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If you are in any doubt about this circular or as to the action to be taken, you should consult your licenced securities dealer or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in China Energy Storage Technology Development Limited (the “Company”), you should at once hand this circular together with the enclosed form of proxy to the purchaser or transferee or to the bank, licenced securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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中國儲能科技發展有限公司

CHINA ENERGY STORAGE TECHNOLOGY DEVELOPMENT LIMITED

(formerly known as Link-Asia International MedTech Group Limited 環亞國際醫療科技集團有限公司)
(incorporated in the Cayman Islands with limited liability)

(Stock code: 1143)

PROPOSALS FOR
(1) GENERAL MANDATES TO ISSUE AND
REPURCHASE SHARES
(2) RE-ELECTION OF RETIRING DIRECTORS AND
APPOINTMENT OF DIRECTOR,
AND
(3) NOTICE OF ANNUAL GENERAL MEETING

A notice convening the annual general meeting of the Company (the “AGM”) to be held on 3 June 2024 (Monday) at 10:30 a.m. at Units 5906–5912, 59th Floor, The Center, 99 Queen’s Road Central, Hong Kong is set out on pages AGM-1 to AGM-5 of this circular. A form of proxy for use for the Shareholders at the AGM is enclosed with this circular. Whether or not you are able to attend the AGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the office of the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the AGM. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjourned meeting thereof should you so desire.

This circular together with the form of proxy will be published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.link-asia.com.hk).

26 April 2024

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“AGM” or “Annual General Meeting”	the annual general meeting of the Company to be held on 3 June 2024 (Monday) at 10:30 a.m. at Units 5906–5912, 59th Floor, The Center, 99 Queen’s Road Central, Hong Kong;
“AGM Notice”	the notice convening the AGM set out on pages AGM-1 to AGM-5 of this circular;
“Articles”	the articles of association of the Company;
“associates”	has the same meaning as defined in the Listing Rules;
“Board”	the board of Directors;
“Company”	China Energy Storage Technology Development Limited (中國儲能科技發展有限公司), an exempted company incorporated in the Cayman Islands with limited liability and the issued Shares of which are listed on the Stock Exchange (Stock Code: 1143);
“connected person(s)”	has the same meaning as defined in the Listing Rules;
“Director(s)”	the director(s) of the Company;
“Group”	the Company and its subsidiaries;
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Issue Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to allot and issue Shares set out as resolution no. 4 in the AGM Notice;
“Latest Practicable Date”	25 April 2024, being the latest practicable date prior to the printing of this circular for ascertaining certain information for inclusion in this circular;
“Listing Committee”	means the listing sub-committee of the board of directors of the Stock Exchange;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Memorandum”	the memorandum of association of the Company;

DEFINITIONS

“PRC”	the People’s Republic of China, and for the purpose of this circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan Region;
“SFO”	Securities and Futures Ordinance (Chapter 571) of the Laws of Hong Kong;
“Share(s)”	share(s) of HK\$0.2 each in the share capital of the Company;
“Shareholder(s)”	holder(s) of (a) Share(s);
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Takeovers Code”	The Hong Kong Code on Takeovers and Mergers;
“%”	percent.



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(incorporated in the Cayman Islands with limited liability)

(Stock code: 1143)

Executive Directors:

Mr. Lin Dailian (*Chairman*)
Mr. Liu Zhiwei
Ms. Bian Sulan
Ms. Lin Xiaoshan

Independent Non-executive Directors:

Mr. Wu Chi King
Mr. Li Huiwu
Ms. Zhang Xiulin

Registered Office:

Windward 3,
Regatta Office Park,
PO Box 1350,
Grand Cayman,
KY1-1108,
Cayman Islands

Head Office and Principal Place of

Business in Hong Kong:
Suites 3501&3513-14,
35th Floor, Tower 6,
The Gateway, Harbour City,
Tsim Sha Tsui, Kowloon,
Hong Kong

