聚合数据
JUHE DATA

Tianju Dihe (Suzhou) Technology Co., Ltd.
天聚地合(蘇州)科技股份有限公司

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

(Stock Code: 2479)

DISCLOSEABLE TRANSACTION
CONSTRUCTION OF PRODUCTION HEADQUARTERS

INTRODUCTION

The Board hereby announces that on 14 July 2026 (after trading hours), JUHE TIANQING (SUZHOU) INFORMATION TECHNOLOGY CO., LTD. ("**Juhe Tianqing**"), a wholly-owned subsidiary of the Company, entered into the EPC Contract with the Contractors in relation to the Project, pursuant to which the Contractors agreed to undertake the design, procurement and construction works for the public security large language model and incident reporting robot production headquarters of Juhe Tianqing (蘇州市聚合天擎信息科技有限公司公安大模型及報案機器人生產總部) at a total consideration of RMB101,872,900.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined in the Listing Rules) in respect of the transaction contemplated under the EPC Contract exceeds 5% but all are less than 25%, the transaction contemplated under the EPC Contract constitutes a discloseable transaction of the Company and is therefore subject to the reporting and announcement requirements but exempt from shareholders' approval requirement under Chapter 14 of the Listing Rules.

INTRODUCTION

The Board hereby announces that on 14 July 2026 (after trading hours), Juhe Tianqing (as client), a wholly-owned subsidiary of the Company, entered into the EPC Contract with the Contractors in relation to the Project, pursuant to which the Contractors agreed to undertake the design, procurement and construction works for the Project at a total consideration of RMB101,872,900.

THE EPC CONTRACT

Principal terms of the EPC Contract are set forth below.

Date:	14 July 2026 (after trading hours)
Parties:	**(1)** Juhe Tianqing (a wholly-owned subsidiary of the Company) **(2)** Contractors (as a consortium): Uni Innovate Times (Suzhou) Design Co., Ltd. (聯創時代(蘇州)設計有限公司) (lead member of the consortium); and Suzhou Fifth Construction Group Co., Ltd. (蘇州第五建築集團有限公司) (member of the consortium). To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Contractors and their ultimate beneficial owners are Independent Third Parties of the Company and connected persons of the Company.
Subject Matter and Scope of Works:	The Project involves the construction of a public security large language model and incident reporting robot production headquarters of Juhe Tianqing (蘇州市聚合天擎信息科技有限公司公安大模型及報案機器人生產總部), located at the south side of Tian'edang Road and the west side of Tayun Road, Wuzhong District, Suzhou City, the PRC, in respect of which the Group has obtained the State-owned Construction Land Use Right. The total construction area of the Project is approximately 28,351.3 m². The Contractors shall be responsible for the design, procurement and construction works for the Project. The scope of the EPC works includes construction drawing optimisation design, detailed design and full-process technical services, as well as foundation pit support, civil engineering, installation works, exterior works, decoration, intelligent systems and other related construction works (excluding exhibition halls, kitchens, electricity, gas, telecommunications, furniture, etc.), ultimately completing the Project in a ready-to-move-in manner.
Construction Period:	The total construction period is expected to be 460 calendar days starting from the commencement date of 26 July 2026, with the planned completion date on 28 October 2027.
Quality Standards:	**Design quality standard:** to meet the applicable current national and local specifications and pass the review by the relevant competent authorities. **Construction quality standard:** to achieve the qualified standard under the current national and local construction acceptance specifications.

Consideration and Payment Terms:

The total consideration payable by Juhe Tianqing under the EPC Contract shall be approximately RMB101,872,900 (inclusive of taxes) ("**Contract Price**"), comprising design fees of approximately RMB1,569,900 and construction and installation fees of approximately RMB100,303,000. The Consideration is a fixed lump-sum contract price.

The Group will settle the consideration with internal financial resources and bank loans.

The Consideration shall be paid by Juhe Tianqing to the Contractors by reference to the following construction milestones:

(1) **Advance payment:** 20% of the Contract Price shall be paid within 28 days after the signing of the EPC Contract and upon obtaining the construction permit.

(2) **Progress payments:** Payments shall be made upon completion of the specified milestones, with cumulative payments reaching 97% of the Contract Price: basement earthwork excavation and foundation pit support completion, achievement of the zero elevation, main structure reaching the fifth floor level, main structure topping out, main structure acceptance completion, curtain wall installation completion, interior decoration and exterior works completion, completion acceptance, and government acceptance, filing and property title registration completion.

