HOPE LIFE INTERNATIONAL HOLDINGS LIMITED
曠 逸 國 際 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1683)

INSIDE INFORMATION
MEMORANDUM OF UNDERSTANDING
IN RELATION TO THE POSSIBLE ACQUISITION

This announcement is made by Hope Life International Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") on a voluntary basis.

MEMORANDUM OF UNDERSETANDING

The board of directors of the Company (the "**Board**") is pleased to announce that on 3 February 2026 (after trading hours of the Stock Exchange), the Company entered into a Memorandum of Understanding (the "**MOU**") with Shenzhen YX Investments Limited* (深圳市逸鑫投資有限公司) (the "**Vendor**"), pursuant to which the parties agreed to enter into a negotiation regarding a possible conditional acquisition by the Company and a possible conditional disposal by the Vendor of a 51% interest in Guangdong CBD Holding Corporation Limited* (廣東車巴達控股集團有限公司) (the "**Target Company**") (the "**Possible Acquisition**"). Subject to the finalization and entering into of a definitive agreement by the Company (or a wholly-owned subsidiary of the Company nominated by the Company) and the Vendor (the "**Definitive Agreement**"), upon completion of the Possible Acquisition, the financial results of the Target Company will be consolidated into the financial statements of the Company.

PRELIMINARY FRAMEWORK OF THE POSSIBLE ACQUISITION

The Company intends to acquire and the Vendor intends to dispose of 51% interest in the Target Company.

The terms of the Possible Acquisition, the consideration for the Possible Acquisition and the detailed payment methods shall be determined in the Definitive Agreement, which the parties shall enter into within three (3) months upon the signing of the MOU or any such later date which the Company and the Vendor may otherwise agree. Pursuant to the MOU, the Vendor and the Company intend that the consideration for the Possible Acquisition to be agreed between the Company and the Vendor will be determined with reference to, among other things, the valuation of the Target Company prepared by an independent professional valuer to be appointed by the Company.

EXCLUSIVITY PERIOD AND DUE DILIGENCE

Pursuant to the MOU, the Vendor has agreed and undertaken that it shall not, directly or indirectly, engage in any discussion or negotiation with any third party in respect of any sale of equity interests, assets and business of the Target Company (a) within two (2) months from the date of the signing of the MOU or any such later date which the Company and the Vendor may otherwise agree; (b) upon mutual agreement and written confirmation from the parties confirming the Possible Acquisition has been approved; or (c) upon a breach of confidentiality contractual obligations by either party to the MOU (whichever occurs earlier) (the "**Exclusivity Period**").

During the Exclusivity Period, the Company shall be entitled to conduct business, organizational structure, financial and legal due diligence on the Target Company. The Vendor shall provide to the Company and/or procure the Company's access to all records and documents of the Target Company forthwith upon request for due diligence purpose and to respond forthwith to the enquiries of the Company.

COSTS

Either party to the MOU shall bear its own costs and expenses (including legal fees) incurred in connection with the preparation, negotiation, execution and implementation of the MOU.

LEGAL EFFECT

The MOU shall create no legal or binding obligations on the parties thereto, save for the provisions relating to due diligence, exclusivity, costs, confidentiality and governing law.

INFORMATION ON THE TARGET COMPANY

The Target Company is a joint venture of the Vendor, incorporated in Guangdong Province, the PRC in 2022. The Target Company is an emerging enterprise specializing in intelligent self-service car washing. Guided by its mission of "Making Every Journey Smarter, More Sustainable, and More Thoughtful" (讓每一次出行更智能、更可持續、更有溫度), the Target Company has developed into one of the leading pan-automotive digital lifestyle service platforms in China, distinguished by its scale, data-driven approach, and ecosystem synergy.

As a key enterprise supported by the Longhua District Government of Shenzhen, the Target Company actively participates in the development of urban public service infrastructure, driving the formulation of industry standards and industrial upgrading. To date, the Group has successfully rolled out its "Smart Car Washing + Integrated Public Ancillary Services" (智慧洗車+公共配套綜合服務) model across 67 cities, including Nanjing, Suzhou, Nantong, Wuhu, Hefei, Hangzhou, Chongqing, and Chengdu. Through close alignment with local government initiatives in investment attraction and smart city development, the Group has achieved mutual empowerment between corporate development and regional advancement.

To the best knowledge, information and belief of the directors of the Company, the Target Company and the Vendor are third parties independent of the Company and its connected persons (as defined in the Listing Rules).

INFORMATION ON THE GROUP

The Group is an investment holding company. The Company and its subsidiaries (the "**Group**") are principally engaged in construction and ancillary services (which include design, renovation, decoration, alteration and addition, construction and other related business), financial services and consumer goods business.

REASONS FOR THE POSSIBLE ACQUISITION

The Board considers that the Possible Acquisition is in line with the Group's investment strategy and is expected to strengthen the Company's existing business. The Board believes that the Possible Acquisition, if materialized, would immediately bring in a new income stream to the Company and enable the Company to further strengthen its revenue and client base, and is therefore in the interests of the Company and its shareholders as a whole.

GENERAL

If the Possible Acquisition materializes, it may constitute a notifiable transaction of the Company under the Listing Rules. Further announcement(s) in relation to the Possible Acquisition will be made by the Company as and when appropriate in compliance with the Listing Rules.

There is no assurance that any transactions referred to in this announcement will materialize or eventually be consummated. Shareholders ("Shareholders") and potential investors of the Company should note that the Possible Acquisition is subject to, among other things, the entering into of the Definitive Agreement, and the major terms and conditions of which are yet to be agreed. The Possible Acquisition may or may not proceed and the final structure and terms of the Possible Acquisition, which are still subject to further negotiations between the parties, have yet to be finalized and may deviate from that set out in the MOU. Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
Hope Life International Holdings Limited
LU Zhaowei
Chairman

Hong Kong, 3 February 2026

As at the date of this announcement, the Board of Directors of the Company comprises Mr. LU Zhaowei, Mr. XIAO Yi, Mr. LI Ka Chun Gordon, Mr. LI Congwei and Mr. WANG Lun as Executive Directors; and Mr. ZHEN Jian, Ms. ZHAO Hongqin and Ms. CHAN Wai Yan as Independent Non-executive Directors.

* *For identification purposes only*