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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)**

### **COMPLETION OF MAJOR AND CONNECTED TRANSACTION:**

- (1) ACQUISITION OF 14.677% INTEREST IN  
A NON-WHOLLY OWNED SUBSIDIARY; AND  
(2) INTERNAL RESTRUCTURING**

The Board is pleased to announce that all the conditions precedent set out in the Acquisition Agreement have been fulfilled and Completion took place on 31 December 2015 in accordance with the terms and conditions of the Acquisition Agreement. Immediately after Completion, the Company holds 65.177% of the issued share capital of Boom Max. The results of the Boom Max Group continue to be consolidated into the financial statements of the Group upon Completion.

Reference is made to the circular of GET Holdings Limited (“**Company**”) dated 23 November 2015 (“**Circular**”) in relation to the Acquisition. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

\* *For identification purposes only*

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For the purpose of settling the Consideration for the Acquisition, upon Completion, a total of 250,693,999 Consideration Shares were allotted and issued, credited as fully paid, by the Company to the Vendors and the Convertible Notes in the aggregate principal amount of HK\$75,208,200 were created and issued to the Vendors by the Company. A summary of the principal terms of the Convertible Notes is set out in the Circular.

## EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The following table sets out the shareholding structure of the Company immediately before and after the allotment and issue of the Consideration Shares:

Shareholders	Immediately before the allotment and issue of the Consideration Shares		Immediately after the allotment and issue of the Consideration Shares	
	<i>No. of Shares held</i>	<i>Approximate percentage (%)</i>	<i>No. of Shares held</i>	<i>Approximate percentage (%)</i>
Access Magic	3,247,246	0.33	89,673,322	7.26
Ace Source ( <i>Note 1</i> )	4,600,417	0.47	150,655,300	12.20
Well Peace	811,770	0.08	9,918,290	0.80
Wealthy Hope	811,770	0.08	9,918,290	0.80
Wise Action Limited ( <i>Note 2</i> )	40,960,788	4.16	40,960,788	3.32
Fastek Investments Limited ( <i>Note 2</i> )	118,600,000	12.05	118,600,000	9.61
Other public Shareholders	<u>814,853,139</u>	<u>82.82</u>	<u>814,853,139</u>	<u>66.00</u>
	<u>983,885,130</u>	<u>100.00</u>	<u>1,234,579,129</u>	<u>100.00</u>

Notes:

1. Ace Source is wholly and beneficially owned by Mr. Xue who is an executive Director and the chief executive officer of the Company.
2. Wise Action Limited and Fastek Investments Limited are indirectly wholly-owned by Hong Kong Education (Int'l) Investments Limited (stock code: 1082), the shares of which are listed on the Main Board of the Stock Exchange.
3. The aggregate percentage may not add up to 100% due to rounding.

4. The above table does not take into account the allotment and issue of Shares upon exercise of the outstanding share options granted by the Company in accordance with its share option scheme and the effect of the allotment and issue of new Shares upon exercise of the Conversion Rights attached to the Convertible Notes by the Noteholders.

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

Hong Kong, 31 December 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 Professor Lee T.S., Ms. Xiao Yiming and Professor 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](http://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](http://www.geth.com.hk).*