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.

GoFintech Quantum Innovation Limited
國富量子創新有限公司

(formerly known as GoFintech Innovation Limited 國富創新有限公司)
(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 290)

Website: https://290.com.hk

DISCLOSEABLE TRANSACTION
IN RELATION TO THE DISPOSAL

SHARE PURCHASE AGREEMENT

The Board wishes to announce that on 13 November 2026 (after trading hours of the Stock Exchange), the Company, as the Seller, entered into the Share Purchase Agreement with the Purchaser, pursuant to which the Purchaser has conditionally agreed to purchase, and the Company has conditionally agreed to sell, the Sale Shares, representing 22.50% of the entire issued share capital of the Target Company, for a cash Consideration of HK$1,200,000,000. Separately, the Company is entitled to the Permitted Dividend (a contingent entitlement and not part of the Consideration) in accordance with the Share Purchase Agreement.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio (as defined under the Listing Rules) in respect of the Disposal exceeds 5% but is less than 25%, the Disposal constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but exempt from the shareholders' approval requirements under Chapter 14 of the Listing Rules.

Closing is subject to the fulfilment of a number of Conditions Precedent. Therefore, the Disposal contemplated under the Share Purchase Agreement may or may not proceed. Investors are advised to exercise caution when dealing in the securities of the Company and if they are in any doubt about their position, they should consult their professional advisers.

I. SHARE PURCHASE AGREEMENT

The Board wishes to announce that on 13 November 2026 (after trading hours of the Stock Exchange), the Company, as the Seller, entered into the Share Purchase Agreement with the Purchaser, pursuant to which the Purchaser has conditionally agreed to purchase, and the Company has conditionally agreed to sell, the Sale Shares, representing 22.50% of the entire issued share capital of the Target Company, for a cash Consideration of HK$1,200,000,000. Separately, the Company is entitled to the Permitted Dividend (a contingent entitlement and not part of the Consideration) in accordance with the Share Purchase Agreement.

The principal terms of the Share Purchase Agreement are set out as follows:

Date

13 November 2026 (after trading hours of the Stock Exchange)

Parties to the Share Purchase Agreement

(i) The Company, as the Seller; and

(ii) CPCT Limited, as the Purchaser

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Purchaser and its ultimate beneficial owner are third parties independent of the Company and connected persons of the Company.

Purchase and Sale of the Sale Shares

Pursuant to the terms of the Share Purchase Agreement, the Purchaser has conditionally agreed to purchase, and the Company has conditionally agreed to sell, the Sale Shares, representing 22.50% of the entire issued share capital of the Target Company, for a cash Consideration of HK$1,200,000,000. Separately, the Company is entitled to the Permitted Dividend (a contingent entitlement and not part of the Consideration) in accordance with the Share Purchase Agreement.

Permitted Dividend

The Permitted Dividend means the dividend declared by the Target Company out of the undistributed profit attributable to the Sale Shares, provided that the aggregate amount of the Permitted Dividend shall not exceed approximately HK$251,000,000.

Other than the Company's contractual entitlement to the Permitted Dividend, the Purchaser shall be entitled to all rights, interests and benefits attached to or accruing on the Sale Shares from and after the Closing.

Payment Terms

At the Closing, the Purchaser shall pay to the Company such amount that equals (i) the cash Consideration (i.e. HK$1,200,000,000), less (ii) the deposit paid by the Purchaser in the amount of HK$30,000,000 to the Company prior to the Closing (the "**Deposit**"), by wire transfer of immediately available funds to the Company's account.

To the extent that any Permitted Dividend has not been declared by the Target Company, or despite declaration remains unpaid to the Company by the Target Company, in each case as of the Closing, the Purchaser shall pay to the Company such amount of Permitted Dividend actually received by the Purchaser after deducting all applicable taxes and fees, in each case within five (5) Business Days after the Purchaser has received such Permitted Dividend as the owner of the Sale Shares. For the avoidance of doubt, (i) the Purchaser's obligations herein shall survive the Closing and remain valid until the Permitted Dividend actually received by the Purchaser has been fully paid to the Company in accordance with the terms of the Share Purchase Agreement, and (ii) notwithstanding the foregoing, the Purchaser shall not in any event have any obligation to procure the Target Company to declare or distribute any Permitted Dividend.

Closing

Subject to the Conditions Precedent, the Closing shall take place on the date falling ten (10) Business Days after the date on which the last of the Conditions Precedent (other than those conditions that by their nature are to be satisfied at the Closing) is satisfied or duly waived, or on such other date as the Company and the Purchaser may agree in writing. The Purchaser shall notify the Company in writing, no later than five (5) Business Days before the Closing Date, of the person to be nominated by the Purchaser as director of the Target Company pursuant to the terms of the Share Purchase Agreement.

Conditions Precedent of the Share Purchase Agreement

Conditions of the Purchaser's obligations at Closing

The obligations of the Purchaser to consummate the Closing are subject to the fulfilment (or waiver by the Purchaser) of the following conditions:

(i) Each of the representations and warranties of the Company is true and accurate as of the date of the Share Purchase Agreement and as of the Closing Date;

(ii) The Company has performed and complied with, in all material respects, all of its agreements and obligations under the Share Purchase Agreement that are required to be performed or complied with by it on or before the Closing;

(iii) The Company has delivered to the Purchaser written documents, in a form reasonably satisfactory to the Purchaser, from each of the other shareholders of the Target Company evidencing its consent to the transactions contemplated hereby and waiver of its right of first refusal or other similar right in respect of the transfer of the Sale Shares pursuant to the articles of association of the Target Company, the shareholders' agreement or otherwise;

(iv) The SFC Approval and any other governmental approval and third-party consent required for the transactions contemplated hereby have been obtained and remain in full force and effect at the Closing;

(v) No law, order, judgment or injunction is in force that prohibits or makes illegal the consummation of the Closing;

