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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)

### **CHANGE IN DIRECTORATE AND CHANGE IN CHIEF EXECUTIVE OFFICER, COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

The Board hereby announces that the following changes in directorate, CEO, Company Secretary and Authorised Representative of the Company:

- (i) Mr. Shum has resigned from the office of executive Director with effect from 7 April 2016;
- (ii) Mr. Hung SK has resigned from the office of executive Director, the CEO and Authorised Representative with effect from 7 April 2016;
- (iii) Mr. Hung HM has been appointed by the Board as the CEO with effect from 7 April 2016;
- (iv) Mr. Kam has resigned from the office of Company Secretary with effect from 7 April 2016; and
- (v) Ms. Tang has been appointed by the Board as an executive Director, Company Secretary and an Authorised Representative with effect from 7 April 2016.

## **RESIGNATION OF MR. SHUM AND MR. HUNG SK**

The board (the “**Board**”) of directors (the “**Directors**”) of Get Nice Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that on 7 April 2016, each of Mr. Shum Kin Wai Frankie (“**Mr. Shum**”) and Mr. Hung Sui Kwan (“**Mr. Hung SK**”) has resigned from the office of executive Director with effect from 7 April 2016 as each of them intends to place greater emphasis on the business commitments of Get Nice Financial Group Limited, which will be spun-off from the Company and thereafter will be our subsidiary and whose shares are expected to be listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 8 April 2016. Mr. Hung SK has also ceased to act as the chief executive officer of the Company (the “**CEO**”) and an authorised representative of the Company with effect from 7 April 2016 (“**Authorised Representative**”). Each of Mr. Shum and Mr. Hung SK and the Board confirm that they do not have any disagreement with each other and there are no circumstances connected with each of Mr. Shum’s and Mr. Hung SK’s resignation which should be brought to the attention of the Stock Exchange and the shareholders of the Company (the “**Shareholders**”).

The Board would like to take this opportunity to express its sincere gratitude to Mr. Shum and Mr. Hung SK for their valuable contribution to the Company during their tenure of office as executive Directors.

## **APPOINTMENT OF CHIEF EXECUTIVE OFFICER**

The Board is pleased to announce that Mr. Hung Hon Man (洪漢文) (“**Mr. Hung HM**”), being the chairman of the Board and an executive Director, has been appointed as the CEO with effect from 7 April 2016.

Set out below is the biography of Mr. Hung HM:

Mr. Hung Hon Man, aged 61, is an executive Director and the chairman of the Board and the founder of the Group. He is responsible for the formulation of corporate strategy and the future direction of the Group. Mr. Hung HM is also responsible for overseeing the credit operation of the Group. Mr. Hung HM possesses over 21 years of experience in the securities and real estate industries in Hong Kong and Taiwan. Mr. Hung HM entered into a service agreement with the Company for an initial fixed term of three years commencing from 1 April 2002 and will continue thereafter unless and until terminated by either party giving not less than three months’ prior notice in writing to the other. He receives a monthly salary of HK\$12,000 which was determined with reference to his performances and the prevailing market rate and does not receive any remuneration relating to his appointment as an executive Director.

Mr. Hung HM is also a non-executive director and the chairman of the board of directors of Get Nice Financial Group Limited (stock code: 01469), the shares of which are expected to be listed on the Main Board of the Stock Exchange on 8 April 2016 and after its listing, Get Nice Financial Group Limited continues to be a non-wholly owned subsidiary of the Company.

Mr. Hung HM is also a substantial shareholder of the Company within the meaning of Part XV of the SFO. As at the date of this announcement, Mr. Hung HM was interested and deemed to be interested in 2,013,027,874 Shares, representing approximately 29.99% of the existing issued share capital of the Company.

Mr. Hung HM is an uncle of Mr. Hung SK, a former executive Director and the former CEO. Save as disclosed, Mr. Hung HM has no relationship with any Directors, senior management, substantial or controlling shareholders of the Company.

Save as disclosed, Mr. Hung HM did not hold any other directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Save as disclosed above, there are no other matters concerning Mr. Hung HM that are required to be brought to the attention of the Shareholders, nor is there other information that is required to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

After the appointment of Mr. Hung HM as the CEO, the roles of the chairman of the Board and the CEO are performed by the same individual, which is a non-compliance to the Code Provision A.2.1 of the Corporate Governance Code contained in Appendix 14 to the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). However, the Board considers that this structure will not impair the balance of power and authority between the Board and the management of the Company. The balance of power and authority is ensured by the operations of the Board, which comprises experienced and high caliber individuals and meets regularly to discuss issues relating to the operations of the Company. The Board has full confidence in Mr. Hung HM and believes that having Mr. Hung HM performing the roles of the chairman of the Board and the CEO is beneficial to the Company as a whole.

#### **RESIGNATION OF THE COMPANY SECRETARY**

Mr. Kam Leung Ming (“**Mr. Kam**”) has tendered his resignation as the company secretary of the Company (the “**Company Secretary**”) with effect from 7 April 2016 as he intends to place greater emphasis on the business commitments of Get Nice Financial Group Limited. Mr. Kam and the Board confirm that they do not have any disagreement with each other and there are no circumstances connected with Mr. Kam’s resignation which should be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Kam for his valuable contribution to the Company during his tenure of office as the Company Secretary.

#### **APPOINTMENT OF AN EXECUTIVE DIRECTOR, COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

The Board is pleased to announce that Ms. Tang Nga Yan Grace (鄧雅忻) (“**Ms. Tang**”) has been appointed as an executive Director, the Company Secretary and the Authorised Representative with effect from 7 April 2016.

Set out below is the biography of Ms. Tang:

Ms. Tang, aged 47, holds a bachelor's degree in accountancy from the City University of Hong Kong. She is currently a practicing member of the Hong Kong Institute of Certified Public Accountants, a fellow member of The Association of Chartered Certified Accountants in the United Kingdom and an associate member of The Hong Kong Institute of Chartered Secretaries. She has over 20 years of experience in auditing, accounting and business administration. Prior to joining the Company, she worked in an international professional firm in Tokyo for 6 years. She also worked in a private group, Lark International Holdings Limited for 8 years, and an international audit firm PricewaterhouseCoopers for 5 years.

Save as disclosed above, Ms. Tang does not hold any directorship in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Ms. Tang does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and she has no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

Ms. Tang has not entered into a service contract with the Company. In accordance with the articles of association of the Company, Ms. Tang is subject to retirement by rotation and re-election at the Company's annual general meeting. The proposed director's remuneration of Ms. Tang is HK\$325,000 per annum which is determined with reference to her experience, duties, responsibilities within the Company and the prevailing market conditions.

Save as disclosed above, there are no other matters relating to the appointment that need to be brought to the attention of the Shareholders pursuant to Rule 13.51(2)(w) of the Listing Rules and there is no other information that should be disclosed pursuant to paragraphs 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Ms. Tang.

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

Hong Kong, 7 April 2016

*As at the date of this announcement, the executive Directors are Mr. Hung Hon Man (Chairman), Mr. Cham Wai Ho, Anthony, Mr. Lung Hon Lui and Ms. Tang Nga Yan Grace; and the independent non-executive Directors are Mr. Man Kong Yui, Mr. Sun Ka Ziang, Henry and Mr. Siu Hi Lam, Alick.*