

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Under the Securities Exchange Act of 1934

GEE GROUP INC.

(Name of Issuer)

Common Stock, no par value

(Title of Class of Securities)

36165A102

(CUSIP Number)

STAR EQUITY FUND, LP
53 Forest Avenue, Suite 101,
Old Greenwich, CT, 06870
2034899504

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

01/16/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 36165A102

1	Name of reporting person STAR EQUITY HOLDINGS, INC.
2	Check the appropriate box if a member of a Group (See Instructions) <input checked="" type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions) AF, OO

5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 5,969,762.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 5,969,762.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 5,969,762.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 5.4 %	
14	Type of Reporting Person (See Instructions) CO	

SCHEDULE 13D

CUSIP No.	36165A102
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1	Name of reporting person STAR OPERATING COMPANIES, INC.
2	Check the appropriate box if a member of a Group (See Instructions) <input checked="" type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions) AF, OO
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6	Citizenship or place of organization DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 5,969,762.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 5,969,762.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 5,969,762.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 5.4 %	
14	Type of Reporting Person (See Instructions) CO	

SCHEDULE 13D

CUSIP No.	36165A102
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1	Name of reporting person STAR EQUITY FUND, LP
2	Check the appropriate box if a member of a Group (See Instructions) <input checked="" type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions) WC
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6	Citizenship or place of organization DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 5,969,762.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 5,969,762.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 5,969,762.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 5.4 %	
14	Type of Reporting Person (See Instructions) PN	

SCHEDULE 13D

CUSIP No.	36165A102
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1	Name of reporting person STAR EQUITY FUND GP, LLC
2	Check the appropriate box if a member of a Group (See Instructions) <input checked="" type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions) AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6	Citizenship or place of organization DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 5,969,762.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 5,969,762.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 5,969,762.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 5.4 %	
14	Type of Reporting Person (See Instructions) OO	

SCHEDULE 13D

CUSIP No.	36165A102
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1	Name of reporting person STAR INVESTMENT MANAGEMENT, LLC
2	Check the appropriate box if a member of a Group (See Instructions) <input checked="" type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions) AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6	Citizenship or place of organization CONNECTICUT

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 5,969,762.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 5,969,762.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 5,969,762.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 5.4 %	
14	Type of Reporting Person (See Instructions) OO	

SCHEDULE 13D

CUSIP No.	36165A102
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1	Name of reporting person STAR VALUE INVESTMENTS, LLC
2	Check the appropriate box if a member of a Group (See Instructions) <input checked="" type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions) AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6	Citizenship or place of organization DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 5,969,762.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 5,969,762.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 5,969,762.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 5.4 %	
14	Type of Reporting Person (See Instructions) OO	

SCHEDULE 13D

CUSIP No.	36165A102
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1	Name of reporting person JEFFREY E. EBERWEIN
2	Check the appropriate box if a member of a Group (See Instructions) <input checked="" type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions) AF, PF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6	Citizenship or place of organization UNITED STATES

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 5,969,762.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 5,969,762.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 5,969,762.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 5.4 %	
14	Type of Reporting Person (See Instructions) IN	

SCHEDULE 13D

Item 1. Security and Issuer

- (a) **Title of Class of Securities:**
Common Stock, no par value
- (b) **Name of Issuer:**
GEE GROUP INC.
- (c) **Address of Issuer's Principal Executive Offices:**
7751 BELFORT PARKWAY, SUITE 150, JACKSONVILLE, FLORIDA , 32256.