(vi) (A) The board of directors of the Target Company has approved, in accordance with the articles of association of the Target Company, (a) the transfer of the Sale Shares to the Purchaser, (b) the registration of the Purchaser as the holder of the Sale Shares, and (c) the update of the register of members of the Target Company; and (B) the shareholders' meeting of the Target Company has approved, in accordance with the articles of association of the Target Company, (a) the appointment of the person nominated by the Purchaser as a director of the Target Company with effect from the Closing Date, and (b) the updated articles of association of the Target Company;

(vii) A shareholders' agreement in respect of the Target Company has been executed by the Target Company, the Purchaser and the other shareholders of the Target Company with effect from the Closing Date, in such form and substance reasonably satisfactory to the Purchaser, which shall, among other things, grant

the Purchaser with one (1) board seat and other rights no less favorable than those granted to the Company in the shareholders' agreement of the Target Company existing as of the date hereof;

(viii) The articles of association of the Target Company have been duly amended with effect from the Closing Date, in such form and substance reasonably satisfactory to the Purchaser;

(ix) The Purchaser has completed its due diligence in respect of the Target Group and is satisfied with the outcome; and

(x) No Material Adverse Effect has occurred after the date hereof.

Conditions of the Company's obligations at Closing

The obligations of the Company as the Seller to consummate the Closing are subject to the fulfilment (or waiver by the Company) of the following conditions:

(i) Each of the representations and warranties of the Purchaser is true and accurate as of the date of the Share Purchase Agreement and as of the Closing Date;

(ii) The Purchaser has performed and complied with, in all material respects, all of its agreements and obligations under the Share Purchase Agreement that are required to be performed or complied with by it on or before the Closing; and

(iii) The SFC Approval has been obtained and remains in full force and effect at the Closing.

None of the Conditions Precedent may be waived (whether in whole or in part, conditionally or unconditionally) by the Purchaser or the Company. For the avoidance of doubt, as at the date of this announcement, neither the Purchaser nor the Company intends to waive, in whole or in part and conditionally or unconditionally, the Conditions Precedent mentioned above.

As at the date of this announcement, the condition of the Purchaser's obligations at Closing contemplated under item (ix) above was fulfilled, and none of the conditions of the Company's obligations at Closing was fulfilled.

If any of the Conditions Precedent is not fulfilled (or as the case may be, waived) on or before 13 March 2027 (i.e. the Long Stop Date contemplated under the Share Purchase Agreement for the fulfilment of the above conditions for the Disposal), or such later date as the parties to the Share Purchase Agreement may agree in writing, the Share Purchase Agreement shall be terminated, and all rights, obligations and

liabilities of the parties thereto shall cease and determine and neither party shall have any claim against the other, save for any antecedent breaches of the Share Purchase Agreement.

Termination

Notwithstanding anything to the contrary in the Share Purchase Agreement, such agreement may be terminated at any time before the Closing:

(i) upon the mutual written consent of the Company and the Purchaser; or

(ii) by the Purchaser if the Company has committed a material breach of any of its representations, warranties or covenants in the Share Purchase Agreement and that breach is by its nature incapable of being cured by the Long Stop Date, or if curable prior to the Long Stop Date, has not been cured within the earlier of (x) ten (10) Business Days after the giving of written notice by the Purchaser to the Company of such breach, and (y) three (3) Business Days before the Long Stop Date; or

(iii) by the Company if the Purchaser has committed a material breach of any of its representations, warranties or covenants in the Share Purchase Agreement and that breach is by its nature incapable of being cured by the Long Stop Date, or if curable prior to the Long Stop Date, has not been cured within the earlier of (x) ten (10) Business Days after written notice is given by the Company to the Purchaser of such breach, and (y) three (3) Business Days before the Long Stop Date; or

(iv) by either the Company or the Purchaser if the Closing has not been consummated on or before 11:59 p.m. (Hong Kong time) on the Long Stop Date; or

(v) by the Purchaser if a Material Adverse Effect has occurred at any time during the Interim Period.

Any party desiring to give effect to a termination of the Share Purchase Agreement shall give written notice of such termination to the other party.

If the Share Purchase Agreement is terminated pursuant to the aforesaid terms, then, within two (2) Business Days after the delivery of the termination notice, the Company shall refund the entire Deposit, together with all interest accrued on it from the date it was paid to the date of payment (together, the "**Refund Amount**"), to the Purchaser's designated bank account in full by wire transfer of immediately available funds. The Company shall not set off, withhold, deduct or retain any part of the Refund Amount,

whether by way of counterclaim, lien, security or otherwise, and shall not make any payment conditional on the Purchaser releasing, waiving or compromising any claim or on the settlement of any dispute.

II. CONSIDERATION FOR THE DISPOSAL

Basis of the Consideration

The Purchaser has conditionally agreed to purchase, and the Company has conditionally agreed to sell, the Sale Shares, representing 22.50% of the entire issued share capital of the Target Company, for a cash Consideration of HK$1,200,000,000. Separately, the Company is entitled to the Permitted Dividend (a contingent entitlement and not part of the Consideration) with an aggregate maximum amount of approximately HK$251,000,000 in accordance with the Share Purchase Agreement.

BMI Appraisals Limited was appointed as the Valuer to conduct an independent valuation of the Sale Shares (the "**Valuation**") as at 30 September 2026, with reference to the financial information of the Target Group. According to the valuation report prepared by the Valuer, the market value of the Sale Shares was approximately HK$1,373,000,000 as at 30 September 2026 using the market approach. A summary of the valuation report is set out in the section headed "VALUATION" below.

The Consideration was arrived at based on normal commercial terms after arm's length negotiations between the parties to the Share Purchase Agreement after taking into account, among others, the following:

(i) the Valuation of approximately HK$1,373,000,000 as at 30 September 2026 conducted by the Valuer using the market approach;

(ii) the Company's possible entitlement of the Permitted Dividend of up to approximately HK$251,000,000 in accordance with the Share Purchase Agreement; and

(iii) the strategic and commercial factors set out in the section headed "REASONS FOR AND BENEFITS OF THE DISPOSAL AND THE USE OF PROCEEDS" below.

