital of the Company was HK\$1,954,124.87 divided into 195,412,487 shares of HK\$0.01 each of the Company. Details of the 2015 Capital Reorganisation and change of board lot size were disclosed in the Company's announcements dated 2 February 2015, 17 February 2015 and 23 March 2015, the Company's circular dated 26 February 2015 and note 14 to the condensed consolidated financial statements.

Proposed rights issue

On 24 February 2015, the Board proposed the implementation of the rights issue ("Rights Issue") on the basis of three rights shares ("Rights Shares") for every one share held on the record date (tentatively scheduled for 21 May 2015) at the subscription price of HK\$0.35 per Rights Share to raise approximately HK\$205.2 million before deduction of expenses by issuing 586,237,461 Rights Shares to the qualifying shareholders of the Company. The estimated net proceeds of the Rights Issue will be approximately HK\$196.7 million (assuming there is no change in the issued share capital of the Company up to the record date). On this basis, the net price per Rights Share upon full acceptance of the relevant provisional allotment of Rights Shares (assuming there is no change in the issued share capital of the Company up to the record date) will be approximately HK\$0.336. The Company intends to apply as to (i) approximately HK\$20 million of the net proceeds for funding the incorporation of a company in Hong Kong which is to be wholly-owned by the Group to carry on Type 1 regulated activity (dealing in securities) under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) ("SFO"), details of which are disclosed in the announcement of the Company dated 2 February 2015; (ii) approximately HK\$50 million of the net proceeds for funding the money lending business; (iii) approximately HK\$80 million of the net proceeds for future potential acquisitions or investments which are related to insurance and Mandatory Provident Fund schemes brokerage business; (iv) approximately HK\$36 million of the net proceeds for future potential acquisition of properties; and (v) approximately HK\$10.7 million of the net proceeds for working capital of the Group.

The proposed Rights Issue of the Company was approved by the independent shareholders of the Company at a special general meeting of the Company held on 11 May 2015. Completion of the Rights Issue has not yet taken place as at the date of this announcement. Details of the proposed Rights Issue are set out in the Company's announcements dated 24 February 2015, 20 March 2015, 10 April 2015, 11 May 2015 and 12 May 2015 and the Company's circular dated 22 April 2015.

Tranche II Performance Shares

Reference is made to the Company's circular ("Circular") dated 23 February 2013 in relation to the very substantial acquisition of 50.5% of the issued share capital of Apperience. Capitalised terms used in this paragraph shall have the same meanings as defined in the Circular. In accordance with the Acquisition Agreement, subject to the Target Profit II being equal to or more than US\$10 million, the Company shall allot and issue, credited as fully paid, an aggregate of 18,154,282 Tranche II Performance Shares (after adjusted by the 2015 Capital Reorganisation) to the Vendors. Where the Target Profit II is less than US\$10 million and is a positive figure, the number of the Tranche II Performance Shares to be allotted and issued by the Company to the Vendors shall be 18,154,282 shares of the Company multiplied by the audited consolidated net profits of Apperience after taxation adjusted by Adjusted Items and divided by US\$10 million, being the target consolidated net profits of Apperience after taxation adjusted by Adjusted Items for the Target Profit Period II. Based on the preliminary review and analysis of the unaudited consolidated management accounts of Apperience for the year ended 31 March 2015, the expected Target Profit II (as adjusted by disregarding the effect of all the Adjusted Items) is approximately US\$9.3 million and the expected number of Tranche II Performance Shares to be allotted and issued to the Vendors should be approximately 16.9 million ordinary shares of the Company. The Company expected that Tranche II Performance Shares shall be allotted and issued by the Company in or around June 2015. As Apperience is still in the process of preparing and finalising the audited consolidated financial statements for the year ended 31 March 2015, the expected number of Tranche II Performance Shares to be allotted and issued (if any) to the Vendors is subject to changes pending the finalisation of the audited consolidated financial statements of Apperience. Further information on the allotment and issue of Performance Shares (if any) will be disclosed in the forthcoming announcement to be issued by the Company in due course.

