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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)

DISCLOSEABLE TRANSACTION DISPOSAL OF FINSOFT SHARES ON EXCHANGE

THE DISPOSAL

The Board wishes to announce that during the Relevant Period, the Group disposed of an aggregate of 117,540,000 Finsoft Shares on the open market of the Stock Exchange for an aggregate consideration of approximately HK\$9.1 million (before deducting stamp duty and related expenses) at an average price of approximately HK\$0.0777 per Finsoft Share.

Upon settlement of the Disposal, the Group will hold 68,952,340 Finsoft Shares, representing approximately 5.47% of the issued share capital of Finsoft as at 9 January 2019.

IMPLICATIONS UNDER THE GEM LISTING RULES

Pursuant to Rule 19.22 of the GEM Listing Rules, the disposal of 10,000,000 Finsoft Shares on the open market of the Stock Exchange on 9 January 2019 will be aggregated with those similar transactions entered into or completed within a 12-month period as a single series of transactions as these transactions involved the disposal of securities in one particular company (i.e. Finsoft).

As the highest applicable percentage ratio (as defined under the GEM Listing Rules) in respect of the Disposal, when calculated on an aggregated basis as mentioned above, is more than 5% but less than 25%, the Disposal therefore constitutes a discloseable transaction for the Company under Chapter 19 of the GEM Listing Rules and is subject to notification and announcement requirements under Chapter 19.34 of the GEM Listing Rules.

* *For identification purposes only*

THE DISPOSAL

The Board wishes to announce that during the Relevant Period, the Group disposed of an aggregate of 117,540,000 Finsoft Shares on the open market of the Stock Exchange for an aggregate consideration of approximately HK\$9.1 million (before deducting stamp duty and related expenses) at an average price of approximately HK\$0.0777 per Finsoft Share.

The Finsoft Shares disposed of in the Disposal amounted to approximately 9.3% of the issued share capital of Finsoft as at 9 January 2019.

As all the Finsoft Shares were disposed of on the open market of the Stock Exchange, the Directors are not aware of the identities of the counterparties to the Disposal or of their respective principal business activities (if applicable). To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, each of the counterparties to the Disposal and (if applicable) their respective ultimate beneficial owners is an Independent Third Party.

The aggregate gross proceeds of the Disposal are approximately HK\$9.1 million. The sale price under the relevant disposals represented the prevailing market price of the Finsoft Shares at the time of the relevant transactions.

Settlement of the Disposal will take place on the second trading day after the orders regarding the relevant disposals have been made. Upon settlement of the Disposal, the Group will hold 68,952,340 Finsoft Shares, representing approximately 5.47% of the issued share capital of Finsoft as at 9 January 2019. The Group may continue to dispose of the remaining Finsoft Shares held by the Group. The Company will comply with the applicable requirements of the GEM Listing Rules in respect of such further disposal(s), where appropriate.

INFORMATION OF FINSOFT

Finsoft is a company incorporated in the Cayman Islands on 18 December 2012 as an exempted company with limited liability, the issued shares of which are listed on GEM (Stock code: 8018). Finsoft and its subsidiaries are principally engaged in the provision of financial trading software solutions, provision of other information technology (“**I.T.**”) and internet financial platforms services, provision of referral services, money leading business and assets investments in Hong Kong. One of the subsidiaries of Finsoft holds the licence in respect of Type 6 (advising on corporate finance) regulated activity under the Securities and Futures Ordinance (Chapter 571, the Laws of Hong Kong).

The following information is extracted from the published annual report of Finsoft for the year ended 31 December 2017:

| | For the year ended 31 December 2017 <i>HK\$'000</i> | For the year ended 31 December 2016 <i>HK\$'000</i> |
|-------------------------------------|--|--|
| Net (loss)/profit (before taxation) | (42,710) | 14,881 |
| Net (loss)/profit (after taxation) | (46,150) | 10,399 |

The unaudited consolidated total asset value and net asset value of Finsoft as at 30 June 2018 were approximately HK\$249 million and approximately HK\$207 million respectively.

REASONS FOR AND BENEFITS OF THE DISPOSAL

The Group is principally engaged in (i) research, development and distribution of personal computer performance software, anti-virus software, mobile phone applications and toolbar advertisements; (ii) securities investment; and (iii) provision of corporate management solutions and I.T. contract services.

