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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)

PROFIT WARNING

This announcement is made by GET Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) pursuant to Rule 17.10(2)(a) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) (the “GEM Listing Rules”) and the Inside Information Provisions (as defined under the GEM Listing Rules).

The board (the “Board”) of directors (the “Directors”) of the Company wishes to inform the shareholders of the Company and potential investors that based on the preliminary review and analysis of the latest available unaudited management accounts of the Group, the Group is expected to record a net profit attributable to the owners of the Company of not less than HK\$37.0 million for the six months ended 30 June 2015 (the “Relevant Period”) as compared to a net profit attributable to the owners of the Company of approximately HK\$55.1 million for the six months ended 30 June 2014. The decrease in net profit for the Relevant Period of HK\$18.1 million as compared to that for the corresponding period in 2014 was mainly attributable to the combined effect of (1) the absence of fair value gain on performance shares (which amounted to approximately HK\$44.4 million in the corresponding period in 2014) in the Relevant Period. Such performance shares were allotted and issued to the vendors of Apperience Corporation (“Apperience”) (a non-wholly-owned subsidiary of the Company) during the Relevant Period to satisfy part of the consideration for the acquisition of 50.5% of the issued share capital of Apperience, which was completed on 31 March 2013; (2) the net profit of approximately HK\$16 million contributed by the securities investment business during the Relevant Period as compared to the net loss of approximately HK\$0.23 million in the corresponding period in 2014; and (3) the net profit of approximately HK\$8 million contributed by the corporate management solutions and I.T. contract service business, which was a new business segment of the Group commenced during the Relevant Period.

* *For identification purposes only*

The expected net profit of the Group for the Relevant Period is mainly derived from (1) the operating profit of approximately HK\$41.6 million contributed by Apperience and its subsidiaries, which are principally engaged in the research, development and distribution of software for personal computer performance, anti-virus software, mobile applications and toolbar advertisement during the Relevant Period; and (2) the net profit of approximately HK\$16 million contributed by the securities investment business, which comprised the fair value gain on financial assets through profit or loss of approximately HK\$50 million during the Relevant Period and the aggregate net loss on disposal of available-for-sale financial assets and financial assets at fair value through profit and loss (the “FVTPL financial assets”) of approximately HK\$30 million incurred by the Group for the Relevant Period. Such net loss on disposal of financial assets during the Relevant Period was mainly attributable to the disposals of shares in Target Insurance (Holdings) Limited (stock code: 6161) (which were classified as FVTPL financial assets) and DX.com Holdings Limited (stock code: 8086) (which were classified as available-for-sale financial assets). The net loss on such disposals, in aggregate, amounted to approximately HK\$35.7 million.

As the Company is still in the process of preparing and finalising the unaudited consolidated financial results for the Relevant Period, information contained in this announcement is only based on a preliminary assessment of the unaudited management accounts of the Group and information currently available. It is not based on any data or information being audited or reviewed by the auditors of the Company. There may be adjustments following further review and finalisation of the unaudited management accounts of the Group by the Board.

Further information and other details of the Group’s financial performance for the Relevant Period will be disclosed in the forthcoming interim results announcement in due course.

Shareholders of the Company and potential investors should exercise caution when dealing in the securities of the Company.

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

Hong Kong, 6 August 2015

As at the date of this announcement, the Board consists of two executive Directors, namely Mr. Kuang Hao Kun Giovanni and Mr. Xue Qiushi, and three independent non-executive Directors, namely Mr. Yip Chi Fai Stevens, Ms. Xiao Yiming and Prof. Chui Tsan Kit.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will 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.