26 April 2024

To the Shareholders

Dear Sir or Madam,

**PROPOSALS FOR
(1) GENERAL MANDATES TO ISSUE AND
REPURCHASE SHARES
(2) RE-ELECTION OF RETIRING DIRECTORS AND
APPOINTMENT OF DIRECTOR,
AND
(3) NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide you with information regarding the following resolutions to be proposed at the AGM relating to: (a) the granting of the Issue Mandate to the Directors to issue Shares; (b) the granting of the Repurchase Mandate to the Directors to repurchase Shares; (c) the granting of the extension mandate to extend the Issue Mandate by an amount representing the total number of any Shares repurchased under the Repurchase Mandate; and (d) the re-election and appointment of Directors.

LETTER FROM THE BOARD

GENERAL MANDATES TO ISSUE NEW SHARES AND REPURCHASE SHARES

At the annual general meeting of the Company held on 8 June 2023, ordinary resolutions were passed to grant general mandates to the Directors (i) to issue additional Shares not exceeding 20% of issued share capital of the Company as at the date of passing the relevant resolutions; (ii) to repurchase Shares not exceeding 10% of the issued share capital of the Company as at the date of passing the relevant resolutions; and (iii) to extend the general mandate to issue Shares to include the aggregate number of shares repurchased by the Company. Unless otherwise renewed, the existing mandates to issue and repurchase Shares will lapse at the conclusion of the AGM.

Ordinary resolutions will be proposed at the AGM to grant to the Directors general mandates:

- (i) to allot, issue and otherwise deal with new Shares with an aggregate nominal amount not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing the proposed resolution at the AGM; and
- (ii) to repurchase Shares with an aggregate nominal amount not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing the proposed resolution at the AGM.

In addition, a separate ordinary resolution will be proposed at the AGM to add to the Issue Mandate those Shares repurchased by the Company pursuant to the Repurchase Mandate (if granted to the Directors at the AGM).

The Directors have no present intention to exercise the Issue Mandate or the Repurchase Mandate (if granted to the Directors at the AGM).

As at the Latest Practicable Date, a total of 195,773,185 Shares were in issue. Subject to the passing of the proposed resolution granting the Issue Mandate to the Directors and on the basis that no Shares will be issued and/or repurchased by the Company prior to the AGM, the Company will be allowed to issue a maximum of 39,154,637 Shares, representing 20% of the aggregate nominal amount of the share capital of the Company as at the date of the AGM, and to repurchase up to a maximum 19,577,318 Shares, representing 10% of the aggregate nominal amount of the share capital of the Company as at the date of the AGM.

An explanatory statement containing information regarding the Repurchase Mandate is set out in the Appendix I to this circular.

RE-ELECTION OF DIRECTORS

In accordance with Article 112 of the Articles of Association, Ms. Bian Sulan, Mr. Wu Chi King and Ms. Zhang Xiulin will retire at the AGM and, being eligible, will offer themselves for re-election at the AGM. Particulars of the retiring Directors proposed to be re-elected at the AGM are set out in Appendix II to this circular.

LETTER FROM THE BOARD

AGM

A notice convening the AGM to be held on 3 June 2024 (Monday) at 10:30 a.m. at Units 5906–5912, 59th Floor, The Center, 99 Queen’s Road Central, Hong Kong is set out on pages AGM-1 to AGM-5 of this circular for the purpose of considering and, if thought fit, passing the resolutions set out therein. Pursuant to Rule 13.39 of the Listing Rules, all votes of the Shareholders at the general meetings must be taken by poll. Therefore, the resolutions set out in the AGM Notice will be required to be voted by way of poll.

The Company will be closed from 28 May 2024 (Tuesday) to 3 June 2024 (Monday), both dates inclusive, during such period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Hong Kong branch share register of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on 27 May 2024 (Monday).

