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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)

CHANGE OF USE OF NET PROCEEDS FROM LISTING OF NEW SHARES

Reference is made to the prospectus dated 24 March 2016 (the “Prospectus”) and the announcement issued by Get Nice Financial Group Limited (the “Company”) dated 7 April 2016 in relation to the Global Offering (the “Announcement”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus and the Announcement.

CHANGE IN USE OF PROCEEDS

The net proceeds from the Global Offering, after deduction of the underwriting fees and commissions and other expenses in connection with the Global Offering, amount to approximately HK\$475.6 million (the “Net Proceeds”). As at the date of this announcement, the Company utilised HK\$448.6 million, accounting for approximately 94.3% of the Net Proceeds.

For the reasons set out in the paragraph headed “Reasons for the change” below in this announcement, the Board has resolved to change the intended use of the unutilised portion of the Net Proceeds (the “Unutilised Proceeds”). Set out below is the original allocation of the Net Proceeds and the revised allocation of the Unutilised Proceeds (the “Reallocation”):

	Original allocation of the Net Proceeds <i>HK\$' million</i>	Utilised amount (as at the date of this announcement) <i>HK\$' million</i>	Original allocation of Unutilised Proceeds (before the change) <i>HK\$' million</i>	Revised allocation of Unutilised Proceeds (after the change) <i>HK\$' million</i>
Expansion of securities margin financing business	154.3	154.3	–	27.0
Repayment of bank borrowings	200.0	200.0	–	–
Expansion of placing and underwriting business	66.1	66.1	–	–
Development of corporate finance advisory business	7.3	–	7.3	–
Upgrading and improvement of information and technology infrastructure	7.3	0.1	7.2	–
Areas of sales and promotion to enhance awareness of the Group's clients	7.3	1.2	6.1	–
Expansion of the Broking Business (as defined below)	7.3	0.9	6.4	–
General working capital	26.0	26.0	–	–
	<u>475.6</u>	<u>448.6</u>	<u>27.0</u>	<u>27.0</u>

REASONS FOR THE CHANGE

As disclosed in the above, the Company originally allocated part of the Net Proceeds as to (i) HK\$7.3 million to enhance and develop the corporate finance advisory business by expanding the corporate finance department; (ii) HK\$7.3 million to expand the broking business, in particular, through recruiting additional staff for the sales and marketing team for the broking business (the “Broking Business”); (iii) HK\$7.3 million to upgrade and improve the information and technology infrastructure and trading platform to support business growth (the “IT Upgrade”); and (iv) HK\$7.3 million in the areas of sales and promotion to enhance awareness of clients of the Group through different media such as television advertisements (the “Advertising”). Since the Global Offering, the Group has utilised part of the Net Proceeds for the Broking Business, the IT Upgrade and the Advertising and has also been soliciting suitable candidates to join the corporate finance department. However, as at the date of this announcement, the Group has yet to identify suitable candidates in this field as originally planned. Meanwhile, taking account of the Group's recent business development and performance, the Board considers that it is no longer imminent for the Group to deploy additional resources on the IT Upgrade and the Advertising, or to hire additional staff for the corporate finance department and the sales and marketing team of the Broking Business. Therefore, the Board has resolved to reallocate the use of the Unutilised Proceeds amounting to HK\$27 million, representing approximately 5.7% of the Net Proceeds, for expansion of its margin financing business (as one of the principal businesses of the Group) which could immediately generate interest income to the Group.

The Directors confirm that the Reallocation does not affect the Group's business strategies as set out in the Prospectus and there are no material changes in the nature of business of the Group as set out in the Prospectus.

In view of the above, the Directors (including the independent non-executive Directors) consider the Reallocation is fair and reasonable and in the interests of the Company and its Shareholders as a whole.

By order of the Board
Get Nice Financial Group Limited
Hung Hon Man
Chairman

Hong Kong, 26 June 2018

As at the date of this announcement, the executive directors of the Company are Mr. Shum Kin Wai, Frankie (Managing Director) and Mr. Hung Sui Kwan (Chief Executive Officer). The non-executive director of the Company is Mr. Hung Hon Man (Chairman). The independent non-executive directors of the Company are Ms. Ng Yau Kuen, Carmen, Mr. Cheung Chi Kong, Ronald and Mr. Chan Ka Kit.