

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**NEWLINK TECHNOLOGY INC.**

**新紐科技有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 9600)**

## **UPDATE ON THE PREVIOUS TRANSACTIONS**

### **UPDATE ON THE ACQUISITION OF 100% EQUITY INTEREST IN NEUSOFT YUETONG**

Reference is made to the announcement of Newlink Technology Inc. (the “**Company**”) dated 20 June 2022 (the “**Announcement**”) in relation to, among other things, the acquisition of 100% equity interest in Beijing Neusoft Yuetong Software Technology Co., Ltd.\* (北京東軟越通軟件技術有限公司) (the “**Target Company**” or “**Neusoft Yuetong**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

Under the Equity Transfer and Capital Increase Agreement, the Sellers were made up of Dai Linlin, Neusoft Venture Capital, Tian Weihai, Liu Cui, Dong Jing, Li Zhanguang and Yuan Lei. Upon the completion of the second closing contemplated under the Equity Transfer and Capital Increase Agreement and as at the date of this announcement, the Target Company is owned as to 14.7601%, 11.8585%, 0.5363%, 0.1283%, 0.0642%, 0.0642% and 72.5883% by Neusoft Venture Capital, Tian Weihai, Liu Cui, Dong Jing, Li Zhanguang, Yuan Lei and Newlink Technology, respectively. Furthermore, under the Equity Transfer and Capital Increase Agreement, the Performance Guarantee Sellers provided certain performance guarantee in respect of the Target Company for the financial years of 2022, 2023 and 2024 (the “**Performance Guarantee**”). The Performance Guarantee Sellers include, among others, Tian Weihai and Liu Cui.

On 12 December 2024, Newlink Technology, the Sellers and the Target Company entered into a supplemental agreement (the “**Supplemental Agreement**”), pursuant to which, Liu Cui agreed to sell and Tian Weihai agreed to purchase the 0.5363% equity interests (the “**Target Equity Interests**”) in the Target Company held by Liu Cui (the “**Transfer**”). Upon completion of the Transfer, Liu Cui will cease to be an equity holder of the Target Company while Tian Weihai will assume full rights and the corresponding obligations of the Target Equity Interests. Furthermore, Tian Weihai shall assume all responsibilities and obligations related to the Performance Guarantee, any performance compensation amount and overdue payment interests owed or payable by Liu Cui under the Equity Transfer and Capital Increase Agreement.

Save as disclosed above, all the rights and obligations of the relevant parties to the Equity Transfer and Capital Increase Agreement remain unchanged. For other details in respect of the acquisition of 100% equity interest in Neusoft Yuetong, please refer to the Announcement.

## UPDATE ON THE CONNECTED TRANSACTION

Reference is made to the announcement of the Company dated 14 December 2022 (the “**Announcement on Connected Transaction**”) in relation to the entering into of an equity transfer agreement among Newlink Technology, Beijing Guanruitong E-Commerce Technology Co., Ltd.\* (北京冠瑞通電子商務科技股份有限公司) (“**Guanruitong**”) and Mr. Zhai Shuchun on 14 December 2022 (the “**Equity Transfer Agreement**”), pursuant to which, Newlink Technology agreed to sell and Guanruitong agreed to purchase 100% equity interests in Beijing Jiafutong Network Technology Co., Ltd.\* (北京佳付通網絡科技有限公司) (“**Jiafutong**”) in accordance with the terms and conditions of the Equity Transfer Agreement, and Mr. Zhai Shuchun or Guanruitong agreed to pay the equity transfer consideration in the amount of RMB13,840,727.47 to Newlink Technology in three installments within three years after the execution of the Equity Transfer Agreement. As for the payment of equity transfer consideration in installments, Guanruitong and Mr. Zhai Shuchun agreed to pay a fund occupation fee to Newlink Technology based on the specific occupied amount of the equity transfer consideration at the benchmark interest rate of three-year fixed deposits of the People’s Bank of China together with the payment of the consideration in each year (“**Fund Occupation Fee**”).

Considering that the interest rates on deposits in the open market in the PRC are currently determined by each commercial bank independently on a floating basis, in order to ensure that the interest rate for the fund occupation fee as agreed in the Equity Transfer Agreement is more reflective of the benchmark interest rate on deposits actually implemented in the open market, on 12 December 2024, Newlink Technology, Guanruitong and Mr. Zhai Shuchun entered into a supplemental agreement to the Equity Transfer Agreement to amend the interest rate of the unpaid Fund Occupation Fee for the remaining two installments. According to the supplemental agreement to the Equity Transfer Agreement, for funds that have been occupied for more than one year and not exceeding two years from the signing date of the Equity Transfer Agreement, according to the specific occupied amount and duration of occupation and based on the corresponding interest rate for RMB two-year time deposits (for lump-sum deposit and lump-sum withdrawal) as officially published by Bank of China Limited during the period of occupying the funds, a Fund Occupation Fee shall be paid to Newlink Technology in 2024 together with the payment of the equity transfer consideration under the Equity Transfer Agreement; and for funds that have been occupied for more than two years and not exceeding three years from the signing date of the Equity Transfer Agreement, according to the specific occupied amount and duration of occupation and based on the corresponding interest rate for RMB three-year time deposits (for lump-sum deposit and lump-sum withdrawal) as officially published by Bank of China Limited during the period of occupying the funds, a Fund Occupation Fee shall be paid to Newlink Technology in 2024 and/or 2025 together with the payment of the equity transfer consideration under the Equity Transfer Agreement.

Saved as disclosed above, all other terms and conditions under the Equity Transfer Agreement remain unchanged. For other details in respect of the Equity Transfer Agreement, please refer to the Announcement on Connected Transaction.

By order of the Board  
**Newlink Technology Inc.**  
**ZHAI Shuchun**  
*Chairman of the Board and Chief Executive Officer*

Beijing, the PRC, 12 December 2024

*As at the date of this announcement, the executive Directors are Mr. ZHAI Shuchun, Ms. QIN Yi and Mr. LI Xiaodong; and the independent non-executive Directors are Mr. TANG Baoqi, Ms. YANG Juan and Mr. YOU Linfeng.*

\* *for identification purpose only*