

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

DISCLOSURE PURSUANT TO RULES 17.15 AND 17.16 OF THE GEM LISTING RULES

PROVISION OF PREPAYMENTS TO A SUPPLIER

The Board announces that on 18 November 2024, Yichang Biaodian, as purchaser, and the Supplier as supplier, entered into the First Procurement Agreement in relation to the sale and purchase of natural gas. The First Procurement Agreement contains prepayment provisions, pursuant to which Yichang Biaodian is required to make advance payments (“**Prepayment(s)**”) to the Supplier for the procurement of, and to secure guaranteed supply of, natural gas. Since 18 November 2024 and up to the date of this announcement, Yichang Biaodian made Prepayments to the Supplier from time to time on a rolling basis, and such Prepayments are applied against the actual procurement costs payable by Yichang Biaodian to the Supplier.

On 1 April 2025, Yichang Biaodian and the Supplier entered into the Second Procurement Agreement to secure the supply of natural gas for an 18-month period by paying an advance payment. On 17 April 2025, Yichang Biaodian made a Prepayment of RMB18.0 million (approximately HK\$19.8 million) to the Supplier to secure and guarantee the supply of natural gas from 1 October 2025 to 31 March 2027 pursuant to the Second Procurement Agreement.

The Procurement Agreements

The principal terms of the Procurement Agreements are summarised as follow:

	First Procurement Agreement	Second Procurement Agreement
Date:	18 November 2024	1 April 2025
Parties:	(i) Yichang Biaodian (ii) the Supplier	
Purpose:	For the procurement of, and to secure a guaranteed supply of, natural gas from the Supplier for the Group's natural gas operations	

On 12 August 2025, Yichang Biaodian made an advance payment of RMB5.05 million (equivalent to approximately HK\$5.6 million) to the Supplier under the First Procurement Agreement. On that day, the outstanding balance due from the Supplier amounted to approximately RMB27.9 million (equivalent to approximately HK\$30.7 million), representing approximately 9.15% of the Group's total assets as at 31 March 2025, being the date of the latest published interim financial information at the relevant time.

On 8 January 2026, Yichang Biaodian made an advance payment of RMB5.91 million (equivalent to approximately HK\$6.5 million) to the Supplier under the First Procurement Agreement. On that day, the outstanding balance due from the Supplier amounted to approximately RMB44.7 million (equivalent to approximately HK\$49.2 million), representing approximately 13.01% of the Group's total assets as at 30 September 2025, being the date of the latest published interim financial information at the relevant time.

INFORMATION ABOUT THE PARTIES

Information about the Group

The Company is an investment holding company. The principal activities of the Group include (i) natural gas operations; and (ii) sales and leasing business. Yichang Biaodian is principally engaged in natural gas supply operations.

Information about the Supplier

The Supplier is a company established in the PRC with limited liability and is principally engaged in the supply of natural gas, liquefied natural gas, and the provision of energy-related services.

As at the date of this announcement, the Supplier is owned as to 51% by Cai Chunlian* (蔡春蓮) and 49% by Yang Lihua* (楊立華), and each of them is a merchant and a Chinese citizen.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquires, each of the Supplier and its ultimate beneficial owners is an independent third party who is not a connected person (within the meaning of the GEM Listing Rules) of the Company nor an associate (within the meaning of the GEM Listing Rules) of any such connected person.

REASONS FOR AND BENEFITS OF THE PROVISION OF THE PREPAYMENTS

It is customary in the natural gas industry for suppliers and purchasers to enter into medium-to long-term supply arrangements for a specified period. Under such arrangements, suppliers typically require purchasers to make prepayments or advance payments in order to secure stable natural gas supply, with subsequent settlement adjustments made based on actual consumption.

The increased level of prepayments under the First Procurement Agreement reflects the Group's increased procurement volumes and is required by the Supplier as a condition to secure stable and continuous natural gas supply to the Group. As the Group's downstream demand has increased (including due to higher purchase volumes from existing customers and additional demand from new customers following the completion of their production plants within the Group's operating areas), the Group has correspondingly needed to procure a larger volume of natural gas from the Supplier. The Prepayments under the First Procurement Agreement are actively and consistently utilised in the Group's ordinary course of business. Since November 2024, the Prepayments under the First Procurement Agreement have been applied and offset against the purchase price of natural gas upon its physical delivery to the Group on a revolving basis. The growth in the accumulated balance is commensurate with the expansion of the Group's procurement scale, within which the Prepayments are utilised and replenished on a continuous, rolling basis. From the date of the First Procurement Agreement in November 2024 and up to the date of this announcement, approximately RMB45.4 million of the Prepayments had been utilised and applied towards procurement cost.

