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GBA HOLDINGS LIMITED

GBA集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00261)

**CLARIFICATION ANNOUNCEMENT IN RELATION TO
PLACING OF NEW SHARES UNDER GENERAL MANDATE AND
COMPLETION OF PLACING OF NEW SHARES
UNDER GENERAL MANDATE**

Placing Agent

ADVENT

宏智證券(香港)

Advent Securities (Hong Kong) Limited

Reference is made to the announcement of GBA Holdings Limited (the “**Company**”) dated 3 September 2025 in relation to the placing of new shares under general mandate (the “**Placing Announcement**”) and 26 September 2025 in related to the completion of placing of new shares under general mandate (the “**Completion Placing Announcement**”). Capitalised terms used herein shall have same meanings as those defined in the Placing Announcement and Completion Placing Announcement unless otherwise specified.

The Company has noted that there are inadvertent clerical errors in the Placing Announcement and the Completion Placing Announcement and would like to clarify that (1) “229,196,332” representing the “No. of Shares” of the “Other public Shareholders” under shareholding structure table headed “EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY” and “CHANGE IN THE SHAREHOLDING STRUCTURE OF THE COMPANY” shall be replaced with “234,596,332”; (2) “232,834,732” representing the Total No. of Shares Immediately before completion of the Placing under shareholding structure table headed “EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY” and

“CHANGES IN THE SHAREHOLDING STRUCTURE OF THE COMPANY” shall be replaced with “238,234,732” and (3) “279,401,678” representing the Total No. of Shares Immediately upon Completion and as at the date of the announcement under shareholding structure table headed “EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY” and “CHANGES IN THE SHAREHOLDING STRUCTURE OF THE COMPANY” shall be replaced with “284,801,678” in this announcement, with the changes bolded and underlined for easy reference.

EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY AND CHANGES IN THE SHAREHOLDING STRUCTURE OF THE COMPANY

The table of shareholding structure of the Company immediately before and upon completion of the Placing on page 7 of the Placing Announcement and page 2 of the Completion Placing Announcement should read as follows, with the change bolded and underlined for easy reference:

Shareholders	Immediately before completion of the Placing		Immediately upon Completion and as at the date of the announcement	
	<i>Approximate</i>		<i>Approximate</i>	
	<i>% of total</i>		<i>% of total</i>	
	<i>Number of</i>	<i>issued Shares</i>	<i>Number of</i>	<i>issued Shares</i>
	<i>Shares held</i>	<i>(Note 2)</i>	<i>Shares held</i>	<i>(Note 2)</i>
– Top Pioneer Holdings Limited (Note 1)	3,638,400	1.53	3,638,400	1.28
– Placees	–	–	46,566,946	16.35
– Other Public Shareholders	<u>234,596,332</u>	98.47	<u>234,596,332</u>	82.37
Total	<u>238,234,732</u>	100.00	<u>284,801,678</u>	100.00

Notes:

- Top Pioneer Holdings Limited is a company incorporated in Hong Kong with limited liability and is wholly-owned by Mr. Ong Chor Wei (“**Mr. Ong**”), the Chairman of the Board and executive Director. Accordingly, Mr. Ong is deemed to be interested in all the Shares held by Top Pioneer Holdings Limited under the SFO.
- The above percentage figures are subject to rounding adjustments. Accordingly, figures shown as total may not be an arithmetic aggregation of the figures preceding it.

Saved as disclosed above, all other information in the Announcement shall remain unchanged.

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

Hong Kong, 29 September 2025

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, Mr. Leung Gar-Gene Vincent and Ms. Chan Sheung Yu.