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Greentown Service Group Co. Ltd.

綠城服務集團有限公司

(A company incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 2869)

**(1) NEW CONTINUING CONNECTED TRANSACTIONS
AND**

**(2) AMENDMENTS TO THE TERMS AND REVISION OF THE ANNUAL
CAPS OF EXISTING CONTINUING CONNECTED TRANSACTIONS**

NEW CONTINUING CONNECTED TRANSACTIONS

On 6 November 2017, Lansong Supply Chain, a non-wholly owned subsidiary of the Company, and Bluetown Agricultural Technology, a connected person of the Company, entered into the Supply of Goods Agreement. Further, on 6 November 2017, Greentown Property Community Service and Mr. Wang Hao entered into the Shareholders' Agreement, pursuant to which Zhejiang Dual-City Culture has become accounted for and consolidated as an indirect non-wholly owned subsidiary of the Company. Thus, the existing advertising services transactions between Zhejiang Dual-City Culture and Hangzhou Greentown Football Club, a connected person of the Company, have become continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

**AMENDMENTS TO THE TERMS AND REVISION OF THE ANNUAL CAPS OF
EXISTING CONTINUING CONNECTED TRANSACTIONS**

Reference is also made to the Prospectus, in which the Company has disclosed the details of, among other things, certain continuing connected transactions for Company. In light of the continuous business development of the Group and the internal forecast of the forthcoming demand of the Group, the annual caps for the Existing Continuing Connected Transactions will be insufficient and also the terms of the Air-conditioning Equipment Maintenance Services will need to be amended. The Company has entered into the Supplemental Agreements in relation to the revision of annual caps for the Existing Continuing Connected Transactions and the amendments to the terms of the Existing Air-conditioning Equipment Maintenance Services Framework Agreement.

LISTING RULES IMPLICATIONS

New Continuing Connected Transactions

As each of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules and other than the profits ratio) in respect of each of the proposed annual caps for the three years ending 31 December 2019 under each of the Supply of Goods Agreement and the Advertising Services Agreement is more than 0.1% but less than 5%, the transactions contemplated under each of the Supply of Goods Agreement and the Advertising Services Agreement constitute continuing connected transactions for the Company which are subject to the reporting, annual review and announcement requirements, but are exempted from the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

Amendments to the Terms and Revision of the Annual Caps of Existing Continuing Connected Transactions

As disclosed in the section headed "Connected Transactions" in the Prospectus, since (i) Zhejiang Gelington Elevator Engineering; (ii) Shenyang Yinji Greenery Engineering Company Limited; (iii) Zhejiang Greentown Housing Service Systems Company Limited; and (iv) Hangzhou Greentown Air-conditioning Equipment Maintenance are all associates of Ms. Li Hairong and are connected persons of the Company, and the Elevator Maintenance Services, the Gardening Services, the Home Decoration Services and the Air-conditioning Equipment Maintenance Services are all ancillary property management services provided to the Group, the continuing connected transactions under the Ancillary Services Agreements have to be aggregated pursuant to Rules 14A.81 and 14A.82 of the Listing Rules for the purpose of determining the Group's compliance obligations under Chapter 14A of the Listing Rules.

As each of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules and other than the profits ratio) in respect of each of the proposed aggregated annual caps for the two years ending 31 December 2018 under the Ancillary Services Agreements is more than 0.1% but less than 5%, the transactions contemplated under the Ancillary Services Agreements constitute continuing connected transactions for the Company which are subject to the reporting, annual review and announcement requirements, but are exempt from the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

A. BACKGROUND

On 6 November 2017, Lansong Supply Chain, a non-wholly owned subsidiary of the Company, and Bluetown Agricultural Technology, a connected person of the Company, entered into the Supply of Goods Agreement. Further, on 6 November 2017, Greentown Property Community Service and Mr. Wang Hao entered into the Shareholders' Agreement, pursuant to which Zhejiang Dual-City Culture has become accounted for and consolidated as an indirect non-wholly owned subsidiary of the Company. Thus, the existing advertising services transactions between Zhejiang Dual-City Culture and

Hangzhou Greentown Football Club, a connected person of the Company, have become continuing connected transactions for the Company under Chapter 14A of the Listing Rules. Details of the above are set out in section B of this announcement.

Reference is also made to the Prospectus, in which the Company has disclosed the details of, among other things, certain continuing connected transactions for Company. In light of the continuous business development of the Group and the internal forecast of the forthcoming demand of the Group, the annual caps for the Existing Continuing Connected Transactions will be insufficient and also the terms of the Air-conditioning Equipment Maintenance Services will need to be amended. The Company has entered into the Supplemental Agreements in relation to the revision of annual caps for the Existing Continuing Connected Transactions and the amendments to the terms of the Existing Air-conditioning Equipment Maintenance Services Framework Agreement, details of which are set out in section C of this announcement.

B. NEW CONTINUING CONNECTED TRANSACTIONS

1. Supply of Goods Agreement

On 6 November 2017, Lansong Supply Chain and Bluetown Agricultural Technology entered into the Supply of Goods Agreement, pursuant to which Lansong Supply Chain has agreed to supply various types of agricultural goods and products to Bluetown Agricultural Technology.

