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*Dida Inc. (the "**Company**") is regarded as having a Significant Public Float Shortfall under Rule 13.32F of the Listing Rules. Accordingly, shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company (the "**Shares**") because: (a) the Company has failed to maintain the minimum public float required under Rule 13.32B of the Listing Rules, resulting in a shortfall that constitutes a Significant Public Float Shortfall as defined under Rule 13.32F of the Listing Rules; and (b) the Stock Exchange will cancel the listing of the Shares if the Company fails to re-comply with Rule 13.32B of the Listing Rules within the prescribed period under Rule 13.32G(3) of the Listing Rules (i.e. by 20 February 2028).*

Dida Inc.

嘀嗒出行*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 02559)

CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE MOBILITY SERVICES PROVISION FRAMEWORK AGREEMENT

THE MOBILITY SERVICES PROVISION FRAMEWORK AGREEMENT

On 9 November 2026, the Company entered into the Mobility Services Provision Framework Agreement with Tongcheng Travel, pursuant to which the Group will, as a mobility services provider on the Tongcheng Travel Platforms, provide Mobility Services to users of the Tongcheng Travel Platforms for a term from 9 November 2026 to 31 October 2029 (both days inclusive).

LISTING RULES IMPLICATIONS

As at the date of this announcement, Tongcheng Travel indirectly holds approximately 88.74% of the total number of issued Shares and is therefore a controlling shareholder of the Company. As such, Tongcheng Travel and its associates are connected persons of the Company under the Listing Rules. Accordingly, the entering into of the Mobility Services Provision Framework Agreement and the transactions contemplated thereunder constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

As one or more of the applicable percentage ratios in respect of the highest Proposed Annual Cap are more than 0.1% but all applicable percentage ratios are less than 5%, the Mobility Services Provision Framework Agreement and the transactions contemplated thereunder are subject to the reporting, announcement and annual review requirements but are exempt from the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

THE MOBILITY SERVICES PROVISION FRAMEWORK AGREEMENT

On 9 November 2026 (after trading hours), the Company entered into the Mobility Services Provision Framework Agreement with Tongcheng Travel (a controlling shareholder of the Company), pursuant to which the Group will, as a mobility services provider on the Tongcheng Travel Platforms, provide Mobility Services to users of the Tongcheng Travel Platforms for a term from 9 November 2026 to 31 October 2029 (both days inclusive).

The principal terms of the Mobility Services Provision Framework Agreement are summarised below:

Date:	9 November 2026
Parties:	(1) Tongcheng Travel (2) The Company
Term:	The Mobility Services Provision Framework Agreement is for a term from 9 November 2026 to 31 October 2029 (both days inclusive). Subject to compliance with the Listing Rules and applicable laws and regulations, the Mobility Services Provision Framework Agreement may be extended or renewed for a further term of three years by mutual agreement.

Subject matter:	Pursuant to the terms of the Mobility Services Provision Framework Agreement, the Group will, as a mobility services provider on the Tongcheng Travel Platforms, provide Mobility Services to users of the Tongcheng Travel Platforms. For each Valid Order completed by the Group on the Tongcheng Travel Platforms, the Group will pay IT Service Fees to the Tongcheng Travel Group. The calculation of the IT Service Fees and the payment terms will be set out in specific agreements to be entered into between the relevant members of the Group and Tongcheng Travel Group. The specific agreements shall not contravene the terms of the Mobility Services Provision Framework Agreement and shall comply with the Listing Rules and applicable laws and regulations. According to the Mobility Services Provision Framework Agreement, the Group is not restricted from providing mobility services to third parties and Tongcheng Travel Group is not restricted from cooperating with other mobility services providers.
Pricing policy:	The IT Service Fees will be charged as a service fee calculated at a percentage of the value of each Valid Order completed on the Tongcheng Travel Platforms. The IT Service Fees will be determined through arm's length negotiation between the parties with reference to the prevailing market prices, and the actual fees will be set out in the relevant specific agreements. To ensure that the IT Service Fees are fair and reasonable and no less favourable to the Group than those of comparable Independent Third Party platforms under the same conditions, the IT Service Fees charged by the Tongcheng Travel Group to the Group shall: (i) not be higher than the information technology service fees it charges to Independent Third Parties; (ii) not be higher than the information technology service fees charged to the Group by comparable Independent Third Party platforms; and (iii) be on normal commercial terms. Notwithstanding the above, the aggregate amount of all transactions under the Mobility Services Provision Framework Agreement and the specific agreements for the specified periods shall not exceed the corresponding Proposed Annual Cap set out below.