Gearing ratio

As at 31 March 2015, the total assets of the Group were approximately HK\$1,027,637,000 (as at 31 December 2014: HK\$942,389,000), whereas the total liabilities were approximately HK\$183,106,000 (as at 31 December 2014: HK\$174,513,000). The gearing ratio of the Group, calculated as total liabilities over total assets, was 17.8% (as at 31 December 2014: 18.5%).

Interim dividend

The Board does not recommend to pay any interim dividend for the three months ended 31 March 2015 (2014: Nil).

Charges on the Group's Assets

As at 31 March 2015, the Group's pledged bank deposits of approximately US\$80,000 and HK\$1,007,000 (in aggregate, approximately HK\$1,629,000 (as at 31 December 2014: HK\$1,626,000)) represented deposits pledged to banks to secure banking facilities to the extent of HK\$1,500,000 (as at 31 December 2014: HK\$1,500,000) granted to the Group. The deposits are in United States dollars and Hong Kong dollars with a term of 6 months and 1 year respectively and at fixed interest rate of 0.05% per annum and 0.7% per annum respectively.

As at 31 March 2015, the Group had pledged bank deposit of HK\$806,000 as guaranteed fund at bank for the Visa/MasterCard merchant account of the online shopping business. The deposit is in Hong Kong dollars at a fixed interest rate of 0.2% per annum.

As at 31 March 2015, the Group had undrawn banking facilities of approximately HK\$1,282,000 (as at 31 December 2014: HK\$855,000).

As at 31 March 2015, listed securities held by the Group with a total carrying amount of approximately HK\$10,228,480 (as at 31 December 2014: HK\$42,929,000) has been charged in favour of a brokerage firm as collateral for the Group's liabilities in respect of its margin trading account. As at 31 March 2015, the Group has not used the credit limit.

Foreign exchange exposure

During the Period, the business activities of the Group were mainly denominated in Hong Kong dollars and United States dollars.

Following the completion of the acquisition of Apperience Corporation, United States dollars became the main currencies transacted by the Group. Since Hong Kong dollars remain pegged to the United States dollars within a defined range, the Group is not exposed to any significant foreign exchange risk against the United States dollars and has not entered into any foreign exchange contract as hedging measures. The Directors did not consider the Group was significantly exposed to any foreign currency exchange risk. Notwithstanding the above, the Group manages its foreign currency risk against other currencies by closely monitoring the movement of the foreign currency rates and may use hedging derivative, such as foreign currency forward contract, to manage its foreign currency risk as appropriate.

Financial risk

The Group's available-for-sale financial assets, financial assets at fair value through profit or loss and performance shares which may be issued in connection with the acquisition of 50.5% of the issued share capital of Apperience are measured at fair value at the end of each reporting period. Therefore, the Group is exposed to equity security price risk due to the fluctuation of share price of available-for-sale financial assets, financial assets at fair value through profit or loss and the changes in the Company's share prices to the extent that the Company's shares underline the fair value of performance shares. The Directors regularly review the exposure to the equity security price risk on the available-for-sale financial assets and financial assets at fair value through profit or loss.

Significant investment

On 2 February 2015, the Group entered a sales and purchase agreement to acquire 100% equity interest of Trendmode. Please refer to the section headed "Business Review — Insurance and MPF Schemes Brokerage Business" of this announcement for further details.

Material acquisitions and disposals

Apart from those disclosed in the significant investment disclosed above, the Group had no material acquisition or disposal during the Period.

Employees and remuneration policies

As at 31 March 2015, the Group had approximately 116 employees (as at 31 December 2014: 111 employees) in Hong Kong and the PRC. The Group's remuneration policy is reviewed periodically and determined by reference to market terms, company performance, individual qualifications and performance, and in accordance with the statutory requirements of the respective jurisdiction where the employees are engaged.

On 24 December 2007, the share option scheme ("Share Option Scheme") was approved by shareholders of the Company in an extraordinary general meeting. The Share Option Scheme is to enable the Company to grant option to either Directors or employees of the Group in order to recognise and motivate their contribution, to provide incentives and to help the Group in retaining its existing employees and recruiting additional quality employees so as to provide them with a direct economic interest in attaining the long term business objectives of the Group. As at 31 March 2015, there were no outstanding share options issued by the Company.