Item 2. Identity and Background

- (a) This statement is filed by:
- (i) Star Equity Holdings, Inc., a Delaware corporation ("Star Equity") formerly known as Hudson Global, Inc.;
 - (ii) Star Operating Companies, Inc., a Delaware corporation ("Star Operating Companies") formerly known as Star Equity Holdings, Inc. and a wholly-owned subsidiary of Star Equity;
 - (iii) Star Equity Fund, LP, a Delaware limited partnership ("Star Equity Fund");
 - (iv) Star Equity Fund GP, LLC, a Delaware limited liability company ("Star Equity GP"), which serves as the general partner of Star Equity Fund;
 - (v) Star Investment Management, LLC, a Connecticut limited liability company ("Star Investment Management"), which serves as the investment manager of Star Equity Fund;
 - (vi) Star Value Investments, LLC., a Delaware limited liability company ("Star Value Investments") formerly known as Star Value, LLC., which serves as the sole member of Star Equity GP, and
 - (vii) Jeffrey E. Eberwein, who serves as the manager of Star Equity GP and Star Investment Management and CEO of Star Equity.
- Each of the foregoing is referred to as a "Reporting Person" and collectively as the "Reporting Persons." Each of the Reporting Persons is party to that certain Joint Filing Agreement, as further described in Item 6. Accordingly, the Reporting Persons are hereby filing a joint Schedule 13D.
- (b) The address of the principal office of each of Star Equity, Star Operating Companies, Star Equity Fund, Star Equity GP, Star Investment Management, Star Value Investments and Mr. Eberwein is 53 Forest Avenue, Suite 101, Old Greenwich, Connecticut 06870.
- (c) The principal business of Star Equity Fund is investing in securities. The principal business of Star Operating Companies is serving as the sole owner of various divisions of Star Equity. The principal business of Star Equity GP is serving as the general partner of Star Equity Fund. The principal business of Star Investment Management is serving as the investment manager of Star Equity. The principal business of Star Equity is serving as a diversified holding company with various divisions. The principal business of Star Value Investments is serving as sole member of Star Equity GP. The principal occupation of Mr. Eberwein is serving as CEO and board member of Star Equity. He also serves as manager of Star Equity GP and Star Investment Management.

- (d) No Reporting Person has during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).
- (e) No Reporting Person has during the last five years been party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.
- (f) Mr. Eberwein is a citizen of the United States of America. Star Equity, Star Operating Companies, Star Equity Fund, Star Equity GP, and Star Value are organized under the laws of the state of Delaware. Star Investment Management is organized under the laws of the state of Connecticut.

Item 3. Source and Amount of Funds or Other Consideration

The Shares purchased by Star Equity Fund were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted, as set forth in Schedule A, which is incorporated by reference herein. The aggregate purchase price of the 5,969,762 Shares beneficially owned by Star Equity Fund is approximately \$1,170,430.79, excluding brokerage commissions.

Item 4. Purpose of Transaction

On January 22, 2026, Star Equity (together with the other Reporting Persons, the "Shareholder Group") issued a press release (the "January 22 Press Release") expressing its belief that a merger with Star Equity would significantly benefit the Issuer stockholders and described its repeated outreach through multiple delivery methods to discuss the initial proposal (the "Proposal"), which signaled Star Equity's willingness, subject to further due diligence, to potentially pay a premium to the Issuer's closing stock price the week before the Proposal was sent. The January 22 Press Release also emphasized the Issuer's unresponsiveness to Star Equity and urged the Issuer to engage in constructive discussions with Star Equity.

In the January 22 Press Release, Star Equity advised that the Proposal requested the opportunity to explore a potential merger with the Issuer, which it believes would reduce the operating costs of the Issuer through the elimination of public company costs, and reduction of SG&A expenses. Star Equity also believes through its significant experience in overseeing professional service businesses, a potential merger with it would allow the Issuer to sharpen its operational focus on revenue generating efforts. Star Equity also expressed its belief that the Issuer should halt its pursuit of acquisitions, and that such a strategy has produced significant expense but little value for the Issuer's shareholders.

As more fully explained in the January 22 Press Release, Star Equity also took note of the decline in the Issuer's revenue, and net losses from continuing operations.

The foregoing description of the January 22 Press Release and Proposal are qualified in their entirety by reference to the full text of the January 22 Press Release and Proposal, which are attached hereto as Exhibit 99.3 and Exhibit 99.4, respectively, and are incorporated herein by reference.

The Reporting Persons have engaged, and may continue to engage, in general discussions with the Issuer's Board and management team in evaluating all options to maximize shareholder value.