You will find enclosed a form of proxy for use at the AGM. Whether or not you are able to attend the AGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the office of the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the AGM. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM, or any adjourned meeting thereof should you so desire.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the 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 circular 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 circular misleading.

RECOMMENDATION

The Directors consider that the granting of the Issue Mandate, the Repurchase Mandate, and the re-election of the Directors and the Proposed Amendments are in the best interests of the Company and the Shareholders. Accordingly, the Directors recommend that the Shareholders vote in favour of the relevant resolutions as set out in the AGM Notice at the AGM.

By Order of the Board
China Energy Storage Technology Development Limited
Lin Dailian
Chairman and Executive Director

This appendix includes an explanatory statement required by the Stock Exchange to be presented to the Shareholders concerning the Repurchase Mandate proposed to be granted to the Directors in the AGM.

1. LISTING RULES RELATING TO REPURCHASES OF SHARES

The Listing Rules permit companies with a primary listing on the Stock Exchange to repurchase their shares on the Stock Exchange subject to certain restrictions.

The Listing Rules provide that all proposed repurchases of shares must be approved by shareholders in advance by an ordinary resolution at a general meeting, either by way of a general mandate or by a specific approval of a particular transaction and that the shares to be repurchased must be fully paid up.

2. FUNDING AND IMPACT OF REPURCHASES

Any repurchase will be made out of funds which are legally available for the purpose in accordance with the memorandum and articles of association of the Company, the Listing Rules and the applicable laws of the Cayman Islands. Any repurchase of Shares will be made out of the profits of the Company or the proceeds of a fresh issue of Shares made for the purpose of the purchase or, if authorised by the Articles and subject to the laws of the Cayman Islands, out of capital and, in the case of any premium payable on the purchase, out of the profits of the Company or from sums standing to the credit of the share premium account of the Company or, if authorised by the Articles and subject to the laws of the Cayman Islands, out of capital. In accordance with the laws of the Cayman Islands, the shares so repurchased would be treated as cancelled.

As compared with the financial position of the Company as at 31 December 2023 (being the date to which the latest audited accounts of the Company have been made up), the Directors consider that there would not be a material adverse impact on the working capital and on the gearing position of the Company in the event that the proposed repurchases were to be carried out in full during the proposed repurchase period.

The Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital of the Company or the gearing position which in the opinion of the Directors are from time to time appropriate for the Company.

3. REASONS FOR REPURCHASES

The Directors believe that it is in the best interests of the Company and the Shareholders to have a general authority from the Shareholders to enable the Directors to repurchase Shares on the market. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value of the Company and/or its earning per Share and will only be made when the Directors believe that such repurchases will benefit the Company and the Shareholders.

4. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 195,773,185 Shares.

Subject to the passing of the relevant ordinary resolutions to approve the general mandates to issue and repurchase Shares and on the basis that no further Shares are issued or repurchased between the Latest Practicable Date and the date of AGM, the Directors would be authorised to exercise the powers of the Company to repurchase a maximum of 19,577,318 Shares, being 10% of the issued share capital of the Company.

5. UNDERTAKING OF THE DIRECTORS

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the Repurchase Mandate in accordance with the Listing Rules, the applicable laws of the Cayman Islands and in accordance with the memorandum and articles of association of the Company.

6. EFFECT OF THE TAKEOVERS CODE

If as a result of a repurchase of Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of the Takeovers Code.

As a result, a Shareholder or a group of Shareholders acting in concert (as that term is defined in the Takeovers Code), depending on the level of increase of the Shareholder's interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

So far as the Directors are aware based on the register of substantial shareholders maintained by the Company pursuant to Section 336 of Part XV of the SFO as at the Latest Practicable Date, the exercise of the Repurchase Mandate in full will not give rise to any obligation on any Shareholder (and parties acting in concert with he/she/it, if any) to make a mandatory offer under Rule 26 of the Takeovers Code.

