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EDA GROUP HOLDINGS LIMITED
EDA集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2505)

DISCLOSEABLE TRANSACTION IN RELATION TO THE LEASE AGREEMENT

On 16 September 2026, the Tenant, a wholly owned subsidiary of the Company entered into the Lease Agreement with the Landlord in relation to the tenancy of the Premises located in Dortmund, Germany.

As one or more of the applicable percentage ratios (as defined in the Listing Rules) in respect of the value of the right-of-use assets in connection with the tenancy of the Premises under the Lease Agreement exceed 5% but all are less than 25%, the transaction contemplated thereunder constitutes a discloseable transaction of the Company and is subject to the notification and announcement requirements but exempt from the Shareholders' approval requirements under Chapter 14 of the Listing Rules.

The Board announces the execution of the Lease Agreement with the following particulars:

LEASE AGREEMENT

Date:	16 September 2026
Landlord:	Henning Conle GmbH & Co. KG
Tenant:	EDA Cloud GmbH
Premises:	Premises with an area of approximately 13,709.53 square meters located at Weißenburger Street 69/71, 44145 Dortmund, Germany

Usage:	Warehouse storage and distribution uses, together with office uses and such other uses ancillary to the foregoing uses
Lease term:	Ten years from 16 September 2026 to 15 September 2036, subject to early termination as provided in the Lease Agreement
Total Rent:	The payments comprise the base rent (the "**Base Rent**") and operating-cost and heating-cost advances, applicable VAT and other amounts payable under the Lease Agreement. The Base Rent and ancillary charges shall be payable monthly in advance

- **Base Rent**: EUR76,810 per month, equivalent to EUR921,720 for a full twelve-month period before concessions and index adjustments. An initial rent-free period of 1.5 months and a further rent-free period of 1.5 months after the first five years of the lease term, provided the Tenant does not exercise its right of termination after such five-year period. Operating and ancillary charges and applicable VAT remain payable during those periods.

  Base Rent is adjusted upwards or downwards on 1 October of each year in the same proportion as the relevant change in the German consumer price index published by the German Federal Statistical Office (the "**VPI**"). Subsequent adjustments use the index and rent underlying the previous adjustment and operate without notice.

- **Operating and heating charges**: the initial monthly advances of operating and heating charges are EUR8,911 and EUR9,260 respectively. These charges are incurred and settled by the Tenant on an ongoing basis and are not subject to any cap. Together with the Base Rent, the initial monthly amount is EUR94,981 before VAT, or EUR113,027.39 including VAT which is currently at 19%, before concessions or index adjustments. Electricity is contracted and paid for by the Tenant directly. Gas is supplied through the Landlord's framework arrangement and settled through ancillary charges.

- **Aggregate Base Rent**: assuming occupation for the full ten years, three months' base-rent concessions in aggregate and no future VPI change, the total base rental payments during the full lease term will amount to approximately EUR9.0 million (approximately RMB70.2 million), excluding VAT.

The rent payable under the Lease Agreement has been determined after arm's length negotiations between the Landlord and the Tenant, after taking into consideration the prevailing market price for comparable premises in the vicinity of the Premises. The rent payable will be satisfied by the Group's internal resources.

Security deposit: An interest-bearing cash deposit of EUR0.55 million (equivalent to approximately RMB4.3 million) is payable to the Landlord before handover of the Premises

The value (unaudited) of the right-of-use assets to be recognised by the Company under the Lease Agreement is approximately EUR7.4 million (equivalent to approximately RMB58.0 million) which is the present value of lease payments throughout the lease term under the Lease Agreement, discounted using the incremental borrowing rate and adjustment to fair value at initial recognition of refundable rental deposit and provision for reinstatement costs in accordance with HKFRS16. Incremental borrowing rate of the lease liability is determined with reference to the prevailing interest rate of the Group's external borrowings.

INFORMATION ABOUT THE GROUP

The Group is principally engaged in the provision of first mile international freight services and last-mile fulfilment services, including overseas warehousing, other value added services and deliveries for the cross-border e-commerce participants based in the Chinese Mainland.

INFORMATION ABOUT THE PARTIES

The Tenant

The Tenant is a wholly owned subsidiary of the Company and a company incorporated in Germany and registered under HRB 11238. The Tenant is principally engaged in the provision of warehousing services in Dortmund, Germany.

