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GME Group Holdings Limited
駿傑集團控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8188)

GRANT OF 2025 SHARE AWARDS PURSUANT TO SHARE SCHEME

Pursuant to Rule 23.06A of the GEM Listing Rules, the Board is pleased to announce that on 24 November 2025 (after trading hours of the Stock Exchange), the Board resolved to grant an aggregate of 4,832,000 Shares to seven Grantees, in accordance with the terms of the Share Scheme to incentivise and reward their contributions to the Group's growth and development. The 2025 Share Awards represent approximately 1.01% of the issued share capital of the Company as at the date of this announcement.

Pursuant to Rule 23.06A of the Rules Governing the Listing of Securities on GEM (the "**GEM Listing Rules**") of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), the board (the "**Board**") of directors (the "**Director(s)**") of GME Group Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") is pleased to announce that on 24 November 2025 (after trading hours of the Stock Exchange), the Board resolved to grant an aggregate of 4,832,000 new ordinary shares (the "**Share(s)**") of HK$0.01 each in the share capital of the Company, credited as fully paid at a price of HK$0.01 each, as an incentive bonus to seven employees (the "**Grantees**") of the Group, including one director of a subsidiary of the Company (the "**2025 Share Awards**").

The Grantees are the employee participants (the "**Employee Participant(s)**"), under the share scheme of the Company (the "**Share Scheme**"), which was adopted on 29 May 2024. The 2025 Share Awards are granted in accordance with the terms of the Share Scheme to incentivise and reward their contributions to the Group's growth and development.

Details of the grant of 2025 Share Awards are set out below:

1. Grant Date

24 November 2025 (the "**Date of Grant**")

2. Grantees

The 2025 Share Awards are granted to the Employee Participants under the Share Scheme.

The grant of the 2025 Share Awards would not be subject to approval by the shareholders of the Company (the "**Shareholders**") in general meeting. To the best knowledge of the Directors, as of the date of this announcement, (i) none of the Grantees is a director, chief executive or substantial shareholder of the Company, or an associate (as defined under the GEM Listing Rules) of any of them; and (ii) none of the Grantees is a participant with options and awards granted and to be granted exceeding the 1% individual limit under Rule 23.03D(1) of the GEM Listing Rules.

3. Total number of 2025 Share Awards granted

The 2025 Share Awards involving 4,832,000 Shares have been granted to the seven Grantees, including one director of a subsidiary of the Company.

4. Purchase price of the 2025 Share Awards granted

Nil

5. Market price of the Shares on the Date of Grant

The closing price of the Shares on the Date of Grant was HK$1.09 per Share.

6. Vesting period of the 2025 Share Awards granted

The total vesting period for the 2025 Share Awards Shares granted to all Grantees ranges from 12 months to 36 months.

The Shares pursuant to the 2025 Share Awards will vest in three batches, with (a) 50% on 24 November 2026; (b) 25% on 24 November 2027; and (c) the remaining 25% on 24 November 2028. The remuneration committee of the Board (the "**Remuneration Committee**") is of the view that vesting by batches is appropriate for retaining, incentivising and rewarding the Grantees, as well as encouraging them to continuously contribute to the operations, development and long-term success and growth of the Group.

7. Performance target

There are no performance targets attached to the 2025 Share Awards granted.

It is the view of the Remuneration Committee and the Board that no specific performance indicator is considered necessary for the 2025 Share Awards, as each Employee Participant's performance is continuously and individually assessed against their job scope and the objectives agreed upon with the Company on a rolling basis throughout the year. Key work objectives are set for each Employee Participant each year, and their performance is evaluated against agreed objectives. Accordingly, the Remuneration Committee and the Board consider that the setting of a specific performance target is not necessary.

8. Clawback mechanism

There is no clawback mechanism to recover or withhold the remuneration with regard to the 2025 Share Awards granted to the Employee Participants.

9. Financial assistance

The Group did not provide any financial assistance to the Grantees for the purchase of the Shares under the Share Scheme.

10. Purpose of the grant

The purpose of the grant of the 2025 Share Awards is to incentivise and reward to the contributions of the Employee Participants to the Group's growth and development, through aligning their interests with those of the Company and Shareholders.

The Share Scheme aims to attract, remunerate, incentivise, retain, reward, compensate and/or provide Employee Participants by aligning their interests with those of the Company and its Shareholders. It provides Employee Participants with a personal stake in the Company and motivates them to optimise performance and efficiency, which is expected to contribute to long-term growth and enhancing shareholders' value.

In view of the above, the Board and the Remuneration Committee consider that the grant of the 2025 Share Awards aligns with the purpose of the Share Scheme.

The grant of the 2025 Share Awards described above has been approved by the Remuneration Committee pursuant to rules of the Share Scheme.

NUMBER OF SHARES AVAILABLE FOR FUTURE GRANT

As at the date of this announcement, immediately after the grant of the 2025 Share Awards, the number of Shares available for future grant under the Share Scheme is 39,348,800 Shares.

By order of the Board
GME Group Holdings Limited
Chuang Chun Ngok Boris
Chairman and executive Director

Hong Kong, 24 November 2025

As at the date of this announcement, the executive Directors are Mr. Chuang Chun Ngok Boris and Mr. Chuang Wei Chu, the non-executive Director is Ms. Chuang Yau Ka, and the independent non-executive Directors are Mr. Lam Man Bun Alan, Mr. Lau Chun Fai Douglas and Ir Ng Wai Ming Patrick.

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 "Latest Listed Company Information" page of the Stock Exchange website at www.hkexnews.hk for at least seven days from the date of its posting and on the Company's website at www.gmehk.com.