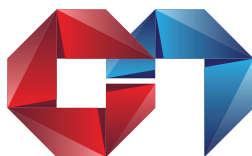


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GLOBAL MASTERMIND
環球大通

Global Mastermind Holdings Limited

環球大通集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8063)

**(1) RESIGNATION OF INDEPENDENT
NON-EXECUTIVE DIRECTOR
(2) CHANGE IN COMPOSITION OF BOARD COMMITTEES
AND
(3) NON-COMPLIANCE WITH REQUIREMENTS
UNDER THE GEM LISTING RULES**

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**”) of Global Mastermind Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Fung Wai Ching (“**Mr. Fung**”) had resigned as an independent non-executive Director, the chairman of the nomination committee, a member of each of the audit committee, the remuneration committee and the corporate governance committee of the Company, with effect from 4 November 2025 and due to his own business engagement which required more of his attention and dedication.

Mr. Fung had confirmed that he had no disagreement with the Board, the board committees of the Company and/or the Company and there was no other matter in respect of his resignation that needed to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Exchange**”).

The Board would like to express its sincere gratitude to Mr. Fung for his valuable contribution to the Company during his tenure of office.

* *For identification purposes only*

The Board further announced that, with effect from 4 November 2025 and to refill the positions vacated after the resignation of Mr. Fung, Mr. Ng Ngam, an executive Director, has been appointed as a member of each of the remuneration committee, the nomination committee and the corporate governance committee of the Company.

NON-COMPLIANCE WITH REQUIREMENTS UNDER THE GEM LISTING RULES

Following the resignation of Mr. Fung, the Board comprises two executive Directors, the Company is not in compliance with Rule 5.05 of the Rules Governing the Listing of Securities on GEM of the Exchange (the “**GEM Listing Rules**”), which stipulates that every board of directors of an issuer must include at least three independent non-executive directors and one of whom must have appropriate professional qualifications or accounting or related financial management expertise.

Following Mr. Fung’s resignation, the Board no longer satisfies the requirements stipulated under (i) Rule 5.28 of the GEM Listing Rules which mandates that every issuer must establish an audit committee comprising non-executive directors only and the audit committee must comprise a minimum of three members, at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required in rule 5.05(2); (ii) Rule 5.34 of the GEM Listing Rules which mandates that an issuer must establish a remuneration committee chaired by an independent non-executive director and comprising a majority of independent non-executive directors; and (iii) Rule 5.36A of the GEM Listing Rules which mandates that an issuer must establish a nomination committee chaired by the chairman of the board or an independent non-executive director and comprising a majority of independent non-executive directors.

The Company considers that its failure of meeting the requirements of the GEM Listing Rules is temporary in nature and the Board will make its best endeavors to identify suitable candidates to fill the vacancy as soon as practicable and within three months from the date of the resignation of Mr. Fung in order to ensure compliance by the Company with the requirements under the GEM Listing Rules.

The Company will make further announcements as and when new independent non-executive Director(s) are appointed.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Exchange has been suspended with effect from 9:00 a.m. on 19 February 2025 and will continue to be suspended until further notice.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
Global Mastermind Holdings Limited
Ng Ngam
Executive Director

Hong Kong, 4 November 2025

As at the date of this announcement, the Board comprises Mr. Mung Kin Keung and Mr. Ng Ngam as executive Directors.

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 of Hong Kong Limited at www.hkexnews.hk on the “Latest Listed Company Information” page for at least seven days from the date of publication and on the Company’s website at www.globalmholdings.com.