The advance payment of RMB18.0 million under the Second Procurement Agreement was made as a commercial precondition for the Supplier to (i) reserve and allocate natural gas volumes to the Group for the agreed supply period, and (ii) secure the upstream procurement and logistics arrangements necessary to ensure stable and continuous supply. This is particularly important in light of the anticipated increase in demand from both existing customers and new customers following the completion of construction of their production plants located within the areas in which the Group operates.

The Directors consider that securing adequate gas supply through advance payments is commercially necessary to support the Group's business growth, maintain operational stability and strengthen its market competitiveness in the relevant regions. The terms and conditions of the Procurement Agreements were determined after arm's length negotiations between Yichang Biaodian and the Supplier, taking into account prevailing market practices in the natural gas industry.

Prior to entering into the Procurement Agreements and making the Prepayments, the Group conducted such internal credit assessment on the Supplier as it considered appropriate, including (i) reviewing financial information obtained from the Supplier in order to assess its financial background and ability to perform under the Procurement Agreements, (ii) conducting public searches on the Supplier and assessing its financial background and creditworthiness with a view to evaluating the recoverability of the Prepayments; and (iii) considering the commercial benefits expected to be brought to the Group by the relevant Prepayments.

Following the payment of the Prepayments, the Group has maintained ongoing monitoring of the Supplier's performance and credit profile through periodic reviews and communication. The Group conducted an expected credit loss assessment on the Prepayments as at 30 September 2025 in accordance with its accounting policies, taking into account the ageing and utilisation of the Prepayments, the Supplier's historical settlement record and credit profile, and relevant forward-looking factors. An impairment provision of approximately RMB155,000 was recognised in the consolidated financial statements of the Group for the year ended 30 September 2025.

The Board is of the view that the Prepayments remain substantially recoverable, having considered that the Prepayments have been progressively applied against the Group's actual procurement in the ordinary course of business. The Board also considers it fair and reasonable to maintain Prepayments with the Supplier, as this helps secure priority of gas supply of business growth and increasing downstream demand. The Board will continue to monitor the level and utilisation of the Prepayments and may adjust the relevant arrangements where appropriate. In particular, in respect of the Second Procurement Agreement, as the commencement of supply has been affected by the progress of onboarding new customer demand, the Group may terminate the arrangement and recover the prepayment of RMB18 million if the expected supply arrangement does not materialise.

In light of the above, the Directors are of the view that the terms of the Procurement Agreements, including the provision of the Prepayments, are on normal commercial terms, and are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

GEM LISTING RULES IMPLICATIONS

As the Prepayments are of a revenue nature and conducted in its ordinary and usual course of business, pursuant to Rule 19.04(1)(g) and 19.04(8) of the GEM Listing Rules, the entering into of the Procurement Agreements and the transactions contemplated thereunder do not constitute notifiable transactions of the Company under Chapter 19 of the GEM Listing Rules. However, the Prepayments were not announced by the Company in a timely manner in accordance with the GEM Listing Rules, which constituted a breach of Rules 17.15, 17.16 and 17.17 of the GEM Listing Rules at the material time.

Pursuant to Rule 17.15 of the GEM Listing Rules, where the relevant advance to an entity from the issuer or any of its subsidiaries exceeds 8% under the assets ratio defined under Rule 19.07(1), the issuer must announce the information in Rule 17.17 immediately thereafter.

On 12 August 2025, the outstanding balance due from the Supplier amounted to approximately RMB27.9 million (equivalent to approximately HK\$30.7 million), representing approximately 9.15% of the Group's total assets as at 31 March 2025, being the date of the latest published interim financial information at the relevant time. The outstanding balance due from the Supplier on that day constituted an advance to an entity that was required to be disclosed for the purpose of Rule 17.15 of the GEM Listing Rules and was subject to the disclosure requirements thereunder.

Pursuant to Rule 17.16 of the GEM Listing Rules, a disclosure obligation arises where the relevant advance to an entity increases from that previously disclosed and the amount of the increase since the previous disclosure is 3% or more under the assets ratio (as defined under Rule 19.07(1) of the GEM Listing Rules).

On 8 January 2026, the outstanding balance due from the Supplier amounted to approximately RMB44.7 million (equivalent to approximately HK\$49.2 million), representing approximately 13.01% of the Group's total assets as at 30 September 2025, being the date of the latest published annual financial information at the relevant time.

The increase from approximately 9.15% (being the ratio when the 8% threshold under Rule 17.15 of the GEM Listing Rules was first exceeded in August 2025) to approximately 13.01% represented an increase of more than three percentage points. Accordingly, the Company should have published an announcement under Rules 17.15 and 17.17 of the GEM Listing Rules immediately after the 8% threshold was first exceeded in August 2025. In addition, had such an announcement been made in August 2025, the subsequent increase to approximately 13.01% in January 2026 would also have constituted an increase of 3% or more from the previously disclosed level, which would have required a further announcement under Rules 17.16 and 17.17 immediately thereafter.