III. VALUATION

Valuation methodology

The Valuer adopted the market approach in conducting the Valuation. The Valuer is of the view that the market approach is the most appropriate valuation approach as the Target Group has goodwill in terms of its market position and market share in asset management business with its excellent team performances. The market approach is the most direct valuation approach which reflects the value obtained as a result of a consensus of what others in the marketplace have judged it to be.

The income approach was considered inappropriate as it heavily relies on subjective assumptions to which the valuation is highly sensitive and detailed operational information and long-term financial projections are also needed to arrive at an indication of value. The cost approach was also considered inappropriate as the replication cost of the Target Group may not represent the value of the Target Group.

In the Valuation of the Target Group, the guideline publicly company method (referred to as the "**GPC Method**") under the market approach was adopted. The GPC Method computes the price multiples of the publicly listed companies that are considered to be comparable to the subject asset and then applies the result to a base of the subject asset, with adjustments of control premium and discount for lack of marketability if applicable.

Valuation multiple

In applying the GPC Method, the Valuer has considered various price multiples including the following:

— enterprise value ("**EV**") to sales ("**EV/Sales**") multiple;

— EV to earnings before interest, taxes, depreciation and amortization ("**EV/EBITDA**") multiple;

— EV to earnings before interest ("**EV/EBIT**") multiple;

— price to earnings ("**P/E**") multiple;

— price to book ("**P/B**") multiple; and

— price to asset under management ("**P/AUM**") multiple.

EV/Sales multiple

EV/Sales multiple has not been adopted in the Valuation since it does not consider the profitability of the Target Group and only focuses on the number of sales.

EV/EBIT multiple

EV/EBIT refers to the enterprise value of the Target Group, which is the market capitalization plus the amount of debt, minority interest, preferred shares and less any cash divided by earnings before interest. EV/EBIT multiple has not been adopted in the Valuation since it ignores the cost of debt capital of the Target Group or its tax effect.

P/B multiple

P/B multiple has not been adopted in the Valuation since the book value only captures the Target Group's tangible assets but does not capture any intangible assets, specific competencies and advantages of the Target Group.

Selected valuation multiple

The Valuer considered the average (excluding outliers) of (i) EV/EBITDA multiple; (ii) P/E multiple; and (iii) P/AUM multiple to be the most appropriate basis for the Valuation, as the Target Group is an asset management company with stable profitability, which EV/EBITDA multiple and P/E multiple are commonly used for companies that are continuously profitable. Also, the Valuer adopted P/AUM multiple to consider the effect of the size of asset management companies, as the Asset Under Management ("**AUM**") between comparable asset management companies differs greatly.

Major assumptions of the Valuation

Details of the principal assumptions upon which the valuation report was based, are set forth as follows:

General market assumptions

(i) There will be no material change in the existing political, legal, fiscal, technological, economic and market conditions in the jurisdiction where Target Group is currently or will be situated;

(ii) There will be no material change in the taxation laws and regulations in the jurisdiction where the Target Group is currently or will be situated, that the tax rates will remain unchanged and that all applicable laws and regulations will be complied with;

(iii) The market return, market risk, interest rates and exchange rates will not differ materially from those of present or expected;

(iv) The supply and demand, both domestically and internationally, of the products and/or services of the Target Group or similar products and/or services will not differ materially from those of present or expected;

(v) The market prices and the relevant costs, both domestically and internationally, of the products and/or services of the Target Group or similar products and/or services will not differ materially from those of present or expected;

(vi) The products and/or services of the Target Group or similar products and/or services are marketable and liquid, that there are active markets for the exchange of the products and/or services of the Target Group or similar products and/or services; and

(vii) The market data, industry information and statistical figures obtained from publicly available sources are true and accurate.

Company-specific assumptions

(i) All licenses, permits, certificates and consents issued by any local, provincial or national government or other authorized entity or organization that will affect the operation of the Target Group have been obtained or can be obtained upon request with an immaterial cost;

(ii) The core operation of the Target Group will not differ materially from those of present or expected;

(iii) The financial and operational information in respect of the Target Group have been prepared on a reasonable basis that have been arrived at after due and careful consideration by the senior management of the Company;

(iv) The Target Group currently has, or will have, adequate human capital and capacity required for the production and/or provision of the products and/or services of the Target Group, and the required human capital and capacity will be acquired in a timely manner that will not affect the operation of the Target Group;

(v) The Target Group has acquired, or will acquire, adequate financial capital for the investments in projected capital expenditure and working capital from time to time, and any scheduled interest or repayment of loan and payable will be paid on time;

(vi) The senior management of the Target Group will implement only those prospective financial and operational strategies that will maximize the efficiency of the operation of the Target Group;

(vii) The senior management of the Target Group has sufficient knowledge and experience in respect of the operation of the Target Group, and the turnover of any director, management or key person will not affect the operation of the Target Group;

(viii) The senior management of the Target Group has adopted reasonable and appropriate contingency measures against any human disruption such as fraud, corruption and strike, and the occurrence of any human disruption will not affect the operation of the Target Group; and

(ix) The senior management of the Target Group has adopted reasonable and appropriate contingency measures against any natural disaster such as fire, flood and hurricane, and the occurrence of any natural disaster will not affect the operation of the Target Group.

Key inputs adopted in the Valuation

The Valuation date was 30 September 2026. The unaudited financial information of the Target Group from 1 October 2025 to 30 September 2026 was used.