PROPOSED ANNUAL CAPS AND BASIS OF DETERMINATION

Historical Transaction Amounts

The historical transaction amounts of the information technology service fees paid by the Group to Tongcheng Travel Group (the "**Historical Transaction Amounts**") are as follows:

	From 1 November 2024 to 31 December 2024 (RMB) (tax exclusive)	For the year ended 31 December 2025 (RMB) (tax exclusive)	From 1 January 2026 to 11 August 2026 (RMB) (tax exclusive)	From 12 August 2026[(Note 1)] up to 8 November 2026 (RMB) (tax exclusive)
Information technology service fees paid by the Group to Tongcheng Travel Group	637,000.00	5,292,000.00	1,546,000.00	2,069,000.00

Notes:

1. Tongcheng Travel acquired the controlling stake in the Company through a voluntary conditional general offer made by its direct wholly-owned subsidiary, eLong, Inc. For details, please refer to, among others, the announcement dated 29 June 2026 and the composite document dated 31 July 2026 jointly issued by eLong, Inc., Tongcheng Travel and the Company. On 12 August 2026, the Company became a subsidiary of Tongcheng Travel and therefore, since 12 August 2026, Tongcheng Travel and its associates have been connected persons of the Company. For the avoidance of doubt, the transactions between the Group and Tongcheng Travel Group were not connected transactions prior to 12 August 2026.

2. For the avoidance of doubt, the historical transaction amounts between the Group and the Tongcheng Travel Group from 12 August 2026 up to 8 November 2026 (i) are below HK$3,000,000 and therefore such transactions are de minimis transactions which are fully exempt under Chapter 14A of the Listing Rules; and (ii) after aggregating with the Proposed Annual Cap for the period from 9 November 2026 to 31 December 2026, all applicable percentage ratios are less than 5% and therefore the Mobility Services Provision Framework Agreement and the transactions contemplated thereunder remain exempt from the independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

Proposed Annual Caps

The Proposed Annual Caps in respect of the maximum amount of IT Service Fees payable by the Group to Tongcheng Travel Group under the Mobility Services Provision Framework Agreement for the period from 9 November 2026 to 31 December 2026, each of the two years ending 31 December 2028, and for the period from 1 January 2029 to 31 October 2029 are as follows:

	From 9 November 2026 to 31 December 2026 (RMB) (tax exclusive)	For the year ending 31 December 2027 (RMB) (tax exclusive)	For the year ending 31 December 2028 (RMB) (tax exclusive)	From 1 January 2029 to 31 October 2029 (RMB) (tax exclusive)
Proposed Annual Cap	6,000,000.00	24,000,000.00	24,000,000.00	24,000,000.00

Basis of determination of the Proposed Annual Caps

The following factors have been taken into account when determining the Proposed Annual Caps for the transactions contemplated under the Mobility Services Provision Framework Agreement:

(i) the projected market demand for Mobility Services during the term of the Mobility Services Provision Framework Agreement, taking into account the expected annual increase of the user base of the Tongcheng Travel Platforms, and the expected growth in demand for mobility services in the PRC;

(ii) the estimated service capacity, driver resources and business plans of the Group during the term of the Mobility Services Provision Framework Agreement;

(iii) the estimated IT Service Fees payable per Valid Order; and

(iv) the Historical Transaction Amounts set out above. The Proposed Annual Caps are significantly higher than the Historical Transaction Amounts. This is mainly because the historical transactions were mostly conducted when the Group and Tongcheng Travel Group were independent of each other. After the Company became a subsidiary of Tongcheng Travel on 12 August 2026, the Directors expect the closer business relationships and cooperation between the parties will result in an increase in the number of Valid Orders placed through the Tongcheng Travel Platforms, and hence an increase in the IT Service Fees payable by the Group to the Tongcheng Travel Group.

REASONS FOR AND BENEFITS OF ENTERING INTO THE MOBILITY SERVICES PROVISION FRAMEWORK AGREEMENT

The Group is a leading technology-driven mobility platform in China. The Group currently provides its mobility services primarily through the Dida mobility app and WeChat mini-program. To capture the growing ground transportation demand, the Group seeks to expand its reach beyond its own channels by deepening its collaboration with third-party platforms that have large user bases and travel needs complementary to the Group's mobility services, such as the Tongcheng Travel Platforms.

Tongcheng Travel Group is a market leader in China's online travel industry, operating one-stop travel platforms offering transportation ticketing, accommodation reservation, attraction ticketing and other travel products and services. As of 30 June 2026, Tongcheng Travel Group had more than 253 million annual paying users, with registered users residing in non-first-tier cities in China accounting for over 87% of its total registered users. This user base generates significant demand for ground transportation services. Users booking air or rail tickets or accommodation on the Tongcheng Travel Platforms have a natural need for onward point-to-point travel, such as intercity trips and transfers to and from airports and railway stations, which the Group's mobility services are designed to meet.

