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Ziyuanyuan Holdings Group Limited
紫元元控股集團有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8223)

VOLUNTARY ANNOUNCEMENT MEMORANDUM OF UNDERSTANDING IN RELATION TO THE POSSIBLE COOPERATION

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

MEMORANDUM OF UNDERSTANDING

The board of directors (the "**Board**") of the Company is pleased to announce that on 11 December 2025, the Company entered into a non-legally binding memorandum of understanding (the "**MOU**") with Bonjour Supply Chain Management Limited ("**Bonjour Supply Chain**"), a subsidiary of Bonjour Holdings Limited ("**Bonjour Holdings**") (Stock Code: 00653.HK). The MOU sets out the preliminary cooperation intentions of both parties, and the proposed cooperation shall only be implemented upon the signing of a formal cooperation agreement with detailed terms and conditions to be further agreed upon.

Pursuant to the MOU, the Group and Bonjour Supply Chain have agreed to promote comprehensive strategic cooperation, realise synergy and mutual benefits, and jointly explore cross-border business development to further expand market opportunities. The key intended cooperation areas include:

1. Cooperation leveraging complementary strengths: Leveraging the leading position of Bonjour Holdings and Bonjour Supply Chain (together, the "**Bonjour Group**") in the beauty retail industry and the Group's operational experience and sales resources across Mainland China, both parties intend to explore cooperation in market development, product collaboration, equipment support and talent exchange with a view to establishing mutually beneficial business models;

2. Exploration of Cooperation in the Greater Bay Area: The Group and Bonjour Supply Chain intend to establish a joint venture company to leverage their respective strengths and to jointly develop both online and offline "Community Smart Duty-Free Stores" within the Greater Bay Area, thereby creating a new model of cross-border new retail business; and

3. Business Licensing Cooperation: Bonjour Group intends to grant the Group the rights to promote and sell certain products and equipment within the Greater Bay Area. The Group will leverage its extensive sales network in Mainland China to support market expansion and achieve mutual benefits for both parties.

INFORMATION ON BONJOUR SUPPLY CHAIN

Bonjour Supply Chain was incorporated in 2021 and is a subsidiary of Bonjour Holdings (Stock Code: 00653.HK). Based on the new concept of "Beauty, Health & Beautiful Life", Bonjour Group has been actively promoting "technology + consumption" since 2020 and leading the new 5G digital economy. Bonjour Group has upgraded from a traditional beauty industry retailer to a global eCommerce company, and is committed to provide consumers with international general merchandise products, International trade, supply chain services and professional services, as well as to provide the highest quality cross-border eCommerce

REASONS FOR AND BENEFITS OF ENTERING INTO THE MOU

The Board is of the view that entering into the MOU marks a new stage in the Group's expansion into the cross-border new retail sector and represents an opportunity for the Group to pursue diversified business development. Through strategic cooperation with the Bonjour Group, the Group will be able to further expand its market presence, broaden its revenue base and enhance its overall competitiveness. In view of the above reasons and benefits, the Board considers that entering into the MOU is in the interests of the Company and its shareholders as a whole.

GENERAL

The Board wishes to emphasise that the MOU is non-legally binding, and the cooperation intentions set out in the MOU may or may not proceed. Whether the proposed cooperation will materialise is subject to feasibility assessments and the signing of a formal cooperation agreement. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. Further announcements will be made by the Company as and when required under the GEM Listing Rules.

By order of the Board
Ziyuanyuan Holdings Group Limited
Zhang Junshen
Chairman and Chief Executive Officer

Hong Kong, 11 December 2025

As at the date of this announcement, the executive Directors are Mr. Zhang Junshen (Chairman and Chief Executive Officer) and Mr. Tian Zhiwei, the non-executive Directors are Mr. Lyu Di and Ms. Li Xinpei, the independent non-executive Directors are Ms. Li Chi Fung Leo, Mr. Chow Siu Hang and Dr. Deng Bin.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page on the HKEXnews website at www.hkexnews.hk for at least 7 days from the date of its posting and on the website of the Company at www.ziyygroup.com.