The Directors have no intention to exercise the Repurchase Mandate to such an extent that results in a public shareholding of less than the minimum public float requirement of 25% of the total issued share capital of the Company.

7. DIRECTORS, THEIR ASSOCIATES AND CONNECTED PERSONS

None of the Directors nor, to the best knowledge and belief of the Directors, having made all reasonable enquiries, any of their respective associates has any present intention, in the event that the proposed Repurchase Mandate is granted, to sell Shares to the Company. No connected person of the Company has notified the Company that he/she/it has a present intention to sell Shares to the Company nor has he/she/it undertaken not to sell any of the Shares held by him/her/it to the Company in the event that the Company is authorised to make repurchases of Shares.

8. SHARE REPURCHASE MADE BY THE COMPANY

The Company did not purchase any Shares (whether on the Stock Exchange or otherwise) in the six months preceding the Latest Practicable Date.

9. SHARE PRICES

The following table shows the highest and lowest prices at which the Shares were traded on the Stock Exchange during each of the previous 12 calendar months prior to the Latest Practicable Date:

	Price Per Share	
	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
2023		
April	2.18	1.63
May	2.42	1.88
June	2.75	2.0
July	2.38	1.98
August	2.1	0.78
September	2.14	1.26
October	1.69	1.85
November	2.11	1.81
December	2.18	1.94
2024		
January	2.14	1.80
February	2.04	1.82
March	1.99	1.77
April (up to the Latest Practicable Date)	1.98	1.76

Set out below are details of the Directors proposed to be re-elected at the AGM.

Ms. Bian Sulan, Executive Director

Ms. Bian Sulan (“**Ms. Bian**”), aged 55, was appointed as Executive Director of the Company with effect from 12 June 2023. She has over 30 years of working experience in marketing, promotion and media business management. Before joining the Group, Ms. Bian worked as the general director of a company mainly engaged in social media business in the PRC, mainly responsible to manage the company’s daily operations, including but not limited to marketing promotion, customer management, product sales and review of the company brand development. She has extensive experience in sales planning, marketing management and wide personal networks in different industries.

Save as disclosed above, as at the Latest Practicable Date, Ms. Bian (i) has not held any other directorships at present or in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas and does not have other major appointments and professional qualifications; (ii) has no interest in the Shares within the meaning of Part XV of the SFO; and (iii) does not have any relationships with any other Directors, senior management or any substantial or controlling shareholders of the Company.

Ms. Bian has entered into a service agreement as an executive Director with the Company for an initial term of two years and is subject to retirement by rotation and re-election at general meeting of the Company in accordance with the Company’s articles of association. Ms. Bian is entitled to the remuneration of HK\$180,000 per annum as specified in her service agreement and discretionary bonus, which is determined by the Board (the decision of which was based on the recommendation of the remuneration committee) with reference to her duties and responsibilities in the Company, the prevailing market rate and the remuneration policy of the Company. Such remuneration is subject to review by the remuneration committee and the Board from time to time. As a Director, Ms. Bian is subject to retirement by rotation and re-election in accordance with the Company’s articles of association.

In addition, Ms. Bian is not aware of any other matters that need to be brought to the attention of the Shareholders. As advised by Ms. Bian, there is no other information that should be disclosed pursuant to paragraph 13.51(2) of the Listing Rules.

Mr. Wu Chi King, Independent Non-Executive Director

Mr. Wu Chi King (“**Mr. Wu**”), aged 42, was appointed as an Independent Non-Executive Director of the Company with effect from 6 September 2023. He received a Bachelor of Computer Science from Monash University and is a Certified Practising Accountant (CPA) of Certified Practising Accountant Australia. He has accumulated extensive experience in finance and accounting by working in various listed and sizable companies in Hong Kong. Mr. Wu is currently the financial controller of Hang Heung Cake Shop Company Limited, a private company incorporated in Hong Kong with limited liability which is a food product manufacturer. Mr. Wu is also an independent non-executive director of (i) Palinda Group Holdings Limited, a company whose shares are listed on GEM of the Stock Exchange (Stock Code: 8179) since September 2022; (ii) Mansion International Holdings Limited, a company whose shares are listed on GEM of the Stock Exchange (Stock Code: 8456) since June 2021; and (iii) Wan Cheng Metal Packaging Company Limited, a company whose shares are listed on GEM of the Stock Exchange (Stock Code: 8291) since June 2020.