The Company became an indirect subsidiary of Tongcheng Travel on 12 August 2026. The Directors believe that this closer relationship provides a strong foundation for the Group and Tongcheng Travel Group to deepen their business cooperation on a long-term and stable basis and to leverage their complementary strengths, with Tongcheng Travel Group acting as a one-stop travel platform with a large user base and the Group acting as a provider of mobility services with established driver resources, matching algorithms and service capabilities. As members of the same group, the parties are expected to coordinate more closely in integrating their systems, aligning their product offerings and jointly developing the ground transportation segment of users' journeys.

The Mobility Services Provision Framework Agreement will broaden the Group's access to the platform interfaces of the Tongcheng Travel Platforms, so that the Group's mobility services can be provided more widely to the Tongcheng Travel Group's users at the point of booking. It is expected that the expanded collaboration will enable the Group to reach a wider pool of potential users and to increase its market penetration and order volume. It will also further diversify the Group's user acquisition channels and complement its existing user acquisition channels. In addition, the Mobility Services Provision Framework Agreement provides the framework under which such expanded collaboration will be conducted on normal commercial terms and in compliance with Chapter 14A of the Listing Rules.

In light of the above, the Board (including all independent non-executive Directors but excluding Mr. XU Jianzhong and Ms. LI Jun who have abstained from voting on the relevant Board resolutions) is of the view that the terms and conditions of the Mobility Services Provision Framework Agreement, the transactions contemplated thereunder, and the Proposed Annual Caps are fair and reasonable, on normal commercial terms or better, are entered into in the ordinary and usual course of business of the Group and are in the interests of the Company and its Shareholders as a whole.

From the perspective of good corporate governance, Mr. XU Jianzhong and Ms. LI Jun (both being non-executive Directors) abstained from voting on the relevant Board resolution(s) approving the Mobility Services Provision Framework Agreement and the transactions contemplated thereunder due to their positions at Tongcheng Travel Group. Save as disclosed above, no other Director was considered to have any material interest in the Mobility Services Provision Framework Agreement and the transactions contemplated thereunder or was required to abstain from voting on the relevant Board resolution(s).

LISTING RULES IMPLICATIONS

As at the date of this announcement, Tongcheng Travel indirectly holds approximately 88.74% of the total number of issued Shares and is therefore a controlling shareholder of the Company. As such, Tongcheng Travel and its associates are connected persons of the Company under the Listing Rules. Accordingly, the entering into of the Mobility Services Provision Framework Agreement and the transactions contemplated thereunder constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

As one or more of the applicable percentage ratios in respect of the highest Proposed Annual Cap are more than 0.1% but all applicable percentage ratios are less than 5%, the Mobility Services Provision Framework Agreement and the transactions contemplated thereunder are subject to the reporting, announcement and annual review requirements but are exempt from the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

INTERNAL CONTROL MEASURES

To ensure that the transactions under the Mobility Services Provision Framework Agreement are fair and reasonable, conducted in accordance with the terms of the agreement, on normal commercial terms or better, on terms no less favourable to the Group than those offered by Independent Third Parties, and in accordance with the pricing policy, the Group has adopted the following internal control measures:

(a) the Group will continue to adhere to its internal control policy on connected transactions;

(b) before entering into each specific agreement, the business department of the Group shall compare the terms offered by Tongcheng Travel Group, including the IT Service Fees, with those offered by at least two comparable Independent Third Party platforms under the same or similar conditions, taking into account factors such as user traffic, service quality and other commercial terms, to ensure that the terms are fair and reasonable and in the interests of the Company and its Shareholders as a whole;

(c) the business department of the Group shall periodically reconcile the number of Valid Orders and the IT Service Fees payable against the Group's own transaction records and the statements issued by Tongcheng Travel Group, and payment shall be made only after the reconciled amount has been approved in accordance with the Group's internal approval procedures;

(d) to ascertain whether the relevant Proposed Annual Cap has been exceeded, the finance department of the Group shall aggregate the IT Service Fees by the end of each calendar month and compare the aggregate amount with the Proposed Annual Cap for the relevant period, and such aggregation and determination shall be cross-checked by the legal department and company secretarial department. Where the aggregate amount reaches 80% of the relevant Proposed Annual Cap, the Company shall promptly notify Tongcheng Travel to determine a revised annual cap and comply with all applicable requirements under the Listing Rules, including seeking independent Shareholders' approval (if applicable); and

(e) the independent non-executive Directors and auditors of the Company will conduct an annual review of the transactions under the Mobility Services Provision Framework Agreement to ensure that they have been conducted in accordance with the terms of the Mobility Services Provision Framework Agreement and the relevant Proposed Annual Cap.

