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Hangzhou SF Intra-city Industrial Co., Ltd.
杭州順豐同城實業股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 9699)

RENEWAL OF CONNECTED TRANSACTION UNDER THE TENANCY AGREEMENT

Refence is made to the announcement dated 30 June 2022 in relation to the connected transaction under the Tenancy Agreement. As the existing Tenancy Agreement is expected to expire on 31 July 2025, the Company entered into the 2025 Tenancy Agreement on 28 July 2025 to renew the Tenancy Agreement for a term of three years effective from 1 August 2025, pursuant to which Shenzhen Intra-city (as the lessee) agreed to lease the Properties from SF Supply Chain (as the lessor) as office premises. On the even date, Shenzhen Intra-city also entered into the 2025 Property Management Agreements with the Property Management Company, pursuant to which the Property Management Company will provide property management and property supporting services in relation to the Properties to the Shenzhen Intra-city for a term from 1 August 2025 to 31 December 2026.

LISTING RULES IMPLICATIONS

According to Rule 14A.54(2) of the Listing Rules, if the Company proposes to renew continuing connected transactions, the Company will be required to re-comply with provisions of Chapter 14A of the Listing Rules in relation to the relevant connected transactions.

The 2025 Tenancy Agreement is entered between Shenzhen Intra-city, a wholly owned subsidiary of the Company, and SF Supply Chain. SF Supply Chain is a wholly owned subsidiary of SF Taisen, which is one of the controlling shareholders of the Company, and is therefore a connected person of the Company. The Property Management Company is 40% owned by SF Chuangxing, which is a wholly owned subsidiary of SF Taisen, and is therefore a connected person of the Company.

In accordance with IFRS 16 "Leases", the rental payment to be made by Shenzhen Intra-city under the 2025 Tenancy Agreement will be recognised as a right-of-use asset and will be regarded as an acquisition of assets by the SF Intra-city Group for the purpose of the Listing Rules. The payment of the 2025 Property Management Fees to be made by Shenzhen Intra-city under the 2025 Property Management Agreements will be recognised as expenses of the SF Intra-city Group. As such, pursuant to Chapter 14A of the Listing Rules, the payment of rentals under the 2025 Tenancy Agreement constitutes a one-off connected transaction of the Company, and the payment of Property Management Fees will constitute continuing connected transactions of the Company.

Given that the relevant applicable percentage ratios in respect of the value of the right-of-use asset to be recognised by the SF Intra-city Group under the 2025 Tenancy Agreement are more than 0.1% but less than 5%, the transactions contemplated under the 2025 Tenancy Agreement and the payment of rentals thereunder are subject to the reporting and announcement requirements but are exempt from the independent shareholders' approval requirement under Chapter 14A of the Listing Rules. Given that all applicable percentage ratios in respect of the annual amount of the Property Management Fees are less than 0.1%, the payment of Property Management Fees is exempt from the reporting, announcement, annual review and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

BACKGROUND

Refence is made to the announcement dated 30 June 2022 in relation to the connected transaction under the Tenancy Agreement. As the existing Tenancy Agreement is expected to expire on 31 July 2025, the Company entered into the 2025 Tenancy Agreement on 28 July 2025 to renew the Tenancy Agreement for a term of three years effective from 1 August 2025.

THE 2025 TENANCY AGREEMENT

Date

28 July 2025

Parties

(a) Shenzhen Intra-city (as the lessee)

(b) SF Supply Chain (as the lessor)

Leased Properties

Part of the 11th floor and the entire of the 21st and 22nd floors of the Shunfeng Headquarters Building. The Properties have a total gross floor area of 3,947.68 square meters and will be used by the Shenzhen Intra-city as office premises.

Rentals

The rentals between 1 August 2025 and 31 July 2028 (i) for the leased part of 11th floor are RMB26,486.46 (inclusive of tax) per month, and (ii) for the 21st and 22nd floors are RMB437,869.21 (inclusive of tax) per month, payable by Shenzhen Intra-city to SF Supply Chain on a quarterly basis.