Contingent liabilities

As at 31 March 2015, the Group did not have any significant contingent liabilities (as at 31 December 2014: Nil).

Capital commitments

As at 31 March 2015, the capital commitments contributed but not provided for development costs for intangible assets was approximately HK\$10,864,000 (as at 31 December 2014: HK\$21,715,000). Please refer to note 16 to the condensed consolidated financial statements for details.

DEALINGS FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has relied on Rules 5.48 to 5.67 of the GEM Listing Rules as the required standard of dealings in respect to any dealings in the Company's securities by the Company's Directors. General and specific enquiries have been made to all Directors and they all confirmed they had complied with the said GEM Listing Rules during the Period.

OUTLOOK

Subsequent to the completion of the acquisition of 50.5% of the issued share capital of Apperience on 31 March 2013, the Group is able to diversify its business into the IT field of personal computers, anti-virus software and mobile applications, bringing in new momentum for the Group's development. The Group recorded an unaudited consolidated turnover and net profit after taxation derived from the Apperience Group of approximately HK\$41,723,000 and approximately HK\$26,494,000 respectively for the Period. In light of the financial performance of the Apperience Group, the Group is optimistic to its business prospect and expects that revenue from Apperience Group will continually become one of the principle sources of income of the Group in the future.

The Group intends to incorporate a subsidiary ("Subsidiary") to carry out type 1 regulated activity under the SFO. Details of the Subsidiary were disclosed in the Company's announcement dated 2 February 2015.

The Group considers that the setting up of the Subsidiary will broaden the Group's revenue base by diversifying into the securities trading business and will enable the Group to offer more comprehensive financial services to its customers in addition to the provision of insurance and MPF Schemes brokerage services.

As to the insurance and MPF Schemes brokerage business, the Group has been actively diversifying its products and services to include investment-linked insurance and has successfully self-developed new sales teams for the promotion of its services and products.

Subsequent to the completion of the acquisition of GET Mdream Wealth Management Limited ("GMD") on 2 April 2014, which is principally engaged in insurance and MPF schemes brokerage business in Hong Kong, the Group has successfully expanded its insurance and MPF Schemes brokerage business further. For the three months ended 31 March 2015, the unaudited turnover and net profit after taxation of GMD were approximately HK\$40,421,000 and approximately HK\$1,355,000 respectively.

On 1 April 2015, the Group entered into a sale and purchase agreement in relation to the proposed acquisition of 100% of the issued share capital of Trendmode. It is expected that upon completion of the acquisition of Trendmode, with (i) the uncertainty in the current property market which drives the investors to adopt a more conservative approach to seek products with lower risks as well as stable return, such as traditional whole life insurance products, investment linked products and annuity products as currently distributed and sold by GET Wealth Management Limited; (ii) the increasing demand among the general public of Hong Kong for financial planning and wealth management through insurance and MPF Schemes products; (iii) the increased awareness in retirement planning among the general public in Hong Kong; and (iv) the escalating healthcare expenses in the public healthcare sector and the increasing demand for better medical and assurance insurance products, the Board believes that the Trendmode's business in the insurance and MPF Schemes brokerage services sector has the potential to grow and will create synergetic effect to the Group's performance.

As to the money lending business of the Group, on 12 March 2015, the Group entered into a sale and purchase agreement to acquire 51% of the issued share capital of GEO Finance Limited, a company principally engaged in money lending business in Hong Kong and its key product was personal loans with subordinate property mortgage loan, which enables the Group to offer a new type of products to its clients.

The Group intends to provide secured and/or unsecured loans and further develop the market of subordinate property mortgage loan. The Group is now reviewing the appropriateness and efficiency of internal control procedures of GEO Finance Limited and updating its internal control procedures as needed. The Group expects to complete reviewing the procedure by the second quarter of 2015 and intends to develop the subordinate property mortgage loan business afterwards.