Other than as set forth herein, no Reporting Person has any present plan or proposal which would relate to or result in any of the matters set forth in subparagraphs (a) - (j) of Item 4 of Schedule 13D except as set forth herein or such as would occur upon or in connection with completion of, or following, any of the actions discussed herein. The Reporting Persons intend to review their investment in the Issuer on a continuing basis. Depending on various factors including, without limitation, the Issuer's financial position and investment strategy, the price levels of the Shares, conditions in the securities markets and general economic and industry conditions, the Reporting Persons may in the future take such actions with respect to their investment in the Issuer as they deem appropriate including, without limitation, engaging in additional communications with management and the board of the Issuer, engaging in discussions with shareholders of the Issuer and others about the Issuer and the Reporting Persons' investment, making proposals to the Issuer concerning changes to the capitalization, ownership structure, board structure (including Board composition) or operations of the Issuer, or potential business combinations or strategic alternatives involving the Issuer or certain of the Issuer's businesses or assets, including transactions in which the Reporting Persons may seek to participate and potentially engage in (including with other third parties), purchasing additional Shares, selling some or all of their Shares, engaging in short selling of or any hedging or similar transaction with respect to the Shares, or changing their intention with respect to any and all matters referred to in this Item 4.

Item 5. Interest in Securities of the Issuer

- (a) The aggregate percentage of the Shares reported owned by each person named herein is based upon 110,005,722 Shares outstanding as of December 16, 2025, which is the total number of Shares reported outstanding in the Issuer's Annual Report on Form 10-K, filed with the Securities and Exchange Commission on December 17, 2025.

A. Star Equity

Star Equity, as the parent of Star Operating Companies, may be deemed the beneficial owner of the 5,969,762 Shares owned by Star Equity Fund.

Percentage: Approximately 5.43%

B. Star Operating Companies

Star Operating Companies, as the parent of Star Value Investments, sole member of Star Management, and limited partner of Star Equity Fund may be deemed the beneficial owner of the 5,969,762 Shares beneficially owned by Star Equity Fund.

Percentage: Approximately 5.43%

C. Star Equity Fund

As of the close of business on January 22, 2026, Star Equity Fund beneficially owned 5,969,762 Shares.

Percentage: Approximately 5.43%

D. Star Equity GP

Star Equity GP, as the general partner of Star Equity Fund, may be deemed the beneficial owner of the 5,969,762 Shares owned by Star Equity Fund.

Percentage: Approximately 5.43%

E. Star Investment Management

Star Investment Management, as the investment manager of Star Equity Fund, may be deemed the beneficial owner of the 5,969,762 Shares owned by Star Equity Fund.

Percentage: Approximately 5.43%

F. Star Value Investments

Star Value Investments, as the sole member of Star Equity GP and wholly owned subsidiary of Star Equity may be deemed the beneficial owner of the 5,969,762 Shares owned by Star Equity Fund.

Percentage: Approximately 5.43%

G. Mr. Eberwein

Mr. Eberwein, as the manager of Star Equity GP and Star Equity Management, may be deemed the beneficial owner of the 5,969,762 Shares owned by Star Equity Fund.

Percentage: Approximately 5.43%

(b)

A. Star Equity

1. Sole power to vote or direct vote: 5,969,762
2. Shared power to vote or direct vote: 0
3. Sole power to dispose or direct the disposition: 5,969,762
4. Shared power to dispose or direct the disposition: 0

B. Star Operating Companies

1. Sole power to vote or direct vote: 5,969,762
2. Shared power to vote or direct vote: 0
3. Sole power to dispose or direct the disposition: 5,969,762
4. Shared power to dispose or direct the disposition: 0

C. Star Equity Fund

1. Sole power to vote or direct vote: 5,969,762
2. Shared power to vote or direct vote: 0
3. Sole power to dispose or direct the disposition: 5,969,762
4. Shared power to dispose or direct the disposition: 0

D. Star Equity GP

1. Sole power to vote or direct vote: 5,969,762
2. Shared power to vote or direct vote: 0
3. Sole power to dispose or direct the disposition: 5,969,762
4. Shared power to dispose or direct the disposition: 0