The principal terms of the Supply of Goods Agreement are as follows:

Date

6 November 2017

Parties

- (a) Lansong Supply Chain, a non-wholly owned subsidiary of the Company; and
- (b) Bluetown Agricultural Technology, a company wholly owned by Mr. Song Weiping and thus a connected person of the Company.

Term

The Supply of Goods Agreement is for a term commencing from 6 November 2017 till 31 December 2019.

Supply of Goods

Pursuant to the terms of the Supply of Goods Agreement, Lansong Supply Chain shall, in accordance with the procurement needs of Bluetown Agricultural Technology, supply various types of agricultural goods and products, including but not limited to fresh produce and food, to Bluetown Agricultural Technology.

Consideration and Payment

The price of the products to be supplied by Lansong Supply Chain to Bluetown Agricultural Technology under the Supply of Goods Agreement shall be determined after arm's length negotiation between the parties with reference to (i) the national agricultural products wholesale market prices published by the Ministry of Agriculture of the PRC from time to time; and (ii) the price of the same or comparable type of various agricultural goods and products sold to Independent Third Parties by Lansong Supply Chain in its ordinary and usual course of business.

To ensure that the terms for the supply of the agricultural goods and products to Bluetown Agricultural Technology are not less favourable than those available from Independent Third Parties, in determining the price, the Group will collect the relevant market information, review and compare the costs and profits of transactions in the most recent year for the provision of the same or similar type of agricultural goods and products with at least two Independent Third Parties.

In any event, the price shall be equal to or not lower than the price charged by the Group for the supply of comparable agricultural goods and products to an Independent Third Party.

Payment for the various types of agricultural goods and products under the Supply of Goods Agreement will be made in accordance with the terms of each individual contract or order to be entered into between Bluetown Agricultural Technology (or its subsidiaries) and Lansong Supply Chain.

Proposed Annual Caps

There had been no historical transaction in respect of the supply of various types of agricultural goods and products by Lansong Supply Chain to Bluetown Agricultural Technology.

The table below sets out the proposed annual caps for the transactions contemplated under the Supply of Goods Agreement for the three years ending 31 December 2019:

Period	Annual Caps (RMB)
For the year ending 31 December 2017	18,000,000.00
For the year ending 31 December 2018	5,280,000.00
For the year ending 31 December 2019	5,808,000.00

In arriving at the proposed annual caps for the transactions contemplated under the Supply of Goods Agreement, the Directors have considered the followings: (i) the expected demand of Bluetown Agricultural Technology for the various types of agricultural goods and products in relation to its different projects; (ii) that the supply of agricultural goods and products under the procurement contract of one of the projects of Bluetown Agricultural Technology, of which demand for the

agricultural goods and products is expected to be significantly larger than the other projects, and is expected to end on 31 December 2017 (the “**2017 Contract**”); (iii) that the demand of agricultural goods and products under the procurement contracts for the other projects of Bluetown Agricultural Technology which are expected to continue until 31 December 2019 is much lower than that under the 2017 Contract, thus, the proposed annual cap for the year ending 31 December 2017 is significantly higher than those for the two years ending 31 December 2018 and 2019, respectively; and (iv) the estimated inflation rate and the annual increase in the labour cost and other operational costs.

Reasons for and Benefits of the Continuing Connected Transactions

Bluetown Agricultural Technology is principally engaged in the development of agricultural science and technology. It has a stable and broad range of client base, which enables it to procure a large variety of agricultural products and goods. Thus, the Supply of Goods Agreement provides Lansong Supply Chain a long term and stable source of revenue and sales channel. In view of the commercial and strategic importance, the Supply of Goods Agreement is a good opportunity for Lansong Supply Chain to broaden its customer base and is in line with the Company’s long term growth strategy.

The Directors (including the independent non-executive Directors) consider that the entering into of the Supply of Goods Agreement is in the ordinary and usual course of business of the Group and consider that the terms of the Supply of Goods Agreement are on normal commercial terms and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

2. Advertising Services Agreement

On 6 November 2017, Greentown Property Community Service and Mr. Wang Hao entered into the Shareholders’ Agreement, pursuant to which Zhejiang Dual-City Culture has become accounted for and consolidated as an indirect non-wholly owned subsidiary of the Company. Thus, the existing advertising services transactions between Zhejiang Dual-City Culture and Hangzhou Greentown Football Club have become continuing connected transactions for the Company under Chapter 14A of the Listing Rules. On 6 November 2017, Zhejiang Dual-City Culture, entered into the Advertising Services Agreement with Hangzhou Greentown Football Club to replace the Existing Advertising Services Agreement, pursuant to which Hangzhou Greentown Football Club will provide certain specified areas to Zhejiang Dual-City Culture for advertising the information of products or services of third parties for promotion purposes.

The principal terms of the Advertising Services Agreement are as follows:

Date

6 November 2017

Parties

- (a) Zhejiang Dual-City Culture, a non-wholly owned subsidiary of the Company; and
- (b) Hangzhou Greentown Football Club, a company which is owned by Greentown Holdings as to 90% and thus a connected person of the Company.

Term

The Advertising Services Agreement is for a term commencing from 6 November 2017 till 31 December 2018.

