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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)**

## VOLUNTARY ANNOUNCEMENT MEMORANDUM OF UNDERSTANDING – STRATEGIC COOPERATION

This announcement is made by Global Strategic Group Limited (the “**Company**”, collectively with its subsidiaries, the “**Group**”) on a voluntary basis. Reference is made to the announcement of the Company dated 16 June 2023 (the “**Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement. The Company has been searching opportunities to develop the New Business, and this announcement is made for the purpose of keeping the Shareholders and potential investors informed of the latest business update of the Group.

### MEMORANDUM OF UNDERSTANDING

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 27 December 2023 (after trading hours), the Company entered into a non-legally binding memorandum of understanding (the “**MOU**”) with Hualing Energy Co., Ltd.\* (華領能源有限公司) (the “**Potential Partner**”), in relation to the potential cooperation for the development of electric vehicle (“**EV**”) charging station business (the “**Proposed Cooperation**”).

The Company and the Potential Partner are in the process of discussing possible ways of cooperation. The Potential Partner may undertake full investment, operation and maintenance of the EV charging station business, leveraging sites provided by the Group. Alternatively, the Group may also purchase equipment and facilities of EV charging stations from the Potential Partner and appoint the Potential Partner to be the operator of the EV charging stations. The Potential Partner may also offer the Group with tailored solutions, such as turnkey sub-batch construction, sub-contracting and cooperation. Upon conclusion of the negotiation, a formal agreement will be signed between the parties. As at the date of the MOU, none of the material terms or the form of business cooperation has been finalised and no legally binding agreement in relation to the cooperation has been entered into between the parties.

## **Exclusivity**

During the period of 90 days from the date of MOU (or such later date(s) as the parties to the MOU may agree in writing) (the “**Exclusivity Period**”), each of the Company and the Potential Partner agrees not to enter into negotiations, whether formal or informal, with any party other than the Company or the Potential Partner concerning the Proposed Cooperation, and each of the Company and the Potential Partner shall promptly notify the other party of any inquiries by any third parties regarding the foregoing.

## **Formal Agreement**

Each of the parties to the MOU agrees to use all reasonable endeavours to negotiate the terms and conditions of a legally binding cooperation agreement between the relevant parties in relation to the Proposed Cooperation (the “**Formal Agreement**”).

## **Termination**

The parties to the MOU agree that:

- (i) if the signing of the Formal Agreement does not take place within the Exclusivity Period, the MOU shall be terminated with immediate effect; or
- (ii) if the Company and the Potential Partner enter into the Formal Agreement within the Exclusivity Period, the MOU shall be terminated with immediate effect.

The MOU shall be terminated at the occurrence of any of the above two events, whichever is earlier.

## **Profit sharing**

The profit sharing shall be further negotiated between the Company and the Potential Partner and be determined in the Formal Agreement.

## **BACKGROUND OF THE POTENTIAL PARTNER**

The Potential Partner is a company established in the PRC with limited liability. It principally engages in the electricity supply business, the operation of electric vehicle charging infrastructure and high-speed charging stations in the PRC.

To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, the Potential Partner and its ultimate beneficial owners are independent third parties and are not connected with the Company and its connected persons (as defined in the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”)).

## **REASONS FOR AND BENEFITS OF ENTERING INTO THE MOU**

The Group is principally engaged in (i) natural gas operations; and (ii) sales and leasing business. The Board consider that it is beneficial for the Group to seek investment opportunities from time to time to develop its existing business portfolio and engage in a new line of business with growth potential and broaden its source of income. The Directors are of the view that the possible cooperation between the Group and the Potential Partner, if materialised, represents an opportunity for the Group to diversify the revenue stream of the Group and is in the interests of the Company and the Shareholders as a whole.

## **NATURE OF THE MOU**

The MOU does not constitute any legally binding commitment in respect of the possible business cooperation, save and except that each party agrees to be legally bound by certain clauses including confidentiality and the governing law. The possible business cooperation between the Group and the Potential Partner will only be finalised after the conclusion of negotiation and execution of the Formal Agreement between the relevant parties.

## **GENERAL**

The Board wishes to emphasise that the Proposed Cooperation contemplated under the MOU may or may not proceed and that the parties have not entered into a legally binding agreement in relation to the transactions contemplated under the MOU as at the date of this announcement. If the transactions contemplated under the MOU materialise, the Company will make further announcements as and when appropriate in accordance with the GEM Listing Rules.

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

By order of the Board  
**Global Strategic Group Limited**  
**Wang Wenzhou**

*Executive Director and Chief Executive Officer*

Hong Kong, 27 December 2023

*As at the date of this announcement, the Executive Directors are Mr. Wang Wenzhou (Chief Executive Officer), Mr. Wu Guoming and Mr. Wu Chunyao; the Non-executive Director is Mr. Chen Long; and the Independent Non-executive Directors are Mr. Leung Oh Man, Martin, Dr. Chung Ling Cheong Dicky and Dr. Cheng Chak Ho.*

*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 Information” page of the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) for at least seven days from the day of its publication and on the Company’s website at [www.globalstrategicgroup.com.hk](http://www.globalstrategicgroup.com.hk).*

*\* For identification purpose only*