E. Star Investment Management

1. Sole power to vote or direct vote: 5,969,762
2. Shared power to vote or direct vote: 0
3. Sole power to dispose or direct the disposition: 5,969,762
4. Shared power to dispose or direct the disposition: 0

F. Star Value Investments

1. Sole power to vote or direct vote: 5,969,762
2. Shared power to vote or direct vote: 0
3. Sole power to dispose or direct the disposition: 5,969,762
4. Shared power to dispose or direct the disposition: 0

G. Mr. Eberwein

1. Sole power to vote or direct vote: 5,969,762
2. Shared power to vote or direct vote: 0
3. Sole power to dispose or direct the disposition: 5,969,762
4. Shared power to dispose or direct the disposition: 0

(c)

A. Star Equity

Star Equity has not entered into any transactions in the Shares during the past 60 days. The transactions in the Shares on behalf of Star Equity Fund during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

B. Star Operating Companies

Star Operating Companies has not entered into any transactions in the Shares in the last 60 days. The transactions in the Shares on behalf of Star Equity Fund during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

C. Star Equity Fund

The transactions in the Shares by Star Equity Fund during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

D. Star Equity GP

Star Equity GP has not entered into any transactions in the Shares in the last 60 days. The transactions in the Shares on behalf of Star Equity Fund during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

E. Star Investment Management

Star Equity has not entered into any transactions in the Shares during the past 60 days. The transactions in the Shares on behalf of Star Equity Fund during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

F. Star Value Investments

Star Value has not entered into any transactions in the Shares during the past 60 days. The transactions in the Shares on behalf of Star Equity Fund during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

G. Mr. Eberwein

Mr. Eberwein has not entered into any transactions in the Shares during the past 60 days. The transactions in the Shares on behalf of Star Equity Fund during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

Each Reporting Person, may be deemed to be a member of a "group" with the other Reporting Persons for the purposes of Section 13(d)(3) of the Exchange Act, and such group may be deemed to beneficially own the Shares beneficially owned in aggregate by all of the Reporting Persons. Each Reporting Person disclaims beneficial ownership of the Shares that he, she, or it does not directly own.

(d)

No person other than the Reporting Persons is known to have the right to receive, or the power to direct the receipt of dividends from, or proceeds from the sale of, the Shares.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

On January 16, 2026, the Reporting Persons entered into a Joint Filing Agreement in which the parties agreed to the joint filing on behalf of each of them of statements on Schedule 13D with respect to the securities of the Issuer. A copy of the Joint Filing Agreement is attached as Exhibit 99.2 hereto and is incorporated herein by reference.

Other than as described herein, there are no contracts, arrangements, understandings or relationships among the Reporting Persons, or between the Reporting Persons and any other person, with respect to the securities of the Issuer.

Item 7. Material to be Filed as Exhibits.

Exhibit 99.1 - Schedule A;
Exhibit 99.2 - Joint Filing Agreement dated January 16, 2026;
Exhibit 99.3 - Press Release dated January 22, 2026;
Exhibit 99.4 - Initial Letter of Interest to Issuer dated January 6, 2026.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

STAR EQUITY HOLDINGS, INC.

Signature: /s/ Jeffrey E. Eberwein
Name/Title: Jeffrey E. Eberwein, Chief Executive Officer
Date: 01/22/2026

STAR OPERATING COMPANIES, INC.

Signature: /s/ Richard K. Coleman, Jr.
Name/Title: Richard K. Coleman, Jr., Chief Executive Officer
Date: 01/22/2026

STAR EQUITY FUND, LP

Signature: /s/ Jeffrey E. Eberwein
Name/Title: Jeffrey E. Eberwein, Manager of Star Equity Fund GP, LLC, the general partner of Star Equity Fund LP
Date: 01/22/2026

STAR EQUITY FUND GP, LLC

Signature: /s/ Jeffrey E. Eberwein
Name/Title: Jeffrey E. Eberwein, Manager
Date: 01/22/2026