	(unaudited) *(HK$'000)*
EBITDA	942,305
Earnings	787,961
AUM	254,181,070
Cash and Cash Equivalent	215,170
Short-term Debt	48,933

The following is the calculation of market value of 100% equity interest in the Target Group as at 30 September 2026 using EV/EBITDA multiple:

	(unaudited) *(HK$'000)*
EBITDA for the Target Group:	
12-month period from 1 October 2025 to 30 September 2026	942,305
Average of EV/EBITDA multiple	**7.42**
EV of the Target Group as at 30 September 2026	6,995,701
Add: Cash and cash equivalent for the Target Group as at 30 September 2026	215,170
Less: Short-term debt for the Target Group as at 30 September 2026	48,933
Market value using EV/EBITDA multiple (before discount for lack of marketability)	7,161,937
Less: Discount for lack of marketability (20.43%)	1,463,184
Market value of 100% equity interest in the Target Group as at 30 September 2026 using EV/EBITDA multiple	**5,698,753**

Note: Products of the figures and sum of the figures may not equal to the total of the figures due to rounding.

The following is the calculation of market value of 100% equity interest in the Target Group as at 30 September 2026 using P/AUM multiple:

	(unaudited) *(HK$'000)*
AUM for the Target Group as at 30 September 2026*	254,181,070
Average of P/AUM multiple	**0.026**
Market value using P/AUM multiple (before discount for lack of marketability)	6,718,767
Less: Discount for lack of marketability (20.43%)	1,372,644
Market value of 100% equity interest in the Target Group as at 30 September 2026 using P/AUM multiple	**5,346,123**

Note: Products of the figures and sum of the figures may not equal to the total of the figures due to rounding.

* *With reference to the AUM data as at the latest available date of 31 March 2026.*

The following is the calculation of market value of 100% equity interest in the Target Group as at 30 September 2026 using P/E multiple:

	(unaudited) *(HK$'000)*
Earnings for the Target Group:	
12-month period from 1 October 2025 to 30 September 2026	787,961
Average of P/E multiple	**11.59**
Market value using P/E multiple (before discount for lack of marketability)	9,130,032
Less: Discount for lack of marketability (20.43%)	1,865,266
Market value of 100% equity interest in the Target Group as at 30 September 2026 using P/E multiple	**7,264,767**

Note: Products of the figures and sum of the figures may not equal to the total of the figures due to rounding.

The following is the calculation of market value of 22.50% equity interest in the Target Group as at 30 September 2026:

	(unaudited) *(HK$'000)*
Market value of 100% equity interest in the Target Group as at 30 September 2026 using EV/EBITDA multiple	5,698,753
Market value of 100% equity interest in the Target Group as at 30 September 2026 using P/AUM multiple	5,346,123
Market value of 100% equity interest in the Target Group as at 30 September 2026 using P/E multiple	7,264,767
Average of the market values using the three multiples:	
100% equity interest in the Target Group as at 30 September 2026	**6,103,214**
22.50% equity interest in the Target Group as at 30 September 2026	**1,373,223**

Note: Products of the figures and sum of the figures may not equal to the total of the figures due to rounding.

The following formula was applied by the Valuer:

EV = Market Cap + PE + MI + ST Debt + LT Debt – Cash

Note:

EV	=	enterprise value
Market Cap	=	market capitalization
PE	=	preferred equity
MI	=	minority interest
ST Debt	=	short-term debt
LT Debt	=	long-term debt
Cash	=	cash and cash equivalents

PE, MI and LT Debt are not applicable to the Target Group.

Selection criteria of comparable companies

The Valuer has identified comparable companies in the Valuation based on the following selection criteria:

(i) the principal activities of the comparable companies are located in the Asia Pacific regions;

(ii) the comparable companies are principally engaged in the provision of asset management services and the related operation;

(iii) shares of the comparable companies are listing in a major stock exchange and are being actively traded in a reasonable period of time; and

(iv) detailed financial and operational information in respect of the comparable companies are available at publicly available sources.

Market comparable companies

Based on the abovementioned selection criteria, the Valuer has identified an exhaustive list of 8 comparable companies satisfying the above criteria, as tabulated below:

Company Name	Stock Code	Stock Exchange	Company Description
Value Partners Group Limited	806 HK	Hong Kong Stock Exchange	An independent, value-oriented asset management group with a focus on the PRC and the Asia-Pacific region; client base includes institutions, corporations, university endowment funds, charitable foundations, high net worth individuals and retail investors.
SPARX Group Co., Ltd.	8739 JP	Tokyo Stock Exchange	An asset management firm providing investment advisory, investment trust management and securities brokerage services, with equity and fund research, sales and investment services for corporate and individual investors.
Australian Ethical Investment Limited	AEF AU	Australian Securities Exchange	A fund manager managing a portfolio of ethical investments that support society and the environment, such as recycling, renewable energy, healthcare, education and bio-diversity.
PT Ashmore Asset Management Indonesia	AMOR IJ	Indonesia Stock Exchange	An investment management company offering fund solutions, equity, fixed income and other related activities, serving customers worldwide.

Company Name	Stock Code	Stock Exchange	Company Description
Azimut Holding S.p.a.	AZM IM	Italian Stock Exchange	A global asset manager listed since 2004 and part of the FTSE MIB index; operates in Public Markets, Private Markets and Emerging Markets across 17 countries in the Americas, EMEA and Asia-Pacific.
MFC Asset Management Public Company Limited	MFC TB	Stock Exchange of Thailand	A fund management company managing local open-end and closed-end mutual funds, pension and provident funds, and providing clearing and settlement services for state enterprise bonds, serving clients in Thailand.
Nippon Life India Asset Management Limited	NAM IN	National Stock Exchange of India	An investment management firm offering portfolio management, financial planning, mutual fund investment and advisory services to individuals, institutions, trusts and private funds, serving customers in India.
UTI Asset Management Company Limited	UTIAM IN	National Stock Exchange of India	An investment management firm offering asset management, research analysis, portfolio construction, financial planning and advisory services to individual and institutional investors, serving clients in India.