The rentals of the Properties are determined based on arm's length negotiations between Shenzhen Intra-city and SF Supply Chain on normal commercial terms. When determining the rentals, Shenzhen Intra-city has made reference to the rates of similar types of properties in the surrounding areas and the rates charged by SF Supply Chain to other tenants of the Shunfeng Headquarters Building. The rentals charged by SF Supply Chain to Shenzhen Intra-city are not higher than the rates charged by SF Supply Chain to its other tenants.

Term

The 2025 Tenancy Agreement will have a term from 1 August 2025 to 31 July 2028.

PRINCIPAL TERMS OF THE 2025 PROPERTY MANAGEMENT AGREEMENTS

On 28 July 2025, Shenzhen Intra-city also entered into the 2025 Property Management Agreements with the Property Management Company, pursuant to which the Property Management Company will provide property management and property supporting services in relation to the Properties to the Shenzhen Intra-city.

The Property Management Fees relating to the Properties during the lease period, including property management fees, water, electricity, air-conditioning, internet, telephone and public resources fees and property supporting service fees, are payable by Shenzhen Intra-city to the Property Management Company on a monthly basis.

The Property Management Fees of the Properties are determined based on arm's length negotiations between Shenzhen Intra-city and the Property Management Company on normal commercial terms. When determining the Property Management Fees, Shenzhen Intra-city has made reference to the rates of similar types of properties in the surrounding areas and the rates charged by the Property Management Company to other tenants of the Shunfeng Headquarters Building. The Property Management Fees charged by the Property Management Company to Shenzhen Intra-city are not higher than the rates charged by the Property Management Company to its other clients.

The 2025 Property Management Agreements have a term from 1 August 2025 to 31 December 2026. In the event the Property Management Company and the SF Intra-city Group enters into further property management agreement(s), the Company will comply with the applicable Listing Rules requirement.

ACCOUNTING TREATMENT

In accordance with IFRS 16 "Leases", the payments to be made by Shenzhen Intra-city consist of lease (i.e. rentals) and non-lease (i.e. the Property Management Fees) components and hence different accounting treatments will be applied.

The SF Intra-city Group will recognise a right-of-use asset in its consolidated statement of financial position in connection with the Tenancy Agreement. The estimated value of the right-of-use asset to be recognised by the SF Intra-city Group under the Tenancy Agreement amounts to approximately RMB14.8 million, which is the present value of rental payment and estimated reinstatement cost in accordance with IFRS 16. A discount rate of 2.6% per annum is adopted in calculating the present value of the lease payment.

Shareholders should note that the above figure is unaudited and may be subject to adjustment in the future.

The Property Management Fees will be recognised as expenses in the consolidated statement of profit or loss of the SF Intra-city Group.

REASONS FOR AND BENEFITS OF THE CONNECTED TRANSACTIONS

The Properties are situated in a convenient location. The Company believes that the entry of the 2025 Tenancy Agreement and the 2025 Property Management Agreements by Shenzhen Intra-city is mutually beneficial to both the SF Intra-city Group and SF Supply Chain and would save the SF Intra-city Group administrative costs and time that would otherwise be spent on negotiating and entering into contracts with different independent third-party lessors. Neither Shenzhen Intra-city nor the Company is bound or will be bound to lease properties owned by SF Supply Chain and/or its associates only. The 2025 Tenancy Agreement and the 2025 Property Management Agreements are convenient and cost-effective for the SF Intra-city Group and are in line with the SF Intra-city Group's business needs and economic interests.

The Directors (including the independent non-executive Directors) are of the view that the 2025 Tenancy Agreement and the 2025 Property Management Agreements are entered into in the ordinary course of business of the SF Intra-city Group and on normal commercial terms, is fair and reasonable and in the interests of the SF Intra-city Group and its shareholders as a whole, and that the rentals and the Property Management Fees under the 2025 Tenancy Agreement and the 2025 Property Management Agreements are fair and reasonable.

