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GAMEONE HOLDINGS LIMITED

智傲控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8282)

APPOINTMENT OF DIRECTORS

The Board hereby announces that, with effect from 16 December 2021,

1. Mr. Liu Yi has been appointed as an executive Director; and
2. Mr. Huang Jianying has been appointed as an executive Director.

References are made to the joint announcements dated 25 November 2021, 26 November 2021 and the composite offer and response document dated 16 December 2021 (the “**Composite Document**”) jointly issued by Topliu Limited (the “**Offeror**”) and Gameone Holdings Limited (the “**Company**”) in relation to, among other matters, the Offer. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Composite Document.

As disclosed in the Composite Document, any changes to the Board will be made in compliance with the Takeovers Code and the GEM Listing Rules and further announcement will be made by the Company as and when appropriate.

APPOINTMENT OF DIRECTORS

The Board is pleased to announce that with effect from 16 December 2021, Mr. Liu and Mr. Huang have been appointed as executive Directors of the Company.

Set out below are the biographical details of the newly appointed Directors:

Mr. Liu Yi (劉漪), aged 37, obtained his master degree in advanced computer science from the University of Cambridge in July 2012. Since 2018, Mr. Liu has been the chief science officer of Hangzhou Zifu Interactive Network Technology Co., Ltd., a company principally engaged in the business of research and development of information technology and information integration system (“**Hangzhou Zifu**”), and he is also the executive director and general manager of Hangzhou Zifu.

Moreover, Mr. Liu is the executive director and general manager of Yawang Zhiye (Hangzhou) Co., Ltd.* (樞網置業(杭州)有限公司), a private company engaged in property management and development of commercial and office buildings in Hangzhou, the PRC. Since February 2021, Mr. Liu has been a non-independent director of Anhui Wantong Technology Co., Ltd.* (安徽皖通科技股份有限公司), a company listed on the Shenzhen Stock Exchange with a stock code of 002331.SZ. In August 2020, Mr. Liu was accredited as a Class B High-Level Talent under the Measure of Yuhang District of Hangzhou on the Classification and Identification of High-Level Talents* (杭州市余杭區高層次人才分類認定辦法). Currently, Mr. Liu serves as a standing member of the Chinese People's Political Consultative Conference of Hangzhou Linping District and vice chairman of Hangzhou Linping District Federation of Overseas Chinese* (杭州市臨平區歸國華僑聯合會).

Mr. Liu has been appointed as a director and chief executive officer of Gameone Online Technology Limited, a wholly-owned subsidiary of the Company, with effect from 16 December 2021. Pursuant to the employment contract of Mr. Liu, he is entitled to a director's salary of HK\$2,040,000 per annum, which has been approved by the remuneration committee of the Company (the "**Remuneration Committee**"). On the same date, he has also been appointed as a director of certain subsidiaries of the Company.

Mr. Liu has entered into a service contract with the Company for a term of three years, he will hold office until the forthcoming annual general meeting of the Company and be eligible for re-election at that meeting pursuant to the memorandum and articles of association of the Company. Pursuant to the service contract of Mr. Liu, he is entitled to a director's fee of HK\$360,000 per annum, which has been approved by the Remuneration Committee with reference to, among others, his qualification, experience, duties, potential contributions to the Company and the prevailing market conditions.

As at the date of this announcement, Mr. Liu is the sole beneficial owner and sole director of the Offeror, which owns 56,893,000 Shares, representing approximately 35.56% of the total issued share capital of the Company. As such, Mr. Liu is deemed to be interested in the 56,893,000 Shares held by the Offeror by virtue of the SFO.

Save as disclosed above, Mr. Liu does not hold any position in the Company or any of its subsidiaries, or have any other major appointments and professional qualifications. Save as disclosed above, he does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the GEM Listing Rules) of the Company.

Further, as at the date of this announcement, save as disclosed above, Mr. Liu does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures (as defined under Part XV of the SFO) of the Company.

Save as disclosed above, Mr. Liu did not hold any other directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the three years prior to the date of this announcement.

Save as disclosed above, there are no other matters concerning Mr. Liu's appointment that need to be brought to the attention of the Shareholders nor is there any information relating to Mr. Liu that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules.

Mr. Huang Jianying (黃健穎), aged 53, obtained his master degree in business administration from Zhejiang University (浙江大學) in June 2006. He has extensive experience in the management and garment industry. Since 2002, Mr. Huang is the chairman and general manager of a private garment company in the PRC.

Mr. Huang has been appointed as a director of Gameone Online Technology Limited, a wholly-owned subsidiary of the Company, with effect from 16 December 2021. Pursuant to the employment contract with Mr. Huang, he is entitled to a director's salary of HK\$840,000 per annum, which has been approved by the Remuneration Committee. On the same date, he has also been appointed as a director of certain subsidiaries of the Company.

Mr. Huang has entered into a service contract with the Company for a term of three years, he will hold office until the forthcoming annual general meeting of the Company and be eligible for re-election at that meeting pursuant to the memorandum and articles of association of the Company. Pursuant to the service contract of Mr. Huang, he is entitled to a director's fee of HK\$360,000 per annum, which has been approved by the Remuneration Committee with reference to, among others, his qualification, experience, duties, potential contributions to the Company and the prevailing market conditions.

As at the date of this announcement, Mr. Huang owns 24,707,000 Shares, representing approximately 15.44% of the total issued share capital of the Company.

Save as disclosed above, Mr. Huang does not hold any position in the Company or any of its subsidiaries, or have any other major appointments and professional qualifications. He does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the GEM Listing Rules) of the Company.

Further, as at the date of this announcement, save as disclosed above, Mr. Huang does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures (as defined under Part XV of the SFO) of the Company.

Save as disclosed above, Mr. Huang did not hold any other directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the three years prior to the date of this announcement.

Save as disclosed above, there are no other matters concerning Mr. Huang's appointment that need to be brought to the attention of the Shareholders nor is there any information relating to Mr. Huang that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules.

The Board would like to take this opportunity to extend its warmest welcome to Mr. Liu and Mr. Huang to the Board.

By order of the board of directors of
Gameone Holdings Limited
Sze Yan Ngai
Chairman and Executive Director

Hong Kong, 16 December 2021

As at the date of this announcement, the executive Directors are Mr. Sze Yan Ngai, Mr. Cheung Chung Wai, Mr. Liu Yi and Mr. Huang Jianying; the non-executive Director is Ms. Wong Pui Yain; and the independent non-executive Directors are Mr. Yung Kai Tai, Dr. Fung Ying Him Anthony and Mr. Iu Tak Meng Teddy.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

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

* For identification purpose only