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F8 ENTERPRISES (HOLDINGS) GROUP LIMITED

F 8 企 業 (控 股) 集 團 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8347)

VOLUNTARY ANNOUNCEMENT MEMORANDUM OF UNDERSTANDING IN RESPECT OF POTENTIAL STRATEGIC COOPERATION

This announcement is made by F8 Enterprises (Holdings) Group Limited (the “**Company**”, together with its subsidiaries the “**Group**”) on a voluntary basis to provide its shareholders and potential investors of the Company with information of the latest business development of the Group.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 8 March 2021 (after trading hours), the Company entered into a non-legally binding memorandum of understanding (“**MOU**”) with Guangzhou Kaicang Fangliang Electronic Commerce Co., Ltd.* (廣州開倉放良電子商務有限公司) (“**Kaicang**”) pursuant to which, among others, the Company and Kaicang (or their respective subsidiaries) will form strategic cooperation with each other to, among others, invest, produce, promote, develop and operate e-commerce related projects in the Mainland China and Hong Kong. The Company and Kaicang will set up project teams and meet from time to time to discuss and explore the cooperation strategy.

It is expected that through the strategic cooperation, the Company and Kaicang will utilise their professional talents to build a strong network in order to strengthen the Company’s future growth and business development. Further, the Company and Kaicang will explore new synergistic and other attractive proprietary business and investment opportunities which aim to maximise the value of the Company for its shareholders.

As at the date of this announcement, the Company and Kaicang have not agreed on any material terms concerning the strategic cooperation and have not entered into any legally binding agreements in relation to any specific cooperation projects. To the best of the Directors’ knowledge, information and belief after making all reasonable enquires, Kaicang is principally engaged in e-commerce business in Mainland China and is an independent third party of and not connected with the Company and its connected persons. If any transaction contemplated thereunder constitutes a notifiable transaction for the Company under the GEM Listing Rules, further announcement(s) will be made by the Company as and when appropriate in compliance with the GEM Listing Rules.

Shareholders and investors are urged to exercise caution when dealings in the securities of the Company.

By order of the Board of
F8 Enterprises (Holdings) Group Limited
Fong Chun Man
Chairman

Hong Kong, 8 March 2021

As at the date of this announcement, the chairman and the executive Director of the Company is Mr. FONG Chun Man, the executive Directors of the Company are Ms. LO Pui Yee and Mr. CHAN Chi Fai; and the independent non-executive Directors of the Company are Mr. CHUI Chi Yun, Robert, Mr. KWONG Yuk Lap and Mr. WANG Anyuan.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 in this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of the GEM at www.hkgem.com for at least 7 days from the day of its posting. This announcement will also be published on the website of the Company at www.f8.com.hk

* *For identification purpose only*