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POLY PROPERTY SERVICES CO., LTD.

保利物業服務股份有限公司

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

(Stock Code: 06049)

DISCLOSEABLE AND CONTINUING CONNECTED TRANSACTIONS

PARKING SPACE AGENCY FRAMEWORK AGREEMENT (PHASE II)

On 16 November 2022, the Company and Poly Developments and Holdings entered into the Parking Space Agency Framework Agreement (Phase II) for a term of three years from the date on which the Parking Space Agency Framework Agreement (Phase II) is considered and approved at the EGM.

IMPLICATIONS UNDER THE LISTING RULES

As at the date of this announcement, Poly Developments and Holdings is interested in an aggregate of 72.289% of the total issued share capital of the Company and is a controlling shareholder and a connected person of the Company. Accordingly, the transactions contemplated under the Parking Space Agency Framework Agreement (Phase II) will constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

As the highest applicable percentage ratios calculated in accordance with the Listing Rules in respect of the Annual Caps for the deposit expense portion and the agency service fees income portion under the Parking Space Agency Framework Agreement (Phase II) are both higher than 5%, the Company is subject to the reporting, announcement, annual review and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

On 16 July 2021, the Company entered into the Parking Space Agency Framework Agreement (Phase I) with Poly Developments and Holdings. As (i) the highest applicable percentage ratio, if calculated on an aggregated basis, in respect of the Annual Caps under the Parking Space Agency Framework Agreement (Phase II) together with the Parking Space Agency Framework Agreement (Phase I) are higher than 25% but lower than 100%; and (ii) the Parking Space Agency Framework Agreement (Phase I) constituted a major transaction and continuing connected transactions of the Company and had complied with the reporting, announcement, annual review and Independent Shareholders' approval requirements, accordingly, pursuant to Chapter 14 of the Listing Rules, the Parking Space Agency Framework Agreement (Phase II) also constitutes a discloseable transaction of the Company, the Company is subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

EGM

The Company intends to put forward a proposal at the EGM to seek the Independent Shareholders' approval for the Parking Space Agency Framework Agreement (Phase II) and the transactions contemplated thereunder (including the Annual Caps). China Poly Group and its associates (including Poly Developments and Holdings and Xizang Hetai), which are interested in an aggregate of 72.289% of the total issued share capital of the Company as at the date of this announcement, will abstain from voting on the proposal at the EGM. The proposal will be passed by way of an ordinary resolution and voted by way of poll in accordance with the requirements under the Listing Rules.

An Independent Board Committee comprising all the independent non-executive Directors has been formed and shall advise the Independent Shareholders in respect of the Parking Space Agency Framework Agreement (Phase II) and the transactions contemplated thereunder (including the Annual Caps). An independent financial adviser will be appointed by the Company to advise the Independent Board Committee and the Independent Shareholders in this regard.

As it takes additional time to prepare a circular containing, among other things, (i) further details of the Parking Space Agency Framework Agreement (Phase II); (ii) a letter from the Independent Board Committee; (iii) a letter from the independent financial adviser; (iv) a notice of the EGM; and (v) other information of the Company as required under the Listing Rules, such circular is expected to be despatched to the Shareholders on or before 14 December 2022.

1. PARKING SPACE AGENCY FRAMEWORK AGREEMENT (PHASE II)

References are made to the announcement of the Company dated 16 July 2021 and the circular of the Company dated 26 August 2021 in relation to the Parking Space Agency Framework Agreement (Phase I) entered into between the Company and Poly Developments and Holdings, pursuant to which, the Group may provide exclusive parking spaces sales and leasing agency services to Poly Developments and Holdings Group. The Parking Space Agency Framework Agreement (Phase I) was approved by the Independent Shareholders at the general meeting convened on 15 September 2021 and became effective.

