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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
IN RELATION TO
POTENTIAL BUSINESS COOPERATION**

This announcement is made by Global Strategic Group Limited (the “**Company**”, collectively with its subsidiaries, the “**Group**”) on a voluntary basis for the purpose of keeping the shareholders of the Company (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 7 September 2026 (after trading hours), the Company entered into a non-legally binding memorandum of understanding (“**MOU**”) with JD Trading Group Limited (the “**Potential Business Partner**”) potential cooperation in the joint development of a digital information platform for the clean energy and engineering equipment industries (the “**Potential Cooperation**”). Pursuant to the MOU, the parties intend to explore possible areas and modes of cooperation, including business referrals, market expansion, customer resource matching, project cooperation and other forms of cooperation as may be agreed between the parties from time to time. The specific scope, structure, commercial terms and implementation arrangements of the Potential Cooperation are subject to further negotiation and the execution of definitive agreement(s).

PRINCIPAL TERMS OF THE MOU

Date: 7 September 2026 (after trading hours)

Parties: (1) the Company; and
(2) the Potential Business Partner

Commercial Terms

The specific scope, cooperation model, respective responsibilities, fees, revenue-sharing arrangements and other commercial terms of the Potential Cooperation will be subject to further negotiation between the parties and set out in the definitive agreement(s), if any.

Exclusivity

During the period of 60 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 party agrees not to negotiate with any third party in respect of any cooperation arrangement which is the same as or substantially similar to the Potential Cooperation.

Each party shall notify the other party within a reasonable period upon receipt of any material enquiry, proposal or invitation from a third party in respect of such cooperation arrangement.

Preliminary Assessment

Pursuant to the MOU, within the Exclusivity Period, the parties may exchange such information and provide such assistance as may reasonably be required for the purpose of assessing the feasibility, scope and structure of the Potential Cooperation, subject to applicable laws, regulatory requirements and confidentiality obligations.

Definitive Agreement

The parties intend to continue discussions in good faith with a view to entering into legally binding definitive agreement(s) in respect of the Potential Cooperation during the Exclusivity Period.

The specific terms and conditions of the Potential Cooperation will be subject to further negotiation and the execution of definitive agreement(s). There is no assurance that any definitive agreement will be entered into or that the Potential Cooperation will materialise.

Termination

Unless mutually agreed otherwise in writing, the MOU will be terminated at the earlier of:

- (i) the expiry of the Exclusivity Period; or
- (ii) the execution of the definitive agreement(s) in relation to the Potential Cooperation.

Non-legally binding effect

Save for the provisions relating to exclusivity, confidentiality, termination, notices, costs, and governing law and jurisdiction, the MOU does not constitute a legally binding agreement between the parties to the MOU.

BACKGROUND OF THE POTENTIAL BUSINESS PARTNER

The Potential Business Partner is a company incorporated in New Zealand with limited liability. It principally engages in digital platform development and financial services.

As at the date of this announcement, the Potential Business Partner is owned as to 100% to Yang Shuyi.

To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, save as disclosed above, each of the Potential Business Partner and its ultimate beneficial owner is an independent third party and is 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 supply; and (ii) sales and leasing of equipment.

The Company is from time to time exploring suitable business and cooperation opportunities with a view to broadening its business network and identifying potential business opportunities.

The MOU provides a framework for the parties to discuss the Potential Cooperation. Should the Potential Cooperation materialise, it may enable the parties to explore potential cooperation in relation to the joint development of a digital information platform for the clean energy and engineering equipment industries, including, among others, business referrals, market expansion, customer resource matching and project cooperation. As at the date of this announcement, no legally binding agreement in respect of the Potential Cooperation has been entered into and the terms and scope of the Potential Cooperation remain subject to further negotiations between the parties.

The Board considers that the MOU has been entered into on normal commercial terms and that the entering into of the MOU provides the Group with an opportunity to explore potential business cooperation in relation to the development of the digital information platform. Accordingly, the Board considers that the entering into of the MOU is fair and reasonable and 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 Potential Cooperation, save and except for certain provisions relating to, among other things, exclusivity, confidentiality, costs, governing law and dispute resolution. The Potential Cooperation will only be finalised upon the conclusion of further negotiations and the execution of definitive agreement(s) by the relevant parties.

GENERAL

The Board wishes to emphasise that the Potential Cooperation contemplated under the MOU may or may not proceed and that, as at the date of this announcement, the parties have not entered into any legally binding agreement in relation to the Potential Cooperation.

If the Potential Cooperation materialises, the Company will make further announcement(s) 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
Wu Chunyao
Executive Director

Hong Kong, 7 September 2026

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.

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.