Advertising Services

Pursuant to the terms under the Advertising Services Agreement, Zhejiang Dual-City Culture will be entitled to advertise in certain areas specified by Hangzhou Greentown Football Club and Zhejiang Dual-City Culture will procure independent sponsors to advertise their services and/or products in such areas.

Consideration and Payment

The fees payable by Zhejiang Dual-City Culture for the provision of the advertising areas by Hangzhou Greentown Football Club under the Advertising Services Agreement shall be determined after arm's length negotiation between the parties with reference to the advertising fees charged by Zhejiang Dual-City Culture from the independent sponsors which will advertise their services and/or products in the specified areas indicated by Hangzhou Greentown Football Club with the total cost incurred by Zhejiang Dual-City Culture with respect to procuring such independent sponsors, and a margin which is not less favorable than the margin applied to Zhejiang Dual-City Culture's other advertising space suppliers, who are Independent Third Parties, to be deducted therefrom.

Payment for the Advertising Services under the Advertising Services Agreement will be made in accordance with the terms of each individual contract to be entered into between Zhejiang Dual-City Culture (or its subsidiaries) and Hangzhou Greentown Football Club (or its subsidiaries).

Proposed Annual Caps

The historical transaction amount in respect of the Advertising Services paid to Hangzhou Greentown Football Club by Zhejiang Dual-City Culture for the nine months ended 30 September 2017 is RMB12,000,000.00.

The table below sets out the proposed annual caps for the transactions contemplated under the Advertising Services Agreement for the two years ending 31 December 2018:

Period	Annual Caps (RMB)
For the year ending 31 December 2017	16,000,000.00 ¹
For the year ending 31 December 2018	16,000,000.00

In arriving at the proposed annual caps for the transactions contemplated under the Advertising Services Agreement, the Directors have considered the followings: (i) the size of the areas provided by Hangzhou Greentown Football Club for advertising purposes; (ii) the historical amounts charged by Hangzhou Greentown Football Club from Zhejiang Dual City Culture for the Advertising Services; (iii) the expected demand from the independent sponsors in relation to the advertising activities; and (iv) the historical amounts charged by Independent Third Party suppliers for the provision of areas for advertising.

Reasons for and Benefits of the Continuing Connected Transactions

Hangzhou Greentown Football Club is principally engaged in football competition and football training. It is the first professional football club in Zhejiang Province, which attracts various types of advertising opportunities from a large spectrum of sponsors. Advertising Services Agreement can increase the range and variety of advertising services that Zhejiang Dual-City Culture can offer, which provides Zhejiang Dual-City Culture greater exposure in the advertising and sporting industries. Thus, it enables Zhejiang Dual-City Culture to develop into a more comprehensive leading advertising company.

The Directors (including the independent non-executive Directors) consider that the entering into of the Advertising Services Agreement is in the ordinary and usual course of business of the Group and consider that the terms of the Advertising Services Agreement are on normal commercial terms and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

¹ Including the historical amount incurred before the existing advertising services transactions between Zhejiang Dual-City Culture and Hangzhou Greentown Football Club have become continuing connected transactions for the Company.

C. AMENDMENTS TO THE TERMS AND REVISION OF THE ANNUAL CAPS OF EXISTING CONTINUING CONNECTED TRANSACTIONS

1. Revision of the Annual Caps in Relation to Elevator Maintenance Services

References are made to the Prospectus. As previously disclosed in the Prospectus, the Company entered into the Existing Elevator Maintenance Services Framework Agreement with Zhejiang Gelingtong Elevator Engineering pursuant to which, Zhejiang Gelingtong Elevator Engineering agreed to provide the Elevator Maintenance Services to the Group.

In view of the continuous business development of the Group and the expected increase in the amount of Elevator Maintenance Services required by the Group, the annual caps for the Existing Elevator Maintenance Services Framework Agreement will be insufficient. The Board therefore proposed to revise the annual caps in relation to the Existing Elevator Maintenance Services Framework Agreement. Thus, the Group entered into the Supplemental Elevator Maintenance Services Agreement with Zhejiang Gelingtong Elevator Engineering.

For the nine months ended 30 September 2017, the transaction amount under the Existing Elevator Maintenance Services Framework Agreement amounts to RMB11,821,642.09 and the existing annual cap for the year ending 31 December 2017 has not been exceeded.

The principal terms of the Supplemental Elevator Maintenance Services Agreement are as follows:

Date

6 November 2017

Parties

- (a) the Company (on behalf of other members of the Group); and
- (b) Zhejiang Gelingtong Elevator Engineering.

Term

The Supplemental Elevator Maintenance Services Agreement is for a term commencing from 6 November 2017 till 31 December 2018.

Provision of Elevator Maintenance Services

Pursuant to the terms under the Supplemental Elevator Maintenance Services Agreement, Zhejiang Gelingtong Elevator Engineering shall provide Elevator Maintenance Services to the Group.

