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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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 22 MAY 2026 AND APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

POLL RESULTS OF THE AGM

References are made to the notice of annual general meeting (the "**Notice of AGM**") of GME Group Holdings Limited (the "**Company**") and the circular of the Company dated 29 April 2026 (the "**Circular**"). Unless otherwise specified herein, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all the proposed resolutions (the "**Resolutions**") as set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM held on Friday, 22 May 2026 at 41/F, United Asia Finance Centre, 333 Lockhart Road, Wan Chai, Hong Kong.

The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM. The poll results in respect of the Resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS *(Notes)*		**Number of votes (approximate percentage of total number of votes)**	
		FOR	**AGAINST**
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company and the auditor of the Company for the year ended 31 December 2025.	147,543,000 (100%)	0 (0%)

ORDINARY RESOLUTIONS *(Notes)*		**Number of votes (approximate percentage of total number of votes)**	
		FOR	**AGAINST**
2.	To declare a final dividend of HK$4.0 cents per share of the Company for the year ended 31 December 2025.	147,543,000 (100%)	0 (0%)
3.	(a) To re-elect Ms. Chuang Yau Ka as a non-executive Director.	147,543,000 (100%)	0 (0%)
	(b) To re-elect Mr. Lau Chun Fai Douglas as an independent non-executive Director.	147,543,000 (100%)	0 (0%)
4.	To authorise the Board to fix the respective Directors' remuneration.	147,543,000 (100%)	0 (0%)
5.	To re-appoint BDO Limited as the Company's independent auditor and to authorise the Board to fix their remuneration.	147,543,000 (100%)	0 (0%)
6.	(A) To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company with an aggregate number of not exceeding 20% of the number of shares of the Company in issue as at the date of passing of this resolution.	147,543,000 (100%)	0 (0%)
	(B) To grant a general mandate to the Directors to repurchase shares of the Company of which an aggregate number of not exceeding 10% of the number of shares of the Company in issue as at the date of passing of this resolution.	147,543,000 (100%)	0 (0%)
	(C) To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company under resolution numbered 6(A) to include the number of shares of the Company repurchased pursuant to the general mandate to repurchase shares under resolution numbered 6(B).	147,543,000 (100%)	0 (0%)

SPECIAL RESOLUTION *(Notes)*		**Number of votes (approximate percentage of total number of votes)**	
		FOR	**AGAINST**
7.	To approve and adopt the third amended and restated memorandum and articles of association of the Company.	147,543,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of Resolutions 1 to 6, Resolutions 1 to 6 were duly passed as ordinary resolutions of the Company at the AGM.

As not less than 75% of the votes were cast in favour of Resolution 7, Resolution 7 was duly passed as a special resolution of the Company at the AGM.

Notes:

1. As at the date of the AGM, the total number of issued Shares was 477,092,000 Shares, representing the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. There were no Shares which were repurchased by the Company but not yet cancelled and should be excluded from the total number of issued Shares for the purpose of the AGM and the Company confirms that it did not exercise the voting rights of any such Shares at the AGM. The Company did not hold any treasury shares (including any treasury shares held or deposited with CCASS). There was no restriction on any Shareholder casting votes on any of the resolutions at the AGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on the Resolutions proposed at the AGM was 477,092,000.

2. There were no Shareholders required to abstain from voting in favour of the Resolutions at the AGM, nor any shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules.

3. There were no Shareholders required under the GEM Listing Rules to abstain from voting on the Resolutions at the AGM.

4. None of the Shareholders has stated their intention in the Circular containing the Notice of AGM to vote against or to abstain from voting on any of the Resolutions at the AGM.

5. The full text of each of the Resolutions was set out in the Notice of AGM.

6. The executive Director, being Mr. Chuang Chun Ngok, the non-executive Director, being Ms. Chuang Yau Ka, and the independent non-executive Directors, being Mr. Lam Man Bun Alan, and Mr. Lau Chun Fai Douglas attended the AGM in person.

PAYMENT OF FINAL DIVIDEND

As the proposed final dividend of HK$4.0 cents per Share for the year ended 31 December 2025 has been approved by the Shareholders at the AGM, the Company would like to remind the Shareholders that the final dividend is to be payable in cash in Hong Kong dollars and the register of members of the Company will be closed from Friday, 29 May 2026 to Monday, 1 June 2026, both days inclusive, for the purpose of ascertaining Shareholders' entitlement to the final dividends, during which period no transfer of Shares will be registered. The final dividends will be paid on Thursday, 18 June 2026. Shareholders whose names appear on the register of members of the Company on Monday, 1 June 2026 will be entitled to the final dividends. In order to qualify for the final dividends, all transfers accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Thursday, 28 May 2026.

