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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)

SUPPLEMENTAL ANNOUNCEMENT AND CONTINUED SUSPENSION OF TRADING

Reference is made to the announcement of G.A. Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 30 June 2025 (“**Announcement**”) in relation to, among other things, the Resumption Guidance issued by the Stock Exchange to the Company. Unless otherwise specified, capitalized terms used in this announcement shall have the same meaning as those defined in the Announcement.

This supplemental announcement is made by the Company to give the shareholders of the Company and potential investors background to the Resumption Guidance.

BACKGROUND TO THE RESUMPTION GUIDANCE

Principal business of the Group

The Company is principally engaged in (i) sales of motor vehicles; (ii) servicing of motor vehicles and sales of auto parts; (iii) provision of car rental services; and (iv) leasing of motor vehicle servicing premises.

Termination of dealers agreements

As set out in the Company’s announcements dated 16 September 2024 and 25 October 2024, the dealers agreements between a car manufacturer (“**Car Manufacturer**”) and the Group were terminated effective from 20 October 2024.

As set out in the Company’s announcement dated 25 February 2025, revenue directly and indirectly attributable to the motor vehicles carrying a particular brand owned by the Car Manufacturer accounted for 97.3% of the Company’s total revenue for the six months ended 30 June 2024, and

the remaining 2.7% of revenue was related to the Company's after sales services, motor vehicle sales of a luxury brand car and car rental services which in total amounted to HK\$22.7 million for the same period.

Non-compliances following the resignations of two independent non-executive directors and an executive director

Following the Company's announcement dated 31 March 2025 in respect of the resignation of an independent non-executive director ("INED") and the Company's announcement dated 18 April 2025 in respect of the resignation of another independent non-executive director, the Company has failed to comply with the relevant requirements under the GEM Listing Rules including those to do with the number of INEDs (GEM Listing Rule 5.05(1)), the number of members of the audit committee (GEM Listing Rule 5.28), appropriate professional qualifications or accounting or related financial management expertise on the part of at least one INED (GEM Listing Rule 5.05(2)) and gender diversity (GEM Listing Rule 17.104).

Following the Company's announcement dated 15 May 2025 in respect of the resignation of an executive director who also acted as the Company's authorised representative under GEM Listing Rule 5.24, the Company has only one authorised representative and remains non-compliant with GEM Listing Rule 5.24.

FURTHER UPDATE

The Company intends to update its shareholders and potential investors on the above non-compliances or other non-compliances leading to the suspension in the trading of its Shares on 1 April 2025 by publishing further announcement(s) as and when appropriate, and in any event, by a quarterly update announcement required under GEM Listing Rule 17.26A on or before 30 September 2025.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 1 April 2025 and will remain suspended until the Company fulfils the Resumption Guidance. The Company will make further announcement(s) as appropriate or as required under the GEM Listing Rules and the SFO.

Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
G.A. Holdings Limited
Ma Hang Kon Louis
Executive Director and Company Secretary

Hong Kong, 3 July 2025

As at the date of this announcement, the Board comprises Mr. Ma Hang Kon, Louis, being the executive Director; and Mr. Lin Ju Zheng, being the independent non-executive Director.