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Linklogis Inc.
聯易融科技集團

(A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)

(Stock Code: 9959)

CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE CLOUD SERVICES AGREEMENT

On October 19, 2023 (after trading hours), Huanrong Lianyi Technology, a Consolidated Affiliated Entity, entered into the Cloud Services Agreement with Tencent Cloud, pursuant to which Tencent Cloud agreed to provide certain entities of the Group with cloud services and other cloud-related technical services and such entities of the Group shall in return pay service fees to Tencent Cloud. The cloud services and other cloud-related technical services include but are not limited to computing and network, cloud servers, cloud database, cloud security, monitoring and management, domain name resolution services, video services, big data and AI and other products and services.

LISTING RULES IMPLICATIONS

As at the date of this announcement, Tencent Cloud is an associate of Tencent, a substantial shareholder of the Company, and therefore a connected person of the Company. As a result, the transactions contemplated under the Cloud Services Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

As the applicable percentage ratios in respect of the Cloud Services Agreement (calculated with reference to the highest annual cap under such agreement) exceed 0.1% but are less than 5%, the transactions contemplated under the Cloud Services Agreement are subject to reporting, announcement and annual review requirements but are exempt from independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

INTRODUCTION

On October 19, 2023 (after trading hours), Huanrong Lianyi Technology entered into the Cloud Services Agreement with Tencent Cloud, pursuant to which Tencent Cloud agreed to provide certain entities of the Group with cloud services and other cloud-related technical services and such entities of the Group shall in return pay service fees to Tencent Cloud. Cloud services and other cloud-related technical services include but are not limited to computing and network, cloud servers, cloud database, cloud security, monitoring and management, domain name resolution services, video services, big data and AI and other products and services.

Details of the Cloud Services Agreement are set out below:

THE CLOUD SERVICES AGREEMENT

- Date: October 19, 2023
- Parties: (1) Huanrong Lianyi Technology; and
(2) Tencent Cloud
- Term: From January 1, 2024 to December 31, 2024, subject to renewal upon the mutual consent of both parties
- Subject matter: Tencent Cloud agreed to provide certain entities of the Group with cloud services and other cloud-related technical services and such entities of the Group shall in return pay service fees to Tencent Cloud. Cloud services and other cloud-related technical services include but are not limited to computing and network, cloud servers, cloud database, cloud security, monitoring and management, domain name resolution services, video services, big data and AI and other products and services.
- Pricing policies: The service fee proposed by Tencent Cloud is based on a predetermined pricing mechanism set by Tencent Cloud, which is published on Tencent Cloud’s website and similar to fee rates offered to other third parties (the “**Published Rates**”). The service fee rates of the cloud services and technical services vary depending on the exact type of services involved, the amount and/or type of servers, bandwidth involved, the data consumed and the projects which utilize such services. The Group’s certain entities will negotiate a discount to the Published Rates on each service provided. Such discount shall be determined based on the type of service and the amount of service fee that certain entities of the Group will pay to Tencent Cloud for the service provided.

Payment terms: The service fees may be prepaid or settled after utilization of the service. Unless otherwise agreed between the parties, for service fees settled on a monthly basis, Tencent Cloud shall provide certain entities of the Group with service fee information for such entities to review and confirm within 5 working days, after which Tencent Cloud shall issue an invoice to such entities based on the service fee information confirmed by both parties which shall be paid within 10 working days upon receipt.

Historical Transaction Amount

The historical amounts of service fees charged for the cloud services and technical services under the Existing Cloud Services Agreement were approximately RMB6.83 million and RMB5.35 million for the two years ended December 31, 2021 and 2022, respectively, and approximately RMB3.89 million for the eight months ended August 31, 2023. The annual caps of the Existing Cloud Services Agreement for the two years ended December 31, 2021 and 2022 and the year ending December 31, 2023 were RMB7.0 million, RMB11.0 million and RMB15.0 million, respectively.

Annual Cap and Basis of Annual Cap

The annual cap for the transaction amount under the Cloud Services Agreement for the year ending December 31, 2024 is RMB15 million, which was determined principally with reference to the following factors:

- (i) the aforesaid historical transaction amounts under the Existing Cloud Services Agreement;
- (ii) the expected increase in the demand for cloud services in light of the anticipated business development of the Group taking into account a reasonable buffer; and
- (iii) the Group's expected new demand for cloud services which may arise in 2024 in association with the Group's efforts to create GPT models for supply chain finance vertical, contributing to the development of a more secure, accurate, and efficient ecosystem of digital and intelligent inclusive financial services for the supply chain.

REASONS FOR AND BENEFITS OF THE CLOUD SERVICES AGREEMENT

The Group collaborates with Tencent Cloud and leverages their cloud computing infrastructure to enhance the Group's cloud-based applications and technology capabilities. There are limited cloud service providers in the PRC, and Tencent Cloud is a leading market player which provides integrated services for a wide range of technical support and related services, and is able to provide reliable and cost-efficient services in the PRC. Considering that the Group's business has undergone and is expected to continue to undergo rapid growth, the Group believes that obtaining such outsourced services from an integrated service provider is a cost-effective alternative to building all of the supporting technology infrastructure internally. Through the Cloud Services Agreement, the Group will be able to reduce unnecessary management resources and costs incurred from the purchase of additional technology hardware and tools, as well as recruitment of additional full-time information technology and maintenance staff.

