雲 工 場 科 技 控 股 有 限 公 司

Cloud Factory Technology Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2512)

DISCLOSEABLE TRANSACTION
ACQUISITION OF LAND USE RIGHTS

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References are made to the announcements of the Company dated 18 July 2025 and 6 August 2025. The Board is pleased to announce that on 19 January 2026, Wuxi Yunzhan, an indirect wholly-owned subsidiary of the Company, has entered into the Transfer Agreement with Wuxi Xinwu Resources Centre, upon its successful bid for the land use rights of the Land situated at No. 81 Xinmei Road, Wuxi, Jiangsu, the PRC through the Listing-for-sale Bidding. The Consideration for the Acquisition is RMB74,111,200, and the amount of RMB14,820,000 has been paid by Wuxi Yunzhan as the bidding deposit for the Listing-for-sale Bidding.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio (as defined in the Listing Rules) in respect of the Acquisition is more than 5% but all applicable percentage ratios are less than 25%, the Acquisition constitutes a discloseable transaction for the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

INTRODUCTION

The Board is pleased to announce that on 19 January 2026, Wuxi Yunzhan, an indirect wholly-owned subsidiary of the Company, has entered into the Transfer Agreement with Wuxi Xinwu Resources Centre, upon its successful bid for the land use rights of the Land situated at No. 81 Xinmei Road, Wuxi, Jiangsu, the PRC through the Listing-for-sale Bidding. The consideration for the Acquisition is RMB74,111,200, and the amount of RMB14,820,000 has been paid by Wuxi Yunzhan as the bidding deposit for the Listing-for-sale Bidding.

THE TRANSFER AGREEMENT

Date	:	19 January 2026
Parties	:	(1) Wuxi Yunzhan, as the transferee; and (2) Wuxi Xinwu Resources Centre, as the transferor. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, Wuxi Xinwu Resources Centre is a third party independent of and not connected with the Company and its connected person(s).
Assets to be acquired	:	The land use rights and property ownership of the Land.
Consideration and the bidding deposit for the Listing-for-sale Bidding and the payment term	:	RMB74,111,200, which was the bidding price of the Land submitted by Wuxi Yunzhan at the Listing-for-sale Bidding. According to the Transfer Agreement, Wuxi Yunzhan has paid RMB14,820,000 as the bidding deposit for the Listing-for-sale Bidding to Wuxi Xinwu Resources Centre at the same time when it applied for participation in the Listing-for-sale Bidding. The said bidding deposit shall form part of the Consideration. The balance of the Consideration, in the sum of RMB59,291,100, shall be payable within five (5) working days immediately after the signing of the Transfer Agreement.
Transfer	:	Wuxi Yunzhan and Wuxi Xinwu Resources Centre shall proceed to complete the Acquisition within five (5) working days from the payment of whole Consideration. The title of the Land shall be transferred to Wuxi Yunzhan within one (1) month upon the issuance of the transaction certificate by Wuxi Assets and Equity Exchange.

INFORMATION OF THE LAND

Location	:	81 Xinmei Road, Wuxi, Jiangxu, the PRC
Gross land area	:	Approximately 35,040.5 square meters
Gross building area	:	Approximately 18,172.07 square meters
Land use	:	Industrial land/industrial, transportation and warehouse
Term of the land use right	:	Until 22 July 2054

BASIS OF THE CONSIDERATION

The Consideration was arrived at as a result of successful bidding of the Land by Wuxi Yunzhan through the Listing-for-sale Bidding in accordance with PRC laws and regulations after taking into account, among other things, (i) the base bid price of the Land set out by Wuxi Xinwu Resource Centre and (ii) the strategic location of the Land in Wuxi, Jiangsu, PRC, and the potential development. The Directors are of the view that the consideration for the Acquisition is fair and reasonable and in the interests of the Company and the Shareholders as a whole.

The Consideration will be funded by net proceeds from the Subscription.

REASONS FOR AND BENEFITS OF THE ACQUISITION

References are made to the announcements of the Company dated 18 July 2025, 6 August 2025 and 12 August 2025. The Company intended to apply 40.4%, or HK$92.0 million, of the net proceeds from the Subscription to establish the Group's own intelligent computing centre, which is primarily for the provision of intelligent computing services, including but not limited to land and properties acquisition, procurement and installation of equipment, and interior refurbishment, subject to the development plan at the relevant time.

