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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)

SUPPLEMENTAL ANNOUNCEMENT TO THE PLACING OF NEW SHARES UNDER GENERAL MANDATE

References is made to the announcement of Global Strategic Group Limited (the “**Company**”) dated 5 March 2024 (the “**Announcement**”) in relation to the placing of up to 91,172,000 Placing Shares under the General Mandate. Unless otherwise defined, capitalised terms used herein have the same meanings as defined in the Announcement.

AMENDMENTS TO THE PLACING AGREEMENT

As disclosed in the Announcement, the completion of the Placing Agreement is conditional upon the satisfaction of the conditions set out in the section headed “Conditions and completion of the Placing” of the Announcement on or before 26 March 2024 (or such later date as may be agreed between the parties to the Placing Agreement in writing) (the “**Long Stop Date**”).

As additional time is required for the Placing Agent to procure investors to subscribe for the Placing Shares, the Company and the Placing Agent, after arm’s length negotiation, entered into a supplemental agreement (the “**Supplemental Agreement**”) to the Placing Agreement on 26 March 2024, whereby the parties agreed to extend the Long Stop Date from 26 March 2024 to 15 April 2024 (or such later date as may be agreed between the Company and the Placing Agent).

Furthermore, the Placing Price is adjusted from HK\$0.068 to HK\$0.077 (the “**Adjusted Placing Price**”).

Save and except for the aforesaid changes, all the terms and conditions of the Placing Agreement (as amended and supplemented by the Supplemental Agreement) remain unchanged and continue in full force and effect.

The Adjusted Placing Price of HK\$0.077 represents:

- (i) a discount of approximately 13.48% to the closing price of HK\$0.089 per Share as quoted on the Stock Exchange on the date of the Supplemental Agreement; and
- (ii) a discount of approximately 18.78% to the average closing price of HK\$0.0948 per Share as quoted on the Stock Exchange in the last five (5) consecutive trading days immediately prior to the date of the Supplemental Agreement.

The Adjusted Placing Price was determined with reference to the prevailing market prices and the recent trading volume of the Shares and was negotiated on an arm’s length basis between the Company and the Placing Agent. The Directors (including the independent non-executive Directors), after taking into account the Adjusted Placing Price, consider that the terms of the Placing Agreement (as supplemented by the Supplemental Agreement thereto) are fair and reasonable and in the best interests of the Company and the Shareholders as a whole.

The net issue price per Placing Share (after deduction of the placing commission, professional fees and all and related expenses) is approximately HK\$0.070, assuming that the Placing is completed in full.

Assuming that all the 91,172,000 Placing Shares are successfully placed by the Placing Agent, the adjusted maximum gross proceeds from the Placing are estimated to be approximately HK\$7.0 million, and the maximum net proceeds, after deducting the placing commission, professional fees and all related expenses which may be borne by the Company, from the Placing are estimated to be approximately HK\$6.4 million. The net proceeds from the Placing are intended to be used for general working capital and settlement of bonds.

Shareholders and potential investors of the Company should note that the completion of the Placing is subject to the fulfillment of the conditions as set out in the Placing Agreement, the Placing may or may not proceed. Shareholders and potential investors are reminded to exercise caution when dealing in the Shares.

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

Hong Kong, 26 March 2024

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 for at least seven days from the day of its publication and on the Company’s website at www.globalstrategicgroup.com.hk.