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GRAND BRILLIANCE GROUP HOLDINGS LIMITED

君百延集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8372)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ADOPTION OF THE NEW ARTICLES OF ASSOCIATION AND CHANGE IN COMPOSITION OF NOMINATION COMMITTEE

This announcement is made by Grand Brilliance Group Holdings Limited (the “**Company**”) pursuant to Rule 17.50(1) of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board of directors of the Company (the “**Board**”) proposes to adopt the third amended and restated articles of association of the Company (the “**New Articles**”) to incorporate amendments to the existing second amended and restated articles of association of the Company (the “**Existing Articles**”) at the forthcoming annual general meeting (the “**AGM**”) of the Company to be convened, for the purposes of, among other things, (i) bringing the Existing Articles in line with the relevant requirements of the GEM Listing Rules as well as the applicable laws of the Cayman Islands; (ii) allowing general meetings of the Company to be held in the form of a hybrid meeting or an electronic meeting where the shareholders of the Company (the “**Shareholders**”) may attend by electronic means in addition to a physical meeting where the Shareholders attend in person; and (iii) adopting house-keeping improvements and amendments in line with the aforesaid proposed amendments (the “**Proposed Amendments**”). The Board proposes to seek the approval of the Shareholders by way of special resolution for the amendments to the Existing Articles and the adoption of the New Articles.

The Proposed Amendments and adoption of the New Articles are subject to the approval of the Shareholders by way of a special resolution to be proposed at the AGM. The New Articles will take effect on the date on which the amendments to the Existing Articles are approved by the Shareholders at the AGM.

A circular containing, among other things, particulars relating to the Proposed Amendments together with a notice convening the AGM will be despatched to the Shareholders in due course.

CHANGE IN COMPOSITION OF NOMINATION COMMITTEE

The Board of the Company hereby announces that Ms. Wong Bik Kwan Bikie, an executive director of the Company and Mr. Chiu Fan Wa, an independent non-executive director of the Company, have been appointed as members of the nomination committee of the Company with effect from 20 June 2025.

The Board would like to take this opportunity to welcome Ms. Wong Bik Kwan Bikie and Mr. Chiu Fan Wa in their new roles.

By order of the Board
Grand Brilliance Group Holdings Limited
Wong Bik Kwan Bikie
Chairman and Chief Executive Officer

Hong Kong, 20 June 2025

As at the date of this announcement, the executive Director is Ms. Wong Bik Kwan Bikie; the non-executive Directors are Dr. Miu Yin Shun Andrew and Mr. Chiu Man Wai; and the independent non-executive Directors are Mr. Ng Leung Sing SBS, JP, Mr. Chow Ming Po and Mr. Chiu Fan Wa.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 “Latest Listed Company Announcements” page of the website of Stock Exchange (www.hkexnews.hk) for at least seven days from the date of its publication and the website of the Company (www.grandbrilliancegroup.com).