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## **XXF GROUP HOLDINGS LIMITED**

### **喜相逢集團控股有限公司**

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

**(Stock Code: 2473)**

## **VOLUNTARY ANNOUNCEMENT ENTERED INTO THE MEMORANDUM OF UNDERSTANDING ON INVESTMENT**

This announcement is made by XXF Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis to provide the shareholders and potential investors of the Company with the latest business development of the Group.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 12 January 2026, Xiyun Dikong (Fujian) Technology Co., Ltd.\* (喜運地空(福建)科技有限公司) (“**Xiyun Dikong**”), an indirect wholly-owned subsidiary of the Company, entered into a memorandum of understanding (the “**MOU**”) with Xiamen Quanthium Technology Co., Ltd.\* (廈門曠時科技有限公司) (“**Quanthium Technology**”) in relation to a potential transaction (the “**Potential Transaction**”) to acquire 51% equity interest in Quanthium Technology by way of equity acquisition or capital increase and share expansion.

Pursuant to the MOU, upon completion of the Potential Transaction, Xiyun Dikong will hold 51% equity interest in Quanthium Technology. The arrangement and key terms of the Potential Transaction (including but not limited to the consideration and payment methods) have not been determined and will be agreed upon in the formal agreement subject to the result of due diligence and fulfilment of the conditions precedent.

Quanthium Technology is a company incorporated in the People’s Republic of China in 2020, which is a leading provider of millimeter-wave radar intelligent perception overall solutions in China. With a full-chain product portfolio covering chips, algorithms, modules, complete units and system platforms, and combined with artificial intelligence and multi-modal technology, it provides high-performance products and overall solutions to customers in areas including assisted driving and intelligent Internet of Things.

## REASONS FOR AND BENEFITS OF THE COOPERATION

Leveraging its nationwide self-operated sales network and extensive experience in vehicle operation and management, the Group is actively exploring the unmanned vehicle business. Quantium Technology's research and development in millimeter-wave radar intelligent perception and its solutions have broad application prospects in the field of intelligent driving, offering significant synergistic effects with the Group's unmanned vehicle business.

In light of the foregoing, the Board believes that, if the Potential Transaction is implemented, it is expected to help the Group expand its business in the intelligent driving automotive industry chain, enhance technological reserves and product competitiveness, implement the Group's strategic layout in this business area. Improving the business innovation of the Group and strengthening its sustainable growth are in the interests of the Company and its shareholders as a whole.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, as at the date of this announcement, Quantium Technology and its ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules")).

**Shareholders and potential investors of the Company should note that this announcement is made on a voluntary basis to keep the public informed of the latest development of the Company. The Potential Transaction is subject to the completion of due diligence, negotiation and entering into a formal agreement, and therefore the Potential Transaction may or may not proceed. Should the Company enter into any formal agreement in relation to the Potential Transaction, further announcement will be made by the Company in compliance with the Listing Rules as and when appropriate or required. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

\* *For identification purpose only*

By Order of the Board  
**XXF Group Holdings Limited**  
**Mr. HUANG Wei**  
*Chairman of the Board, chief executive officer and  
executive Director*

Hong Kong, 12 January 2026

*As at the date of this announcement, the executive Directors are Mr. Huang Wei, Mr. Ye Fuwei and Ms. Zhang Jinghua, the non-executive Director is Mr. Liu Wei, and the independent non-executive Directors are Mr. Wu Fei, Mr. Fung Che Wai, Anthony and Mr. Chen Shuo.*