Consideration and Payment

The fees for the Elevator Maintenance Services to be provided by Zhejiang Gelingtong Elevator Engineering under the Supplemental Elevator Maintenance Services Agreement shall be determined after arm's length negotiation between the parties with reference to (i) the cost of raw materials and wages needed for carrying out the Elevator Maintenance Services; and (ii) the prevailing market price for the provision of such services, i.e. to compare the fee quote provided by Zhejiang Gelingtong Elevator Engineering to the Group with the fee quotes provided by other Independent Third Party elevator maintenance companies engaged by the Group for its other property management projects. When comparing the fee quotes, the Group considered factors including the price, scope of services and the efficiency and ability of service providers to perform such services in a timely manner. The Supplemental Elevator Maintenance Services Agreement was entered into on normal commercial terms and in the ordinary and usual course of business.

To ensure that the terms for the provision of services by Zhejiang Gelingtong Elevator Engineering are not less favourable than those available from Independent Third Parties, the Company collected the relevant market information, reviewed and compared the costs of transactions in the most recent year for the same or similar type of services with at least two Independent Third Parties.

In any event, the price shall not be higher than (i) the price charged by an Independent Third Party to the Group for the provision of comparable services and (ii) the price charged by Zhejiang Gelingtong Elevator Engineering for the provision of comparable services to an Independent Third Party.

Payment for the Elevator Maintenance Services under the Supplemental Elevator Maintenance Services Agreement will be made in accordance with the terms of each individual contract to be entered into between the Group and Zhejiang Gelingtong Elevator Engineering (or its subsidiaries).

Existing Annual Caps and Revised Annual Caps

The table below set out the existing annual caps for the three years ending 31 December 2018 and the revised annual caps for the two years ending 31 December 2018 in respect of the provision of the Elevator Maintenance Services by Zhejiang Gelingtong Elevator Engineering:

Period	Existing Annual Caps (RMB)	Revised Annual Caps (RMB)
For the year ended 31 December 2016	12,600,000.00	N/A
For the year ending 31 December 2017	14,086,000.00	18,086,000.00
For the year ending 31 December 2018	15,748,000.00	21,727,000.00

In arriving at the revised annual caps for the transactions contemplated under the Supplemental Elevator Maintenance Services Agreement, the Directors have considered (i) the aggregated amounts of transactions with respect to the provision of Elevator Maintenance Services by Zhejiang Gelingtong Elevator Engineering to the Group for the year ended 31 December 2016 and the nine months ended 30 September 2017 of approximately RMB12,554,000.00 and RMB11,821,642.09, respectively; (ii) the increasing growth in the business demands of the Group for the Elevator Maintenance Services; and (iii) the estimated inflation rate and the annual increase in the labour cost and other operational costs.

2. Amendments of the Terms and Revision of the Annual Caps in Relation to Air-conditioning Equipment Maintenance Services

References are made to the Prospectus. As previously disclosed, the Company entered into the Existing Air-conditioning Equipment Maintenance Services Framework Agreement with Hangzhou Greentown Air-conditioning Equipment Maintenance, pursuant to which Hangzhou Greentown Air-conditioning Equipment Maintenance agreed to provide the Air-conditioning Equipment Maintenance Services to our Group.

It is expected that in addition to the Air-conditioning Equipment Maintenance Services, Hangzhou Greentown Air-conditioning Equipment Maintenance will also provide the procurement of air-conditioners units and other parts of air-conditioners to the Group. Also, in view of the continuous business development of the Group and expected increase in the amount of Air-conditioning Equipment Maintenance Services required by the Group, the annual caps for the Existing Air-conditioning Equipment Maintenance Services Framework Agreement will be insufficient. The Board therefore proposed to revise the annual caps in relation to the Existing Air-conditioning Equipment Maintenance Services Framework Agreement. Thus, the Group entered into the Supplemental Air-conditioning Equipment Maintenance Services Agreement with Hangzhou Greentown Air-conditioning Equipment Maintenance.

For the nine months ended 30 September 2017, the transaction amount under the Existing Air-conditioning Equipment Maintenance Services Framework Agreement amounts to RMB1,362,531.29 and the existing annual cap for the year ending 31 December 2017 has not been exceeded.

The principal terms of the Supplemental Air-conditioning Equipment Maintenance Services Agreement are as follows:

Date

6 November 2017

Parties

- (a) the Company (on behalf of other members of the Group); and
- (b) Hangzhou Greentown Air-conditioning Equipment Maintenance.

Term

The Supplemental Air-conditioning Equipment Maintenance Services Agreement is for a term commencing from 6 November 2017 till 31 December 2018.

Provision of Air-conditioning Equipment Maintenance Services and Procurement of Air-conditioners Units

Pursuant to the terms under the Supplemental Air-conditioning Equipment Maintenance Services Agreement, in addition to the provision of Air-conditioning Equipment Maintenance Services to the Group as previously agreed under the Existing Air-conditioning Equipment Maintenance Services Framework Agreement, Hangzhou Greentown Air-conditioning Equipment Maintenance shall also provide the procurement of air-conditioners units and other parts of air-conditioners to the Group.