The EV/EBITDA, P/E and P/AUM multiples of the comparable companies as at 30 September 2026 are as follows:

Stock Code	Company Name	EV/ EBITDA	P/E	P/AUM
806 HK	Value Partners Group Limited	2.00	5.69	0.062
8739 JP	SPARX Group Co., Ltd.	7.72	13.03	0.042
AEF AU	Australian Ethical Investment Limited	12.08	18.09	0.033
AMOR IJ	PT Ashmore Asset Management Indonesia	4.98	8.33	0.001
AZM IM	Azimut Holding S.p.a.	7.20	9.74	0.035
MFC TB	MFC Asset Management Public Company Limited	5.81	8.55	0.005
NAM IN*	Nippon Life India Asset Management Limited	30.41*	40.63*	0.086*
UTIAM IN	UTI Asset Management Company Limited	12.18	17.68	0.007
Average (excluded outliers marked with *):		**7.42**	**11.59**	**0.026**

* *Outliers are excluded because the calculated EV/EBITDA, P/E or P/AUM multiples lie outside 1.5 standard deviation from the respective average multiples of the comparable companies.*

In applying the EV/EBITDA multiple, the average of the EV/EBITDA multiples of the comparable companies was multiplied by the EBITDA of the Target Group as at the date of valuation to determine the EV of the Target Group.

The calculated EV of the Target Group was then adjusted by subtracting the total debt, preferred equity and minority interest and adding back the cash and cash equivalents to determine the equity value of the Target Group.

In applying the P/E multiple, the average of the P/E multiples of the comparable companies was multiplied by the earnings of the Target Group as at the date of valuation to derive the equity value of the Target Group.

In applying the P/AUM multiple, the average of the P/AUM multiples of the comparable companies was multiplied by the AUM of the Target Group as at the date of valuation to derive the equity value of the Target Group.

The resulting equity value of marketable and non-controlling interest was then further adjusted by the discount for lack of marketability to derive the equity value (non-controlling interest) of the Target Group.

The average of the equity value derived from EV/EBITDA, P/E and P/AUM multiples was adopted as the market value of the Target Group.

Discount for Lack of Marketability ("DLOM")

DLOM is adjusted towards the calculation of the Valuation. DLOM is a downward adjustment to the value of an investment to reflect its reduced level of marketability. The concept of marketability deals with the liquidity of an ownership interest, that is, how quickly and easily it can be converted into cash if the owner chooses to sell.

The DLOM reflects the fact that there is no ready market for shares in a closely held company. Ownership interests in closely held companies are typically not readily marketable compared to similar interests in publicly listed companies. Therefore, a share of stock in a privately held company is usually worth less than an otherwise comparable share in a publicly listed company.

As the Target Group is unlikely to undergo public offering and shares of the Target Group are unlikely to be listed in any major stock exchange or be marketable in any over-the-counter market in the near future, the ownership interest in the Target Group is not readily marketable. However, the price multiples adopted in the Valuation were calculated from public listed companies, which represent marketable ownership interest; value calculated using such price multiple, therefore, represents the marketable interest. Thus, DLOM was adopted to adjust such marketable interest value to non-marketable interest value. The Valuer adopted 20.43% as the DLOM for the Valuation of the Target Group.

The Board's assessment on the Valuation

The Board understands that the potential impact of the Permitted Dividend was not considered by the Valuer in the Valuation because the distributable profit and other conditions, such as consents from the other shareholders of the Target Group, cannot be reliably estimated as at the date of Valuation and there was no declared dividend in the statement of financial position of the Target Group as at the date of Valuation.

Set out below is a summary of the scope of the independent work and assessment conducted by the Board:

Qualification and independence of the Valuer

Based on the Board's review of the relevant information provided by the Valuer as well as the independent research conducted from the public domain, the Valuer is a reputable and qualified valuer which provides a wide spectrum of professional valuation and consultancy services relating to initial public offerings (IPO), public documentations, financial reporting, mergers and acquisitions, corporate financing, taxation, liquidation and litigation. The integrated team of the Valuer has solid experience in valuation of real estate, plant and machinery, business interests and intangible assets.

The Valuer has confirmed its independence from the Target Group, the Group and/or any of their respective connected persons as at the date of this announcement.

Fairness and reasonableness of the valuation methodology

The selection of the Valuer's valuation approach is based on, among other criteria, the quantity and quality of the information provided, access to available data, supply of relevant market transactions, type and nature of the subject asset, purpose and objective of the Valuation, professional judgment and technical expertise.

The cost approach does not directly incorporate information about the economic benefits contributed by the subject asset, and it is generally applied to newly established companies or a company that is unable to conduct effective assessment by using income approach or market approach. The income approach heavily relies on subjective assumptions where the valuation is highly sensitive to long-term financial projections and detailed operation information to derive an indication of value.

The market approach was considered by the Valuer to be the most appropriate valuation approach in the Valuation, as it is the most direct valuation approach which reflects the value obtained as a result of a consensus of what others in the marketplace have judged it to be.

As advised by the Valuer, the valuation methodology adopted in the Valuation is in line with market practice.

Fairness and reasonableness of the valuation multiples

For the Valuation of the Target Group, the Valuer has adopted the average of EV/EBITDA, P/E and P/AUM multiples in assessing the Target Group as the Target Group is an asset management company which has stable profitability. EV/EBITDA and P/E multiples are commonly used for companies which are continuously profitable. The Valuer also adopted P/AUM multiple, which is target-specific to consider the effect of the size of asset management companies, as the AUM between comparable companies differs greatly.

With the adoption of the market approach, the Valuer deems that the average of multiples of comparables directly reflects the value of the Target Group in the marketplace. The Valuer has derived the value of the Target Group from its financial position with the P/E multiple, EV/EBITDA multiple and P/AUM multiple respectively. In addition to using the P/E multiple and EV/EBITDA multiple, the Valuer has incorporated the P/AUM multiple as the Target Group operates in the asset management business. The Valuer did not consider other price multiples due to the Target Company's profitability, its intangible assets and its tax effects.