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board resolved to appoint Ms. Chan Sheung Yu ("**Ms. Chan**") as an independent non-executive Director with effect from 22 May 2026 immediately after the conclusion of the AGM.

Ms. Chan has entered into a letter of appointment with the Company for term of three years, commencing from 22 May 2026. Her appointment is, however, subject to, amongst others, early termination at any time by either party giving not less than three months' written notice, and retirement by rotation and re-election in accordance with the articles of association of the Company and the GEM Listing Rules. Under the letter of appointment, Ms. Chan will be entitled to a director's fee of HK$20,000 per month. Ms. Chan's remuneration is determined by the Board, under the recommendation from the remuneration committee of the Board, with reference to her background, qualifications, experience, duties and responsibilities within the Group and the prevailing market conditions.

The biographical details of Ms. Chan are set out below:

Ms. Chan, aged 39, obtained a Master's degree in Marketing Management from Aston University in the United Kingdom in 2010, and she was awarded a Bachelor's degree in Business Administration and Mathematics from Aston University in the United Kingdom in 2008. In terms of professional qualifications, Ms. Chan has passed the Certified Anti-Money Laundering Specialist examination administered by the Association of Certified Anti-Money Laundering Specialist in June 2015. She also holds Sustainable Investing Certificate credential awarded by the CFA Institute since June 2025 and is awarded the Executive Certificate in ESG Planning in August 2025 offered by the Hong Kong Management Association.

Ms. Chan has over 10 years of experience in auditing and financial fields. Ms. Chan has been serving as an independent non-executive director of Prosperity Group International Limited (a company listed on the Stock Exchange with stock code: 1421) since December 2024, GBA Holdings Limited (a company listed on the Stock Exchange with stock code: 261) since July 2023 and THAC Group (Holdings) Limited (a company listed on the Stock Exchange with stock code: 8232) since September 2025. She previously served as an independent non-executive director for WS-SK Target Group Limited (a company listed on the Stock Exchange with stock code: 8427) from 2 December 2024 to 6 August 2025 and DreamEast Group Limited from 15 January 2024 to 8 October 2025 (a company previously listed on the Stock Exchange with stock code: 593).

Ms. Chan is currently the chief financial officer of Kindness and Welfare Charity Limited since January 2022. Prior to her current role, Ms. Chan worked at Impression Investment Limited from April 2023 to December 2023, where she held the position of a consultant. Ms. Chan worked at Harvest Holdings Limited from March 2017 to September 2018, where she held the position of business development manager. She also worked at Nanyang Commercial Bank, Limited from July 2013 to November 2016, where she served as an auditor before leaving the company.

Ms. Chan currently serves as a Legislative Consultation Expert of the Sub-legislative Contact Point of the Legislative Affairs Commission of the Standing Committee of the National People's Congress, an Audit Services Consultant of the Hong Kong Audit Management Institute, a member of the Lung Tong Area Committee, Home Affairs Department, Kowloon City District Office, and a member of the Television and Radio Consultative Scheme, Communications Authority of Hong Kong.

Save as disclosed, as at the date of this announcement, Ms. Chan (i) does not hold any other positions with the Company or any other members of the Company's group; (ii) did not have experience including (a) any other directorships held in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas and (b) any other major appointments and professional qualifications; and (iii) does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to them under the GEM Listing Rules) of the Company.

Ms. Chan has confirmed that (i) she has satisfied the independence criteria as set out in Rule 5.09(1) to (8) of the GEM Listing Rules; (ii) she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment.

Save as disclosed above, there is no other information in relation to the appointment of Ms. Chan that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules nor are there any matters that need to be brought to the attention of the Shareholders.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

Upon Ms. Chan's appointment as an independent non-executive Director, she has also been appointed as a member of each of the audit committee, nomination committee and remuneration committee of the Board.

The Board would like to express its warm welcome to Ms. Chan on her appointment to the Board.

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

Hong Kong, 22 May 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, Ms. Chan Sheung Yu 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.