Consideration and Payment

The fees payable by the Group under the Supplemental Air-conditioning Equipment Maintenance Services Agreement shall be determined after arm's length negotiation between the parties with reference to (i) the quantity and type of air-conditioning equipment covered; (ii) the comparison of the fee quote provided by Hangzhou Greentown Air-conditioning Equipment Maintenance to the Group with the fee quotes provided by Hangzhou Greentown Air-conditioning Equipment Maintenance to other Independent Third Party customers for the provision of similar services and also the fee quotes obtained from other third party suppliers of the Group which provide similar services. For the purpose of such fee quote comparison, apart from comparing the price quoted, the Group also considers other factors, including suppliers' efficiency and ability to provide such services in a timely manner; and (iii) the prevailing market price of the air-conditioners units and other parts of air-conditioners, namely the price of the same or comparable type of products provided by Independent Third Parties. The Supplemental Air-conditioning Equipment Maintenance Services Agreement was entered into on normal commercial terms and in the ordinary and usual course of business.

To ensure that the terms of the Supplemental Air-conditioning Equipment Maintenance Services Agreement are not less favourable than those available from the Independent Third Parties, the Company collected the relevant market information, reviewed and compared the costs of transactions in the most recent year for the same or similar type of services and products with at least two Independent Third Parties.

In any event, the price shall not be higher than (i) the price charged by an Independent Third Party to the Group for the provision of comparable services and products and (ii) the price charged by Hangzhou Greentown Air-conditioning Equipment Maintenance for the provision of comparable services and products to an Independent Third Party.

Payment under the Supplemental Air-conditioning Equipment Maintenance Services Agreement will be made in accordance with the terms of each individual contract to be entered into between the Group and Hangzhou Greentown Air-conditioning Equipment Maintenance (or its subsidiaries).

Existing Annual Caps and Revised Annual Caps

The table below set out the existing annual caps for the three years ending 31 December 2018 and the revised annual caps for the two years ending 31 December 2018 in respect of the provision of Air-conditioning Equipment Maintenance Services and the procurement of air-conditioners units and other parts of air-conditioners:

Period	Existing Annual Caps (RMB)	Revised Annual Caps (RMB)
For the year ended 31 December 2016	1,173,000.00	N/A
For the year ending 31 December 2017	1,548,000.00	8,048,000.00
For the year ending 31 December 2018	2,043,000.00	9,193,000.00

In arriving at the revised annual caps for the transactions contemplated under the Supplemental Air-conditioning Equipment Maintenance Services Agreement, the Directors have considered (i) the aggregated amounts of transactions with respect to the provision of Air-conditioning Equipment Maintenance Services by Hangzhou Greentown Air-conditioning Equipment Maintenance to the Group for the year ended 31 December 2016 and the nine months ended 30 September 2017 of approximately RMB650,000.00 and RMB1,362,531.29, respectively; (ii) the increasing growth in the business demands of the Group for the Air-conditioning Equipment Maintenance Services; (iii) the estimated increase in the transaction amount due to the newly added procurement of air-conditioners units and other parts of air-conditioners, which is expected to be significant as the price of the air-conditioners units and other parts of air-conditioners are much higher than the fees for the maintenance services and (iv) the estimated inflation rate and the annual increase in the labour cost and other operational costs.

Reasons for and Benefits of the Amendments of the Terms and Revision of the Annual Caps of the Existing Continuing Connected Transactions

The Group is principally engaged in the high-end residential property service in the PRC. Some of the elevators and air-conditioning equipment of the properties managed by the Group are maintained by Zhejiang Gelintong Elevator Engineering and Hangzhou Greentown Air-conditioning Equipment Maintenance. The Company considers that a long term and steady relationship with these service providers is of importance to the Group as it ensures the stability of the Group's property management service which in turn avoids any unnecessary disruption to the Group's business and guarantees a smooth operation of the Group. In light of the continuous business development of the Group and the internal forecast of the forthcoming demand of the Group, the Company has entered into the Supplemental

Agreements with higher annual caps for the Elevator Maintenance Services, Air-conditioning Equipment Maintenance Services and the procurement of air-conditioners units and other parts of air-conditioners.

Also, in view of the quality and efficiency of the Air-conditioning Equipment Maintenance Services provided by Hangzhou Greentown Air-conditioning Equipment Maintenance, the Company considers that Hangzhou Greentown Air-conditioning Equipment Maintenance will be able to provide the types of air-conditioner units which are most suitable to the Group according to its needs and to provide the relating maintenance services after the procurement of the same in a more efficient way as a one-stop shop. In the meanwhile, there is also an increasing demand for new air-conditioners units and parts as the existing air-conditioners units have already been used for a relatively long time. Thus, the Company decided to engage Hangzhou Greentown Air-conditioning Equipment Maintenance for the procurement of the air-conditioners units and other parts of air-conditioners in addition to the provision of the Air-conditioning Equipment Maintenance Services.

The Directors (including the independent non-executive Directors) consider that the entering into of the Supplemental Elevator Maintenance Services Agreement and the Supplemental Air-conditioning Equipment Maintenance Services Agreement is in the ordinary and usual course of business of the Group and consider that the terms of the Supplemental Elevator Maintenance Services Agreement and the Supplemental Air-conditioning Equipment Maintenance Services Agreement are on normal commercial terms and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

GENERAL INFORMATION

The Group is a leading high-end residential property service provider in the PRC with a diversified service portfolio comprising property service, consulting service and community-living service.

Lansong Supply Chain is a company established in the PRC with limited liability and is a non-wholly owned subsidiary of the Company. It is principally engaged in the sales of primary agricultural products, pre-packaged food products and health supplements, import and export of goods, agricultural technology development and supply chain management.