Mr. Geng Yankun, Ms. Li Juhua and Mr. Li Qiuyu (together, the "**Interested Directors**") hold various positions in SF Holding. SF Holding and SF Taisen are part of a group of controlling shareholders of the Company. Therefore, for good corporate governance, the Interested Directors had abstained from voting on the relevant resolutions of the Board in relation to the 2025 Tenancy Agreement and the 2025 Property Management Agreement.

Save as disclosed, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no other Directors had any material interest in the 2025 Tenancy Agreement and the 2025 Property Management Agreements and the transactions contemplated thereunder and are required to abstain from voting on the relevant Board resolutions.

IMPLICATIONS OF THE LISTING RULES

The 2025 Tenancy Agreement is entered between Shenzhen Intra-city, a wholly owned subsidiary of the Company, and SF Supply Chain. SF Supply Chain is a wholly owned subsidiary of SF Taisen, which is one of the controlling shareholders of the Company, and is therefore a connected person of the Company. The Property Management Company is 40% owned by SF Chuangxing, which is a wholly owned subsidiary of SF Taisen, and is therefore a connected person of the Company.

In accordance with IFRS 16 "Leases", the rental payment to be made by Shenzhen Intra-city under the 2025 Tenancy Agreement will be recognised as a right-of-use asset and will be regarded as an acquisition of assets by the SF Intra-city Group for the purpose of the Listing Rules. The payment of the 2025 Property Management Fees to be made by Shenzhen Intra-city under the 2025 Property Management Agreements will be recognised as expenses of the SF Intra-city Group. As such, pursuant to Chapter 14A of the Listing Rules, the payment of rentals under the 2025 Tenancy Agreement constitutes a one-off connected transaction of the Company, and the payment of Property Management Fees will constitute continuing connected transactions of the Company.

Given that the relevant applicable percentage ratios in respect of the value of the right-of-use asset to be recognised by the SF Intra-city Group under the 2025 Tenancy Agreement are more than 0.1% but less than 5%, the transactions contemplated under the 2025 Tenancy Agreement and the payment of rentals thereunder are subject to the reporting and announcement requirements but are exempt from the independent shareholders' approval requirement under Chapter 14A of the Listing Rules. Given that all applicable percentage ratios in respect of the annual amount of the Property Management Fees are less than 0.1%, the payment of Property Management Fees is exempt from the reporting, announcement, annual review and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

GENERAL INFORMATION

The Company and the SF Intra-city Group

The Company is a joint stock company incorporated in the PRC with limited liability. The SF Intra-city Group is principally engaged in intra-city on-demand delivery services in the PRC, providing both (i) intra-city delivery for merchants and consumers; and (ii) last-mile delivery mainly for logistics companies.

Shenzhen Intra-city

Shenzhen Intra-city is a wholly owned subsidiary of the Company. Shenzhen Intra-city is principally engaged in third-party on-demand delivery services.

SF Supply Chain

SF Supply Chain is a wholly owned subsidiary of SF Taisen, which is one of the controlling shareholders of the Company, and is therefore a connected person of the Company. SF Supply Chain is principally engaged in supply chain management and related supporting services.

Property Management Company and SF Chuangxing

The Property Management Company is 40% owned by SF Chuangxing, which is a wholly owned subsidiary of SF Taisen, and is therefore a connected person of the Company. The Property Management Company is principally engaged in property management services for industrial parks, while SF Chuangxing is principally engaged in industrial investment and investment management businesses.

SF Taisen

SF Taisen, a limited company established in the PRC, is one of the controlling shareholders of the Company. SF Taisen is principally engaged in investment in industrial businesses, investment consulting and other information consulting, supply chain management, asset management, capital management, and investment management.

