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GET NICE HOLDINGS LIMITED

結好控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0064)

**(1) UNUSUAL SHARE PRICE AND TRADING VOLUME MOVEMENTS;
(2) INSIDE INFORMATION IN RELATION TO POSSIBLE
SPIN-OFF AND SEPARATE LISTING OF THE SECURITIES BUSINESS
ON THE MAIN BOARD OF THE STOCK EXCHANGE; AND
(3) PROFIT WARNING**

The board of directors (the “**Board**”) of Get Nice Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) has noted the increases in both the price and trading volume of the shares of the Company on 29 April 2015. The Board, having made such enquiry as is reasonable in the circumstances, confirms that save as disclosed below, it is not aware of any reason for these price and trading volume movements or of any information which must be announced to avoid a false market in the Company’s securities or of any inside information that needs to be disclosed under Rule 13.09(2) (a) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”):

- (i) The Board is considering the feasibility of a proposed spin-off and separate listing (the “**Proposed Spin-off and Separate Listing**”) of the securities business of the Group on the Main Board of the Stock Exchange. There is no assurance that the Proposed Spin-off and Separate Listing will proceed. The Proposed Spin-off and Separate Listing is subject to the requirements under Practice Note 15 to the Listing Rules and other applicable provisions of the Listing Rules and, should it proceed, may constitute a notifiable transaction and a material dilution of the Company’s interest in its major subsidiary(ies) for the Company under Chapter 14 of the Listing Rules. Further announcement in respect of the Proposed Spin-Off and Separate Listing will be made by the Company as and when appropriate in accordance with the Listing Rules and the SFO; and

- (ii) Reference is made to the announcement of the Company dated 10 October 2014 in relation to a profit warning of 2014 interim result (the “**Interim Announcement**”). Based on a preliminary review of the Group’s unaudited management accounts, it is expected to record a significant decline in its profit for the year ended 31 March 2015 as compared to the profit of approximately HK\$663.6 million for the year ended 31 March 2014. Such decline in profit, for the same reason disclosed in the Interim Announcement, was mainly attributable to the fact that a gain of HK\$539.1 million, which was one-off in nature, was recorded for the year ended 31 March 2014 relating to the disposal of Grand Waldo complex and certain related assets by the Group. However, the profit from continuing operations of the Group for the year ended 31 March 2015 is likely to increase as compared to that for the year ended 31 March 2014. It was mainly due to the increase in revenues of securities margin financing and money lending segments. As the Company is still in the process of finalizing the financial results of the year ended 31 March 2015, the information contained in this announcement is only based on the preliminary assessment by the Company’s management according to the latest unaudited management accounts of the Group and not based on information or figures audited or reviewed by the auditors of the Company. Shareholders and potential investors should read the Group’s financial results announcement for year ended 31 March 2015 carefully, which is expected to be published in June 2015.

This announcement is made by the order of the Board. The Board collectively and individually accepts responsibility for the accuracy of this announcement.

Shareholders of the Company and potential investors should note that the Proposed Spin-Off and Separate Listing is at a preliminary stage and therefore, the Proposed Spin-Off and Separate Listing may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
Get Nice Holdings Limited
Hung Hon Man
Chairman

Hong Kong, 29 April 2015

As at the date of this announcement, the executive directors of the Company are Mr. Hung Hon Man (Chairman), Mr. Cham Wai Ho, Anthony, Mr. Shum Kin Wai, Frankie, Mr. Hung Sui Kwan and Mr. Lung Hon Lui; and the independent non-executive directors of the Company are Mr. Man Kong Yui, Mr. Sun Ka Ziang, Henry and Mr. Siu Hi Lam, Alick.