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## **DIT GROUP LIMITED**

**築友智造科技集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 726)**

### **AGREEMENT OF INTENT IN RELATION TO A POTENTIAL DISPOSAL**

This announcement is made by the board (the “**Board**”) of directors (the “**Director(s)**”) of DIT Group Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) on a voluntary basis.

### **AGREEMENT OF INTENT**

The Company announces that the Transferors (as defined below) entered into an agreement of intent (the “**Agreement of Intent**”) with 海元物流有限公司 (Haiyuan Logistics Co., Ltd.\*) as transferee (the “**Transferee**”) in relation to the potential disposal of 100% equity interests of 佛山築友智造科技有限公司 (Foshan Drawin Intelligent Manufacture Technology Limited\*) (the “**Target Company**”), a company established in the PRC and is principally engaged in construction industrialization.

**Date:** 17 March 2025

#### **Parties:**

##### **The Transferors**

築友智造科技投資有限公司 (Drawin Intelligent Manufacture Technology Investment Limited\*) (“**Transferor A**”).

築友智造智能科技有限公司 (Drawin Intelligent Manufacture Intelligent Technology Limited\*) (“**Transferor B**”, together with the Transferor A as the “**Transferors**”).

The Transferors are companies established in the PRC with limited liability and are principally engaged in construction industrialization. The Transferors are wholly owned subsidiaries of the Company. The Transferor holds 100% equity interests of the Target Company.

### **The Transferee**

The Transferee is a company established in the People's Republic of China (the "**PRC**") and is principally engaged in logistics business. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Transferee and its ultimate beneficial owner(s) are third parties independent of and not connected with the Company and its connected persons (as defined in The Rules (the "**Listing Rules**") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**")).

### **Subject Matter**

Pursuant to the Agreement of Intent, the Transferors intend to sell and the Transferee intends to acquire 100% share capital of the Target Company.

After signing of the Agreement of Intent, the Transferee shall deposit in the Transferors' designated bank account the earnest monies (the "**Earnest Monies**") of RMB2,000,000.

The parties shall negotiate in good faith with the aim to enter the formal agreement (the "**Formal Agreement**") as soon as practicable.

### **Confidentiality**

The parties shall keep the Agreement of Intent and all matters set out therein confidential and shall not be disclosed by either party to any third party without the prior written consent of the other party.

### **Exclusivity**

Within 35 days from the date of the Agreement of Intent, the Transferors shall not discuss, negotiate or otherwise sign any agreement with any third party other than the Transferee in relation to the disposal of the share capital of the Target Company.

## REASONS FOR THE POTENTIAL DISPOSAL

The potential disposal of the Target Company (the “**Potential Disposal**”) contemplated under the Agreement of Intent, if materialized, will constitute a notifiable transaction on the part of the Company under Chapter 14 of the Listing Rules. The Company considers that the Potential Disposal is in the interests of the Company and its shareholders as a whole as that will allow the Group to better reallocate its resources for business development.

**The Potential Disposal and the transactions contemplated thereunder shall be subject to entering into the Formal Agreement. There are significant uncertainties in relation to the relevant matters and there is a risk that it may not be reached or implemented due to various reasons. The Company will fulfill its information disclosure obligations under the Listing Rules in a timely manner in respect of the progress of the relevant matters. Shareholders and potential investors are advised to pay caution in dealing in the securities of the Company.**

By order of the Board  
**DIT Group Limited**  
**Guo Weiqiang**  
*Chairman and Executive Director*

Hong Kong, 17 March 2025

*As at the date of this announcement, the Board comprises Mr. Guo Weiqiang (Chairman) and Ms. Wang Yuping as executive directors; Mr. Wang Jun and Mr. Guo Jianfeng as non-executive directors; Mr. Jiang Hongqing, Mr. Lee Chi Ming and Mr. Ma Lishan as independent non-executive directors.*