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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 SPECIAL GENERAL MEETING HELD ON 5 JANUARY 2024

References are made to the circular (the “**Circular**”) and the notice (the “**SGM Notice**”) of the special general meeting (the “**SGM**”) of GBA Holdings Limited (the “**Company**”) both dated 14 December 2023. Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

POLL RESULTS OF THE SGM

At the SGM held on 5 January 2024, the voting on the proposed resolution as set out in the SGM Notice was taken by way of poll. The Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

The SGM was chaired by Mr. Ong Chor Wei, the executive Director. The executive Directors, Mr. Ong Chor Wei and Ms. Lam Ka Lee and the independent non-executive Directors, Ms. Chan Sheung Yu and Mr. Leung Gar-Gen Vincent attended the SGM in person; and the executive Director, Ms. Wong Misa and the independent non-executive Director, Ms. Wu Wai Shan attended the SGM by telephone.

The Board is pleased to announce that the proposed resolution was duly passed by the Shareholders by way of poll at the SGM. The poll results in respect of the resolution proposed at the SGM were as follows:

ORDINARY RESOLUTION		Number of votes (Approximate percentage)	
		For	Against
1.	<p>“THAT</p> <p>(a) The entering into of the Supplemental Agreement (as defined in the circular of the Company dated 14 December 2023 (the “Circular”) of which this notice forms part), a copy of which has been produced to this meeting marked “A” and initialed by the chairman of this meeting for identification purpose, the transactions contemplated thereunder and the execution of the Supplemental Agreement be and are hereby confirmed, approved, authorised and ratified in all respects; and</p> <p>(b) any one director of the Company be and is hereby authorised for and on behalf of the Company to do all such acts and things and execute all such documents which he considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Supplemental Agreement and the transactions contemplated thereunder and to agree to such variations, amendments or waivers of matters relating thereto that are of administrative nature and ancillary to the implementation of the Supplemental Agreement and any other transactions contemplated under or incidental to the Supplemental Agreement.”</p>	119,028,603 (99.99%)	4 (0.01%)

As more than 50% of the votes were cast in favour of the above resolution, the resolution was duly passed as ordinary resolution by way of poll at the SGM.

As at the date of the SGM, the total number of issued shares of the Company was 970,157,660 Shares. Accordingly, at the SGM, there were 970,157,660 Shares entitling the Shareholders to attend and vote on the resolution.

As at the date of the SGM, despite the Borrower and its associates are either interested in or deemed to be interested in the security interest in the Shares, they do not have any beneficial interest in the Company. As such, none of the Shareholders were required to abstain from voting on the resolution at the SGM. Accordingly, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholder was required to abstain from voting in favour of the resolution at the SGM, and there was no Share entitling the holders thereof to attend and vote only against the resolution at the SGM. None of the Shareholders had indicated in the Circular of his intention to vote against or to abstain from voting on the resolution at the SGM.

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

Hong Kong, 5 January 2024

As at the date of this announcement, the executive Directors are Mr. Ong Chor Wei, Ms. Wong Misa and Ms. Lam Ka Lee and the independent non-executive Directors are Ms. Wu Wai Shan, Ms. Chan Sheung Yu and Mr. Leung Gar-Gene Vincent.