Bluetown Agricultural Technology is a company established in the PRC with limited liability and is indirectly wholly-owned by Mr. Song Weiping, a connected person of the Company. It is principally engaged in the development of agricultural science and technology.

Zhejiang Gelingtong Elevator Engineering is a company established in the PRC with limited liability and is 50%-owned by Hangzhou Dangui Investment, a connected person of the Company. It is principally engaged in the provision of elevator maintenance services in the PRC.

Hangzhou Greentown Air-conditioning Equipment Maintenance is a company established in the PRC with limited liability and is 80%-owned by Hangzhou Dangui Investment, a connected person of the Company. It is principally engaged in the provision of air-conditioning equipment maintenance services in the PRC.

Hangzhou Greentown Football Club is a company established in the PRC with limited liability and is 90%-owned by Greentown Holdings, a connected person of the Company. It is principally engaged in football competition and football training.

Zhejiang Dual-City Culture is a company established in the PRC with limited liability and has been accounted for and consolidated into the audited financial statements of the Company as a subsidiary since 6 November 2017 pursuant to the Shareholders' Agreement. It is principally engaged in advertising, creative planning and host of convention and exhibition.

LISTING RULES IMPLICATIONS

New Continuing Connected Transactions

1. Supply of Goods Agreement

As at the date of this announcement, Bluetown Agricultural Technology is wholly-owned by Bluetown China Holdings Limited, which is in turn wholly-owned by Delta House Limited, whereas Delta House Limited is wholly-owned by Mr. Song Weiping. Mr. Song Weiping, through his wholly-owned company Osmanthus Garden Investment Company Limited, is indirectly interested in 40% of Orchid Garden Investment Company Limited, a controlling shareholder which holds approximately 36.72% of the total issued share capital of the Company. Mr. Song Weiping is also the spouse of Ms. Xia Yibo. Bluetown Agricultural Technology is therefore an associate of Mr. Song Weiping and Ms. Xia Yibo, and hence a connected person of the Company. Accordingly, the transactions contemplated under the Supply of Goods Agreement constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

As each of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules and other than the profits ratio) in respect of each of the proposed annual caps for the three years ending 31 December 2019 under the Supply of Goods Agreement is more than 0.1% but less than 5%, the transactions contemplated under the Supply of Goods Agreement constitute continuing connected transactions for the Company which are subject to the reporting, annual review and announcement requirements, but are exempted from the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

2. Advertising Services Agreement

As at the date of this announcement, Hangzhou Greentown Football Club is 90%-owned by Greentown Holdings, it is therefore an associate of Mr. Song Weiping, Mr. Shou Bainian and Ms. Xia Yibo and hence a connected person of the Company. Accordingly,

the transactions contemplated under the Advertising Services Agreement constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

As each of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules and other than the profits ratio) in respect of each of the proposed annual caps is more than 0.1% but less than 5%, the transactions contemplated under the Advertising Services Agreement constitute continuing connected transactions for the Company which are subject to the reporting, annual review and announcement requirements, but are exempted from the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

AMENDMENTS OF THE TERMS AND REVISION OF THE ANNUAL CAPS OF EXISTING CONTINUING CONNECTED TRANSACTIONS

As at the date of this announcement, Zhejiang Gelingtong Elevator Engineering is owned as to 50% by Hangzhou Dangui Investment, which is in turn held as to 51% by Greentown Holdings, and the remaining 49% by Ningbo Ronghua Investment LLP (寧波榮華投資合夥企業(有限合夥)), which is in turn held as to 80% and 20% by Ms. Ju Yao (鞠瑤) and Ms. Li Haizhi (李海芝) (both family members of Ms. Li Hairong). Therefore, Zhejiang Gelingtong Elevator Engineering is an associate of Mr. Song Weiping, Mr. Shou Bainian, Ms. Xia Yibo and Ms. Li Hairong and hence a connected person of the Company. Accordingly, the transactions contemplated under the Supplemental Elevator Maintenance Services Agreement constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

As at the date of this announcement, Hangzhou Greentown Air-conditioning Equipment Maintenance is held as to 80% and 20% by Hangzhou Dangui Investment and an Independent Third Party, respectively. Hangzhou Dangui Investment is held as to 51% by Greentown Holdings, and the remaining 49% by Ningbo Ronghua Investment LLP (寧波榮華投資合夥企業(有限合夥)), which is in turn held as to 80% and 20% by Ms. Ju Yao (鞠瑤) and Ms. Li Haizhi (李海芝) (both family members of Ms. Li Hairong). Therefore, Hangzhou Greentown Air-conditioning Equipment Maintenance is an associate of Mr. Song Weiping, Mr. Shou Bainian, Ms. Xia Yibo and Ms. Li Hairong and hence a connected person of the Company. Accordingly, the transactions contemplated under the Supplemental Air-conditioning Equipment Maintenance Services Agreement constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

As disclosed in the section headed "Connected Transactions" in the Prospectus, since (i) Zhejiang Gelingtong Elevator Engineering; (ii) Shenyang Yinji Greenery Engineering Company Limited; (iii) Zhejiang Greentown Housing Service Systems Company Limited; and (iv) Hangzhou Greentown Air-conditioning Equipment Maintenance are all associates of Ms. Li Hairong and are connected persons of the Company, and the Elevator Maintenance Services, the Gardening Services, the Home Decoration Services and the Air-conditioning Equipment Maintenance Services are all ancillary property management services provided to the Group, the continuing connected transactions under the Ancillary Services Agreements have to be aggregated pursuant to Rules 14A.81 and 14A.82 of the Listing Rules for the purpose of determining the Group's compliance obligations under Chapter 14A of the Listing Rules.