(3) **Quality retention money:** 3% of the Contract Price shall be retained and paid upon completion of the final construction acceptance and settlement.

Basis for Determining the Consideration:

The Consideration was determined after arm's length negotiation with reference to the scope of the works to be undertaken, the expected scale and quality of the Project, the current estimated costs of construction and the prevailing prices of projects of similar nature. The Contract Price is a fixed lump-sum price, and shall not be adjusted except for changes expressly agreed in the EPC Contract.

REASONS FOR AND BENEFITS OF THE EPC CONTRACT

The Group is principally engaged in API data circulation services and data management solutions. The Directors consider that the execution of the EPC Contract and the Project will facilitate the realisation of the Company's future operational strategy, boost production efficiency and capacity, and meet the Group's business development needs.

The Board (including the independent non-executive Directors) considered that (1) the self-owned production headquarters upon completion of the Project is beneficial to the Group's research, development and production of large language model and robot, and (2) the terms of the EPC Contract and the transaction contemplated thereunder are on normal commercial terms after arm's length negotiation, fair and reasonable, and in the interests of the Company and its Shareholders as a whole.

INFORMATION ABOUT THE PARTIES

(1) The Company and Juhe Tianqing

The Company is incorporated in the PRC and the Shares are listed on the Main Board of the Stock Exchange (stock code: 2479). As an integrated API-enabled data exchange service provider in China, the Company provides standard API services and customized data management solutions to internet companies, telecommunications operators, technology companies and other business and government organizations as well as app developers and technology professionals. Juhe Tianqing is a wholly-owned subsidiary of the Company.

(2) The Contractors

The Contractors are limited liability companies established under the laws of the PRC and are principally engaged in construction engineering design, construction and related businesses. Uni Innovate Times (Suzhou) Design Co., Ltd. is owned as to 67.3% by Tang Sudian (唐蘇滇), as to 13.2% by Liu Zhong (劉眾) and as to 12.2% by Shan Da (單達) and other shareholders each holding less than 10% shareholding respectively. Suzhou Fifth Construction Group Co., Ltd. is owned as to 56.3% by Suzhou Wu Jian Asset Holding Company Limited (蘇州五建資產控股有限公司) whose majority shareholder is Gu Jianfang (顧建方), as to 28.2% by Gu Jianfang (顧建方) and other shareholders each holding less than 10% shareholding respectively.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined in the Listing Rules) in respect of the transaction contemplated under the EPC Contract exceeds 5% but all are less than 25%, the transaction contemplated under the EPC Contract constitutes a discloseable transaction of the Company and is therefore subject to the reporting and announcement requirements but exempt from shareholders' approval requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

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

"Board"	the board of Directors of the Company
"Company"	Tianju Dihe (Suzhou) Technology Co., Ltd., a joint stock company incorporated in the PRC, the H Shares of which are listed on the Main Board of the Stock Exchange (stock code: 2479)
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Contractor(s)"	Uni Innovate Times (Suzhou) Design Co., Ltd. and Suzhou Fifth Construction Group Co., Ltd. (as a consortium)
"Director(s)"	the director(s) of the Company

"EPC Contract"	the engineering, procurement and construction contract (建設項目工程總承包合同) entered into between Juhe Tianqing and the Contractors in relation to the Project, dated 14 July 2026
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Independent Third Party(ies)"	any entity(ies) or person(s) who is/are not a connected person of the Company
"Juhe Tianqing"	JUHE TIANQING (SUZHOU) INFORMATION TECHNOLOGY CO., LTD., a wholly-owned subsidiary of the Company
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended and supplemented from time to time)
"PRC"	the People's Republic of China
"Project"	the public security large language model and incident reporting robot production headquarters project contemplated under the EPC Contract
"RMB"	Renminbi, the lawful currency of the PRC
"Shareholders"	holder(s) of the shares of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent

By order of the Board
Tianju Dihe (Suzhou) Technology Co., Ltd.
Zuo Lei
Chairman and Executive Director

Hong Kong, 14 July 2026

As at the date of this announcement, the Board comprises Mr. Zuo Lei, Mr. Wang Haojin, Mr. Lin Shan, Ms. Yang Yanjun and Ms. Wang Xinye as executive Directors; Mr. Qiu Jianqiang as non-executive Director; and Mr. Huang Xuexian, Mr. Chen Xinhe and Mr. Li Shun Fai as independent non-executive Directors.