STAR INVESTMENT MANAGEMENT, LLC

Signature: /s/ Jeffrey E. Eberwein
Name/Title: Jeffrey E. Eberwein, Manager
Date: 01/22/2026

STAR VALUE INVESTMENTS, LLC

Signature: /s/ Richard K. Coleman, Jr.
Name/Title: Richard K. Coleman, Jr., CEO of Star Operating Companies, Inc., the sole member of Star Value Investments, LLC
Date: 01/22/2026

JEFFREY E. EBERWEIN

Signature: /s/ Jeffrey E. Eberwein

Name/Title: Jeffrey E. Eberwein
Date: 01/22/2026

SCHEDULE A
Transactions in the Securities of the Issuer in the Last 60 Days

Shares of Common Stock Purchased/(Sold)	Price Per Share (\$)¹	Date of Purchase / Sale
<u>STAR EQUITY HOLDINGS, INC</u>		
91,627	\$0.19	11/24/2025
5,000	\$0.19	11/25/2025
25,000	\$0.19	11/26/2025
6,907	\$0.19	11/28/2025
66,400	\$0.19	12/1/2025
26,091	\$0.19	12/2/2025
37,300	\$0.19	12/3/2025
41,601	\$0.19	12/4/2025
45,548	\$0.19	12/5/2025
12,617	\$0.19	12/8/2025
6,600	\$0.19	12/10/2025
2,810	\$0.19	12/11/2025
71,918	\$0.18	12/12/2025
150,322	\$0.19	12/15/2025
3,513	\$0.19	12/16/2025
32,445	\$0.19	12/17/2025
118,041	\$0.19	12/18/2025
254,006	\$0.19	12/19/2025
123,077	\$0.19	12/22/2025
122,147	\$0.19	12/23/2025
200,000	\$0.19	12/24/2025
189,247	\$0.19	12/26/2025
110,689	\$0.19	12/29/2025
158,804	\$0.19	12/30/2025
669,817	\$0.19	12/31/2025
92,387	\$0.20	1/2/2026
35,718	\$0.20	1/5/2026
35,469	\$0.20	1/6/2026
91,231	\$0.20	1/8/2026
17,814	\$0.20	1/13/2026
27,030	\$0.21	1/14/2026
725,200	\$0.20	1/15/2026
8,054	\$0.21	1/16/2026
150,000	\$0.21	1/20/2026
72,518	\$0.21	1/21/2026

¹ The prices reported in this column are weighted average prices. The Reporting Person undertakes to provide the Issuer and any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased (or sold) at each separate price such shares were purchased.

AMENDED AND RESTATED JOINT FILING AND SOLICITATION AGREEMENT

In accordance with Rule 13d-l(k)(l)(iii) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them of a Statement on Schedule 13D (including additional amendments thereto) with respect to the shares of Common Stock, no par value, of Gee Group Inc. This Joint Filing Agreement shall be filed as an Exhibit to such Statement.

Dated: January 16, 2026

Star Equity Holdings, Inc.

By: /s/ Jeffrey E. Eberwein

Name: Jeffrey E. Eberwein
Title: Chief Executive Officer

Star Equity Fund, LP

By: Star Equity Fund GP, LLC
General Partner

By: /s/ Jeffrey E. Eberwein

Name: Jeffrey E. Eberwein
Title: Manager

Star Equity Fund GP, LLC

By: /s/ Jeffrey E. Eberwein

Name: Jeffrey E. Eberwein
Title: Manager

Star Operating Companies, Inc.

By: /s/ Richard K. Coleman, Jr.

Name: Richard K. Coleman, Jr.
Title: Chief Executive Officer

Star Investment Management, LLC

By: /s/ Jeffrey E. Eberwein

Name: Jeffrey E. Eberwein
Title: Manager

Star Value Investments, LLC

By: Star Operating Companies, Inc.

By: /s/ Richard K. Coleman, Jr.

Name: Richard K. Coleman, Jr.