The Landlord

The Landlord is a limited partnership established under the laws of Germany and registered with the commercial register of the Local Court of Duisburg under registration number HRA 11759, with its registered seat in Duisburg, Germany. It is principally engaged in the holding and management of its own real estate.

Based on the information and supporting documents provided by the Landlord, the partnership interests in the Landlord are held as to 99.7% by Henning Conle sen., 0.1% by Henning Conle jun., 0.1% by Casa Nostra Stiftung and 0.1% by Esmiralda Stiftung. Henning Conle sen. and Henning Conle jun. are both identified as the ultimate beneficial owners of the Landlord in the extract from the German Transparency Register provided by the Landlord.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Landlord and its ultimate beneficial owners are Independent Third Parties.

REASONS AND BENEFITS FOR THE ENTERING INTO THE LEASE AGREEMENT

The Board is of the view that the entering into the Lease Agreement is an opportunity for the Group to enhance its global logistics network and footprint which is in line with the overall strategy development direction of the Group to become a leading global artificial intelligence logistics technology service group. The Premises under the Lease Agreement will be used as a self-operated warehouse by the Company in Germany.

The terms and conditions of the Lease Agreement were arrived at after arm's length negotiation with reference to (i) the existing tenancies of other warehouse lease agreements that the Group has entered into; and (ii) the attributes of the Premises such as geographical location, size and lease term. The Directors consider that the terms and conditions of the Lease Agreement are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

In accordance with HKFRS 16 "Leases", the Group will recognise right-of-use assets in the consolidated financial statements of the Group in connection with the tenancy of the Premises. Accordingly, the lease transactions under the Lease Agreement will be regarded as an acquisition of assets by the Group for the purpose of the Listing Rules.

As one or more of the applicable percentage ratios (as defined in the Listing Rules) in respect of the value of the right-of-use assets in connection with the tenancy of the Premises under the Lease Agreement exceed 5% but all are less than 25%, the transaction contemplated thereunder constitutes a discloseable transaction of the Company and is subject to the notification and announcement requirements but exempt from the Shareholders' approval requirements under Chapter 14 of the Listing Rules. The actual value of the right-of-use assets to be recognised by the Group will be subject to review and final audit by the auditors of the Company.

TERMS USED IN THIS ANNOUNCEMENT

In this announcement, unless the context otherwise requires, capitalized terms used shall have the following meanings:

"Board" or "Director(s)"	the board of directors of the Company
"Company"	EDA Group Holdings Limited, an exempted company incorporated in the Cayman Islands on 17 September 2020 with limited liability
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Germany"	the Federal Republic of Germany
"Group"	the Company and its subsidiaries from time to time
"HKFRS"	Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants
"Independent Third Party(ies)"	person who is not a connected person of the Company and is a third party independent of and not connected with the Company or its connected persons
"Landlord"	Henning Conle GmbH & Co. KG, a limited partnership registered in Germany under HRA 11759
"Lease Agreement"	the lease agreement dated 16 September 2026 entered into among the Tenant and the Landlord in respect of the lease of the Premises
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange

"PRC"	the People's Republic of China (for the purpose of this announcement, excluding Hong Kong, Macau Special Administrative Region of the PRC and Taiwan)
"Premises"	premises of approximately 13,709.53 square meters located at Weißenburger Street 69/71, 44145 Dortmund, Germany
"RMB"	Renminbi, the lawful currency of the PRC
"Shareholder(s)"	holder(s) of the shares of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to it under the Listing Rules
"Tenant"	EDA Cloud GmbH, a company incorporated in Germany and registered under HRB 11238
"VAT"	value added tax and/or any similar tax from time to time replacing it or performing a similar fiscal function
"EUR"	euro, the lawful currency of Germany
"%"	per cent.

Note: for illustrative purpose of this announcement only, conversion of EUR into RMB is made at the rate of EUR1.00 = RMB7.8149

By order of the Board
EDA Group Holdings Limited
Mr. Liu Yong
Executive Director and Chairman of the Board

Hong Kong, 16 September 2026

As at the date of this announcement, the Board comprises (i) Mr. Liu Yong, Ms. Li Qin and Mr. Cheung Man Yu as executive Directors; (ii) Mr. Zuo Manlun and Mr. Luo Jianfeng as non-executive Directors; and (iii) Mr. Ng Cheuk Him, Mr. Wong Ping Yee Natalis, Mr. Huang Risheng and Mr. Zhan Linkun as independent non-executive Directors.

* *For identification purpose only.*