On 16 November 2022, the Company entered into the Parking Space Agency Framework Agreement (Phase II) with Poly Developments and Holdings to meet the business needs for continuing development. The principal terms of the Parking Space Agency Framework Agreement (Phase II) are as follows:

A. Principal Terms

- Date : 16 November 2022
- Parties : (i) the Company; and
(ii) Poly Developments and Holdings
- Term : Three years from the date on which the Parking Space Agency Framework Agreement (Phase II) is considered and approved at the EGM.
- Subject matter : Pursuant to the Parking Space Agency Framework Agreement (Phase II), the Group will provide exclusive parking spaces sales and leasing agency services (the “**Exclusive Leasing and Sales Rights**”) in respect of the target parking spaces (the “**Target Parking Spaces**”) to Poly Developments and Holdings Group to facilitate the sales and leasing activities of parking space properties. Poly Developments and Holdings Group shall not entrust the Target Parking Spaces to other third parties for sales or leasing.

In respect of the Target Parking Spaces, the Exclusive Leasing and Sales Rights are the sole and exclusive rights entitled to the Group, and Poly Developments and Holdings Group shall not sell, transfer or dispose of in any other manner any of the Target Parking Spaces to third parties unless agreed by both parties through negotiation.

The Group and Poly Developments and Holdings Group will enter into specific contracts (the “**Specific Contracts**”) to specify the agreed cooperation of both parties on specific projects and the number of Target Parking Spaces.

B. Pricing policy

The agency services adopt the leasing and sales at the base price model

The Group and Poly Developments and Holdings Group will enter into specific negotiations on the base price for the sales and leasing of the Target Parking Spaces (the “**Cooperation Rights on Leasing and Sales at Base Price**”). Poly Developments and Holdings Group will transfer or lease (as the case may be) the Target Parking Spaces to any third-party customers designated by the Group at the request of the Group at an agreed price not lower than the aforesaid base price, and the excess of the agreed price over the base price for sales and leasing will be attributable to the Group as agency service fees. Poly Developments and Holdings Group will settle the payment to the Group on a monthly basis after receiving the payment from third party customers. The transactions will be conducted on normal commercial terms.

The base price for sales or leasing is the minimum price to be charged by Poly Developments and Holdings Group for the sales or leasing of the Target Parking Spaces, which in principle shall not exceed 80% of the agreed price for sales or leasing. In determining the agency service fees, the Group will estimate the costs of such services, taking into account factors such as labour costs, marketing expenses and difficulties of the leasing and sales agency. In determining the base price for sales or leasing, the discount of base price to the agreed price of a specific project will be determined by taking into account factors such as occupancy rate, parking spaces ratio, stage of sales and quality of parking spaces of the project; and the agreed price will be determined through negotiation by relevant members of the Group and Poly Developments and Holdings Group with reference to the comparable average price in the surrounding markets of the Target Parking Spaces.

Deposits

In order to obtain the Exclusive Leasing and Sales Rights and the Cooperation Rights on Leasing and Sales at Base Price for the Target Parking Spaces, the Group shall pay deposits to Poly Developments and Holdings Group in an amount not exceeding 50% of the aggregate of the relevant value of the Target Parking Spaces under the Specific Contracts (being the sum of the base price for sales and leasing).

During the term of the agreement, the Group may replace the unleased and unsold Target Parking Spaces with other parking spaces of the same value.

Before 30 June and 31 December of each year, Poly Developments and Holdings Group is required to return the existing deposits. Meanwhile, the Group will evaluate and decide whether to make adjustments to the business, and pay the corresponding deposits to Poly Developments and Holdings Group based on the subsequent evaluation results. In the event that the Group attains an early completion of the leasing and sales of all Target Parking Spaces or the Specific Contracts are not renewed upon expiry, Poly Developments and Holdings Group shall return the corresponding deposits after the completion of the leasing and sales or the expiry of the Specific Contracts. If the Parking Space Agency Framework Agreement (Phase II) is rescinded or terminated for any reason, Poly Developments and Holdings Group will revoke the Exclusive Leasing and Sales Rights and the Cooperation Rights on Leasing and Sales at Base Price for unleased and unsold Target Parking Spaces and return the corresponding deposits.

