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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 financial information of the Group, the Group is expected to record a net profit of not less than HK\$30 million for the year ended 31 December 2016 (the “FY2016”) as compared to a net profit of approximately HK\$93.4 million for the year ended 31 December 2015 (the “FY2015”). Based on the information currently available to the Board, such significant decrease in net profit was primarily attributable to the combined effects of (i) the decrease in segment profit contributed by the software business of the Group by approximately HK\$44.9 million to approximately HK\$33.5 million for FY2016 (FY2015: approximately HK\$78.4 million) mainly due to the impairment loss on goodwill in relation to the cash generating unit of software business of the Group of HK\$30 million for FY2016 (FY2015: Nil); (ii) the increase in finance costs by approximately HK\$17 million to approximately HK\$22.6 million for FY2016 (FY2015: approximately HK\$5.6 million) mainly as a result of the issue of loan notes by the Company during the period from April 2015 to January 2016; (iii) the increase in segment profit contributed by the securities investment business of the Group by approximately HK\$18.8 million to approximately HK\$68.6 million for FY2016 (FY2015: approximately HK\$49.8 million), which mainly included the net fair value gain on financial assets at fair value through profit or loss (“FVTPL”) of approximately HK\$81.7 million for FY2016 (FY2015: approximately HK\$101.9 million), the loss of disposal of FVTPL of approximately HK\$0.6 million for FY2016 (FY2015: approximately HK\$39.3 million), gain on disposal of available-for-sale financial assets of approximately HK\$0.3 million for FY2016 (FY2015: loss of approximately HK\$11.9 million) and impairment loss on available-

* *for identification purposes only*

for-sale financial assets of approximately HK\$11.9 million for FY2016 (FY2015: approximately HK\$1.3 million); (iv) the fair value loss on derivative financial instruments of approximately HK\$20.6 million for FY2016 (FY2015: Nil) in relation to the convertible notes issued by the Company as part of the consideration for the acquisition of additional 14.677% interest in Boom Max International Limited which was completed on 31 December 2015; and (v) fair value gain on investment properties of approximately HK\$8.5 million for FY2016 (FY2015: Nil). Please also refer to the announcement of the Company dated 5 January 2017 for further details in relation to the performance of the securities investment business segment of the Group for FY2016.

As the Company is still in the process of preparing and finalising its audited consolidated financial results for FY2016, information contained in this announcement is only based on preliminary assessment made by the Board with reference to the 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 FY2016 will be disclosed in the forthcoming 2016 annual 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, 17 March 2017

As at the date of this announcement, the Board consists of three executive Directors, namely Mr. Kuang Hao Kun Giovanni, Ms. Hung Yvonne and Mr. Lee Kin Fai, and three independent non-executive Directors, namely Ms. Xiao Yiming, Professor Chui Tsan Kit and Professor Lee T.S..

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.