Save as disclosed above, as at the Latest Practicable Date, Mr. Wu (i) has not held any other directorships at present or in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas and does not have other major appointments and professional qualifications; (ii) has no interest in the Shares within the meaning of Part XV of the SFO; and (iii) does not have any relationships with any other Directors, senior management or any substantial or controlling shareholders of the Company.

In respect of the proposed re-election of Mr. Wu, the nomination committee of the Company has carefully considered the independence confirmation received from Mr. Wu during which he had been an independent non-executive director and the criteria as set out in Rule 3.13 of the Listing Rules and Mr. Wu has not engaged in any executive management of the Group. The nomination committee of the Company had also evaluated the performance of Mr. Wu during the year ended 31 December 2023 based on the nomination policy of the Company, and found his performance satisfactory to be re-elected. Mr. Wu has provided valuable contributions to the Company and demonstrated his ability to provide independent advice to affairs of the Company as a chairman of the audit committee; a member of remuneration committee and a member of Nomination Committee of the Company. His extensive experience and professional work experience have enabled him to provide valuable insights to the Board. In addition, his educational background and diversity of work experience as disclosed above have enabled him to provide valuable and diverse views, contributing to the diversity of the Board.

Mr. Wu has entered into an appointment letter as an independent non-executive Director with the Company for an initial term of three years and is subject to retirement by rotation and re-election at general meeting of the Company in accordance with the Company’s articles of association. Mr. Wu is entitled to a directors’ fee of HK\$240,000 per annum as specified in his letter of appointment, which is determined by the Board (the decision of which was based on the recommendation of the Remuneration Committee) with reference to his duties and responsibilities with the Company, the prevailing market rate and the remuneration policy of the Company. Such remuneration is subject to review by the Remuneration Committee and the Board from time to time.

In addition, Mr. Wu is not aware of any other matters that need to be brought to the attention of the Shareholders. As advised by Mr. Wu, there is no other information that should be disclosed pursuant to paragraph 13.51(2) of the Listing Rules.

Ms. Zhang Xiulin, Independent Non-Executive Director

Ms. Zhang Xiulin (“**Ms. Zhang**”), aged 63, was appointed as Independent Non-Executive Director of the Company with effect from 20 December 2023. She has over 20 years of experience in corporate management and human resources management. Ms. Zhang served as the executive vice president of Shanghai Resource Property Consultancy Co., Ltd. (上海策源置業顧問股份有限公司) from 2002 to 2010; from 2011 to 2013, she served as the general manager of Shanghai Fujie Decoration Construction Co., Ltd.* (上海複杰裝飾工程有限公司), which is a joint venture company of Shanghai Resource Property Consultancy Co., Ltd., where she was mainly responsible for the company’s annual budget planning, guiding the establishment and improvement of the company’s various management systems, as well as the organizing and planning of the company’s important meetings and major events. Ms. Zhang acted as the deputy secretary-general of the Shanghai Jiaying Chamber of Commerce* (上海市嘉興商會) from 2013 to 2020, and was mainly responsible for event coordination and daily administrative management of the chamber. Ms. Zhang graduated from the Department of Business Management of Shanghai Polytechnic University (上海第二工業大學) in 1996 with a bachelor’s degree, and later completed a postgraduate program in human resource development and management at East China Normal University (華東師範大學) in 2006.

