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## JOINT ANNOUNCEMENT

### ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE IN RELATION TO (1) TERMINATION OF THE STRATEGIC COOPERATION AGREEMENT AND THE POSSIBLE ACQUISITION AND (2) END OF THE OFFER PERIOD

References are made to (i) the joint announcement dated 6 November 2023 made by CGS, the CGS HK and Hopefluent pursuant to Rule 3.7 of the Takeovers Code in relation to, among other matters, the Possible Acquisition and the Possible Offers (the “**Joint Announcement**”); (ii) the monthly update announcements published by Hopefluent dated 6 December 2023 and 5 January 2024; and (iii) the circular published by Hopefluent dated 15 December 2023 and the announcement published by Hopefluent dated 9 January 2024. Unless the context requires otherwise, capitalized terms used herein shall bear the same meanings as defined in the Joint Announcement.

#### **TERMINATION OF THE STRATEGIC COOPERATION AGREEMENT AND THE POSSIBLE ACQUISITION**

On 7 February 2024, the parties to the Strategic Cooperation Agreement entered into an agreement (the “**Termination Agreement**”) to terminate the Strategic Cooperation Agreement after considering, among other matters, the prevailing market conditions, recent volatility in the capital markets, changes in the parties’ expectation with respect to the implementation timeframe of the subject transactions and the underlying strategic and cooperation objectives, and hence the Subscription will not proceed. For the above reasons, the discussion between CGS HK and China-net Holding Ltd. with respect to the Possible Acquisition has also been terminated and will not proceed.

Pursuant to the Termination Agreement, all antecedent obligations and liabilities of CGS HK, Mr. Fu Wai Chung, China-net Holding Ltd. and Hopefluent under the Strategic Cooperation Agreement shall be absolutely released and discharged in all aspects with immediate effect.

Following termination of the Possible Acquisition and the Subscription, Hopefluent will cease to publish monthly update announcements in relation to the progress of the Possible Acquisition and the Possible Offers, which would otherwise be required under Rule 3.7 of the Takeovers Code.

Despite the termination, the parties expect to continue to engage in amicable discussions to explore plans to deepen the long-term strategic cooperation between the CGS Group and the Hopefluent Group with a view to achieving business synergies in the realm of real estate agency services.

## **END OF THE OFFER PERIOD**

For the purpose of the Takeovers Code, the offer period, which commenced on 6 November 2023, ended on the date of this joint announcement.

Pursuant to Rule 31.1 of the Takeovers Code, CGS HK, parties who acted in concert with it in the course of the Possible Offers and any parties who subsequently act in concert with any of them may not, within 6 months from the date of this joint announcement, (a) announce a further offer or possible offer for Hopefluent (including a partial offer which could result in CGS HK holding shares carrying 30% or more of the voting rights of Hopefluent), or (b) acquire any voting rights of Hopefluent if CGS HK or persons acting in concert with it would thereby become obliged under Rule 26 of the Takeovers Code to make a mandatory general offer, except in each case with the consent of the Executive.

**Shareholders and potential investors of Hopefluent should exercise caution when dealing in the securities of Hopefluent, and if they are in any doubt about their position, they should consult their professional adviser(s).**

By order of the board  
**Country Garden Services Holdings Company  
Limited**  
**XU Binhuai**  
*President and Executive Director*

By order of the board  
**Hopefluent Group Holdings Limited**  
**ZHU Rongbin**  
*Chairman*

Hong Kong, 7 February 2024

*As at the date of this joint announcement, the executive directors of CGS are Mr. XU Binhuai (President), Mr. XIAO Hua and Mr. GUO Zhanjun. The non-executive director of CGS is Ms. YANG Huiyan (Chairman). The independent non-executive directors of CGS are Mr. MEI Wenjue, Mr. RUI Meng and Mr. CHEN Weiru.*

*As at the date of this joint announcement, the CGS HK Directors are Ms. YANG Huiyan and Mr. XU Binhuai.*

*The CGS Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that in relation to Hopefluent Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, the opinions expressed in this joint announcement (other than those expressed by Hopefluent Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statements in this joint announcement misleading.*

*The CGS HK Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that in relation to Hopefluent Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, the opinions expressed in this joint announcement (other than those expressed by Hopefluent Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statements in this joint announcement misleading.*

*As at the date of this joint announcement, the executive directors of Hopefluent are Mr. ZHU Rongbin, Mr. GAO Bin, Mr. FU Wai Chung and Mr. LO Yat Fung; the non-executive director of Hopefluent is Mr. FU Ear Ly; and the independent non-executive directors of Hopefluent are Mr. LAM King Pui, Mr. CAO Qimeng and Ms. XU Jing.*

*The Hopefluent Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that in relation to CGS Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, the opinions expressed in this joint announcement (other than those expressed by the CGS Directors and/or the CGS HK Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statements in this joint announcement misleading.*