The aggregated annual caps in relation to the transactions under the Ancillary Services Agreements for each of the two years ending 31 December 2018 are RMB34,109,000.00 and RMB38,843,000.00, respectively.

As each of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules and other than the profits ratio) in respect of each of the proposed annual caps for the two years ending 31 December 2018 under the Ancillary Services Agreements is more than 0.1% but less than 5%, the transactions contemplated under the Ancillary Services Agreements constitute continuing connected transactions for the Company which are subject to the reporting, annual review and announcement requirements, but are exempt from the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

The Board has resolved and approved (i) the Supply of Goods Agreement; (ii) the Advertising Services Agreement; (iii) the Supplemental Elevator Maintenance Services Agreement; and (iv) the Supplemental Air-conditioning Equipment Maintenance Services Agreement and the transactions contemplated thereunder. As Mr. Song Weiping who has material interest in all of the four agreements above, is a close associate of Ms. Xia Yibo, Ms. Xia Yibo has abstained from voting on the Board resolutions to approve these four agreements. As Mr. Shou Bonian has material interest in the Advertising Services Agreement, the Supplemental Elevator Maintenance Services Agreement and the Supplemental Air-conditioning Equipment Maintenance Services Agreement, he has abstained from voting on the Board resolutions to approve these three agreements. As Ms. Li Hairong has material interest in the Supplemental Elevator Maintenance Services Agreement and the Supplemental Air-conditioning Equipment Maintenance Services Agreement, she has abstained from voting on the Board resolutions to approve these two agreements. Save as disclosed, none of the Directors has any material interest in the transactions contemplated thereunder or is required to abstain from voting on the relevant Board resolution to approve the same.

DEFINITIONS

Unless the context requires otherwise, capitalized terms used in this announcement shall have the meanings as follow:

“Advertising Services”	the provision of specified areas by Hangzhou Greentown Football Club for advertising the information of products or services of third parties for promotion purposes
“Advertising Services Agreement”	the advertising services agreement entered into between Zhejiang Dual-City Culture and Hangzhou Greentown Football Club on 6 November 2017 in relation to the Advertising Services
“Air-conditioning Equipment Maintenance Services”	air-conditioning equipment maintenance services, including but not limited to conducting regular inspections, providing cleaning, repair and maintenance services for the property projects managed by the Group

“Ancillary Services Agreements”	the Supplemental Elevator Maintenance Services Framework Agreement, the Gardening Services Framework Agreement, the Home Decoration Services Framework Agreement and the Supplemental Air-conditioning Equipment Maintenance Services Framework Agreement
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Bluetown Agricultural Technology”	Bluetown Agricultural Technology Company Limited (藍城農業科技有限公司), a company established in the PRC with limited liability and is a connected person of the Company
“Board”	the board of Directors of the Company
“Company”	Greentown Services Group Company Limited (綠城服務集團有限公司), a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company
“Elevator Maintenance Services”	elevator maintenance services, including but not limited to conducting annual inspections, safety maintenance, and providing repair services to the Group for the properties projects managed by the Group
“Existing Advertising Services Agreement”	the agreement entered into between Zhejiang Dual-City Culture and Hangzhou Greentown Football Club on 1 January 2017 in relation to the provision of Advertising Services by Zhejiang Dual-City Culture
“Existing Air-conditioning Equipment Maintenance Services Framework Agreement”	the air-conditioning equipment maintenance services framework agreement entered into between the Company and Hangzhou Greentown Air-conditioning Equipment Maintenance on 10 June 2016 in relation to the provision of Air-conditioning Equipment Maintenance Services by Hangzhou Greentown Air-conditioning Equipment Maintenance

“Existing Continuing Connected Transactions”	collectively, (i) the provision of Elevator Maintenance Services by Zhejiang Gelingtong Elevator Engineering to the Group under the Existing Elevator Maintenance Services Framework Agreement; and (ii) the provision of Air-conditioning Equipment Maintenance by Hangzhou Greentown Air-conditioning Equipment Maintenance to the Group under the Existing Air-conditioning Equipment Maintenance Services Framework Agreement
“Existing Elevator Maintenance Services Framework Agreement”	the elevator maintenance services framework agreement entered into between the Company and Zhejiang Gelingtong Elevator Engineering on 10 June 2016 in relation to the provision of Elevator Maintenance Services by Zhejiang Gelingtong Elevator Engineering
“Gardening Services”	the gardening services, including but not limited to turfing, watering and trimming lawns, fertilization and pest removal for property projects managed by the Group
“Gardening Services Framework Agreement”	the gardening services framework agreement entered into by the Company with Shenyang Yinji Greenery Engineering Company Limited on 10 June 2016, pursuant to which Shenyang Yinji Greenery Engineering Company Limited agreed to provide to the Group the Gardening Services, details of which were disclosed in the section headed “Connected Transactions” in the Prospectus
“Greentown Holdings”	Greentown Holdings Group Co., Ltd. (綠城控股集團有限公司), a limited liability company established in the PRC and is indirectly owned as to 40%, 39% and 21% by Mr. Song Weiping, Mr. Shou Bainian and Ms. Xia Yibo, respectively
“Greentown Property Community Service”	Zhejiang Greentown Property Community Service Company Limited (浙江綠城物業園區生活服務有限公司), a company established in the PRC with limited liability and is a wholly-owned subsidiary of the Company
“Group”	the Company and its subsidiaries
“Hangzhou Danguai Investment”	Hangzhou Danguai Investment Company Limited (杭州丹桂投資管理有限公司), a limited liability company established in the PRC, owned as to 51% by Greentown Holdings and 49% by a limited partnership controlled by family members of Ms. Li Hairong, and is a connected person of the Company