The Group, leveraging its long-standing technical expertise, continued investment in distributed computing, mature supply chain, and self-developed resource scheduling platform, plans to establish an intelligent computing center based in the Yangtze River Delta and serving the entire nation. This initiative is aligned with the national initiative of "Eastern Data and Western Computing" (東數西算) and the "Implementation Opinions on Deepening the 'Eastern Data and Western Computing' Project and Accelerating the Construction of a National Integrated Arithmetic Network" (關於深入實施「東數西算」工程加快構建全國一體化算力網的實施意見). The Acquisition is both a strategic response to external opportunities and an essential step in advancing the Company's cloud-edge-end collaborative infrastructure, providing critical support for its core strategy of developing an "edge intelligence base." Through the Acquisition, the Group will be able to develop its own intelligent computing services to expand its business in line with its strategy.

The Directors are of the view that the Acquisition is conducted on normal commercial terms, and the terms of the Acquisition are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio (as defined in the Listing Rules) in respect of the Acquisition is more than 5% but all applicable percentage ratios are less than 25%, the Acquisition constitutes a discloseable transaction for the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

GENERAL INFORMATION

The Group is principally engaged in the provision of IDC solution services, edge computing services and intelligent computing services.

Wuxi Yunzhan is an indirect wholly-owned subsidiary of the Company and is principally providing technology services and development, information system integration services and cloud computing equipment technology services.

Wuxi Xinwu Resources Centre is a PRC governmental authority, which is the transferor of the Land.

DEFINITIONS

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

"Acquisition"	the acquisition of the land use rights of the Land through public bidding;
"Board"	the board of Directors;
"Company"	Cloud Factory Technology Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the shares of which are listed and traded on the Main Board of the Stock Exchange (Stock Code: 02512);
"connected person(s)"	has the meaning ascribed to it under the Listing Rules;
"Consideration"	RMB74,111,200, being the price for the grant of the land use rights of the Land;
"Director(s)"	the director(s) of the Company;
"Group"	the Company and its subsidiaries;
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC;

"Land"	the building and the plot of land located at No. 81 Xinmei Road (Hollywood), Wuxi, Jiangsu, the PRC with a total land area of approximately 35,040.5 square meters which was offered through the Listing-for-sale Bidding;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange;
"Listing-for-sale Bidding"	the public listing-for-sale bidding of the Land organised by Wuxi Assets and Equity Exchange;
"PRC"	the People's Republic of China;
"RMB"	Renminbi, the lawful currency of the PRC;
"Share(s)"	ordinary share(s) of the Company with nominal value of US$0.00001 each in the share capital of the Company;
"Shareholder(s)"	the shareholder(s) of the Company;
"Stock Exchange"	the Stock Exchange of Hong Kong Limited;
"Subscription"	the subscription by Xichuang Phase I Artificial Intelligence Investment (Wuxi) Partnership Enterprise (Limited Partnership)* (錫創一期人工智能投資(無錫)合夥企業(有限合夥)) for, and the allotment and issue by the Company of, the 26,277,000 Shares and the subscription by Wuxi Xintou Chuangrong Equity Investment Partnership Enterprise (Limited Partnership)* (無錫新投創融股權投資合夥企業(有限合夥)) for, and the allotment and issue by the Company of, the 19,708,000 new and fully paid Shares, under the terms and subject to the conditions of the respective subscription agreement, as disclosed in the announcement of the Company dated 18 July 2025;
"Transfer Agreement"	the transfer agreement entered into by Wuxi Yunzhan (as the transferee) and Wuxi Xinwu Resources Centre (as the transferor) in relation to the Acquisition on 19 January 2026;
"Wuxi Assets and Equity Exchange"	Wuxi Assets and Equity Exchange Co., Ltd (無錫產權交易所有限公司)
"Wuxi Xinwu Resources Center"	Wuxi City Xinwu Natural Resources Service Center* (Wuxi City Xinwu District Land Reserve Center*) (無錫市新吳自然資源服務中心(無錫市新吳區土地儲備中心)), a PRC governmental body; and

"Wuxi Yunzhan"	無錫雲展信息技術有限公司 (Wuxi Yuzhan Information Technology Co. Ltd.*), a limited liability company incorporated in the PRC and an indirect wholly-owned subsidiary of the Company.

By Order of the Board
Cloud Factory Technology Holdings Limited
Mr. Sun Tao
Chairman, Chief Executive Officer and Executive Director

Hong Kong, 20 January 2026

As at the date of this announcement, the Board comprises Mr. Sun Tao, Mr. Jiang Yanqiu, Mr. Ji Lijun and Mr. Zhu Wentao as executive Directors; and Mr. Zheng Qi, Ms. Xu Ronghua and Ms. Zhou Qianqian as independent non-executive Directors

* *For identification purposes only*