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HONEYLINK AGENTS LIMITED

(Incorporated in the British Virgin Islands with limited liability)



GET NICE HOLDINGS LIMITED

結好控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 0064)



GET NICE FINANCIAL GROUP LIMITED

結好金融集團有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1469)

JOINT ANNOUNCEMENT

**(1) DELAY IN DESPATCH OF GNH COMPOSITE DOCUMENT
IN RELATION TO
MANDATORY CONDITIONAL CASH OFFERS BY
GET NICE SECURITIES LIMITED
FOR AND ON BEHALF OF THE OFFEROR
TO ACQUIRE ALL ISSUED SHARES OF
GET NICE HOLDINGS LIMITED
(OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED
BY THE OFFEROR AND
PARTIES ACTING IN CONCERT WITH IT) AND
TO CANCEL ALL THE OUTSTANDING SHARE OPTIONS OF GET NICE
HOLDINGS LIMITED**

**(2) DELAY IN DESPATCH OF GNF COMPOSITE DOCUMENT
IN RELATION TO
POSSIBLE UNCONDITIONAL MANDATORY CASH OFFER BY
GET NICE SECURITIES LIMITED
FOR AND ON BEHALF OF THE OFFEROR
TO ACQUIRE ALL ISSUED SHARES OF
GET NICE FINANCIAL GROUP LIMITED
(OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE
ACQUIRED BY THE OFFEROR, GET NICE HOLDINGS OR THEIR
RESPECTIVE SUBSIDIARIES)**

Financial Adviser to the Offeror

VEDA | CAPITAL
智略資本

**Independent Financial Adviser to the
Independent Board Committee of
Get Nice Holdings Limited**

**Independent Financial Adviser to the
Independent Board Committee of
Get Nice Financial Group Limited**

六福金融
LUKFOOK FINANCIAL

 **Shinco Capital**
昇 豪 資 本

References are made to the announcements dated 16 September 2020 (the “**Joint Announcement**”) and 24 September 2020 jointly issued by the Offeror, Get Nice Holdings and Get Nice Financial in relation to, among other things, the GNH Offers and the GNF Offer. Capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement, unless the context requires otherwise.

DELAY IN DESPATCH OF THE GNH COMPOSITE DOCUMENT

Pursuant to Rule 8.2 of the Takeovers Code, the GNH Composite Document is required to be despatched to the GNH Shareholders and the GNH Optionholders within 21 days of the date of the Joint Announcement, i.e. on or before 7 October 2020 or such later date as the Executive may approve.

Given that additional time is required to finalise certain information to be contained in the GNH Composite Document, including, among other things, the indebtedness statement, an application has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code for consent to extend the deadline for the despatch of the GNH Composite Document to the GNH Shareholders and the GNH Optionholders to 28 October 2020, and the Executive has indicated that it is minded to grant such consent.

Further announcement(s) will be made when the GNH Composite Document (accompanied by the relevant form(s) of acceptance) is despatched or in the event of any changes to the expected timetable.

DELAY IN DESPATCH OF THE GNF COMPOSITE DOCUMENT

Pursuant to Rule 8.2 of the Takeovers Code, the GNF Composite Document is required to be despatched to the GNF Shareholders within 21 days of the date of the Joint Announcement, i.e. on or before 7 October 2020 or such later date as the Executive may approve.

As disclosed in the Joint Announcement, the GNF Offer will only be triggered upon the GNH Share Offer becoming unconditional or being declared unconditional in all respects. Accordingly, the GNF Offer is subject to the pre-condition of the GNH Share Offer becoming or being declared unconditional in all respects. The date on which the GNH Share Offer becomes or is declared unconditional in all respects (including the satisfaction of the Condition for valid acceptances of the GNH Share Offer having been received (and where permitted, not withdrawn) on or before 4:00 p.m. on the GNH Closing Date (or such later time or date as the Offeror may, subject to the Takeovers Code, decide) in respect of such number of GNH Shares which, together with the GNH Shares acquired or agreed to be acquired before or during the GNH Share Offer, would result in the Offeror and its Concert Parties holding more than 50% of the voting rights in Get Nice Holdings) is outside of the control of the Offeror and may not be fulfilled within the time period contemplated by Rule 8.2 of the Takeovers Code.

Assuming the GNH Composite Document is despatched on 28 October 2020, the latest date by which the GNH Share Offer can become or be declared unconditional as to acceptance will be 27 December 2020. An application has been made to the Executive for a waiver from strict compliance with the requirement under Rule 8.2 of the Takeovers Code and consent to extend the deadline for the despatch of the GNF Composite Document to 31 December 2020 or within seven (7) days from the date on which the GNH Share Offer becoming or being declared unconditional in all respects, whichever is earlier, and the Executive has indicated that it is minded to grant such consent.

Further announcement(s) will be made when the GNF Composite Document (accompanied by the relevant form(s) of acceptance) is despatched or in the event of any changes to the expected timetable.

WARNING

GNH Shareholders and potential investors of Get Nice Holdings should note that the GNH Offers are subject to the satisfaction of the Condition. Accordingly, the GNH Offers may or may not become unconditional. GNH Shareholders and potential investors of Get Nice Holdings are advised to exercise extreme caution when dealing in the GNH Shares, and if they are in any doubt about their positions, they should consult their professional advisers.

GNF Shareholders and potential investors of Get Nice Financial should note that the GNF Offer will only be made upon the satisfaction of the Condition. Accordingly, the GNF Offer may or may not be made. GNF Shareholders and potential investors of Get Nice Financial are advised to exercise extreme caution when dealing in the GNF Shares, and if they are in any doubt about their positions, they should consult their professional advisers.

For and on behalf of
**Honeylink Agents
Limited**
Hung Hon Man
Director

By order of the board of
**Get Nice Holdings
Limited**
Kam, Eddie Shing Cheuk
Executive GNH Director

By order of the board of
**Get Nice Financial Group
Limited**
Hung Sui Kwan
Executive GNF Director

Hong Kong, 7 October 2020

As at the date of this joint announcement, the GNH Board comprises (i) Mr. Hung (chairman and chief executive officer), Mr. Cham Wai Ho, Anthony (deputy chairman) and Mr. Kam, Eddie Shing Cheuk as executive GNH Directors; and (ii) Mr. Man Kong Yui, Mr. Sun Ka Ziang, Henry and Mr. Siu Hi Lam, Alick as independent non-executive GNH Directors. The GNH Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than information relating to the GNF Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than the opinions expressed by GNF Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the GNF Board comprises (i) Mr. Shum Kin Wai, Frankie (managing director) and Mr. Hung Sui Kwan (chief executive officer) as executive GNF Directors; (ii) Mr. Hung as non-executive GNF Director; and (iii) Ms. Ng Yau Kuen, Carmen, Mr. Cheung Chi Kong, Ronald and Mr. Chan Ka Kit as independent non-executive GNF Directors. The GNF Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than information relating to the GNH Group (excluding the GNF Group)) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than opinions expressed by the GNH Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, Mr. Hung is the sole director of the Offeror. The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement, and confirms, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this joint announcement (other than the opinions expressed by the GNH Directors and GNF Directors (in their capacity as the GNH Directors and GNF Directors) other than Mr. Hung) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.

The English text of this joint announcement shall prevail over its Chinese text.