# FORMS RELATING TO LISTING

#### Form F

# The Growth Enterprise Market (GEM)

# **Company Information Sheet**

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this information sheet, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this information sheet.

Company name: GET Holdings Limited

### Stock code (ordinary shares): 8100

This information sheet contains certain particulars concerning the above company (the "Company") which is listed on the Growth Enterprise Market ("GEM") of the Stock Exchange of Hong Kong Limited (the "Exchange"). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 31 December 2015.

#### A. General

Place of incorporation : Incorporated in Cayman Islands and continued in Bermuda

Date of initial listing on GEM : 31 December 2001

Name of Sponsor(s) : N/A

Names of directors : <u>Executive Directors</u>

(please distinguish the status of the directors - Mr. Kuang Hao Kun Giovanni

Executive, Non-Executive or Independent Mr. Xue Qiushi

Non-Executive) :

Independent Non-executive Directors

Ms. Xiao Yiming Professor Chui Tsan Kit Professor Lee T. S.

Name(s) of substantial shareholder(s) (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company

Name	Number of shares held	Approximate percentage of total issued share capital
Wise Action Limited ("Wise Action") (Note 1)	40,960,788	3.32%
Fastek Investments Limited ("Fastek") (Note 1)	118,600,000	9.61%
Ace Source International Limited ("Ace Source")	150,655,300	12.20%

(Note 2)

Note 1: Wise Action and Fastek are wholly and beneficially owned by Rosy Lane Investments Limited. Rosy Lane Investments Limited is wholly owned by Hong Kong Education (Int'l) Investments Limited. Each of Hong Kong Education (Int'l) Investments Limited and Rosy Lane Investments Limited is deemed to be interested in all the 159,560,788 shares of the Company held by Wise Action and Fastek pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Note 2: Ace Source is wholly and beneficially owned by Mr. Xue Qiushi. Mr. Xue Qiushi is deemed to be interested in the 150,655,300 shares of the Company held by Ace Source pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company

: N/A

Financial year end date : 31 December

Registered address : Clarendon House,

2 Church Street, Hamilton HM 11,

Bermuda

Head office and principal

place of business : Room 1703, 17/F, Harcourt House,

39 Gloucester Road, Wanchai, Hong Kong

Web-site address (if applicable) : www.geth.com.hk

Share registrar : Tricor Tengis Limited

Auditors : RSM Hong Kong

### B. Business activities

The Company together with its subsidiaries are principally engaged in (i) research, development and distribution of personal computer performance software, anti-virus software, mobile phone applications and toolbar advertisement, (ii) website development services, e-learning products and services, (iii) investment in securities, (iv) money lending business, (v) provision of insurance and MPF schemes brokerage business and (vi) provision of corporate management solutions and I.T. contract services.

### C. Ordinary shares

Number of ordinary

shares in issue : 1,234,579,129

Par value of ordinary shares in issue : HK\$0.01

Board lot size (in number of shares) : 5,000

Name of other stock exchange(s) on which

ordinary shares are also listed : Not Applicable

D. Warrants

Stock code : N/A

Board lot size : N/A

Expiry date : N/A

Exercise price : N/A

Conversion ratio : N/A

(Not applicable if the warrant is denominated in dollar value of

conversion right)

No. of warrants

outstanding : N/A

No. of shares falling

to be issued upon the

exercise of outstanding warrants : N/A

### E. Other securities

### **Share Option Scheme**

Pursuant to the share option scheme adopted by the Company (the "Scheme") on 24 December 2007, share options to subscribe for up to an aggregate of 12,310,000 shares of the Company ("Shares") were granted by the Company on 2 July 2015, at an exercise price of HK\$0.551 per Share and are exercisable from 15 July 2015 to 14 July 2018. As at the date of this form, all the share options granted under the Scheme remain outstanding.

### **Convertible Notes**

On 31 December 2015, the zero coupon convertible notes ("Convertible Notes") in the aggregate principal amount of HK\$75,208,200 have been created and issued by the Company. The initial conversion price of the Convertible Notes is HK\$0.30 per conversion share (subject to adjustment). As at the date of this form, the Convertible Notes in the aggregate principal amount of HK\$75,208,200 remain outstanding.

### Responsibility statement

The directors of the Company (the "Directors") as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet ("the Information") and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:		
Kuang Hao Kun Giovanni	Xue Qiushi	
Chui Tsan Kit	Lee T. S.	
Xiao Yiming		