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環球戰略集團有限公司

## **GLOBAL STRATEGIC GROUP LIMITED**

**環球戰略集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8007)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 16 JUNE 2022**

Reference is made to the circular (the “**Circular**”) incorporating the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of Global Strategic Group Limited (the “**Company**”) dated 12 May 2022. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

#### **POLL RESULTS OF THE AGM**

At the AGM held on 16 June 2022, the voting on all proposed resolutions as set out in the Notice was taken by poll. The Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of AGM, the total number of issued shares in the Company was 455,860,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on all the resolutions at the AGM. No Shareholders were entitled to attend and abstain from voting in favour of any resolution at the AGM as set out in Rule 17.47A of the GEM Listing Rules and no Shareholders were required to abstain from voting at the AGM under the GEM Listing Rules. No parties were indicated in the Circular that they intended to vote against or to abstain from voting on any resolution at the AGM.

The full text of the resolutions was set out in the Notice and the poll results in respect of each of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors (each a “ <b>Director</b> ”) and auditors of the Company for the year ended 30 September 2021.	153,049,444 99.99%	874 0.01%
2.	(a) To re-elect Mr. Wu Guoming as executive Director.	153,049,444 99.99%	874 0.01%
	(b) To re-elect Mr. Sun Zhi Jun as independent non-executive Director.	6,720,046 4.39%	146,330,272 95.61%
	(c) To re-elect Dr. Chung Ling Cheong Dicky as independent non-executive Director.	153,049,444 99.99%	874 0.01%
	(d) To authorise the board of Directors to fix the Directors’ remuneration.	153,049,444 99.99%	874 0.01%
3.	To re-appoint RSM Hong Kong as the auditors of the Company and to authorise the Board to fix their remuneration.	153,049,444 99.99%	874 0.01%
4.	To grant the general mandate to the Directors to issue, allot and otherwise deal with the Company’s Shares.	153,049,434 99.99%	884 0.01%
5.	To grant the general mandate to the Directors to repurchase the Shares.	153,049,444 99.99%	874 0.01%
6.	To add the number of the Shares repurchased by the Company to the mandate granted to the Directors under resolution no. 4.	153,049,434 99.99%	884 0.01%
7.	To refresh the Scheme Mandate Limit of Share Option Scheme.	153,049,444 99.99%	874 0.01%

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1, 2(a), 2(c), 2(d), 3, 4, 5, 6 and 7, the resolution numbered 1, 2(a), 2(c), 2(d), 3, 4, 5, 6 and 7 were duly passed at the AGM as ordinary resolutions of the Company. As more than 50% of the votes were cast against the resolution numbered 2(b), the resolution numbered 2(b) was not passed by the Shareholders as ordinary resolution at the conclusion of the AGM.

All directors of the Company attended the AGM by electronic means.

## **RETIREMENT OF DIRECTOR AND CHANGE OF THE COMPOSITION OF THE BOARD COMMITTEE**

The Board further announces that Mr. Sun Zhi Jun (“**Mr. Sun**”) retired by rotation as an independent non-executive Director in accordance with the Cayman Islands law and the resolution in respect of his re-election was not passed by the Shareholders as ordinary resolution at the conclusion of the AGM. Due to his retirement, he also ceased to be a member of the audit committee, human resources and remuneration committee and nomination committee of the Board. The Board would like to express its appreciation to Mr. Sun for his past contribution to the Company during his tenure of service. Both Mr. Sun and the Board are not aware of any matter relating to the retirement of Mr. Sun that needs to be brought to the attention of the Shareholders and the Stock Exchange.

Pursuant to Rule 5.05(1) of the GEM Listing Rules, the board of directors of a listed issuer must include at least three independent non-executive directors. Further, the audit committee should comprise of a minimum of three members as required under Rule 5.28 of the GEM Listing Rules. Under Rules 5.34 and 5.36A of the GEM Listing Rules requires the remuneration committee and nomination committee chaired by the chairman of the board or an independent non-executive director and comprising a majority of independent non-executive directors respectively.

Following the retirement of Mr. Sun, the numbers of independent non-executive director on the Board and the members of the audit committee of the Board are less than three as required under Rules 5.05(1) and 5.28 of the GEM Listing Rules and the remuneration committee and nomination committee of the Board were not comprised a majority of independent non-executive directors. The Company is endeavoring to identify suitable candidate to fill the vacancies with the expectation within 3 months from the effective date of the resignation of Mr. Sun pursuant to Rules 5.06 and 5.33 of the GEM Listing Rules. The Company will make further announcement(s) as and when appropriate.

By order of the Board  
**Global Strategic Group Limited**  
**Wang Wenzhou**  
*Executive Director and Chief Executive Officer*

Hong Kong, 16 June 2022

*As at the date of this announcement, the Executive Directors are Mr. Wang Wenzhou (Chief Executive Officer), Mr. Wu Guoming and Mr. Duan Fanfan; and the Independent Non-executive Directors are Mr. Leung Oh Man, Martin, Mr. Sun Zhi Jun and Dr. Chung Ling Cheong Dicky.*

*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.*

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