



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 July 2022

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: GBA Holdings Limited

Date Submitted: 04 August 2022

I. Movements in Authorised / Registered Share Capital

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00261	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	300,000,000,000	HKD	0.01	HKD	3,000,000,000	
Increase / decrease (-)				HKD		
Balance at close of the month	300,000,000,000	HKD	0.01	HKD	3,000,000,000	

Total authorised/registered share capital at the end of the month: HKD 3,000,000,000

II. Movements in Issued Shares

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00261	Description				
Balance at close of preceding month		183,846,100,000				
Increase / decrease (-)		-182,007,639,000				
Balance at close of the month		1,838,461,000				

Remarks:

Pursuant to the special resolution passed at the special general meeting of the Company held on 18 July 2022, the Company implemented a share consolidation of every one hundred (100) existing shares of HK\$0.01 each in the share capital of the Company be consolidated into one (1) consolidated share of HK\$1.00 each with effect from 20 July 2022. Immediately upon the share consolidation becoming effective, the issued share capital of the Company of HK\$1,838,461,000 divided into 1,838,461,000 consolidated shares be reduced to HK\$18,384,610 divided into 1,838,461,000 new shares by cancelling the paid-up capital of the Company to the extent of HK\$0.99 on each of the issued consolidated share such that the par value of each issued consolidated share be reduced from HK\$1.00 each to HK\$0.01. Details of which are set out in the Company's circular dated 24 June 2022.

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Type of shares issuable		Ordinary shares	Class of shares		Not applicable	Shares issuable to be listed on SEHK (Note 1)		Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)			00261						
Particulars of share option scheme		Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	No. of new shares of issuer issued during the month pursuant thereto (A)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month	
1).	2011 Share Option Scheme was approved at Annual General Meeting ("AGM") on 27 May 2011 and expired on 26 May 2021								
General Meeting approval date (if applicable)		27 May 2011							
2).	(Under 2011 Share Option Scheme) Date of Grant: 17/01/2014 Exercise price: HK\$0.010 per share Exercise period: 17/01/2014–16/01/2024	15,000,000	Others	-14,850,000	150,000		150,000	150,000	
			every 100 existing shares of HK\$0.01 each consolidated into 1 share of HK \$1.00 each						
General Meeting approval date (if applicable)									
3).	(Under 2011 Share Option Scheme) Date of Grant: 18/01/2017 Exercise price: HK\$0.011 per share Exercise period: 18/01/2017–17/01/2027	2,155,000,000	Others	-2,133,450,000	21,550,000		21,550,000	21,550,000	
			every 100 existing shares of HK\$0.01 each consolidated into 1 share of HK \$1.00 each						
General Meeting approval date (if applicable)									

4).	(Under 2011 Share Option Scheme) Date of Grant: 25/01/2018 Exercise price: HK\$0.010 per share Exercise period: 25/01/2018–24/01/2028	2,670,000,000	Others	-2,403,000,000	26,700,000		26,700,000	26,700,000
				every 100 existing shares of HK\$0.01 each consolidated into 1 share of HK \$1.00 each				
General Meeting approval date (if applicable) _____								
5).	(Under 2011 Share Option Scheme) Date of Grant: 25/01/2019 Exercise price: HK\$0.010 per share Exercise period: 25/01/2019–24/01/2029	2,629,993,990	Others	-2,603,694,051	26,299,939		26,299,939	26,299,939
				every 100 existing shares of HK\$0.01 each consolidated into 1 share of HK \$1.00 each				
General Meeting approval date (if applicable) _____								
6).	2021 Share Option Scheme was approved at AGM on 23 June 2021	0		0	0		0	0
General Meeting approval date (if applicable) <u>23 June 2021</u>								

Total A (Ordinary shares): _____ 0

Total funds raised during the month from exercise of options: HKD _____ 0

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed) Not applicable

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes) Not applicable

(E). Other Movements in Issued Share

1. Type of shares issuable (Note 5 and 6)	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1, 5 and 6)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)		00261				
Type of Issue	At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Currency	Amount				
1). Capital reorganisation				18 July 2022	-182,007,639,000	0

Total E (Ordinary shares): -182,007,639,000

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E)	<u>-182,007,639,000</u>
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IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: Ong Chor Wei

Title: Director

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.

3. "Identical" means in this context:
 - . the securities are of the same nominal value with the same amount called up or paid up;
 - . they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - . they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - . "type of shares issuable" should be construed as "type of shares repurchased"; and
 - . "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares redeemed (if listed on SEHK)"; and
 - . "type of shares issuable" should be construed as "type of shares redeemed"; and
 - . "issue and allotment date" should be construed as "redemption date"