The Directors (including all of the independent non-executive Directors) are of the view that the continuing connected transactions contemplated under the Cloud Services Agreement (including the annual cap) are conducted on normal commercial terms, were entered into in the ordinary and usual course of business of the Group, and are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

Mr. Lin Haifeng, a non-executive Director, holds positions in Tencent and therefore abstained from voting on the relevant Board resolutions approving the Cloud Services Agreement and the transactions contemplated thereunder.

INFORMATION ON THE PARTIES

Huanrong Lianyi Technology is a Consolidated Affiliated Entity and is principally engaged in the development of software and the provision of information technology services. The Group is principally engaged in providing supply chain finance technology solutions and innovative data-driven emerging solutions in the PRC and overseas countries and regions.

Tencent, through its subsidiaries, principally provides value-added services, online advertising services, fintech and business services to users mainly in the PRC. Tencent Cloud is a consolidated affiliated entity of Tencent and is primarily engaged in the provision of information system integration services in the PRC.

INTERNAL CONTROL

The Group has adopted the following internal control measures to ensure that the transactions to be conducted under the Cloud Services Agreement will be carried out in accordance with the terms of the Cloud Services Agreement, including the pricing policies, and in compliance with all the applicable requirements under the Listing Rules:

- (1) the finance team shall regularly examine the pricing of the transactions under the Cloud Services Agreement to ensure that such transactions are conducted in accordance with the pricing terms thereof;

- (2) the internal control team of the Group shall periodically review the pricing of the transactions under the Cloud Services Agreement against the prices available from independent third parties for comparable services, to ensure that the terms of the Cloud Services Agreement are not less favorable to the Group than terms available from independent third parties;
- (3) the finance and business teams of the Group shall periodically monitor the transaction amounts under the Cloud Services Agreement and, when it is expected that the transaction amount would exceed the designed annual cap, promptly report in accordance with the Group’s connected transaction policy to ensure that the Company complies with all the applicable requirements under the Listing Rules for revising the relevant annual cap;
- (4) the legal team of the Group shall review the terms of the Cloud Services Agreement and, in case of any proposed change to the major terms of the transactions, ensure that the Company complies with all applicable requirements under the Listing Rules, including but not limited to publishing an announcement; and
- (5) the Company’s external auditor shall conduct an annual review of the continuing connected transactions of the Company conducted during the financial year, including the transactions under the Cloud Services Agreement, in accordance with the Listing Rules.

LISTING RULES IMPLICATIONS

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As the applicable percentage ratios in respect of the Cloud Services Agreement (calculated with reference to the highest annual cap under such agreement) exceed 0.1% but are less than 5%, the transactions contemplated under the Cloud Services Agreement are subject to reporting, announcement and annual review requirements but are exempt from independent Shareholders’ approval requirements under Chapter 14A of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the meanings set out below:

“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors

“Company”	Linklogis Inc. (聯易融科技集團), an exempted company with limited liability incorporated under the laws of the Cayman Islands on March 13, 2018 whose shares are listed on the Main Board of the Stock Exchange (stock code: 9959)
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Consolidated Affiliated Entity(ies)”	Linklogis Digital Technology Group Co., Ltd. (聯易融數字科技集團有限公司), a limited liability company established in Shenzhen, the PRC on February 5, 2016, and its subsidiaries and affiliated entities, the financial accounts of which have been consolidated and accounted for as if they were subsidiaries of the Company by virtue of contractual arrangements of the Group
“continuing connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“Cloud Services Agreement”	the cloud services agreement dated October 19, 2023 entered into between Huanrong Lianyi Technology and Tencent Cloud
“Director(s)”	the director(s) of the Company
“Existing Cloud Services Agreement”	the cloud services and technical services framework agreement dated February 24, 2021 entered into between Huanrong Lianyi Technology and Tencent Cloud, details of which are set out in the Prospectus
“Group”	the Company, its subsidiaries, and the Consolidated Affiliated Entities (the financial results of which have been consolidated and accounted for as subsidiaries of the Company by virtue of contractual arrangements) from time to time, and in respect of the period prior to the Company becoming the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of the Company at the relevant time
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Huanrong Lianyi Technology”	Shenzhen Qianhai Huanrong Lianyi Information Technology Co., Ltd. (深圳前海環融聯易信息科技服務有限公司), a limited liability company established in Shenzhen, the PRC on July 25, 2016 and one of the Consolidated Affiliated Entities, details of which are set out in the Prospectus

“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended and supplemented from time to time)
“PRC”	the People’s Republic of China, which, for the purposes of this announcement only, excludes Hong Kong, the Macau Special Administrative Region and Taiwan
“Prospectus”	the prospectus issued by the Company on March 26, 2021 in connection to its global offering
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholders”	shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder”	has the meaning ascribed to it under the Listing Rules
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“Tencent”	Tencent Holdings Limited, a company whose shares are listed on the Stock Exchange (stock code: 0700) and is a substantial shareholder of the Company
“Tencent Cloud”	Tencent Cloud Computing (Beijing) Company Limited (騰訊雲計算(北京)有限責任公司)
“%”	per cent

By Order of the Board
Linklogis Inc.
Song Qun
Chairman

Hong Kong, October 19, 2023

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Song Qun as the Chairman and executive Director, Mr. Ji Kun and Ms. Chau Ka King as executive Directors, Mr. Lin Haifeng and Mr. Zhang Yuhan as non-executive Directors, and Mr. Gao Feng, Mr. Tan Huay Lim and Mr. Chen Wei as independent non-executive Directors.