Save as disclosed above, as at the Latest Practicable Date, Ms. Zhang (i) has not held any other directorships at present or in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas and does not have other major appointments and professional qualifications; (ii) has no interest in the Shares within the meaning of Part XV of the SFO; and (iii) does not have any relationships with any other Directors, senior management or any substantial or controlling shareholders of the Company.

In respect of the proposed re-election of Ms. Zhang, the nomination committee of the Company has carefully considered the independence confirmation received from Ms. Zhang during which she had been an independent non-executive director and the criteria as set out in Rule 3.13 of the Listing Rules and Ms. Zhang has not engaged in any executive management of the Group. The nomination committee of the Company had also evaluated the performance of Ms. Zhang during the year ended 31 December 2023 based on the nomination policy of the Company, and found his performance satisfactory to be re-elected. Ms. Zhang has provided valuable contributions to the Company and demonstrated her ability to provide independent advice to affairs of the Company as a member of the audit committee of the Company. Her extensive experience and professional work experience have enabled her to provide valuable insights to the Board. In addition, her educational background and diversity of work experience as disclosed above have enabled him to provide valuable and diverse views, contributing to the diversity of the Board.

Ms. Zhang has entered into an appointment letter as an independent non-executive Director with the Company for an initial term of three years and is subject to retirement by rotation and re-election at general meeting of the Company in accordance with the Company's articles of association. Ms. Zhang is entitled to a directors' fee of HK\$180,000 per annum as specified in her letter of appointment, which is determined by the Board (the decision of which was based on the recommendation of the Remuneration Committee) with reference to his duties and responsibilities with the Company, the prevailing market rate and the remuneration policy of the Company. Such remuneration is subject to review by the Remuneration Committee and the Board from time to time.

In addition, Ms. Zhang is not aware of any other matters that need to be brought to the attention of the Shareholders. As advised by Ms. Zhang, there is no other information that should be disclosed pursuant to paragraph 13.51(2) of the Listing Rules.

NOTICE OF ANNUAL GENERAL MEETING



中國儲能科技發展有限公司

CHINA ENERGY STORAGE TECHNOLOGY DEVELOPMENT LIMITED

(formerly known as Link-Asia International MedTech Group Limited 環亞國際醫療科技集團有限公司)

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1143)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the “**Meeting**”) of China Energy Storage Technology Development Limited (the “**Company**”) will be held on 3 June 2024 (Monday) at 10:30 a.m. at Units 5906–5912, 59th Floor, The Center, 99 Queen’s Road Central, Hong Kong for considering and, if thought fit, passing, with or without amendments, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. To receive, consider and adopt the audited consolidated accounts and reports of the directors and auditors of the Company and its subsidiaries for the year ended 31 December 2023.
2. To re-appoint McMillan Woods (Hong Kong) CPA Limited as auditors of the Company and the board of directors of the Company (the “**Board**”) be authorised to fix their remuneration.
3. (a) To re-elect Ms. Bian Sulan as executive Director of the Company and the Board be authorised to fix her director’s remuneration
(b) To re-elect Mr. Wu Chi King and Ms. Zhang Xiulin as an independent non-executive Director of the Company and the Board be authorised to fix their director’s remuneration
4. “**THAT:**
(A) subject to paragraph (C) of this resolution below, the exercise by the directors of the Company (the “**Directors**”) during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares in the capital of the Company and to make or grant offers, agreements and options (including warrants, bonds and debentures convertible into shares of the Company) which might require the exercise of such powers be and is hereby generally and unconditionally approved;

NOTICE OF ANNUAL GENERAL MEETING

- (B) the Directors be and are hereby authorised during the Relevant Period to make or grant offers, agreements and options (including warrants, bonds and debentures convertible into shares of the Company) which might or would require the exercise of such powers (including but not limited to the power to allot, issue and deal with additional shares in the capital of the Company) during or after the end of the Relevant Period;
- (C) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the Directors pursuant to the approval in paragraphs (A) and (B) of this resolution above, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); or (ii) the exercise of any options granted under the Share Option Scheme adopted by the Company or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries of shares or rights to subscribe for shares in the Company; or (iii) any scrip dividend scheme or similar arrangement providing for the allotment of shares in the Company in lieu of the whole or part of a dividend in accordance with the articles of association of the Company from time to time, shall not exceed 20% of the aggregate nominal amount of the share capital of the Company in issue at the time of passing this resolution and the said approval shall be limited accordingly; and
- (D) for the purposes of this resolution:

“**Relevant Period**” means the period from the time of the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the laws of the Cayman Islands or the Articles to be held; or
- (iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting.

