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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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

IMPORTANT NOTES

In view of the ongoing Novel Coronavirus (COVID-19) pandemic, the Company will implement the following precautionary measures at the EGM to protect attending shareholders, staff and stakeholders from the risk of infection:

- compulsory body temperature checks, hand sterilisation and health declaration
- recommended wearing of a surgical face mask for each attendee
- no distribution of corporate gift or refreshment

The Company reminds shareholders that they may appoint the chairman of the meeting as their proxy to vote on the relevant resolution(s) at the meeting as an alternative to attending the meeting in person.

Any person who does not comply with the precautionary measures or is subject to any Hong Kong Government prescribed quarantine may be denied entry into the meeting venue.

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Get Nice Holdings Limited (the “Company”) will be held at 10th Floor, Cosco Tower, Grand Millennium Plaza, 183 Queen’s Road Central, Hong Kong on Wednesday, 24 June 2020 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution:

ORDINARY RESOLUTION

“THAT

- (a) the conditional agreement for sale and purchase dated 19 May 2020 (the “Agreement”) entered into between Focus Well Limited as seller, Ace Island Limited as the seller’s guarantor, Ultimate Billion Limited as purchaser and the Company as the purchaser’s guarantor in relation to the sale and purchase of the entire issued share capital of Tao Yun Company Limited, and all the loans owing by Tao Yun Company Limited to the seller at completion at an aggregate consideration of HK\$500 million (subject to adjustment in accordance with the terms and conditions of the Agreement) (a copy of which has been produced to the meeting marked “A” and initialed by the chairman of the meeting for the purpose of identification) and the transaction contemplated thereunder and in connection therewith be and are hereby approved, confirmed and ratified; and
- (b) any one director of the Company be and is hereby authorised to execute all other documents and to do all other acts and things deemed by him to be incidental to, ancillary to or in connection with the matters contemplated in and completion of the Agreement, and take such action as he may in his opinion consider to be necessary, desirable or expedient to implement and give effect to the Agreement and any other transactions contemplated under the Agreement, and to agree to such variation, amendment or waiver or matter relating thereto (including any variation, amendment or wavier of such documents or any terms thereof) as is/are in his opinion in the interest of the Company and its shareholders as a whole.”

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

Registered Office:
Second Floor, Century Yard,
Cricket Square, P.O. Box 902,
Grand Cayman, KY1-1103,
Cayman Islands

*Head Office and principal place of business
in Hong Kong:*
10th Floor, Cosco Tower,
Grand Millennium Plaza,
183 Queen’s Road Central,
Hong Kong

Hong Kong, 5 June 2020

Notes:

- (1) The register of members of the Company will be closed from 19 June 2020 to 24 June 2020 (both dates inclusive) for determining the identity of the Shareholders who are entitled to attend and vote at the EGM. No transfer of shares of the Company will be registered during this period. Shareholders whose name appear on the register of members of the Company on 24 June 2020 shall be entitled to attend and vote at the EGM. In order to be eligible to attend and vote at the EGM, unregistered holders of the Shares should ensure that all transfer forms accompanied by the relevant share certificates must be lodged with the branch share registrar and transfer office of the Company in Hong Kong, Tricor Secretaries Limited, Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on 18 June 2020.
- (2) Any member entitled to attend and vote at the above meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member of the Company.
- (3) To be valid, a form of proxy, together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be deposited as soon as possible to the Company's branch share registrar in Hong Kong, Tricor Secretaries Limited, Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, and in any event not less than 48 hours before the time appointed for the holding of the EGM or any adjournment thereof.
- (4) Completion and return of the proxy form will not preclude members from attending and voting in person at the meeting or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the instrument appointing a proxy shall be revoked.
- (5) A form of proxy for use at the meeting is enclosed herewith.
- (6) As at the date of this notice, the executive Directors are Mr. Hung Hon Man (Chairman and chief executive officer), Mr. Cham Wai Ho, Anthony (Deputy Chairman), Mr. Kam Leung Ming and the independent non-executive Directors are Mr. Sun Ka Ziang Henry, Mr. Siu Hi Lam, Alick, and Mr. Man Kong Yui.