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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)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by GME Group Holdings Limited (the "**Company**") pursuant to Rule 17.50(1) of the Rules Governing the Listing of Securities on GEM of the Stock Exchange of Hong Kong Limited (the "**GEM Listing Rules**").

The board (the "**Board**") of directors (the "**Director(s)**") of the Company proposes that certain amendments (the "**Proposed Amendments**") be made to the existing second amended and restated memorandum of association and the second amended and restated articles of association of the Company (the "**Existing Memorandum and Articles**") to, among other things, (i) allow the shareholders of the Company to virtually attend, participate and vote by virtual meeting technology and electronic means and the holding of electronic and hybrid general meetings of the Company; (ii) align with the latest regulatory requirements in relation to the further expanded paperless listing regime under the GEM Listing Rules; (iii) provide the Company with the flexibility to hold and resell treasury shares; (iv) make necessary provisions for the uncertificated securities market regime under the Securities and Futures (Uncertificated Securities Market) Rules (Cap. 571AS); and (v) incorporate certain minor consequential and housekeeping amendments. Accordingly, the Board proposes to adopt a new set of memorandum of association and articles of association of the Company (the "**Amended Memorandum and Articles**") in substitution for, and to the exclusion of, the Existing Memorandum and Articles.

The Proposed Amendments and adoption of the Amended Memorandum and Articles are subject to the passing of a special resolution by the shareholders of the Company (the "**Shareholders**") at the forthcoming annual general meeting of the Company to be held on Friday, 22 May 2026 (the "**AGM**"). A circular containing, among other things, details of the Proposed Amendments and the adoption of the Amended Memorandum and Articles, together with a notice convening the AGM, will be despatched to the Shareholders in due course.

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

Hong Kong, 27 April 2026

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 Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 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.