Looking forward, the Group will continue to enhance its money lending business in providing secured and/or unsecured loans to customers comprising individuals and corporations. The money lending industry remains highly competitive amid a challenging environment in Hong Kong. However, as the Group considers that there is continuing demand for landed property in Hong Kong, which triggers the Group to focus on providing mortgage refinancing services including subordinate property mortgage loan and the Group expects to benefit from such business.

Looking ahead, the Group will continue to seek investments with the view of generating positive impacts and profit to increase its shareholder value.

OTHER INFORMATION

DIRECTORS' INTERESTS IN CONTRACT

A copyright licence agreement (“New Copyright Licence Agreement”) was entered into among Both Talent International Limited (“Both Talent”), a subsidiary of Apperience, as licensee, Chengdu AOB Information Technology Co., Ltd. (“PRC Company”), as licensor, and Apperience as of 1 July 2014 pursuant to which the PRC Company granted to Both Talent an exclusive licence to use the copyright of “Advanced SystemCare” registered in the name of the PRC Company in the PRC for a period from the date of the New Copyright Licence Agreement to the later of (i) the completion of registration of the assignment of the copyright to Both Talent in China; and (ii) the completion of registration of the copyright of “Advanced SystemCare” in the name of Both Talent in the United States as part of the Group’s internal reorganisation. Such transaction did not constitute notifiable transaction under Chapter 19 of the GEM Listing Rules and was fully exempt from the requirements under Chapter 20 of the GEM Listing Rules.

Save for the New Copyright Licence Agreement, in which Mr. Xue Qiushi (“Mr. Xue”) (an executive Director) is interested through his shareholding in the PRC Company, none of the Directors is or was materially interested, whether directly or indirectly, in any contract of significance or arrangement subsisting during or at the end of the Period which is significant in relation to the business of the Group. No Director had any direct or indirect interests in any assets which have been acquired or disposed of by or leased to, or are proposed to be acquired or disposed of by or leased to, any member of the Group at the end of the Period or at any time during the Period save for the New Copyright Licence Agreement.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS OR SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES OR DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATIONS

As at 31 March 2015, the interests or short positions of the Directors and the chief executive of the Company in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”), Chapter 571 under the laws of Hong Kong) as recorded in the register required to be kept under section 352 of the SFO, or otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by Directors as referred to in Rule 5.46 of the GEM Listing Rules, were as follows:

Long positions in ordinary shares (“Share”) and underlying Shares of the Company

Name of Director	Capacity	Number of Shares and underlying Shares held	Approximate percentage of the total issued share capital of the Company (Note 1)
Xue Qiushi (“Mr. Xue”)	Interest in a controlled corporation and interests deemed under sections 317(1)(a) and 318 of the SFO	25,481,738 (Note 2)	13.03%

Notes:

1. The total number of the 195,412,487 Shares in issue as at 31 March 2015 has been used for the calculation of the approximate percentage.
2. Ace Source International Limited (“Ace Source”) (being one of the substantial shareholders of the Company whose interests are set out in the section headed “Interest Discloseable under the SFO and Substantial Shareholders and Other Persons Interest in Securities — Substantial Shareholders” below) is wholly and beneficially owned by Mr. Xue. As such, Mr. Xue is deemed to be interested in all the Shares/underlying Shares held by Ace Source pursuant to Part XV of the SFO. Based on the Director’s/Chief Executive’s Notice — Interests in Shares of Listed Corporation filed by Mr. Xue dated 27 March 2015, among these 25,481,738 Shares/underlying Shares, 18,420,496 of which were underlying Shares with an exercise period ended 31 March 2015.

Long positions in shares and underlying shares of associated corporation of the Company

Name of Director	Name of the associated corporation	Capacity in which the shares are held	Number of shares	Approximate percentage of the associated corporation's issued share capital
Mr. Xue	Apperience Corporation	Interest in a controlled corporation (<i>Note</i>)	3,882,391	18.79%

Note: Ace Source is wholly and beneficially owned by Mr. Xue. As such, Mr. Xue is deemed to be interested in all the shares held by Ace Source in Apperience Corporation (being an associated corporation of the Company) pursuant to Part XV of the SFO.