As disclosed in the 2018 first quarterly report of the Company dated 11 May 2018, in light of the escalating trade conflict between the United States and China which brought all sorts of instabilities to the stock market as well as the potential price risk of the securities investment business, the operation of the securities investment business were suspended with effect from 11 May 2018, and the Group has sought to dispose of the assets entailed in its securities investment business by taking into account the prevailing market situations.

Since the suspension of the Group's securities investment business, the Company has been actively looking for opportunities to dispose of the securities investments held by the Group. Having considered the current financial market in Hong Kong, the Directors are of the view that it is the appropriate time for the Group to realise its investment in Finsoft and refocus its resources on the Group's core business segments. The Directors expect to recognise an unaudited loss (before deducting stamp duty and related expenses) of approximately HK\$16.4 million from the Disposal. Shareholders should note that the actual amount of loss on the Disposal to be recorded by the Company will be subject to review by the auditors of the Company. It is intended that the proceeds from the Disposal will be used for general working capital.

Given that the Disposal was made on the open market of the Stock Exchange, the Directors (including the independent non-executive Directors) consider that all the Finsoft Shares disposed of were sold at the then prevailing market prices and terms of the Disposal are on normal commercial terms and are fair and reasonable and the Disposal is in the interests of the Company and the Shareholders as a whole.

IMPLICATIONS UNDER THE GEM LISTING RULES

Pursuant to Rule 19.22 of the GEM Listing Rules, the disposal of 10,000,000 Finsoft Shares on the open market of the Stock Exchange on 9 January 2019 will be aggregated with those similar transactions entered into or completed within a 12-month period as a single series of transactions as these transactions involved the disposal of securities in one particular company (i.e. Finsoft).

As the highest applicable percentage ratio (as defined under the GEM Listing Rules) in respect of the Disposal, when calculated on an aggregated basis as mentioned above, is more than 5% but less than 25%, the Disposal therefore constitutes a discloseable transaction for the Company under Chapter 19 of the GEM Listing Rules and is subject to notification and announcement requirements under Chapter 19.34 of the GEM Listing Rules.

DEFINITIONS

In this announcement, the following expressions shall, unless the context requires otherwise, have the following meanings:

| | |
|-----------------------|--|
| “Board” | the board of Directors |
| “Company” | GET Holdings Limited, a company incorporated in the Cayman Islands and continued in Bermuda with limited liability and the issued shares of which are listed on GEM (Stock code: 8100) |
| “connected person(s)” | has the meaning ascribed thereto under the GEM Listing Rules |
| “Director(s)” | the director(s) of the Company |
| “Disposal” | the disposal of an aggregate of 117,540,000 Finsoft Shares by the Group on the open market of the Stock Exchange for an aggregate consideration of approximately HK\$9.1 million (before deducting stamp duty and related expenses) in a series of transactions during the Relevant Period |
| “Finsoft” | Finsoft Financial Investment Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on GEM (stock code: 8018) |

| | |
|---------------------------|---|
| “Finsoft Share(s)” | share(s) of HK\$0.005 each in the issued share capital of Finsoft |
| “GEM” | GEM operated by the Stock Exchange |
| “GEM Listing Rules” | the Rules Governing the Listing of Securities on GEM |
| “Group” | the Company and its subsidiaries |
| “HK\$” | Hong Kong dollars, the lawful currency of Hong Kong |
| “Hong Kong” | the Hong Kong Special Administrative Region of the People’s Republic of China |
| “Independent Third Party” | a third party independent of the Company and its connected persons |
| “Relevant Period” | the period from 24 October 2018 to 9 January 2019 |
| “Shareholder(s)” | shareholder(s) of the Company |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “%” | per cent. |

On behalf of the Board
GET HOLDINGS LIMITED
Wong Jing Shong
Chairman and Executive Director

Hong Kong, 9 January 2019

As at the date of this announcement, the Board consists of two executive Directors, namely Mr. Wong Jing Shong and Mr. Wong Hin Shek, and three independent non-executive Directors, namely Mr. Chan Yung, Mr. Cheng Hong Kei 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 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.