Title: Chief Executive Officer

/s/ Jeffrey E. Eberwein

Jeffrey E. Eberwein

Star Equity Issues Statement on GEE Group's Lack of Engagement

CEO and Board Ignore Star Equity's Proposal to Engage in Merger Discussions

Old Greenwich, CT – January 22, 2026 – Star Equity Holdings, Inc. (Nasdaq: STRR) (“Star Equity”, “we”, “our”), a 5.4% stockholder of GEE Group, Inc. (NYSE American: JOB) (“GEE Group” or “JOB”) via its Investments Division, makes public today a letter sent to GEE Group suggesting the two companies begin discussions on a potential merger (the “Proposal”), subject to executing an NDA and further due diligence.

Thus far, the Proposal has received no response from GEE Group despite our repeated outreach through multiple delivery methods. We have yet to obtain even an acknowledgement of receipt from anyone at GEE Group regarding our Proposal. Specifically, we have sent the Proposal as follows:

- January 6, 2026: via email to GEE Group's CEO, Mr. Derek Dewan.
- January 12, 2026: via overnight delivery to GEE Group's CEO, Mr. Derek Dewan with a signed delivery receipt received on January 13, 2026.
- January 15, 2026: via email to two JOB board members, David Sandberg and Randy Waterfield.

THE RATIONALE OF OUR PROPOSAL

1. JOB Should Become a Part of a Larger Entity Instead of Continuing Its “Go It Alone” Strategy

We believe strongly that becoming part of a larger entity is the best way to increase value for GEE Group's long-suffering stockholders. Remaining a very small public company would be a poor outcome for JOB stockholders due to GEE Group's high SG&A expenses, including public company costs, as a percentage of revenue. A combination with Star Equity would immediately eliminate the need for duplicative public company costs and create potential for future cost-saving synergies and other performance enhancing benefits. Furthermore, in light of the poor performance of previous acquisitions by GEE Group, we believe JOB should refrain from pursuing any additional acquisitions. *In short, GEE Group wants to be a buyer, but it should be a seller.*

2. JOB's Stock Price Level Signals Market Concern over Financial Performance, Capital Allocation, and Cash Management

JOB's revenue in FY 2025 was \$96.5 million, representing a 41.6% decline from the peak level reached in FY 2022 and a 9.8% decline compared to FY 2024. In addition, JOB reported net losses totaling \$58.8 million over the last two years combined, including \$36.2 million from goodwill impairment charges, a sign of overpaying for previous acquisitions.

Given the significant and continuing decline in revenue and massive deterioration in profitability, there is a tangible risk going forward that JOB will further erode its cash balance through the continuation of corporate overhead expenses, public company costs, and compensation for its management and board, not to mention the significant risk of JOB doing dilutive and misguided acquisitions.

JOB's prolonged stock price underperformance displays a clear signal that the market has lost confidence in GEE Group's financial and operating performance and its approach to capital allocation and cash management. Since April 2025, JOB's common shares have traded close to its cash per share, and the stock price has declined almost 92% from the level reached 5 years ago.

Despite JOB's massive decline in stock price, on its Q4 2025 earnings call on December 18, 2025, Mr. Dewan stated that GEE Group will not pursue share repurchases, citing, instead, a preference for acquisitions. At the same time, Mr. Dewan acknowledged that private staffing company acquisitions typically transact at multiples of 6x-10x EBITDA – a valuation range that would be meaningfully destructive to JOB stockholder value. We believe JOB's low stock price reflects the market's sentiment on GEE Group's strategy of pursuing acquisitions at high multiples and demonstrates that stockholders are questioning whether capital is being stewarded with appropriate discipline and whether the board and management are truly committed to enhancing shareholder value.

3. Star Equity's Proposal Would Significantly Benefit JOB Stockholders

We believe Star Equity would be an excellent merger partner for GEE Group because the combination of the two companies would create significant value for both JOB and STRR stockholders through:

- reduction of duplicative public company and corporate overhead costs,
- sharpened operational focus and efficiency for the operating management team,
- Star Equity management's significant experience in overseeing and investing in professional services businesses, and
- ample opportunities for collaboration with Star Equity's experienced business leaders.

