

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Crypto Flow

Crypto Flow Technology Limited

加幂科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8198)

**DISCLOSEABLE TRANSACTION
IN RELATION TO
PURCHASE OF ASSETS**

THE PURCHASE AGREEMENT

On 4 September 2026 (after trading hours), Quanta Mind, an indirect wholly-owned subsidiary of the Company, entered into the Purchase Agreement, pursuant to which the Purchaser will purchase the Equipment (being AI service equipment) at a consideration of RMB34.4 million (equivalent to approximately HK\$40.0 million).

IMPLICATIONS UNDER THE GEM LISTING RULES

As one or more of the applicable percentage ratios (as defined under Chapter 19 of the GEM Listing Rules) in respect of the Purchase Agreement and transactions contemplated thereunder exceed 5% but all the percentage ratios are less than 25%, the Purchase Agreement and transactions contemplated thereunder constitute a discloseable transaction of the Company and is subject to the notification and announcement requirements under Chapter 19 of the GEM Listing Rules.

INTRODUCTION

The Board is pleased to announce that on 4 September 2026 (after trading hours), Quanta Mind, an indirect wholly-owned subsidiary of the Company, entered into the Purchase Agreement with the Supplier and the Supplier Receiving Agent, pursuant to which the Purchaser will purchase the Equipment (being AI service equipment). Further details of the Purchase Agreement are set out in this announcement.

THE PURCHASE AGREEMENT

Set out below is a summary of the principal terms of the Purchase Agreement:

Date	4 September 2026
Parties	Quanta Mind Investment Limited; Shenzhen Taoxin Technology Co., Ltd., as the Supplier; and Century Changhui International Trade Co., Limited, as the Supplier Receiving Agent

As at the date of this announcement, the Supplier is held as to 100% by Mr. Jiang Zhiqiang, and the Supplier Receiving Agent is held as at 100% by Mr. Duan Yulong. To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Supplier and the Supplier Receiving Agent, and their respective ultimate beneficial owners are Independent Third Parties.

Subject

Pursuant to the Purchase Agreement, the Purchaser, a wholly-owned subsidiary to be designated by the Company, will purchase the Equipment (being AI service equipment) from the Supplier at a consideration of RMB34.4 million (equivalent to approximately HK\$40.0 million). The Equipment is AI service equipment to be used for the Group's AI data centre business.

The consideration of RMB34.4 million (equivalent to approximately HK\$40.0 million) was arrived at after negotiation between the parties based on arm's length negotiations, and after taking into account the market price of similar equipment.

Timing of payment

Pursuant to the Purchase Agreement, the consideration of RMB34.4 million (equivalent to approximately HK\$40.0 million) will be settled in the following manner:

- (i) 50% of the consideration, being RMB17.2 million (equivalent to approximately HK\$20.0 million) will be paid by Quanta Mind to the Supplier Receiving Agent as deposit (the "**Deposit**") within 3 Business Days upon signing of the Purchase Agreement.

Upon Quanta Mind and the Purchaser entering into an agreement to transfer the rights and obligations of Quanta Mind under the Purchase Agreement to the Purchaser, the Group will pay an amount equivalent to the Deposit to Supplier. On the same day, the Supplier Receiving Agent will refund the Deposit to the Group; and

- (ii) 50% of the consideration, being RMB17.2 million (equivalent to approximately HK\$20.0 million) will be paid by the Purchaser to the Supplier within 3 Business Days after satisfactory inspection and acceptance of the Equipment by the Purchaser.

Delivery time

Pursuant to the Purchase Agreement, the Supplier shall provide the Equipment by no later than 30 November 2026 and shall deliver the Equipment to the Purchaser within 5 days after settlement of full consideration by the Purchaser.

REASONS FOR AND BENEFITS OF THE CAPITAL INCREASE

The Group is principally engaged in (i) the big data centre services providing storage, electricity and related services; (ii) on-chain data analysis platform, (iii) digital asset exchange and over-the-counter services business in Australia, and (iv) money lending business in Hong Kong.

As set out in the Placing Announcements, as part of its business development, the Group has been actively exploring different initiatives to expand its revenue stream and also to participate in sectors with high growth potential, and the Group is planning to, among other things, expand its current big data centre business to the area of AI data centre. The big data centre business has been one of the Group's principal businesses for many years. Through its established operations in this sector, the Group has developed extensive expertise and professional knowledge in the construction, operation, and maintenance of related infrastructure. With the rapid emergence of AI, demand for AI-related infrastructure, including AI data centres, has increased significantly. The Group intends to leverage its existing expertise in big data centre operations by focusing on the development and leasing of AI-related facilities, such as GPU servers, within AI data centres. The purchase of Equipment represents the first step for the Group's expansion of the AI data centre business. It is expected that the Group will be able to capitalise on its experience in supporting critical infrastructure, including the establishment of power supply and cooling systems required for AI facilities. The Company intends to satisfy the consideration under the Purchase Agreement with part of the net proceeds from the Placing.

