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GBA HOLDINGS LIMITED

GBA集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00261)

**RESIGNATION AND APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTORS
AND
CHANGE OF COMPOSITION OF VARIOUS BOARD COMMITTEES**

The Board hereby announces that

- (i) Mr. Lam Chi Keung has resigned as an Independent Non-executive Director, and a member of each of the Audit Committee, the Remuneration Committee and Nomination Committee with effect from 27 March 2023.
- (ii) Mr. Leung Gar-gene Vincent has been appointed as an Independent Non-executive Director, and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee with effect from 27 March 2023.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of GBA Holdings Limited (the “**Company**”) hereby announces that with effect from 27 March 2023, Mr. Lam Chi Keung (“**Mr. Lam**”) has resigned as an independent non-executive Director, and a member of each of the audit committee (the “**Audit Committee**”), the Remuneration Committee (the “**Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company due to his personal commitments.

Mr. Lam has confirmed that he has no disagreement with the Board and that there is no other matter or further information in relation to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company (the “**Shareholders**”).

The Board would like to take this opportunity to express its appreciation and gratitude to Mr. Lam for his valuable contribution to the Group during his tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Leung Gar-gene Vincent (“**Mr. Leung**”) has been appointed as an independent non-executive Director, and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee with effect from 27 March 2023.

The biographical details of Mr. Leung are set out below:

Mr. Leung Gar-gene Vincent (梁家進)

Mr. Leung, aged 37, is an experienced finance and accounting professional. He is currently a director of Gemcoast Limited, a private company in Hong Kong principally engaged in providing financial consultancy services to its clients. He is a member of Chartered Accountants in Australia and New Zealand and is a member of its Hong Kong Council. He is also a licensed person to carry on Type 9 (asset management) regulated activity under the Hong Kong Securities and Futures Commission (the “**SFO**”) since July 2019.

Since November 2017, Mr. Leung has been and continues to serve as an independent non-executive director of Prosperous Printing Company Limited (stock code: 8385). Previously, Mr. Leung was an independent non-executive director of Samson Paper Holdings Limited (stock code: 731) from July 2020 to January 2022.

Mr. Leung has entered into a letter of appointment dated 27 March 2023 with the Company. He is entitled to receive a director’s remuneration of HK\$120,000 per annum, which is determined by the Board or its delegated committee with reference to his duties and responsibilities within the Company as well as the prevailing market conditions. He has been appointed as an independent non-executive Director for an initial term of one year commencing from the date of appointment and his directorship in the Company is subject to retirement by rotation and re-election at the next following annual general meeting of the Company in accordance with the bye-laws of the Company.

As at the date of this Announcement, Mr. Leung does not have any interests in the shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as the disclosed above, he does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company as defined in the Rules Governing the Listing of Securities on the SEHK (the “**Listing Rules**”); and did not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Save as disclosed above, Mr. Leung has confirmed that there is no other information which should be disclosed under Rule 13.51(2)(h) to (v) of the Listing Rules nor are there any other matters that need to be brought to the attention of the Shareholders in connection with his appointment.

The Board would like to take this opportunity to welcome Mr. Leung for joining the Company.

By order of the Board
GBA HOLDINGS LIMITED
Ong Chor Wei
Chairman and Executive Director

Hong Kong, 27 March 2023

As at the date of this announcement, the executive Directors are Mr. Ong Chor Wei, and Mr. Yuk Kai Yao and the independent non-executive Directors are Ms. Wu Wai Shan, Mr. Lau Yik Lok and Mr. Leung Gar-gene Vincent.