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## **B & D Strategic Holdings Limited**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1780)**

### **VOLUNTARY ANNOUNCEMENT LETTER OF INTENT OF STRATEGIC COOPERATION**

This announcement is made by B & D Strategic Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) on a voluntary basis to inform the shareholders and potential investors of the Company of the latest development in the Group’s business.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that a wholly-owned subsidiary of the Company has entered into a letter of intent (the “**Letter of Intent**”) of strategic cooperation (the “**Strategic Cooperation**”) with Hainan Yimeng Internet Technology Co., Ltd.\* (“**Hainan Yimeng**”).

Hainan Yimeng is a company duly established in mainland China with limited liability, creating online platforms with the novel concept of “Internet+”. Hainan Yimeng is currently engaged in smart parking projects and smart communication projects, where the smart parking projects plan to procure and install smart parking bollard equipment in various cities across the country, and the smart communication projects plan to procure self-developed mobile terminal equipment and provide technology and value-added services. Upon preliminary negotiation by both parties, the joint venture intended to be established by both parties shall be held as to 51% by the wholly-owned subsidiary of the Company and held as to 49% by Hainan Yimeng. The Letter of Intent shall be effective upon the duly execution by both parties, with the effective period being 180 days since the execution of the Letter of Intent.

The Company believes that the Strategic Cooperation contemplated under the Letter of Intent is in line with the Group’s long-term development objectives and diversifies the business of the Group, which is in the interest of the Company and its shareholders as a whole. The specific terms and conditions of the formal agreement are subject to the approval of the Board upon the completion of due diligence (including but not limited to the normativity of the contract and the completeness of data and information) by the Company and further discussion of the details and relevant terms between both parties. The Company will make further announcement(s) in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited as and when appropriate should there be any update.

The Company wishes to emphasize that as at the date of this announcement, save for the relevant confidentiality terms, the Company has not entered into any formal or legally binding agreement concerning the Strategic Cooperation. As the Strategic Cooperation may or may not proceed, shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board  
**B & D Strategic Holdings Limited**  
**Zhang Yanfeng**  
*Chairman and Non-Executive Director*

Hong Kong, 31 January 2024

*As at the date of this announcement, the Board comprises Dr. Hiroshi Kaneko and Mr. Wang Shuai as executive Directors; Mr. Zhang Yanfeng as non-executive Director (Chairman); and Mr. Jin Fan, Mr. Sung Ka Woon and Mr. Yiu To Wa as independent non-executive Directors.*

\* *For identification purpose only*