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**GBA HOLDINGS LIMITED**

**GBA集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00261)**

## **CLARIFICATION ANNOUNCEMENT**

### **REVISED FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING**

Reference is made to the notice of the annual general meeting (the “**AGM Notice**”) of the Company to be held on Thursday, 8 June 2023 (the “**AGM**”) dated 26 April 2023, which was also set out in the circular (the “**Circular**”) of the Company dated 26 April 2023, and the form of proxy (the “**Original Proxy Form**”) for use at the AGM. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as defined in the Circular and the AGM Notice.

The Company wishes to clarify that the ordinary resolutions numbered 2.(a) to 2.(d) as set out in the AGM Notice and the Original Proxy Form are separate resolutions and each of them should be voted on individually. In order to facilitate the shareholders of the Company (the “**Shareholders**”) to vote on the ordinary resolutions numbered 2.(a) to 2.(d) as set out in the AGM Notice and the Original Proxy Form as separate resolutions individually, the Company has revised the Original Proxy Form to modify its format. The revised form of proxy (the “**Revised Proxy Form**”) has been published on the websites of The Stock Exchange of Hong Kong Limited and the Company on 27 April 2023, and will be despatched to the Shareholders on or before 3 May 2023.

Except as disclosed above, all the other information contained in the Original Proxy Form, AGM Notice and the Circular remained unchanged.

Shareholders who have not completed and returned the Original Proxy Form and wish to appoint proxies to attend the AGM are required to complete and return the Revised Proxy Form, together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, to the Company's branch registrar and transfer office in Hong Kong, Tricor Tengis Limited at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong in accordance with the instructions printed thereon not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be). Under such circumstances, the Shareholders should use the Revised Proxy Form and should not return the Original Proxy Form.

Shareholders who have duly completed and returned the Original Proxy Form should note the following:

- (a) if the Revised Proxy Form is not correctly completed and returned not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be), and the Original Proxy Form has been correctly completed and returned not less than 48 hours before the time appointed for holding the AGM, then the Original Proxy Form will be treated as the valid proxy form returned by the Shareholder, save and except for the said resolutions numbered 2.(a) to 2.(d), and the proxy appointed by the Shareholder under the Original Proxy Form will be entitled to vote in accordance with the instruction given by the Shareholder or at his/her/its discretion on the said resolutions numbered 2.(a) to 2.(d); and
- (b) if the Revised Proxy Form is correctly completed and returned not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be), then the Revised Proxy Form shall supersede and replace the Original Proxy Form previously returned by the Shareholder, and will be treated as the valid proxy form returned by the Shareholder.

Shareholders are reminded that completion and delivery of the Original Proxy Form and/or the Revised Proxy Form will not prejudice the Shareholders from attending and voting at the AGM in person or at any adjournment thereof (as the case may be) should they so wish and, in such event, the instrument appointed a proxy shall be deemed to be revoked.

By Order of the Board  
**GBA Holdings Limited**  
**Ong Chor Wei**  
*Chairman and Executive Director*

Hong Kong, 27 April 2023

*As of 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.*