Save as disclosed above, as at 31 March 2015, none of the Directors nor chief executive of the Company had or was deemed to have any interests or short positions in the shares, underlying shares and debenture of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept under section 352 of the SFO, or otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by Directors as referred to in Rule 5.46 of the GEM Listing Rules.

DIRECTORS' AND CHIEF EXECUTIVES' RIGHTS TO ACQUIRE SHARES OR DEBT SECURITIES

Save for the performance shares which may be allotted and issued by the Company in accordance with the terms and conditions of the acquisition agreement in relation to the very substantial acquisition of 50.5% of the issued share capital of Apperience in which Mr. Xue Qiushi is interested (through his holding of shares in Ace Source, being one of the vendors of Apperience Corporation), at no time during the Period was the Company or any of its subsidiaries a party to any arrangements to enable the Directors and chief executives, their respective spouses or children under the age of 18 to acquire benefits by means of acquisition of shares in or debentures of the Company or any other body corporate.

INTERESTS DISCLOSEABLE UNDER THE SFO AND SUBSTANTIAL SHAREHOLDERS AND OTHER PERSONS INTEREST IN SECURITIES

Substantial shareholders

As at 31 March 2015, the following persons (other than Directors or chief executives of the Company) had, or were deemed or taken to have interest or short position in the Shares or underlying Shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or, which were recorded in the register required to be kept by the Company under Section 336 of SFO were as follows:

Long positions in the Shares and underlying Shares

Shareholders	Capacity	Number of Shares and underlying Shares held (Note 18)	Approximate percentage of the total issued share capital of the Company (Note 19)	Notes
DX.com Holdings Limited	Beneficial owner	18,604,650 (L)	9.52%	
Wise Action Limited (“Wise Action”)	Beneficial owner	10,240,197 (L)	5.24%	(1)
Rosy Lane Investments Limited (“Rosy Lane”)	Interest of a controlled corporation	10,240,197 (L)	5.24%	(1)
Hong Kong Education (Int’l) Investments Limited (“HK EDU INTL”)	Interest of a controlled corporation	10,240,197 (L)	5.24%	(1)
Access Magic Limited (“Access Magic”)	Beneficial owner and interests deemed under section 317(1)(a) and 318 of the SFO	25,481,738 (L)	13.03%	(2)
Dong Yuguo (“Mr. Dong”)	Interest of a controlled corporation and interests deemed under sections 317(1)(a) and 318 of the SFO	25,481,738 (L)	13.03%	(2) (3)
Ace Source International Limited (“Ace Source”)	Beneficial owner and interests deemed under sections 317(1)(a) and 318 of the SFO	25,481,738 (L)	13.03%	(4)
Wealthy Hope Limited (“Wealthy Hope”)	Beneficial owner and interests deemed under sections 317(1)(a) and 318 of the SFO	25,481,738 (L)	13.03%	(5)

Shareholders	Capacity	Number of Shares and underlying Shares held <i>(Note 18)</i>	Approximate percentage of the total issued share capital of the Company <i>(Note 19)</i>	<i>Notes</i>
Chen Liang (“Mr. Chen”)	Interest of a controlled corporation and interests deemed under sections 317(1)(a) and 318 of the SFO	25,481,738 (L)	13.03%	(5) (6)
Well Peace Global Limited (“Well Peace”)	Beneficial owner and interests deemed under sections 317(1)(a) and 318 of the SFO	25,481,738 (L)	13.03%	(7)
Lian Ming (“Mr. Lian”)	Interest of a controlled corporation and interests deemed under sections 317(1)(a) and 318 of the SFO	25,481,738 (L)	13.03%	(7) (8)
IDG-Accel China Growth Fund II L.P. (“IDG-Accel”)	Beneficial owner and interests deemed under sections 317(1)(a) and 318 of the SFO	25,481,738 (L)	13.03%	(9)
IDG-Accel China Investors II L.P. (“IDG-Accel Investors”)	Beneficial owner and interests deemed under sections 317(1)(a) and 318 of the SFO	25,481,738 (L)	13.03%	(10)
IDG-Accel China Growth Fund II Associates L.P. (“IDG-Accel II Associates”)	Interest of a controlled corporation	25,481,738 (L)	13.03%	(9) (10) (11)
IDG-Accel China Growth Fund GP II Associates Ltd. (“IDG-Accel GP II”)	Interest of a controlled corporation	25,481,738 (L)	13.03%	(9) (10) (11)
Zhou Quan (“Mr. Zhou”)	Interest of a controlled corporation	25,481,738 (L)	13.03%	(9) (10) (11)
Ho Chising (“Mr. Ho”)	Interest of a controlled corporation	25,481,738 (L)	13.03%	(9) (10) (11)
THL A1 Limited (“THL”)	Beneficial owner and interests deemed under sections 317(1)(a) and 318 of the SFO	*25,253,738 (L)	12.92%	(12)