The deposits payable by the Group under the Parking Space Agency Framework Agreement (Phase II) are expected to be funded by internal resources of the Group.

By paying the deposits to obtain the Exclusive Leasing and Sales Rights and the Cooperation Rights on Leasing and Sales at Base Price, the Group can obtain a preferential discounted base price for sales and leasing, and the Group will receive the amount in excess of the base price for sales and leasing as the agency service fees. Such potential return is greater than that generated from the Group's original fixed commission agency model, and the risk of holding unsold and vacant parking spaces will not be passed on to the Group. As aforementioned, the amount of deposits shall not exceed 50% of the aggregate of the relevant value of the Target Parking Spaces under the Specific Contracts (being the sum of the base price for sales or leasing). In general, the payment of deposits provides a higher discount to the base price and considerable potential returns, and the deposits can be fully returned with limited risks. Accordingly, the Board considers the deposits and the deposit ratio to be normal commercial terms.

The Group has maintained a long-term business relationship with Poly Developments and Holdings Group. Poly Developments and Holdings is listed on the main board of the Shanghai Stock Exchange (stock code: 600048). Poly Developments and Holdings undertakes that it shall pay default interest if Poly Developments and Holdings Group fails to return the deposits in accordance with the Parking Space Agency Framework Agreement (Phase II). Furthermore, the Directors did not note any material adverse credit events and/or defaults in relation to Poly Developments and Holdings Group based on its public announcements in the past 24 months. Therefore, the Board considers that the default risk of Poly Developments and Holdings Group is minimal.

In view of the above, the Board is of the view that the risks of the payment of deposits under the Parking Space Agency Framework Agreement (Phase II) are remote, and the above measures are sufficient to properly safeguard the assets of the Company.

2. PROPOSED ANNUAL CAPS AND BASIS OF DETERMINATION

Proposed Annual Caps for Deposits

Pursuant to Chapter 14A of the Listing Rules, the Company is required to set annual caps for the deposits payable by the Group under the Parking Space Agency Framework Agreement (Phase II), details of which are set out in the table below.

	From the effective date of the Parking Space Agency Framework Agreement (Phase II) to 31 December 2022	From 1 January 2023 to 31 December 2023	From 1 January 2024 to 31 December 2024	From 1 January 2025 to the expiry of the Parking Space Agency Framework Agreement (Phase II)
Proposed Annual Caps	RMB2,000 million	RMB2,000 million	RMB2,000 million	RMB2,000 million

The above proposed Annual Caps represent the maximum balance of the deposits payable by the Group to Poly Developments and Holdings Group at any time during the year.

The above proposed Annual Caps were determined after considering the following:

- (i) the estimated value of parking spaces of Poly Developments and Holdings Group available for sales/leasing by the Group as an agent for each of the years during the term of the agreement pursuant to the Parking Space Agency Framework Agreement (Phase II), taking into account factors including, but not limited to, the number of parking space agency projects under negotiation currently known to the Group, historical sales of parking spaces of relevant projects and the surrounding comparable average price range;
- (ii) resources that the Group may allocate to the business, the ability to meet the service demand, and the steady business development strategy of the Group;
- (iii) the deposits agreed to be paid under the Parking Space Agency Framework Agreement (Phase II) shall not exceed 50% of the aggregate of the relevant value of the Target Parking Spaces (being the sum of the base price for sales and leasing), and the maximum balance of deposits shall not be over RMB2 billion at any time during the term of agreement; and
- (iv) the maximum balance of the deposits payable by the Group pursuant to the Parking Space Agency Framework Agreement (Phase I) during the period from the effective date of the agreement (i.e. 15 September 2021) to 31 December 2021 and the nine months ended 30 September 2022 amounted to RMB3,000 million and RMB3,000 million, respectively.

