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GBA HOLDINGS LIMITED

GBA集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00261)

**RESIGNATION OF EXECUTIVE DIRECTOR
APPOINTMENT OF NON-EXECUTIVE DIRECTOR
CHANGE OF COMPOSITION OF VARIOUS BOARD COMMITTEES**

The Board hereby announces that

- (i) Mr. Tam Ngai Hung, Terry has resigned as an executive Director and as a member of each of the Remuneration Committee and the Nomination Committee with effect from 3 January 2022;
- (ii) Mr. Ong Chor Wei has been appointed as a non-executive Director with effect from 3 January 2022; and
- (iii) Ms. Cheng Yuk Ching, Flora has been appointed as a member of each of the Remuneration Committee and the Nomination Committee with effect from 3 January 2022.

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of GBA Holdings Limited (the “**Company**”) hereby announces that Mr. Tam Ngai Hung, Terry (“**Mr. Tam**”) has resigned as an executive Director and a member of each of the remuneration committee (the “**Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Board with effect from 3 January 2022, due to his personal commitments.

Following Mr. Tam’s resignation as an executive Director, he has been appointed as the Consultant to the Company with effect from 3 January 2022.

Mr. Tam 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 “**SEHK**”) and the shareholders of the Company (the “**Shareholders**”).

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Ong Chor Wei (“**Mr. Ong**”) has been appointed as a non-executive Director with effect from 3 January 2022.

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

Mr. Ong Chor Wei (王祖偉)

Mr. Ong, aged 52, is currently an executive director of Net Pacific Financial Holdings Limited and a non-executive director of Joyas International Holdings Limited, both of which are listed on the Singapore Exchange. He is also an independent non-executive director of Nameson Holdings Limited (stock code: 1982), Man Wah Holdings Limited (stock code: 1999), Denox Environmental & Technology Holdings Limited (stock code: 1452) and Smart Globe Holdings Limited (stock code: 1481), all of which are listed on the SEHK.

Previously, Mr. Ong was an independent non-executive director of O-Net Technologies (Group) Limited (stock code: 877), a company listed on the SEHK, from 2010 to 2020. He was also a non-executive director of Prosperous Printing Company (stock code: 8385) from 2016 to 2020, which is listed on GEM of the SEHK. From 2017 to 2019, Mr. Ong was a non-executive director of Vico International Holdings Limited (stock code: 1621), a company listed on the SEHK. He was also an executive director on a part-time basis of Zibao Metals Recycling Holdings Plc (a company trading on AIM, a market operated by the London Stock Exchange Plc) from 2014 to 2019.

Mr. Ong has over 30 years of experience in finance and accounting. He holds a Bachelor of Laws degree from The London School of Economics and Political Science, The University of London. Mr. Ong also holds a distance learning degree in Masters in Business Administration which was jointly awarded by The University of Wales and The University of Manchester. Mr. Ong is an associate member of The Institute of Chartered Accountants in England and Wales and a member of the Hong Kong Institute of Certified Public Accountants.

Save as disclosed above, Mr. Ong does not hold any other directorships in Hong Kong or overseas listed public companies in the last three years.

Mr. Ong has entered into a letter of appointment with the Company and his remuneration will be determined by the Board with reference to his duties and responsibilities with the Company. He has been appointed 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.

References are made to the announcements dated 16 November 2021 and 14 December 2021 of CCT Fortis Holdings Limited (“**CCT Fortis**”) and the Company’s announcement dated 16 November 2021. As at the date of this announcement, each of Mr. Ong and Mr. Chu Hin Ming Alfonso is interested in 50% of the equity interest of Top Pioneer Holdings Limited (the “**Purchaser**”). The Purchaser is interested in approximately 29.19% of the total issued shares of the Company by virtue of a conditional sale and purchase agreement dated 15 November 2021 (as amended by a supplemental agreement dated 14 December 2021)

entered into by and among the Purchaser, CCT Telecom Securities Limited, Ever Sino Group Limited (as vendors) and CCT Fortis.

Saved as disclosed above, Mr. Ong 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); and 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**”).

Save as disclosed above, Mr. Ong 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 is/was Mr. Ong involved in any other matters required to be disclosed pursuant to any of the requirements of the provisions under Rule 13.51(2) 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. Ong for joining the Board.

CHANGE OF COMPOSITION OF VARIOUS BOARD COMMITTEES

The Board further announces that following the resignation of Mr. Tam, Ms. Cheng Yuk Ching, Flora, an executive Director, has been appointed as a member of each of the Remuneration Committee and the Nomination Committee with effect from 3 January 2022.

By order of the Board
GBA HOLDINGS LIMITED
Mak Shiu Tong, Clement
Chairman

Hong Kong, 3 January 2022

As at the date of this announcement, the executive Directors are Mr. Mak Shiu Tong, Clement and Ms. Cheng Yuk Ching, Flora; the non-executive Director is Mr. Ong Chor Wei; and the independent non-executive Directors are Mr. Chow Siu Ngor, Mr. Lau Ho Kit, Ivan and Mr. Tam King Ching, Kenny.