Shareholders	Capacity	Number of Shares and underlying Shares held <i>(Note 18)</i>	Approximate percentage of the total issued share capital of the Company <i>(Note 19)</i>	<i>Notes</i>
Tencent Holdings Limited (“Tencent”)	Interest of a controlled corporation	*25,253,738 (L)	12.92%	(12)
MIH TC Holdings Limited (“MIH TC Holdings”)	Interest of a controlled corporation	*25,253,738 (L)	12.92%	(12) (13)
MIH (Mauritius) Limited (“MIH Mauritius”)	Interest of a controlled corporation	*25,253,738 (L)	12.92%	(12) (13) (14)
MIH Ming He Holdings Limited (“MIH Ming He”)	Interest of a controlled corporation	*25,253,738 (L)	12.92%	(12) (13) (14)
MIH Holdings Proprietary Limited (“MIH Proprietary”)	Interest of a controlled corporation	*25,253,738 (L)	12.92%	(12) (13) (14)
Naspers Limited (“Naspers”)	Interest of a controlled corporation	*25,253,738 (L)	12.92%	(12) (13) (14)
Astrum Capital Management Limited (“Astrum Capital”)	Other	586,237,461 (L) 520,000,000 (S)	75.00% 66.53%	(15) (16)
Astrum China Direct Investments Limited (“Astrum China”)	Interest of a controlled corporation	586,237,461 (L) 520,000,000 (S)	75.00% 66.53%	(15) (16)
Liu Ming Lai Lorna (“Ms. Liu”)	Interest of spouse	586,237,461 (L) 520,000,000 (S)	75.00% 66.53%	(15) (16)
Pan Chik (“Mr. Pan”)	Interest of a controlled corporation	586,237,461 (L) 520,000,000 (S)	75.00% 66.53%	(15) (16)
Fordjoy Securities and Futures Limited (“Fordjoy”)	Other	220,000,000 (L)	28.14%	(17)
Yuen Shu Ming (“Mr. Yuen”)	Interest of a controlled corporation	220,000,000 (L)	28.14%	(17)

Notes:

1. Wise Action is wholly and beneficially owned by Rosy Lane. Rosy Lane is wholly owned by HK EDU INTL. Each of HK EDU INTL and Rosy Lane was deemed to be interested in all the 10,240,197 Shares held by Wise Action pursuant to Part XV of the SFO.
2. Access Magic was interested in 3,634,916 Shares/underlying Shares in the capacity as the beneficial owner and was deemed to be interested in 21,846,822 Shares/underlying Shares in accordance with sections 317(1)(a) and 318 of the SFO. Among these 25,481,738 Shares/ underlying Shares, 18,420,496 of which were underlying Shares.
3. Access Magic is wholly and beneficially owned by Mr. Dong, a director of a subsidiary of the Company. As such, Mr. Dong is deemed to be interested in all the Shares/underlying Shares held by Access Magic pursuant to Part XV of the SFO.
4. Ace Source was interested in 5,149,634 Shares/underlying Shares in the capacity as the beneficial owner and was deemed to be interested in 20,332,104 Shares/underlying Shares in accordance with sections 317(1)(a) and 318 of the SFO. Among these 25,481,738 Shares/underlying Shares, 18,420,496 of which were underlying Shares. Ace Source is wholly and beneficially owned by Mr. Xue. As such, Mr. Xue is deemed to be interested in all the Shares/underlying Shares held by Ace Source. Mr. Xue is a director of Ace Source.
5. Wealthy Hope was interested in 908,683 Shares/underlying Shares in the capacity as the beneficial owner and was deemed to be interested in 24,573,055 Shares/underlying Shares in accordance with sections 317(1)(a) and 318 of the SFO. Among these 25,481,738 Shares/ underlying Shares, 18,420,496 of which were underlying Shares.
6. Wealthy Hope is wholly and beneficially owned by Mr. Chen. As such, Mr. Chen is deemed to be interested in all the Shares/underlying Shares held by Wealthy Hope pursuant to Part XV of the SFO.
7. Well Peace was interested in 908,683 Shares/underlying Shares in the capacity as the beneficial owner and was deemed to be interested in 24,573,055 Shares/underlying Shares in accordance with sections 317(1)(a) and 318 of the SFO. Among these 25,481,738 Shares/underlying Shares, 18,420,496 of which were underlying Shares.
8. Well Peace is wholly and beneficially owned by Mr. Lian. As such, Mr. Lian is deemed to be interested in all the Shares/underlying Shares held by Well Peace pursuant to Part XV of the SFO.
9. IDG-Accel was interested in 12,821,280 Shares/underlying Shares as the beneficial owner and was deemed to be interested in 12,660,458 Shares/underlying Shares in accordance with sections 317(1)(a) and 318 of the SFO. Among these 25,481,738 Shares/underlying Shares, 18,420,496 of which were underlying Shares.
10. IDG-Accel Investors was interested in 1,048,591 Shares/underlying Shares as the beneficial owner and was deemed to be interested in 24,433,147 Shares/underlying Shares in accordance with sections 317(1)(a) and 318 of the SFO. Among these 25,481,738 Shares/underlying Shares, 18,420,496 of which were underlying Shares.
11. IDG-Accel GP II owns the entire equity interest in each of IDG-Accel II Associates and IDG-Accel Investors. IDG-Accel GP II is 50% owned by Mr. Ho and 50% owned by Mr. Zhou. As such, each of Mr. Ho, Mr. Zhou and IDG-Accel GP II was deemed to be interested in all the Shares/underlying Shares held by IDG-Accel II Associates and IDG-Accel Investors. IDG-Accel is wholly-owned by IDG-Accel II Associates. As such, IDG-Accel II Associates was deemed to be interested in all the Shares/underlying Shares held by IDG-Accel pursuant to Part XV of the SFO.

12. Based on the corporate substantial shareholder notice filed by Tencent on 30 October 2014, THL is wholly owned by Tencent and as such, Tencent is deemed to be interested in all *25,253,738 Shares/underlying Shares held by its controlled corporation THL pursuant to Part XV of the SFO. THL was interested in *781,950 Shares/underlying Shares in the capacity of beneficial owner and *24,471,788 Shares/underlying Shares in other capacities. Among these *25,253,738 Shares/ underlying Shares, *18,420,496 of which were underlying Shares.
 13. Based on the corporate substantial shareholder notice filed by MIH TC Holdings on 4 November 2014, THL is wholly owned by Tencent and Tencent is 33.64% owned by MIH TC Holdings. As such, MIH TC Holdings is deemed to be interested in all the *25,253,738 Shares/underlying Shares held by its controlled corporations THL and Tencent pursuant to Part XV of the SFO.
 14. Based on the corporate substantial shareholder notice filed by Naspers on 4 November 2014, THL is wholly owned by Tencent, Tencent is 33.64% owned by MIH TC Holdings, which is in turn 90% owned by MIH Mauritius. MIH Mauritius is wholly owned by MIH Ming He, which is in turn wholly owned by MIH Proprietary. MIH Proprietary is wholly owned by Naspers. Based on the above relationship, each of MIH Mauritius, MIH Ming He, MIH Proprietary and Naspers is deemed to be interested in all the *25,253,738 Shares/underlying Shares held by their controlled corporations pursuant to Part XV of the SFO.
 15. The total of 586,237,461 Shares represented the Shares which Astrum Capital has agreed to underwrite pursuant to the terms of the underwriting agreement dated 24 February 2015 (as supplemented by supplemental agreements dated 20 March 2015 and 10 April 2015) entered into between the Company and Astrum Capital in relation to the underwriting arrangement in respect of the Rights Issue. Based on the notices of disclosure of interests of Astrum Capital, Astrum China, Ms. Liu and Mr. Pan filed with the Stock Exchange on 27 March 2015, Astrum Capital is 80% owned by Astrum China, which is in turn wholly-owned by Mr. Pan. Ms. Liu is the spouse of Mr. Pan.
 16. As at 31 March 2015, Astrum Capital has sub-underwritten/placed 520,000,000 Shares to various sub-underwriter/subscribers.
 17. Fordjoy was a sub-underwriter who has entered into a sub-underwriting letter with Astrum Capital to take up 220,000,000 Shares in respect of the Rights Issue. Based on the notices of disclosure of interests of Fordjoy and Mr. Yuen filed with the Stock Exchange on 27 March 2015, Fordjoy is 76% owned by Mr. Yuen.
 18. “L” denotes a long position whilst the letter “S” denotes a short position.
 19. The total number of the 195,412,487 Shares in issue as at 31 March 2015 has been used for the calculation of the approximate percentage.
- * The number of Shares stated in the table and notes 12 to 14 above is adjusted by the Company taking into account the effect of the 2015 Capital Reorganisation based on the latest notices of disclosure of interests filed by the Shareholders with the Stock Exchange and the Company prior to the 2015 Capital Reorganisation becoming effective on 24 March 2015.