Proposed Annual Caps for Agency Service Fees

Pursuant to Chapter 14A of the Listing Rules, the Company is required to set annual caps for the agency service fees receivable by the Group under the Parking Space Agency Framework Agreement (Phase II), details of which are set out in the table below.

	From the effective date of the Parking Space Agency Framework Agreement (Phase II) to 31 December 2022	From 1 January 2023 to 31 December 2023	From 1 January 2024 to 31 December 2024	From 1 January 2025 to the expiry of the Parking Space Agency Framework Agreement (Phase II)
Proposed Annual Caps	RMB50 million	RMB600 million	RMB600 million	RMB600 million

The above proposed Annual Caps were determined after considering the following:

- (i) the estimated value of parking spaces of Poly Developments and Holdings Group available for sales/leasing by the Group as an agent during the term of the agreement pursuant to the Parking Space Agency Framework Agreement (Phase II), taking into account factors including, but not limited to, the number of parking space agency projects under negotiation currently known to the Group, historical sales of parking spaces of relevant projects and the surrounding comparable average price range;
- (ii) the base price standards for sales and leasing determined by the Group and Poly Developments and Holdings Group, being not exceeding 80% of the agreed price for sales and leasing in principle. For details of determining the base price for sales and leasing, please refer to the section headed “Pricing policy”;
- (iii) the agency service fees receivable by the Group pursuant to the Parking Space Agency Framework Agreement (Phase I) for the period from the effective date of the agreement (i.e. 15 September 2021) to 31 December 2021 and the nine months ended 30 September 2022 amounted to approximately RMB60 million and approximately RMB191 million, respectively; meanwhile, the Group has established a dedicated team for parking space leasing and sales agency services. With the further expansion of the team, the maturity of its members’ business experience and the rapid enhancement of its business capability, it is expected to achieve better performance results in the future; and

- (iv) taking into account the effective transaction period for the year ending 31 December 2022 is only less than one month, while it covers a whole year or nearly a whole year for 2023, 2024 and 2025, it is expected that the demand and scale of the parking space sales and leasing agency services to be provided by the Group to Poly Developments and Holdings Group in 2023, 2024 and 2025 will be increased significantly as compared with those for the year ending 31 December 2022.

3. REASONS FOR AND BENEFITS OF THE TRANSACTIONS

The Group is a leading comprehensive property management service provider in China with extensive property management scale and state-owned background. The Group continues to pay close attention to the diversified community needs of property owners and builds a community value-added service ecosystem by connecting internal and external quality resources, so as to provide property owners with high-quality, convenient and value-for-money community services and products and create high-quality living experience.

The Group has commenced the parking space leasing and sales agency cooperation business with Poly Developments and Holdings Group since 2021. This business has fully leveraged the customer stickiness and scenario-based service advantages of property services, built an excellent and professional asset operation team, and enhanced the Group's industrial capabilities in the field of asset operation and asset management.

Entering into the Parking Space Agency Framework Agreement (Phase II) with Poly Developments and Holdings can further expand the scale of the Group's overall asset operation business, improve and enhance the Group's ability in the sales and leasing of diversified asset; strengthen the building of a professional team, further accumulate experience in asset operation services and enhance the parking space leasing and sales agency service capabilities; at the same time, it can also optimize the Group's overall industry layout in value-added community services, thereby achieving long-term sustainable and stable growth.

4. OPINION OF THE BOARD

In view of the above reasons and benefits and given the Parking Space Agency Framework Agreement (Phase II) and the transactions contemplated thereunder (including the Annual Caps) are conducted in the ordinary and usual course of business of the Company and on normal commercial terms or better, the Board is of the view that the Parking Space Agency Framework Agreement (Phase II) and the transactions contemplated thereunder (including the Annual Caps) are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

None of the Directors has any material interest in the transactions contemplated under the Parking Space Agency Framework Agreement (Phase II). Considering that Mr. Huang Hai is the secretary of the board and the officer of the board of directors of Poly Developments and Holdings, Mr. Liu Ping is the chairman and a director of Poly Developments and Holdings and Mr. Hu Zaixin is a director and the deputy secretary of the party committee of Poly Developments and Holdings, all of them have abstained from voting on the Board resolution approving the Parking Space Agency Framework Agreement (Phase II).