Fairness and reasonableness of the selection criteria of the comparable companies

The selection of comparable companies follows the business segment and target market of the Target Group. Comparable companies that mainly derive revenue from asset management services and which principally operate in the Asia Pacific region are included in the comparable company pool. The Valuer confirmed that the selection of comparable companies was exhaustive, and all selected comparable companies were profitable.

Fairness and reasonableness of the 20.43% discount for lack of marketability adopted in the Valuation of the Target Group

As the firm practice of the Valuer, the 20.43% discount of lack of marketability was adopted. The discount rate was referred from the research result of Stout Restricted Stock Study, published by Business Valuation Resources, LLC in 2025 with mean of 20.43% of total of 783 transactions in their database.

Sufficiency of the scope of work performed by the Valuer

The scope of work performed by the Valuer was considered by the Board to be sufficient.

Views of the Board on the Valuation

Taking into account the above and having considered (i) the Valuation was prepared by the Valuer in accordance with the applicable requirements and standards; (ii) the Valuer has considered the generally accepted business enterprise valuation approaches and the circumstances of the Target Group (including its market position, size and reputation) before adopting the market approach; and (iii) the Valuer has adopted EV/EBITDA multiple, P/AUM multiple and P/E multiple, which are appropriate and relevant for the purpose of the Valuation, with reference to the information of the comparable companies, the Board is of the view that the adoption of the market approach for the Valuation is fair and reasonable and reflects the expectation of the market, and the Valuation serves as a fair and reasonable reference to determine the Consideration.

IV. GENERAL INFORMATION OF THE PARTIES

General Information of the Company and the Group

The Company is an investment holding company whereas the Group is a cross-border, cross industry investment platform based in Hong Kong, backed by the Greater Bay Area, and with focus on the international market. The Group is principally engaged in the operation of a financial technology investment platform that combines licensed financial services with strategic technology investments. The Group functions as a financial technology investment platform with wholly-owned subsidiaries operating as the licensed corporations for Type 1 (dealing in securities), Type 4 (advising on securities), Type 6 (advising on corporate finance), and Type 9 (asset management) regulated activities under the SFO, which offer investment banking, securities brokerage, asset management, margin financing, money lending, debt and equity investment, and immigration investment services, while pursuing an innovation-led strategy focused on Web3.0 and quantum technology. The Company implements an innovation-driven strategy, actively invests in the quantum technology industry and explores multi-dimensional layout in the field of quantum technology at the business level.

General Information of the Purchaser

CPCT Limited as the Purchaser is a company incorporated in the Cayman Islands with limited liability and is principally engaged in investment holding. As at the date of this announcement, the Purchaser is 100% directly owned by CSOP 1 (BVI) L.P., and its ultimate beneficial owner is Mr. TANG Chi Lun.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Purchaser and its ultimate beneficial owner are third parties independent of the Company and connected persons of the Company.

V. INFORMATION ON THE TARGET COMPANY

The Target Company was founded in January 2008 and is the first offshore entity set up by a regulated Chinese asset manager. The Target Company is licensed by the SFC to carry out Type 1 (dealing in securities), Type 4 (advising on securities) and Type 9 (asset management) regulated activities under the SFO. The Target Company focuses on cross-border asset management, offering China market investment products and solutions to overseas investors and global asset allocation solutions to investors in Mainland China. Its business covers passive, active and quantitative investment: passive products include equity ETFs, fixed income ETFs, money market ETFs, leveraged and inverse products, thematic ETFs and virtual asset futures ETFs; active strategies cover Greater China equities and fixed income.

As at date of this announcement, the Company owned 22.50% of the entire issued capital of the Target Company. To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, the Purchaser, the other shareholders of the Target Company and their respective ultimate beneficial owner(s) are third parties independent of the Company and connected persons of the Company.

Financial Information of the Target Company

Set out below is the audited consolidated financial information of the Target Company and its subsidiaries for the years ended 31 December 2024 and 31 December 2025, respectively.

	For the year ended 31 December 2025 (audited) *(HK$'000)*	For the year ended 31 December 2024 (audited) *(HK$'000)*
Revenue	1,551,019	981,390
Profit before tax	595,651	408,236
Profit after tax	511,726	356,499
Net assets	944,904	773,599

VI. REASONS FOR AND BENEFITS OF THE DISPOSAL AND THE USE OF PROCEEDS

The principal reasons for and benefits of the Disposal of the 22.50% equity interest in the Target Company are set out as follows:

1. Clear and Independent Business Development in Support of the Group's Own SFC-Authorised Public Fund Platform

Following the successful approval by the SFC on 30 September 2026 of the Group's open-ended fund company (the "**OFC**") together with its two public-offer sub-funds, namely Fortune Asset Technology Select Equity Fund and Fortune Asset Fixed Income Fund, the Group is well-positioned to build and operate a public fund platform of its own, with Fortune Asset Management Limited, a wholly-owned subsidiary of the Group, acting as the investment manager. Having achieved this key milestone in establishing a wholly-owned OFC platform, it is expected that the Disposal will facilitate the Group's own long-term strategic development, avoid direct competition and enable the Group to present a clear shareholding structure, and ensures that the Group's public fund business can proceed on a fully independent and compliant basis.

By avoiding the simultaneous offering of similar products (such as comparable broad-based index, thematic ETF or fixed income products) by the Group and the Target Company, the Group can dedicate its full investment research capabilities,

distribution channels and brand resources to the development of its own proprietary public fund business, thereby further optimising synergies across its licensed Type 1, Type 4, Type 6 and Type 9 regulated activities under the SFO, deepening its asset-management capabilities, broadening its product offering to SFC-authorised funds available to the public, and strengthening its overall financial-service ecosystem.