Pursuant to Rule 17.17 of the GEM Listing Rules, details including (i) the interest rate; and (ii) the repayment terms and collateral are required to be disclosed. However, no interest is payable and no collateral is required under the Procurement Agreements. The Prepayments are made for the purpose of offsetting the actual procurement of natural gas by Yichang Biaodian, which may terminate the Procurement Agreements upon the occurrence of certain events of default, including a material breach, a prolonged failure to deliver, or the Supplier's insolvency. If the Procurement Agreements are terminated, or if the Supplier persistently fails to deliver, the Supplier is required to refund the unutilised Prepayments to Yichang Biaodian. In addition, Yichang Biaodian is entitled to liquidated damages and compensation for losses arising from such defaults.

NON-COMPLIANCE WITH THE GEM LISTING RULES

The Prepayments were made by Yichang Biaodian in the ordinary course of its procurement activities. The delay in disclosure was primarily due to a misinterpretation of the aggregation requirements under Chapter 17 of the GEM Listing Rules. While the Company monitored the balances as individual trade prepayments, it did not fully appreciate that they were required to be aggregated as a single series of advances for the purpose of the disclosure threshold, resulting in the late identification of the disclosure obligation.

As the omission was only identified recently, the Company did not disclose the above matters in the Group's annual report for the year ended 30 September 2025 in accordance with Rule 17.22 of the GEM Listing Rules. The Company will comply with the disclosure requirements under Rule 17.22 of the GEM Listing Rules where the circumstances giving rise to the disclosure under Rules 17.15, 17.16, and 17.17 of the GEM Listing Rules continue to exist at the Company's interim period end or annual financial year end.

REMEDIAL ACTIONS

The Company regrets the non-compliance with the GEM Listing Rules in respect of the Prepayments.

The Board has taken immediate remedial action to prevent the recurrence of similar incidents by requiring, with immediate effect, the Group's finance department to prepare a monthly computation of the assets ratio under Rule 19.07(1) in respect of (i) advances and prepayments to individual counterparties and (ii) aggregated exposures, where applicable.

To prevent the recurrence of similar incidents, the Group will implement the following remedial measures between April and May 2026:

- (i) an external internal control consultant with experience in advising Hong Kong listed issuers on internal control and regulatory compliance matters will be engaged to conduct a targeted review of the Group's internal control procedures in relation to the identification, monitoring, reporting and assessment of prepayments, advances and other similar transactions which may give rise to disclosure obligations under the GEM Listing Rules, and to provide recommendations for remedial actions;
- (ii) the remedial measures and procedural enhancements as may be recommended by the consultant following completion of the targeted review will be implemented; and
- (iii) subject to finalization of the terms, an internal training session is expected to be arranged for all Directors, senior management and financial personnel of the Company and its subsidiaries, to be conducted by Khoo & Co, a Hong Kong law firm, to reinforce their understanding of the disclosure requirements under Chapter 17 of the GEM Listing Rule, particularly Rules 17.14 to 17.24.

DEFINITIONS

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

“Board”	the board of Directors
“Company”	Global Strategic Group Limited (stock code: 8007), a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on GEM
“Director(s)”	member(s) of the Board
“First Procurement Agreement”	a procurement agreement dated 18 November 2024 entered into between Yichang Biaodian and the Supplier in respect of the procurement of natural gas from the Supplier
“GEM”	GEM of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM, as amended, supplemented or otherwise modified from time to time
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“PRC”	the People’s Republic of China which, for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region and Taiwan
“Procurement Agreements”	the First Procurement Agreement and the Second Procurement Agreement
“RMB”	Renminbi, the lawful currency of the PRC

“Second Procurement Agreement”	a procurement agreement dated 1 April 2025 entered into between Yichang Biaodian and the Supplier in respect of the procurement of natural gas from the Supplier
“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supplier”	江西洽田清潔能源有限公司 (Jiangxi Qiatian Clean Energy Company Limited*), a company established in the PRC with limited liability
“Yichang Biaodian”	宜昌市標典天然氣利用有限公司(Yichang Biaodian Natural Gas Utilisation Co., Ltd*), a company established in the PRC with limited liability and an indirect non-wholly owned subsidiary of the Company
“%”	per cent.

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

Hong Kong, 2 April 2026

* *For identification purposes only*

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 Directors are Mr. Tsung Ching Fung, Ms. Chak Wai Nga, and Mr. Wong Shun Ching.

For the purpose of illustration only and unless otherwise stated, amounts denominated in RMB in this announcement have been translated into HK\$ at the rate of RMB1.00 = HK\$1.10. Such translation should not be construed as a representation that the amounts in question have been, could have been or could be converted at any particular rate or at all.

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.