5. INTERNAL CONTROL MEASURES

The Company will adopt the following internal policies and measures to ensure that the transactions under the Parking Space Agency Framework Agreement (Phase II) are implemented in accordance with the Parking Space Agency Framework Agreement (Phase II), which, in specific, include but not limited to:

- (1) the management and the finance department of the Group will closely monitor through continuous and timely inquiries the execution of the Specific Contracts under the Parking Space Agency Framework Agreement (Phase II), in order to monitor and ensure that the above businesses are falling within the applicable Annual Caps;
- (2) the auditors of the Company will also conduct an annual review on the Parking Space Agency Framework Agreement (Phase II) and the relevant Annual Caps and provide confirmation in the annual report of the Company;
- (3) before entering into Specific Contracts, the business department of the Group will review and compare (i) (if any) the margin of return of similar parking space sales agency transactions (i.e. transactions of similar nature in terms of service type and content, project location, quality of the subject parking spaces, etc.) between the Group and Independent Third Parties during the same period; and (ii) (if any) levels of agency service fees of comparable projects in the nearby market of the project (i.e. transactions of similar nature in terms of service type and content, project location, pricing method, etc.), so as to ensure that the agency service fees to be received by the Company are no less favourable than those offered by Independent Third Parties;
- (4) the business department of the Group will (i) review the project proposal submitted each time before entering into a Specific Contract; and (ii) re-evaluate the transaction by reference to the overall average selling and leasing price of the project and the market conditions of the surrounding area of the Target Parking Spaces as at 30 June and 31 December of each year, and make use of process control to ensure that the agreed price is fair and reasonable and on par with the average price in the surrounding comparable market of the Target Parking Spaces;

- (5) the business department of the Group will review and consider each Specific Contract on a case-by-case basis, including but not limited to the specific project scale, project location, discount of the base price to the agreed price and potential returns etc., so as to ascertain that the deposits ratio agreed in each Specific Contract does not exceed 50% of the aggregate of the relevant value of the Target Parking Spaces and is on normal commercial terms;
- (6) the implementation of Specific Contracts shall be subject to the proper approval of the relevant personnel of the finance department, the compliance department and the management of the Group to ensure that the Specific Contracts are in compliance with the pricing policy and principal terms of the Parking Space Agency Framework Agreement (Phase II), and that the agency service fees are determined at prices not lower than those offered by the Group to Independent Third Parties and the deposits ratio is on normal commercial terms;
- (7) the independent non-executive Directors of the Company will also conduct an annual review on the implementation and execution of the Specific Contracts entered into pursuant to the Parking Space Agency Framework Agreement (Phase II) to ensure that the Specific Contracts are conducted in accordance with the terms (including the pricing policy) set out in the Parking Space Agency Framework Agreement (Phase II);
- (8) provision of transaction data (as one of the items in the management accounts) regularly to the management of the Company for review and monitoring. The finance department of the Company will arrange designated personnel to closely monitor the actual amount of the connected transactions under the Parking Space Agency Framework Agreement (Phase II) on a monthly basis, and will submit the transaction data to the management of the Company every month to assess the actual amount of the connected transactions as a percentage of the Annual Caps in a timely manner;
- (9) when reviewing the total transaction amount under the Parking Space Agency Framework Agreement (Phase II), the management of the Company will check the forecasted transaction amount with the finance and operation departments. If the actual transaction amount at any time reaches a certain percentage of the proposed Annual Caps, advice shall be sought from the audit committee of the Company and the Board on appropriate measures, including but not limited to revising the proposed Annual Caps (if necessary) in accordance with the requirements of the Listing Rules, to avoid exceeding the approved Annual Caps. If the actual transaction amount at any time exceeds 80% of the Annual Caps, the Company will closely monitor such businesses, and shall comply with the review and disclosure procedures in a timely manner if necessary; and
- (10) in the event that it is necessary to adjust the Annual Caps due to business development needs or other reasons, such arrangements will be made in advance and strictly in compliance with the relevant requirements under the Listing Rules.