Having considered the above, the Directors are of the view that the terms of the Purchase Agreement are fair and reasonable, and the entering into of the Purchase Agreement and the transactions contemplated thereunder are in the interests of the Company and its Shareholders as a whole.

GENERAL INFORMATION

Information on the Company

The Company is an investment holding company and the Group is principally engaged in (i) the big data centre services providing storage, electricity and related services; (ii) on-chain data analysis platform, (iii) digital asset exchange and over-the-counter services business in Australia, and (iv) money lending business in Hong Kong.

Information on Quanta Mind and the Purchaser

Quanta Mind is held as to 100% by the Company. It is principally engaged in investment holding. The Purchaser will be a wholly-owned subsidiary of the Company to be designated as the purchaser of the Equipment.

Information on the Supplier

The Supplier is principally engaged in research, development, manufacturing, sales and trading of electronic and mechanical products, ranging from integrated circuits and optoelectronics to computer hardware and communication devices. As at the date of this announcement, the Supplier is held as to 100% by Mr. Jiang Zhiqiang. To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Supplier and its ultimate beneficial owner are Independent Third Parties.

Information on the Supplier Receiving Agent

The Supplier Receiving Agent is principally engaged in sales of electronic products, computer accessories, digital products, serves and graphics cards. As at the date of this announcement, the Supplier Receiving Agent is held as to 100% by Mr. Duan Yulong. To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Supplier Receiving Agent and its ultimate beneficial owner are Independent Third Parties. The Supplier Receiving Agent is Supplier's long-term strategic partner and supplier.

IMPLICATIONS UNDER THE GEM LISTING RULES

As one or more of the applicable percentage ratios (as defined under Chapter 19 of the GEM Listing Rules) in respect of the Purchase Agreement and the transactions contemplated thereunder exceed 5% but all the percentage ratios are less than 25%, the Purchase Agreement and the transactions contemplated thereunder constitute a discloseable transaction of the Company and is subject to the notification and announcement requirements under Chapter 19 of the GEM Listing Rules.

DEFINITIONS

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

“AI”	artificial intelligence
“Board”	the board of Directors
“Business Day(s)”	a day (excluding Sundays and public holidays) on which licensed commercial banks generally are open for business in the PRC
“Company”	Crypto Flow Technology Limited, a company incorporated in the Cayman Islands with limited liability, whose shares are listed on GEM (stock code: 8198)
“Director(s)”	the director(s) of the Company
“Equipment”	certain AI related facilities for AI services
“GEM”	GEM operated by the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM of the Stock Exchange
“Group”	the Company and its subsidiaries from time to time
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	independent third parties who are independent of the Company and connected persons (as defined under the GEM Listing Rules) of the Company
“Placing”	placing of 66,666,667 Shares under general mandate pursuant to the placing agreement dated 31 July 2026 (as amended by supplemental agreements)
“Placing Announcements”	announcements of the Company dated 31 July 2026, 6 August 2026, 21 August 2026 and 2 September 2026 in relation to the Placing
“PRC”	the People’s Republic of China, which for the purposes of this announcement shall not include Hong Kong, the Macau Special Administrative Region of the PRC or Taiwan

“Purchase Agreement”	the agreement entered into between the Purchaser and the Supplier in relation to the purchase of the Equipment
“Purchaser”	a wholly-owned subsidiary of the Company to be designated as the purchaser of the Equipment
“Quanta Mind”	Quanta Mind Investment Limited (量子思維投資有限公司), an indirect wholly-owned subsidiary of the Company
“Share(s)”	ordinary share(s) of a par value of HK\$0.1 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Supplier”	Shenzhen Taoxin Technology Co., Ltd. (深圳市淘芯科技有限公司)
“Supplier Receiving Agent”	Century Changhui International Trade Co., Limited (世紀長輝國際貿易有限公司)
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“RMB”	Renminbi, the lawful currency of the PRC
“%”	per cent.

By order of the Board
Crypto Flow Technology Limited
Li Hongbin
Chairman

Hong Kong, 4 September 2026

As at the date of this announcement, the executive Directors are Mr. Li Hongbin (Chairman), Dr. Yuan Quan (Chief Executive Officer), Ms. Xiong Jiayan and Mr. Yao Xiaohao; and the independent nonexecutive Directors are Mr. Sun Yuqiang, Mr. Tong, I Tony and Mr. Niu Jun.

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 of the Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the date of its publication and on the Company’s website at www.cryptoflowhk.com.

In this announcement, RMB is converted into HK\$ at an exchange rate of RMB1:HK\$1.1628.