“**Rights Issue**” means an offer of shares open for a period fixed by the Directors to holders of shares on the register of members on a fixed record date in proportion to their then holdings of such shares (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction, or the requirements of any recognised regulatory body or any stock exchange).”

NOTICE OF ANNUAL GENERAL MEETING

5. “**THAT:**

- (A) subject to paragraph (C) of this resolution below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all powers of the Company to repurchase issued shares in the capital of the Company on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) or any other stock exchange on which the shares of the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, and that the exercise by the Directors of all powers of the Company to repurchase such shares are subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange, be and is hereby, generally and unconditionally approved;
- (B) the approval in paragraph (A) of this resolution above shall be in addition to any other authorisation given to the Directors and shall authorise the Directors on behalf of the Company during the Relevant Period to procure the Company to repurchase its shares at a price determined by the Directors;
- (C) the aggregate nominal amount of share capital of the Company repurchased or agreed conditionally or unconditionally to be repurchased by the Company pursuant to the approval in paragraph (A) of this resolution above during the Relevant Period shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company as at the time of passing this resolution and the said approval shall be limited accordingly; and
- (D) for the purposes of this resolution:

“**Relevant Period**” means the period from the time of the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the laws of the Cayman Islands or the Articles to be held; or
- (iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting.”

NOTICE OF ANNUAL GENERAL MEETING

6. “**THAT** conditional upon the passing of Resolutions 4 and 5 as set out in this notice convening the AGM of which this Resolution forms part, the general mandate granted to the Directors pursuant to Resolution 4 as set out in this notice convening the AGM of which this Resolution forms part be and is hereby extended by the addition thereto of an amount representing the aggregate nominal amount of share capital of the Company repurchased by the Company under the authority granted pursuant to Resolution 5 as set out in this notice convening the AGM of which this Resolution forms part, provided that such amount shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this Resolution.”

By Order of the Board
China Energy Storage Technology Development Limited
Lin Dailian
Chairman and Executive Director

Hong Kong, 26 April 2024

Notes:

1. Any member of the Company entitled to attend and vote at the AGM shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the AGM. A proxy need not be a member of the Company. On a poll, votes may be given either personally or by proxy.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
3. The register of members of the Company will be closed from 28 May 2024 (Tuesday) to 3 June 2024 (Monday), both dates inclusive, during such period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on 27 May 2024 (Monday).
4. To be valid, the instrument appointing a proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered to the office of the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.
5. No instrument appointing a proxy shall be valid after expiration of 12 months from the date named in it as the date of its execution, except at an adjourned meeting or on a poll demanded at the AGM or any adjournment thereof in cases where the AGM was originally held within 12 months from such date.
6. Where there are joint registered holders of any Share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such Share as if he were solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the Register of Members of the Company in respect of such Share shall alone be entitled to vote in respect thereof.

NOTICE OF ANNUAL GENERAL MEETING

7. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person (or in the case of a member being a corporation, its duly authorised representative) at the meeting or upon the poll concerned and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
8. An explanatory statement containing the information necessary to enable the members to make an informed decision as to whether to vote for or against the ordinary resolution no. 5 as set out in this notice is enclosed.
9. Details of the Directors proposed to be re-elected as Directors of the Company at the AGM are set out in Appendix II to this circular.
10. A form of proxy for use at the AGM is enclosed.