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G.A. HOLDINGS LIMITED
G.A. 控股有限公司

(incorporated in the Cayman Islands with limited liability and carrying on business in Hong Kong under the trading name of German Automobiles International Limited)

(Stock Code: 8126)

**(1) APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR;
(2) CHANGE OF COMPOSITION OF BOARD COMMITTEE; AND
(3) COMPLIANCE WITH GEM LISTING RULES**

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of G.A. Holdings Limited (the “**Company**”) and, together with its subsidiaries, the “**Group**”) is pleased to announce that Ms. Pang Yuen Shan, Christina (“**Ms. Pang**”) was appointed as an independent non-executive director of the Company with effect from 27 August 2024.

Ms. Pang, aged 51, was appointed as an independent non-executive Director on 27 August 2024. She obtained a bachelor’s degree of Laws from City University of Hong Kong in 1995 and a master’s degree of Laws in International & Commercial Law from University of Sheffield in 1996. Ms. Pang was admitted as a solicitor in 1999. She is currently a solicitor and work in private practice as well as an independent non-executive director of Speedy Global Holdings Limited (stock code 540).

The Company entered into an appointment letter with Ms. Pang with a term of three years commencing on 27 August 2024. Ms. Pang is entitled to a monthly emolument of HK\$15,000 and discretionary bonuses which are determined with reference to her duties and responsibilities with the Group. Ms, Pang shall hold office until the next general meeting and shall be eligible for re-election pursuant to the Company’s Articles of Association. Thereafter she will be subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Company’s Articles of Association.

Save as disclosed in this announcement, Ms. Pang (i) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company for the purpose of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”); (ii) does not have any interests in the shares of the

Company within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold other positions with other members of the Group; and (iv) does not have any directorship in any public listed companies in the past three years.

Save as disclosed above, the Board is not aware of other matters relating to the appointment of Ms. Pang as an independent non-executive Director that need to be brought to the attention of the shareholders of the Company or the Stock Exchange, and there is no other information which is required to be disclosed pursuant to paragraphs 17.50(2)(h) to (v) of the GEM Listing Rules.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board further announces that with effect from 27 August 2024, Ms. Pang has been appointed as a member of each of the audit committee, nomination committee and remuneration committee of the Company.

COMPLIANCE WITH GEM LISTING RULES

Reference is made to the announcement of the Company dated 15 July 2024. Following the appointment of Ms. Pang, (i) the Board has three independent non-executive directors; (ii) the audit committee has three members; (iii) the remuneration committee comprise a majority of independent non-executive directors; and (iv) the nomination committee comprise a majority of independent non-executive directors. Accordingly, the Company has fully complied with the requirements under Rules 5.05(1), 5.28, 5.34 and 5.36A of the GEM Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Ms. Pang for joining the Board.

By order of the Board
G.A. Holdings Limited
Yuen Kin Pheng
Chairman

Hong Kong, 27 August 2024

As at the date of this announcement, the Board comprises Mr. Yuen Kin Pheng, Mr. Choy Choong Yew, Mr. Li Ze Qing, Mr. Ma Hang Kon, Louis and Mr. Zhang Xi, being the executive Directors; and Ms. Guan Xin, Mr. Lin Ju Zheng and Ms. Pang Yuen Shan, Christina, being the independent non-executive Directors.

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 GEM website at www.hkgem.com on the “Latest Listed Company Information” page for at least seven days from the date of its posting and on the Company’s website at www.ga-holdings.com.hk.