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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)**

**(1) RESIGNATION OF  
INDEPENDENT NON-EXECUTIVE DIRECTORS;  
(2) CHANGES IN COMPOSITION OF THE BOARD COMMITTEES;  
AND  
(3) NON-COMPLIANCE WITH THE GEM LISTING RULES**

**RESIGNATIONS OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Global Strategic Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that both Dr. Chung Ling Cheong Dicky (“**Dr. Chung**”) and Dr. Cheng Chak Ho (“**Dr. Cheng**”) have resigned as independent non-executive Directors of the Company with effect from 30 September 2025, as Dr. Chung and Dr. Cheng would like to spend more time to pursue their other business commitments. Dr. Chung and Dr. Cheng have confirmed that they have no disagreement with the Board and there is no matter in relation to their resignations that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board would like to express its sincere gratitude to Dr. Chung and Dr. Cheng for their valuable contribution to the Group during their tenure of service.

## CHANGES IN COMPOSITION OF THE BOARD COMMITTEES

Following the resignation of Dr. Chung and Dr. Cheng as independent non-executive Directors,

- (i) Dr. Chung ceased to be the chairman of each of the human resources and remuneration committee (the “**Human Resources and Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Board and a member of the audit committee (the “**Audit Committee**”) of the Board; and
- (ii) Dr. Cheng ceases to be a member of each of the Human Resources and Remuneration Committee, the Nomination Committee, and the Audit Committee.

## NON-COMPLIANCE WITH THE GEM LISTING RULES IN RELATION TO THE BOARD COMPOSITION

The Board noted that following the resignations of Dr. Chung and Dr. Cheng, the Company only has one independent non-executive Director and one member of the Audit Committee, with no independent non-executive Director serving as the chairman of Human Resources and Remuneration Committee or the Nomination Committee. In addition, each of the Human Resources and Remuneration Committee and the Nomination Committee is not comprised of a majority of independent non-executive Directors. The number of the Nomination Committee also fell below the minimum number as required under the terms of reference of the Nomination Committee. As a result, the Company is not in compliance with

- (i) Rule 5.05(1) of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”), which requires that the board of directors of an issuer includes at least three independent non-executive directors;
- (ii) Rule 5.05A of the GEM Listing Rules, which requires that independent non-executive directors constitute at least one-third of the board;
- (iii) Rule 5.28 of the GEM Listing Rules, which requires that an issuer has an audit committee consisting of at least three members;
- (iv) Rule 5.34 of the GEM Listing Rules, which requires that a remuneration committee is chaired by an independent non-executive director and comprises a majority of independent non-executive directors; and

- (v) Rule 5.36A of the GEM Listing Rules, which requires that a nomination committee is chaired by the chairman of the board or an independent non-executive director and comprises a majority of independent non-executive directors.

The Company will identify suitable candidates to fill up the vacancies within three months from 30 September 2025 so as to fulfill the requirements under Rule 5.05(1), 5.05A, 5.28, 5.34, and 5.36A of the GEM Listing Rules. Further announcements will be made by the Company in relation to such appointments as and when appropriate.

By order of the Board  
**Global Strategic Group Limited**  
**Wu Guoming**  
*Executive Director*

Hong Kong, 30 September 2025

*As at the date of this announcement, the Executive Directors are Mr. Wu Guoming and Mr. Wu Chunyao; the Non-executive Director is Ms. Chung Pei-Hsuan; and the Independent Non-executive Director is Mr. Leung Oh Man, Martin.*

*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.*

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