2. Concentration of Resources to Build an Absolutely-Controlled Proprietary Public Fund Brand and Improve Return on Capital

As a minority shareholder holding a 22.50% equity interest in the Target Company, the Company exercises no decisive control over its operations and derives returns primarily through dividend income. Having obtained its own public fund platform, the Company intends to concentrate all of its in-house investment-research teams, distribution-channel resources and brand reputation on a new public fund platform that is 100% owned and controlled by the Group. Release of passive capital will provide capital support for the Group's public fund launches and such internal capital support enables the Group's new public fund products to establish strong market liquidity and scale advantages from inception, accelerating business ramp-up. By operating public funds over which it has full control, the management fees and performance fees generated can be 100% consolidated into the Group's financial statements, thereby improving the return on equity ("**ROE**") and enhancing the Group's market and brand positioning.

3. Synergizing with the Group's strengths in "Quantum + AI + Web3"

The Target Company is an established market leader in conventional Asian exchange-traded funds ("**ETF**"), particularly leveraged and inverse products and mainstream technology equity ETFs. Following the Disposal, the Group intends to launch differentiated products by leveraging its proprietary funds in synergy with the Group's strengths in quantum technology, artificial intelligence ("**AI**"), and asset tokenization. This strategic direction enables the Group to expand into specialized offerings such as global quantum-technology-industry index funds and regulatory-compliant tokenised public funds, leveraging the Group's strengths in quantum-technology and real-world-asset ("**RWA**") innovation while avoiding direct competition in saturated traditional ETF segments. By embedding artificial intelligence into business processes such as investment research, operations and marketing, the Group intends to explore development of an "AI-native" asset management company that aligns with regulatory requirements.

4. Realisation of Substantial Capital and Optimisation of the Group's Financial Asset Structure

The Company originally made its strategic investment in the Target Company by way of allotment and issuance of the consideration shares of the Company for the settlement of the acquisition cost of approximately HK$1,110,000,000. Having held the investment for a period of time and as the Group has shifted its strategic focus towards developing its own proprietary public fund platform, the Board considers that the Disposal represents an opportune time to monetise this non-controlling investment and unlock its underlying value.

Although the Consideration of HK$1,200,000,000 represents a discount to the market value of the Sale Shares of approximately HK$1,373,000,000 as at 30 September 2026 as set out in the Valuation, and the Disposal is expected to record an unaudited accounting loss of approximately HK$174,513,000 based on the carrying value of the Sale Shares of HK$1,373,000,000 and the exchange reserve released of HK$1,513,000 as at 30 September 2026 (as detailed in the section headed "FINANCIAL IMPACT OF THE DISPOSAL" in this announcement), the Board has taken into account the following factors:

(i) the Consideration of HK$1,200,000,000 represents a gain of approximately HK$90,000,000 over the Group's original acquisition cost of approximately HK$1,110,000,000, and together with the possible Permitted Dividend, the aggregate cash inflow may add up to approximately HK$1,451,000,000, representing a maximum total return of approximately HK$341,000,000, if the Permitted Dividend materialised;

(ii) the immediate availability of the substantial cash proceeds from the Disposal upon Closing, which will significantly enhance the Group's liquidity position, optimise its asset allocation, improve its financial flexibility and capital management efficiency, and maintain sufficient cash reserves for future strategic investment opportunities with attractive return potential as and when they arise; and

(iii) the prevailing macroeconomic environment characterised by tight monetary policies and constrained capital flows, under which securing substantial, readily available cash on an immediate basis is particularly challenging and valuable.

Having considered the above, the Board is of the view that the discount of the Consideration to the Valuation and the expected accounting loss are well-balanced by the positive return over the original acquisition cost and the certainty and immediacy of the substantial cash inflow, thereby creating long-term value for the Shareholders.

Accordingly, the terms of the Share Purchase Agreement have been determined after arm's length negotiations between the Company and the Purchaser, and the Directors (including the independent non-executive Directors) are of the view that the Share Purchase Agreement (including the Consideration) is on normal commercial terms, fair and reasonable and in the interests of the Shareholders as a whole.

The intended use of proceeds from the Disposal

The Company intends to use the net proceeds of approximately HK$1,199,500,000 from the Disposal, after deducting estimated transaction costs and professional fees, for (i) the Group's general working capital; (ii) the repayment of the Group's existing indebtedness; (iii) seed capital and operational support for the Group's proprietary public fund business; and (iv) investments in and industrial implementation of quantum industry, AI technology, computing power and data-centre projects, advancing the Group's strategic transformation toward the fintech sector.

VII. FINANCIAL IMPACT OF THE DISPOSAL

The Company entered into a sale and purchase agreement on 31 December 2024 with HK.AI Capital Limited, formerly known as Wealthink AI-Innovation Capital Limited, a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 1140), for the purchase of 22.50% of the entire issued share capital of the Target Company at the consideration of HK$1,110,000,000, which shall be settled by the allotment and issuance of 1,405,063,292 shares of the Company (the "**Consideration Shares**") at the issue price of HK$0.79 per Share of the Company under a specific mandate, details of which are set out in the circular of the Company dated 25 June 2025. The acquisition of the Target Company took place on 2 January 2026 (the "**Completion Date**"), following which the Target Company became an associate of the Group. The acquisition cost of the Sale Shares by the Company was approximately HK$1,110,000,000.

Upon Closing, the Company will cease to have any interest in the Target Company. The financial results of the Target Company will cease to be accounted for in the consolidated financial statements of the Company as investment in an associate using the equity method of accounting.

It is estimated that the Company will record an unaudited loss on the Disposal of approximately HK$174,513,000, calculated with reference to the difference between (i) the Consideration of the Sale Shares of approximately HK$1,200,000,000; and (ii) the carrying value of the Sale Shares of HK$1,373,000,000 and the exchange reserve released of HK$1,513,000 as at 30 September 2026. The potential impact of the possible Permitted Dividend was not considered in the calculation of estimated loss on Disposal.

The above financial impact is shown for illustrative purpose only and the actual gain or loss as a result of the Disposal is subject to, among other things, the audit to be conducted by the auditors of the Company.