Save as disclosed above, the Directors were not aware of any other person (other than Directors or chief executive of the Company) who, as at 31 March 2015, had or was deemed to have interests or short positions in the Shares or underlying Shares, which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or, which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

As at the date of this announcement, save for Mr. Xue who is the director of Ace Source, none of the Directors is a director of a company which has an interest or short position in the Shares or underlying Shares of the Company which would fall to be disclosed to the Company under the provisions of Division 2 and 3 of Part XV of the SFO.

APPOINTMENT AND RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Lam Kit Sun resigned as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee with effect from 23 April 2015 due to his other business commitments which require more of his time.

Professor Chui Tsan Kit was appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee with effect from 23 April 2015 and his biographical details are set out in the Company's announcement dated 23 April 2015.

PURCHASE, SALE OR REDEMPTION OF SHARES

Neither the Company, nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities during the Period.

COMPETING INTEREST

None of the Directors, nor their respective close associates (as defined under the GEM Listing Rules) had any interest in a business, apart from the business of the Group, which competes or is likely to complete, either directly or indirectly, with the business of the Group during the Period.

CORPORATE GOVERNANCE

During the Period, the Company has complied with the code provisions set out in Appendix 15 of the GEM Listing Rules.

AUDIT COMMITTEE

The Company established an Audit Committee with written terms of reference in accordance with Rules 5.28 to 5.33 of the GEM Listing Rules. The Audit Committee members as at the date of this announcement are Mr. Yip Chi Fai Stevens, Prof. Chui Tsan Kit and Ms. Xiao Yiming. They are the Independent Non-executive Directors of the Company. The Audit Committee's principal duties are to review and supervise the financial reporting process and internal control procedures of the Group.

The Group's unaudited consolidated results for the Period have been reviewed and discussed by the Audit Committee.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors of the Company, as at the date of this announcement the Company has maintained the prescribed public float under the GEM Listing Rules.

On behalf of the Board, I would like to take this opportunity to express my sincere gratitude to all shareholders for their support to the Company.

On behalf of the Board
GET Holdings Limited
Kuang Hao Kun Giovanni
Chairman

12 May 2015

As at the date of this announcement, the Board consists of Mr. Kuang Hao Kun Giovanni and Mr. Xue Qiushi being Executive Directors, and Prof. Chui Tsan Kit, Mr. Yip Chi Fai Stevens and Ms. Xiao Yiming being Independent Non-executive Directors.

This announcement will remain on the GEM website at www.hkgem.com on the ‘Latest Company Announcements’ page for at least 7 days from the date of its publication and on the website of the Company at www.geth.com.hk.