6. IMPLICATIONS UNDER THE LISTING RULES

As at the date of this announcement, Poly Developments and Holdings is interested in an aggregate of 72.289% of the total issued share capital of the Company and is a controlling shareholder and a connected person of the Company. Accordingly, the transactions contemplated under the Parking Space Agency Framework Agreement (Phase II) will constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

As the highest applicable percentage ratios calculated in accordance with the Listing Rules in respect of the Annual Caps for the deposit expense portion and the agency service fees income portion under the Parking Space Agency Framework Agreement (Phase II) are both higher than 5%, the Company is subject to the reporting, announcement, annual review and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

On 16 July 2021, the Company entered into the Parking Space Agency Framework Agreement (Phase I) with Poly Developments and Holdings. As (i) the highest applicable percentage ratio, if calculated on an aggregated basis, in respect of the Annual Caps under the Parking Space Agency Framework Agreement (Phase II) together with the Parking Space Agency Framework Agreement (Phase I) is higher than 25% but lower than 100%; and (ii) the Parking Space Agency Framework Agreement (Phase I) constituted a major transaction and continuing connected transactions of the Company and had complied with the reporting, announcement, annual review and Independent Shareholders' approval requirements, accordingly, pursuant to Chapter 14 of the Listing Rules, the Parking Space Agency Framework Agreement (Phase II) also constitutes a discloseable transaction of the Company, the Company is subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

7. EGM

The Company intends to put forward a proposal at the EGM to seek the Independent Shareholders' approval for the Parking Space Agency Framework Agreement (Phase II) and the transactions contemplated thereunder (including the Annual Caps). China Poly Group and its associates (including Poly Developments and Holdings and Xizang Hetai), which are interested in an aggregate of 72.289% of the total issued share capital of the Company as at the date of this announcement, will abstain from voting on the proposal at the EGM. The proposal will be passed by way of an ordinary resolution and voted by way of poll in accordance with the requirements under the Listing Rules. Save as disclosed in this announcement, no other Shareholders, to the best knowledge and belief of the Directors having made all reasonable enquiries, will be required to abstain from voting on such resolution as at the date of this announcement.

An Independent Board Committee comprising all the independent non-executive Directors has been formed and shall advise the Independent Shareholders in respect of the Parking Space Agency Framework Agreement (Phase II) and the transactions contemplated thereunder (including the Annual Caps). An independent financial adviser will be appointed by the Company to advise the Independent Board Committee and the Independent Shareholders in this regard.

As it takes additional time to prepare a circular containing, among other things, (i) further details of the Parking Space Agency Framework Agreement (Phase II) (including the Annual Caps); (ii) a letter from the Independent Board Committee; (iii) a letter from the independent financial adviser; (iv) a notice of the EGM; and (v) other information of the Company as required under the Listing Rules, such circular is expected to be despatched to the Shareholders on or before 14 December 2022.

8. INFORMATION ON THE PARTIES

Information on the Group

The Company is a joint stock company with limited liability established in the PRC on 26 June 1996. The Group is a leading comprehensive property management service provider in the PRC with extensive property management scale and state-owned background, and is mainly engaged in providing property management services, value-added services to non-property owners and community value-added services.

Information on Poly Developments and Holdings

Poly Developments and Holdings, whose shares are listed on the main board of Shanghai Stock Exchange, is a joint stock company established in the PRC with limited liability on 14 September 1992. Poly Developments and Holdings focuses on the business of real estate development and operation, and builds an ecological platform of real estate, which is driven by the real estate investment and development business as its core, with integrated services and real estate finance business as two supplementary businesses.