DEFINITIONS

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

"Board"	the board of Directors of the Company
"Company"	Hangzhou SF Intra-city Industrial Co., Ltd. (杭州順豐同城實業股份有限公司) (Stock Code: 9699.HK), a joint stock company incorporated in the PRC with limited liability, the issued H Shares of which are listed on the Main Board of the Stock Exchange
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"connected transaction(s)"	has the meaning ascribed to it under the Listing Rules
"continuing connected transaction(s)"	has the meaning ascribed to it under the Listing Rules
"controlling shareholder(s)"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	the director(s) of the Company
"H Share(s)"	the overseas-listed foreign shares in the share capital of the Company with nominal value of RMB1.00 each, which are traded in HK$ and listed on the main board of the Stock Exchange
"IFRS"	International Financial Reporting Standard(s) issued by the International Accounting Standards Board from time to time
"Independent Shareholders"	shareholders of the Company other than its controlling shareholders and any other persons who are required to abstain from voting on resolutions on the general meetings of the Company
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, as amended from time to time
"percentage ratio(s)"	has the meaning ascribed to it under the Listing Rules
"PRC"	the People's Republic of China
"Properties"	part of the 11th floor and the entire 21st and 22nd floors of the Shunfeng Headquarters Building under the 2025 Tenancy Agreement, part of the 11th floor and the entire 21st and 22nd floors of the Shunfeng Headquarters Building under the 2025 Property Management Agreements
"Property Management Company"	Shenzhen Chengfeng Business Enterprise Service Co., Ltd. (深圳成豐商企服務有限公司), a limited company established in the PRC

"Property Management Fees"	the property management fees and water, electricity, air-conditioning, internet, telephone and public resources fees and property supporting service fees relating to the Properties payable by Shenzhen Intra-city, a wholly owned subsidiary of the Company to the Property Management Company on a monthly basis pursuant to the 2025 Property Management Agreements
"RMB"	Renminbi, the lawful currency of the PRC
"SF Chuangxing"	Shenzhen Shunfeng Chuangxing Investment Co., Ltd. (深圳市順豐創興投資有限公司), a limited company established in the PRC
"SF Holding"	S.F. Holding Co., Ltd. (順豐控股股份有限公司), a joint stock limited company established in the PRC, whose shares are listed on the Shenzhen Stock Exchange (stock code: 002352.SZ) and the Hong Kong Stock Exchange (stock code: 6936.HK), one of the Company's controlling shareholders
"SF Intra-city Group"	the Company and its subsidiaries
"SF Supply Chain"	Shenzhen Shunfeng Supply Chain Co., Ltd. (深圳市順豐供應鏈有限公司), a limited company established in the PRC
"SF Taisen"	Shenzhen S.F. Taisen Holding (Group) Co., Ltd. (深圳順豐泰森控股(集團)有限公司), a limited company established in the PRC, one of the Company's controlling shareholders
"Shenzhen Intra-city"	Shenzhen SF Intra-city Logistics Co., Ltd. (深圳市順豐同城物流有限公司), a limited company established in the PRC, a wholly-owned subsidiary of the Company
"Shunfeng Headquarters Building"	an office building located in no. 3076 Xinghai Avenue, Nanshan District, Shenzhen, the PRC
"Stock Exchange" or "Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to it under the Listing Rules
"2025 Property Management Agreements"	the property management agreement and the administrative property service agreement dated 28 July 2025 entered into between Shenzhen Intra-city, a wholly owned subsidiary of the Company and the Property Management Company in respect of the property management services in relation to the Properties

"2025 Tenancy Agreement"	the tenancy agreement dated 28 July 2025 entered into between Shenzhen Intra-city, a wholly owned subsidiary of the Company and SF Supply Chain in respect of the lease of the Properties
"%"	per cent

By Order of the Board
Hangzhou SF Intra-city Industrial Co., Ltd.
SUN Haijin
Chairman of the Board and Chief Executive Officer

PRC, 28 July 2025

As at the date of this announcement, the board of directors of the Company comprises Mr. Sun Haijin, Mr. Chan Hey Man and Mr. Chen Lin, as executive Directors; Mr. Geng Yankun, Ms. Li Juhua, Mr. Li Qiuyu and Mr. Lei Yanqun, as non-executive Directors; and Mr. Chan Kok Chung, Johnny, Mr. Wong Hak Kun, Mr. Zhou Xiang and Ms. Huang Jing, as independent non-executive Directors.