“Hangzhou Greentown Air-conditioning Equipment Maintenance”	Hangzhou Greentown Air-conditioning Equipment Maintenance Services Company Limited (杭州綠城空調設備維護服務有限公司), a company established in the PRC with limited liability and is a connected person of the Company
“Hangzhou Greentown Football Club”	Hangzhou Greentown Football Club Company Limited (杭州綠城足球俱樂部有限公司), a company established in the PRC with limited liability and is a connected person of the Company
“Home Decoration Services”	the renovation, home repair and decoration services, including but not limited to revamp of suspended ceilings, floor laying and wall coating works for the property projects managed by the Group
“Home Decoration Services Framework Agreement”	the home decoration services framework agreement entered into by the Company and Zhejiang Greentown Housing Services System Company Limited on 10 June 2016, pursuant to which Zhejiang Greentown Housing Services System Company Limited agreed to provide to the Group the Home Decoration Services, details of which were disclosed in the section headed “Connected Transactions” in the Prospectus
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	a person or persons, or entity or entities who/which is/are not a connected person(s) of the Company under the Listing Rules
“Lansong Supply Chain”	Zhejiang Lansong Supply Chain Management Company Limited (浙江藍頌供應鏈管理有限公司), a company established in the PRC with limited liability and is a non-wholly owned subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Mr. Song Weiping”	through his wholly-owned company Osmanthus Garden Investment Company Limited, he is indirectly interested in 40% of Orchid Garden Investment Company Limited, a controlling Shareholder which holds approximately 36.72% of the total issued share capital of the Company, thus a connected person of the Company
“Mr. Wang Hao”	a party to the Shareholders’ Agreement and is an Independent Third Party of the Company

“PRC”	the People’s Republic of China excluding, for the purpose of this announcement, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Prospectus”	the prospectus of the Company dated 28 June 2016
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	the shareholder(s) of the Company
“Shareholders’ Agreement”	the shareholders’ agreement entered into between Greentown Property Community Service and Mr. Wang Hao dated 6 November 2017 in relation to the management and the rights of shareholders of Zhejiang Dual-City Culture
“Supplemental Agreements”	collectively: (i) the Supplemental Elevator Maintenance Services Agreement; and (ii) the Supplemental Air-conditioning Equipment Maintenance Services Agreement
“Supplemental Air-conditioning Equipment Maintenance Services Agreement”	the air-conditioning equipment maintenance services agreement entered into between the Company and Hangzhou Greentown Air-conditioning Equipment Maintenance on 6 November 2017 in relation to the provision of Air-conditioning Equipment Maintenance Services to the Group
“Supplemental Elevator Maintenance Services Agreement”	the elevator maintenance services agreement entered into between the Company and Zhejiang Gelingtong Elevator Engineering on 6 November 2017 in relation to the provision of Elevator Maintenance Services to the Group
“Supply of Goods Agreement”	the supply of goods agreement entered into between Lansong Supply Chain and Bluetown Agricultural Technology on 6 November 2017 in relation to supply of goods and products by Lansong Supply Chain
“Zhejiang Dual-City Culture”	Zhejiang Dual-City Culture and Creativity Company Limited (浙江雙城文化創意有限公司), a company established in the PRC with limited liability and is a non-wholly owned subsidiary of the Company
“Zhejiang Gelingtong Elevator Engineering”	Zhejiang Gelingtong Elevator Engineering Company Limited (浙江格靈通電梯工程有限公司), a company established in the PRC with limited liability and is a connected person of the Company

“Zhejiang Greentown
Housing Services System”

Zhejiang Greentown Housing Services System (浙江綠城房屋服務系統有限公司), a company established in the PRC with limited liability and is a connected person of the Company

“%”

per cent

By Order of the Board
Greentown Service Group Co. Ltd.
Li Hairong
Chairman

Hangzhou, the PRC
6 November 2017

As at the date of this announcement, the executive Directors are Ms. LI Hairong (Chairman), Mr. YANG Zhangfa, Mr. WU Zhihua and Mr. CHEN Hao; the non-executive Directors are Mr. SHOU Bainian and Ms. XIA Yibo; and the independent non-executive Directors are Mr. TIAN Zaiwei, Mr. POON Chiu Kwok and Mr. WONG Ka Yi.