We strongly urge GEE Group's board to consider our Proposal and instruct GEE Group's management to engage in constructive discussions with Star Equity.

About Star Equity Holdings, Inc.

Star Equity Holdings, Inc. (Nasdaq: STRR) is a diversified holding company with four divisions: Building Solutions, Business Services, Energy Services, and Investments.

About Star Equity Fund, LP

Star Equity Fund, LP is an investment fund managed by the Investments Division of Star Equity Holdings, Inc. Star Equity Fund seeks to unlock stockholder value and improve corporate governance at its portfolio companies.

For more information contact:

Star Equity Holdings, Inc.

Jeffrey E. Eberwein
Chief Executive Officer
203-489-9501
jeff.eberwein@starequity.com

The Equity Group

Lena Cati
Senior Vice President
212-836-9611
lcati@equityny.com



53 Forest Avenue, Suite 101
Old Greenwich, CT 06870

Private & Confidential

January 6, 2026

GEE Group Inc.
Attn: Derek Dewan
7751 Belfort Parkway, Suite 150
Jacksonville, Florida 32256

Dear Mr. Dewan,

Star Equity Holdings, Inc. ("Star", "We", "Our") has performed preliminary due diligence on GEE Group Inc. ("GEE Group", "JOB", or the "Company") based solely on publicly available information and we believe Star could be an excellent merger partner for the Company. We also believe this potential combination would reduce public company and corporate overhead costs on a combined basis and create significant value for the shareholders of JOB.

Star is a publicly traded (NASDAQ: STRR), diversified holding company and has been operating in this capacity since September 2019. Star currently has four divisions: Building Solutions, Business Services, Energy Services, and Investments, and our acquisition strategy involves seeking both attractive bolt-on opportunities for our existing businesses as well as potentially entering entirely new segments where we believe we can create significant value.

Star maximizes the value of its investments by concentrating on certain sectors where we have operating and investment experience. We partner with talented management teams and invest capital to help build stronger companies and industry leaders. Star's structure frees up the operating management teams to focus on what they do best — operate and grow their businesses without the distractions of running a public company.

We believe there are several compelling reasons why Star would be an excellent merger partner for GEE Group and JOB shareholders including:

- Significant opportunities for public company overhead reduction by combining the two companies
- Increased focus for the operating management team to grow its business with fewer public-company-related distractions
- Significant opportunities for collaboration with the teams at GEE Group and the seasoned business leaders at Star's Hudson Talent Solutions business and Star's other portfolio companies, including numerous cross-selling opportunities

Star's portfolio investments are true partnerships, built on teamwork, open communication, and honest collaboration to capture value for all stakeholders. We make all our firm's expertise available to support

company management teams. We also have deep experience assisting our portfolio companies in evaluating acquisitions, financings, and other important strategic decisions.

1. Valuation: Subject to further due diligence, we could be willing to pay a meaningful premium to the Company's 12/31/25 closing stock price of \$0.1953.

2. Financing / Sources & Uses of Funds: We expect to fund the transaction through a combination of cash on hand, debt, and equity securities.

3. Approvals: At the appropriate time, Star will seek Board approval to consummate the transaction, subject to satisfactory completion of due diligence, negotiation, and execution of the definitive agreement and related documents, and the satisfaction of customary conditions, and representations set forth in the definitive agreement. Star is unaware of any third-party approvals required to close the transaction.

4. Due Diligence: Star anticipates conducting standard due diligence comprised of a review of financial, operating, and legal information, as well as discussions with members of the Company's management team, customers, and significant third-party vendors. In this regard, we expect you to provide us assistance as is reasonably requested and give access at reasonable times to all things related to the business and assets of the Company.

We are enthusiastic about proceeding with discussions with you and suggest we put a mutual NDA in place as the next logical step in our dialogue. If you have any questions about anything contained herein or our company, please contact me at (203) 489-9501. We look forward to hearing from you.

Sincerely,

Star Equity Holdings, Inc.

/s/ Jeffrey E. Eberwein

Jeffrey E. Eberwein
CEO

