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GBA HOLDINGS LIMITED

GBA集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00261)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 8 JUNE 2023**

At the annual general meeting (the “AGM”) of GBA Holdings Limited (the “Company”) held on 8 June 2023, all the proposed resolutions as set out in the notice of the AGM dated 26 April 2023 (the “Notice”) were taken by poll. The board (the “Board”) of directors (“Directors”) of the Company is pleased to announce that all resolutions proposed at the AGM as set out in the Notice were duly passed by the shareholders of the Company at the AGM. The poll results of the AGM were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries, the reports of the Directors and the auditors for the year ended 31 December 2022.	615,903,419 (100%)	0 (0.00%)
2.	(a) To re-elect Mr. Yuk Kai Yao as an executive Director of the Company and the Board be authorised to fix his Director’s remuneration.	615,903,400 (99.99%)	19 (0.01%)
	(b) To re-elect Ms. Wu Wai Shan as an independent non-executive Director of the Company and the Board be authorised to fix her Director’s remuneration.	615,903,419 (100%)	0 (0.00%)
	(c) To re-elect Mr. Lau Yik Lok as an independent non-executive Director of the Company and the Board be authorised to fix his Director’s remuneration.	615,903,419 (100%)	0 (0.00%)
	(d) To re-elect Mr. Leung Gar-Gen Vincent as an independent non-executive Director of the Company and Board be authorised to fix his Director’s remuneration.	615,903,419 (100%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
3.	To re-appoint Crowe (HK) CPA Limited as auditors and to authorise the Board to fix the remuneration of the auditors.	615,903,419 (100%)	0 (0.00%)
4.	To grant a general mandate to the Directors to buy back shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	615,945,819 (100%)	0 (0.00%)
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	615,903,400 (99.99%)	42,419 (0.01%)
6.	To extend the general mandate granted to the Directors allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares bought back by the Company.	615,945,800 (99.99%)	19 (0.01%)
Special Resolution [#]		Number of Votes (%)	
		For	Against
7.	To approve the proposed amendments (the “ Proposed Amendments ”) to the existing bye-laws of the Company (the “ Existing Bye-Laws ”) and to adopt the amended and restated bye-laws of the Company incorporating the Proposed Amendments (the “ New Bye-Laws ”) in substitution for and to the exclusion of the Existing Bye-Laws with immediate effect after the close of the AGM and authorize any one director or company secretary of the Company to do all things necessary to implement the Proposed Amendments and the adoption of the New Bye-Laws.	615,903,419 (99.99%)	42,400 (0.01%)

[#] Full text of the relevant resolution is set out in the Notice.

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 6, the relevant resolutions were duly passed as ordinary resolutions. As over 75% of the votes were cast in favour of the resolution numbered 7, the relevant resolution was duly passed as special resolution.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 2,206,153,200 shares.

- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 2,206,153,200 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in the Rules Governing the Listing of Securities on Main Board of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company’s circular dated 26 April 2023 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s branch share registrar and transfer office, Tricor Tengis Limited, the branch share registrar and transfer office of the Company in Hong Kong, acted as the scrutineer for the vote-taking at the AGM.
- (h) The AGM was chaired by Mr. Ong Chor Wei, an executive Director and the Chairman of the board of Directors. All Directors attended the AGM in person.

By Order of the Board
GBA Holdings Limited
Ong Chor Wei
Chairman

Hong Kong, 8 June 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.