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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)**

### **RE-DESIGNATION OF DIRECTORS AND CHANGE IN COMPOSITION OF THE BOARD COMMITTEE**

The board (the “**Board**”) of directors (the “**Director(s)**”) of G.A. Holdings Limited (the “**Company**”) and, together with its subsidiaries, the “**Group**”) announce that, with effect from 1 June 2023:

1. Mr. Yuen Kin Pheng (“**Mr. Yuen**”), an independent non-executive Director, has been re-designated as an executive Director and ceased to be the chairman of the audit committee of the Company. Mr. Yuen will continue to be the chairman of the Board, the chairman of the nomination committee and a member of the remuneration committee of the Company;
2. Mr. Lin Ju Zheng (“**Mr. Lin**”), a non-executive Director, has been re-designated as an independent non-executive Director, and a member of the audit committee of the Company; and
3. Mr. Zhou Ming (“**Mr. Zhou**”), a member of the audit committee, has been re-designated as the chairman of the audit committee. Mr. Zhou will continue to be an independent non-executive Director, the chairman of the remuneration committee and a member of the nomination committee of the Company.

#### **BIOGRAPHICAL DETAILS**

##### **Mr. Yuen Kin Pheng**

Mr. Yuen Kin Pheng, aged 73, currently the advisor to Spirit Aero Systems, a large aero structures manufacturer in the United States of America. Throughout his career, he held various senior executive leadership positions in Fortune 500 companies as well as major listed companies in Singapore, covering businesses in the Asia Pacific region. His executive positions included chief executive officer, president and vice president, spanning across various industries such as aerospace and aviation, HVAC (heating, ventilation and air conditioning), diesel engines, home appliances and

building materials. Mr. Yuen has a distinguished career with the Republic of Singapore Air force with a number of diverse positions in operations, planning and administration. He left the service to pursue a second career in business after 18 years with the rank of Lieutenant Colonel. Mr. Yuen holds a bachelor's degree (First-Class Honors) in business administration and a master of business administration from the National University of Singapore and completed the advanced management program from the Wharton School of Business at the University of Pennsylvania, United States of America. He was appointed as an independent non-executive Director of the Company on 23 March 2017 and appointed as chairman of the Board on 18 February 2022.

In respect of the re-designation, the Company entered into a service contract with Mr. Yuen to replace the existing appointment letter with the Company, with a term of three years commencing on 1 June 2023 subject to early termination by the Company giving not less than three months' notice of termination or payment in lieu. Mr. Yuen's remuneration as an executive Director is Singapore dollar 54,000 per annum, which is determined with reference to his workload, duties and responsibilities. He is subject to retirement by rotation and re-election in accordance with the Articles.

As at the date of this announcement, save as disclosed above, Mr. Yuen has confirmed to the Company that (i) he did not have any relationship with any of the Directors, senior management, substantial shareholders or controlling shareholders of the Company (which have the meanings ascribed to them respectively under the GEM Listing Rules); (ii) he did not have any other interest in the Shares within the meaning of Part XV of the SFO; (iii) he did not hold other positions in the Company or in other members of the Group; and (iv) he did not have any directorship in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the past three years prior to the date of this announcement.

### **Mr. Lin Ju Zheng**

Mr. Lin Ju Zheng, aged 75, holds a bachelor degree in foreign language majoring in English from Fujian No.2 Normal College (福建第二師範學院) (which merged with other colleges to become Fujian Normal University (福建師範大學)). He is a senior economist with extensive experience in banking operations and management. Before joining the Company, Mr. Lin occupied senior positions in one of the major banks in the PRC till December 2007. Mr. Lin was appointed as an independent non-executive Director in June 2010 and was re-designated as an executive Director of the Company in March 2012. On 23 March 2017, he was re-designated as a non-executive Director of the Company.

In respect of the re-designation, the Company entered into an appointment letter with Mr. Lin to replace the existing service contract with the Company, with a term of three years commencing on 1 June 2023. Mr. Lin's remuneration as an independent non-executive Director is RMB180,000 per annum, which is determined with reference to his workload, duties and responsibilities. He is subject to retirement by rotation and re-election in accordance with the Articles.

As at the date of this announcement, save as disclosed above, Mr. Lin has confirmed to the Company that (i) he did not have any relationship with any of the Directors, senior management, substantial shareholders or controlling shareholders of the Company (which have the meanings ascribed to them respectively under the GEM Listing Rules); (ii) he did not have any other interest in the Shares within the meaning of Part XV of the SFO; (iii) he did not hold other positions in the Company or in other members of the Group; and (iv) he did not have any directorship in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the past three years prior to the date of this announcement.

The Board would like to extend its warm welcome to Mr. Yuen, Mr. Lin and Mr. Zhou for their new position in the Company.

Save as disclosed above, there are no other matters relating to the above changes that need to be brought to the attention of the shareholders of the Company nor any other information to be disclosed pursuant to the requirement of Rule 17.50(2)(h) to (v) of the GEM Listing Rules.

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

Hong Kong, 1 June 2023

\* *English names are for identification purpose only*

*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 Mr. Zhou Ming, 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](http://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](http://www.ga-holdings.com.hk).*