VIII. LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio (as defined under the Listing Rules) in respect of the Disposal exceeds 5% but is less than 25%, the Disposal constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but exempt from the shareholders' approval requirements under Chapter 14 of the Listing Rules.

IX. WARNING

Closing is subject to the fulfilment of a number of conditions precedent. Therefore, the Disposal contemplated under the Share Purchase Agreement may or may not proceed.

Investors are advised to exercise caution when dealing in the securities of the Company and if they are in any doubt about their position, they should consult their professional advisers.

X. DEFINITIONS

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

"associates"	has the meaning ascribed thereto in the Listing Rules
"Board"	the board of Directors
"Business Day"	a day (excluding a Saturday, Sunday or public holiday) on which banks in Hong Kong, the United States and Taiwan are generally open for normal banking business

"Closing"	the closing of the Disposal in accordance with the terms and conditions set out in the Share Purchase Agreement
"Closing Date"	the date on which the Closing occurs
"Company" or "Seller"	GoFintech Quantum Innovation Limited, a company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 0290)
"Condition(s) Precedent"	the condition(s) precedent to Closing as set out under the paragraphs headed "Conditions Precedent of the Share Purchase Agreement", comprising the conditions of the Purchaser's obligations at Closing and the conditions of the Company's obligations at Closing
"connected person(s)"	has the meaning ascribed thereto in the Listing Rules
"Consideration"	the consideration in the amount of HK$1,200,000,000 for the Disposal, which shall be satisfied in cash
"Director(s)"	the director(s) of the Company
"Disposal"	the disposal by the Company as the Seller of the Sale Shares free of any Encumbrance on the terms and subject to the conditions set out in the Share Purchase Agreement
"Encumbrance"	any mortgage, charge, pledge, lien, option, restriction, right of first refusal, right of pre-emption, third party right or interest, or other security interest or encumbrance of any kind

"Governmental Authority"	any nation or government or any federation, province or state or any other political subdivision of them; any entity, authority or body exercising executive, legislative, judicial, regulatory or administrative functions of or relating to government, including any government authority, agency, department, board, commission or instrumentality of Hong Kong, Singapore or any other country, or any political subdivision of them, any court, tribunal or arbitrator, and any self-regulatory organisation (such as stock exchanges and clearing agencies)
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Interim Period"	the period between the date of the Share Purchase Agreement and the earlier of the Closing and the termination of the Share Purchase Agreement
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Long Stop Date"	the date falling one hundred and twenty (120) days after the date of the Share Purchase Agreement (i.e. 13 March 2027), or such other date as the Company and the Purchaser may agree in writing, provided that the afore-mentioned timeline shall be extended for an additional time period as reasonably necessary to obtain the SFC Approval and/or any other approval from competent Governmental Authority or third-party consent in the event that the closing condition set forth in item (iv) of conditions of the Purchaser's obligations at Closing as set out under the paragraphs headed "Conditions Precedent of the Share Purchase Agreement" has not yet been satisfied by then

"Material Adverse Effect"	any event, change, circumstance or matter that has, or would reasonably be expected to have, a material adverse effect on the business (including the assets under management and any investment management or advisory mandate of the Target Company), assets, liabilities, financial condition, results of operations or prospects of the Target Company
"Permitted Dividend"	the dividend declared by the Target Company out of the undistributed profit attributable to the Sale Shares, provided that the aggregate amount of the Permitted Dividend shall not exceed approximately HK$251,000,000
"PRC"	the People's Republic of China, and for the purpose of this announcement, excluding Hong Kong, Macau Special Administrative Region and Taiwan
"Purchaser"	CPCT Limited, a company incorporated in the Cayman Islands with limited liability
"Purchaser Qualifying Shareholder"	in connection with the SFC Approval and any other approval from competent Governmental Authority, each direct or indirect shareholder or controller of the Purchaser, including any associate of the afore-mentioned persons, that is required under applicable law to obtain the SFC Approval and any other approval from competent Governmental Authority in order to consummate the transactions contemplated by the Share Purchase Agreement
"Sale Shares"	the 60,000,000 ordinary shares held by the Company as at the date of this announcement in the Target Company, representing 22.5% of the total issued and outstanding share capital of the Target Company

"SFC"	the Securities and Futures Commission of Hong Kong
"SFC Approval"	receipt by the Purchaser and each Purchaser Qualifying Shareholder of written or deemed approval from the SFC for the Purchaser and each Purchaser Qualifying Shareholder to become a substantial shareholder (as defined in the SFO) of the Target Company, provided that the conditions, if any, set out in such approval are satisfactory to each of the Company and the Purchaser
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
"Share(s)"	the ordinary share(s) in the issued share capital of the Company, in the par value of HK$0.10
"Share Purchase Agreement"	the conditional share purchase agreement dated 13 November 2026 entered into by the Company as the Seller and the Purchaser, pursuant to which the Purchaser has conditionally agreed to purchase, and the Company has conditionally agreed to sell, the Sale Shares, representing 22.50% of the entire issued share capital of the Target Company
"Shareholder(s)"	shareholders of the Company
"Stock Exchange" or "Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Target Company"	CSOP Asset Management Limited, a company incorporated in Hong Kong with limited liability and licensed by the SFC to carry out Type 1 (dealing in securities), Type 4 (advising on securities) and Type 9 (asset management) regulated activities under the SFO
"Target Group"	the Target Company and any of its subsidiaries and branches

"Valuer"	BMI Appraisals Limited, an independent valuer engaged by the Company
"%"	per cent.

By order of the Board
GoFintech Quantum Innovation Limited
SUN Qing
Chairlady and Executive Director

Hong Kong, 13 November 2026

As at the date of this announcement, the Board consists of one executive Director, namely Ms. SUN Qing (Chairlady); two non-executive Directors, namely Dr. NIE Riming and Mr. LI Chunguang; and three independent non-executive Directors, namely Ms. LUI Mei Ka, Dr. LIANG Jinxiang and Dr. ZHOU Ziheng.