9. DEFINITIONS

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

“Annual Cap(s)”	the proposed annual cap(s) for the deposits or agency service fees under the Parking Space Agency Framework Agreement (Phase II) (aggregated with the annual caps under the Parking Space Agency Framework Agreement (Phase I), if applicable)
“Board”	the board of directors of the Company
“China Poly Group”	China Poly Group Corporation Limited (中國保利集團有限公司), a wholly state-owned company established in the PRC on 9 February 1993 and wholly-owned by the State-owned Assets Supervision and Administration Commission of the State Council, and a controlling shareholder of the Company

“Company”	Poly Property Services Co., Ltd., a joint stock company incorporated in the PRC with limited liability, the H Shares of which are listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	ordinary share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in RMB
“EGM”	the extraordinary general meeting of the Company to be convened on 29 December 2022
“Group”	the Company and its subsidiaries
“H Share(s)”	overseas listed foreign shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollars and listed on the Main Board of the Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“Independent Board Committee”	an independent committee of the Board composed of all independent non-executive Directors, namely Mr. Wang Xiaojun, Ms. Tan Yan and Mr. Zhang Liqing
“Independent Shareholders”	Shareholders other than those who are required by the Listing Rules to abstain from voting at the EGM on the resolution to approve the Parking Space Agency Framework Agreement (Phase II) (including the Annual Caps)
“Independent Third Party(ies)”	independent third party(ies) who is (are) not connected person(s) (as defined under the Listing Rules) of the Company and is (are) independent of and not connected with the Company and its connected person(s)
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

“Parking Space Agency Framework Agreement (Phase I)”	the Parking Space Leasing and Sales Agency Services Framework Agreement dated 16 July 2021 entered into by the Company and Poly Developments and Holdings, which constituted a major transaction and continuing connected transactions of the Company, and was approved by the Independent Shareholders at the extraordinary general meeting held on 15 September 2021
“Parking Space Agency Framework Agreement (Phase II)”	the Parking Space Leasing and Sales Agency Services Framework Agreement (Phase II) dated 16 November 2022 entered into by the Company and Poly Developments and Holdings
“Poly Developments and Holdings”	Poly Developments and Holdings Group Co., Ltd. (保利發展控股集團股份有限公司), a joint stock company incorporated in the PRC with limited liability, whose shares are listed on the main board of Shanghai Stock Exchange (Stock Code: 600048). Poly Developments and Holdings is a controlling shareholder of the Company
“Poly Developments and Holdings Group”	Poly Developments and Holdings and its subsidiaries, excluding the Group
“PRC”	the People’s Republic of China, but for the purpose of this announcement and for geographical reference only and except where the context requires, references in this announcement to the “PRC” do not include Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary shares in the share capital of the Company, with a nominal value of RMB1.00 each, comprising the Domestic Shares and the H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Xizang Hetai”	Xizang Hetai Enterprise Management Co., Ltd. (西藏和泰企業管理有限公司), formerly known as Xizang Yingyue Investment Management Co., Ltd., a company established in the PRC with limited liability and a wholly-owned subsidiary of Poly Developments and Holdings

In this announcement, the terms “connected person”, “connected transaction”, “continuing connected transaction”, “controlling shareholder” and “subsidiary” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

The English names of Chinese entities included in this announcement are unofficial translations of their Chinese names and are included for identification purposes only.

By Order of the Board
POLY PROPERTY SERVICES CO., LTD.
Huang Hai
Chairman of the Board and Non-executive Director

Guangzhou, the PRC, 16 November 2022

As at the date of this announcement, the non-executive directors of the Company are Mr. Huang Hai, Mr. Liu Ping and Mr. Hu Zaixin; the executive director of the Company is Ms. Wu Lanyu; and the independent non-executive directors of the Company are Mr. Wang Xiaojun, Ms. Tan Yan and Mr. Zhang Liqing.