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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)



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

**(I) GROUP REORGANISATION OF GNF BY GNH INVOLVING
A SHARE EXCHANGE OFFER TO THE SCHEME SHAREHOLDERS
FOR THE CANCELLATION AND EXTINGUISHMENT OF
ALL THE SCHEME SHARES BY WAY OF A SCHEME OF
ARRANGEMENT UNDER SECTION 86 OF
THE COMPANIES ACT OF THE CAYMAN ISLANDS;**

**(II) DECLARATION OF SCHEME DIVIDEND;
AND**

**(III) PROPOSED WITHDRAWAL OF LISTING
OF THE GNF SHARES**

**EFFECTIVE DATE OF THE SCHEME
AND**

**EXPECTED DATE OF WITHDRAWAL OF LISTING
OF THE GNF SHARES**

Financial Adviser to GNH

MESSIS 大有融資

Independent Financial Adviser

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智略資本

References are made to (i) the scheme document jointly issued by Get Nice Holdings Limited (“GNH”) and Get Nice Financial Group Limited (“GNF”) dated 10 February 2025 in relation to the Proposal and the Scheme (the “**Scheme Document**”); (ii) the announcement dated 7 March 2025 and jointly issued by GNH and GNF in relation to, among other things, the results of the Court Meeting and the GNF EGM; and (iii) the announcement (the “**Scheme Sanction Announcement**”) dated 21 March 2025 and jointly issued by GNH and GNF in relation to, among other things, the sanction of the Scheme by the Court. Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Scheme Document and the Scheme Sanction Announcement.

EFFECTIVE DATE OF THE SCHEME

As disclosed in the Scheme Sanction Announcement, the Scheme was sanctioned without modification by the Court at the petition hearing held on Thursday, 20 March 2025 (Cayman Islands time).

An official copy of the order of the Court sanctioning the Scheme and confirming the Capital Reduction was delivered to the Registrar of Companies in the Cayman Islands for registration on Tuesday, 25 March 2025 (Cayman Islands time). Accordingly, Scheme Condition (e) as set out in the section headed “6. Conditions to the Proposal and the Scheme” in Part VI – Explanatory Memorandum of the Scheme Document has been fulfilled.

All of the outstanding Scheme Conditions as set out in the section headed “6. Conditions to the Proposal and the Scheme” in Part VI – Explanatory Memorandum of the Scheme Document were fulfilled and/or waived and the Scheme became effective on Tuesday, 25 March 2025 (Cayman Islands time).

PAYMENT UNDER THE SCHEME

The GNH share certificates and the cheques for the payment of the Scheme Dividend under the Scheme will be despatched to the Scheme Shareholders, as soon as possible, but in any event on or before Thursday, 3 April 2025.

WITHDRAWAL OF THE LISTING OF THE GNF SHARES

It is expected that the listing of the GNF Shares on the Stock Exchange will be withdrawn with effect from 4:00 p.m. on Thursday, 27 March 2025.

By order of the board of directors
Get Nice Holdings Limited
Kam, Eddie Shing Cheuk
Executive Director and
Chief Executive Officer

By order of the board of directors
Get Nice Financial Group Limited
Hung Sui Kwan
Executive Director and
Chief Executive Officer

Hong Kong, 26 March 2025

As at the date of this joint announcement,

- (a) the GNH Board comprises three executive directors, namely Mr. Hung Hon Man, Mr. Cham Wai Ho, Anthony and Mr. Kam, Eddie Shing Cheuk, one non-executive Director, namely Ms. Wu Yan Yee and three independent non-executive directors, namely Ms. Chan Oi Chong, Mr. Leung Yiu Man and Mr. Ho Pak Chuen Brian; and*
- (b) the GNF Board comprises two executive Directors, namely Mr. Hung Sui Kwan and Mr. Shum Kin Wai, Frankie, one non-executive Director, namely Mr. Hung Hon Man and three independent non-executive Directors, namely Mr. Chan Ka Kit, Mr. Cheung Chi Kong Ronald and Ms. Ng Yau Kuen Carmen.*

The directors of GNH jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the GNF Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement by the GNH Board 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.

The directors of GNF jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the GNH Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, opinions expressed in this joint announcement by the GNF Board 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.

This joint announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the date of its publication and on GNH’s website www.getnice.com.hk and GNF’s website www.getnicefg.com.hk.