INFORMATION ON THE PARTIES

The Company and the Group

The Company is an investment holding company. The Group is principally engaged in the provision of mobility-related services, including carpooling market services, smart taxi services and ride-hailing aggregation platform services in the PRC.

As at the date of this announcement, the Company is owned as to approximately 88.74% by eLong, Inc., a direct wholly-owned subsidiary of Tongcheng Travel.

Tongcheng Travel and Tongcheng Travel Group

Tongcheng Travel is a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 780).

Tongcheng Travel Group is principally engaged in the provision of a comprehensive and innovative selection of products and services covering nearly all aspects of travel, including transportation ticketing, accommodation reservation, attraction ticketing services and various ancillary value-added travel products and services designed to meet users' evolving travel needs.

DEFINITIONS

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

"associate(s)"	has the meaning ascribed to it or them under the Listing Rules
"Board"	the board of Directors

"Company"	Dida Inc. (嘀嗒出行), an exempted company with limited liability incorporated under the laws of the Cayman Islands, the Shares of which are listed on the Main Board of the Stock Exchange (stock code: 02559)
"connected person(s)"	has the meaning ascribed to it or them under the Listing Rules
"continuing connected transaction(s)"	has the meaning ascribed to it or them under the Listing Rules
"controlling shareholder"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	director(s) of the Company
"Group"	the Company and its subsidiaries and consolidated affiliated entities from time to time
"Historical Transaction Amount(s)"	has the meaning ascribed to it under the section headed "PROPOSED ANNUAL CAPS AND BASIS OF DETERMINATION – Historical Transaction Amounts"
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Independent Third Party(ies)"	party(ies) not connected with any of the Directors, chief executive, substantial shareholders of the Company or any of its subsidiaries or any of their respective associates
"IT Service Fees"	the information technology service fees payable by the Group to Tongcheng Travel Group for each Valid Order completed by the Group on the Tongcheng Travel Platforms under the Mobility Services Provision Framework Agreement and the specific agreements entered into thereunder
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time
"Mobility Services"	the mobility services to be provided by the Group to the users of the Tongcheng Travel Platforms under the Mobility Services Provision Framework Agreement, including but not limited to carpooling platform services, smart taxi services and ride-hailing aggregation platform services
"Mobility Services Provision Framework Agreement"	the mobility services provision framework agreement (《出行服務提供框架協議》) dated 9 November 2026 entered into between the Company and Tongcheng Travel

"percentage ratios"	the percentage ratios calculated based on the requirements under Rule 14.07 of the Listing Rules
"PRC"	the People's Republic of China, for the purpose of this announcement, excluding Hong Kong, the Macau Special Administrative Region and Taiwan
"Proposed Annual Cap(s)"	the maximum amount of IT Service Fees (tax exclusive) payable by the Group under the Mobility Services Provision Framework Agreement for the period from 9 November 2026 to 31 December 2026, each of the two years ending 31 December 2028, and the period from 1 January 2029 to 31 October 2029
"RMB"	Renminbi, the lawful currency of the PRC
"Share(s)"	ordinary share(s) in the share capital of the Company with nominal value of US$0.0001 each
"Shareholder(s)"	holder(s) of the Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to it or them under the Listing Rules
"substantial shareholder(s)"	has the meaning ascribed to it or them under the Listing Rules
"Tongcheng Travel"	Tongcheng Travel Holdings Limited (同程旅行控股有限公司), an exempted company with limited liability incorporated under the laws of the Cayman Islands, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 780), and a controlling shareholder of the Company
"Tongcheng Travel Group"	Tongcheng Travel, its subsidiaries and/or associates (excluding the Group)
"Tongcheng Travel Platforms"	the platforms of Tongcheng Travel Group, through which the Tongcheng Travel Group offers a one-stop range of travel products and services, including but not limited to Weixin mini programs, mobile apps, websites and related interfaces

"Valid Order"	an order for the Mobility Services placed by a user through the Tongcheng Travel Platforms and actually consumed
"%"	per cent.

By order of the Board
Dida Inc.
Wang Xiaobo
Executive Director and Chief Executive Officer

Hong Kong, 9 November 2026

* *For identification purposes only*

As at the date of this announcement, the Board comprises Mr. WANG Xiaobo and Mr. YAN Yan as executive Directors; Mr. XU Jianzhong and Ms. LI Jun as non-executive Directors; and Mr. CHU Rongwei, Mr. YAN Zhang and Ms. JU Huijun as independent non-executive Directors.

Where the English and the Chinese texts conflict, the English text prevails.