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(Stock Code: 6069)

SY Factoring entered into the Previous Facility Agreements (Customer NMGTH) with Customer NMGTH on 1 May 2020, 30 April 2021, 29 October 2021 and 29 April 2022 respectively in relation to the provision of the Digital Financing Solutions. For details, please refer to the announcements of the Company dated 3 May 2020, 30 April 2021, 29 October 2021 and 29 April 2022 respectively.

(III) THE FACILITY AGREEMENT (CUSTOMER GZJS)

On 31 October 2022, SY Factoring, an indirect wholly-owned subsidiary of the Company, entered into the Facility Agreement (Customer GZJS) with Customer GZJS, pursuant to which SY Factoring and its associated companies agreed to grant a revolving and comprehensive credit limit of RMB300,000,000 to Customer GZJS and its associated companies in relation to the Digital Financing Solutions to be provided through the Platform.

(IV) THE FACILITY AGREEMENT (CUSTOMER ZSYX)

On 31 October 2022, SY Factoring, an indirect wholly-owned subsidiary of the Company, entered into the Facility Agreement (Customer ZSYX) with Customer ZSYX, pursuant to which SY Factoring and its associated companies agreed to grant a revolving and comprehensive credit limit of RMB300,000,000 to Customer ZSYX and its associated companies in relation to the Digital Financing Solutions to be provided through the Platform.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined in the Listing Rules) in relation to the entry of each of the Facility Agreements exceeds 5%, but is less than 25%, the entry of each of the Facility Agreements constitutes a discloseable transaction for the Company under the Listing Rules, and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules only.

BACKGROUND

In line with the Group's ''Dual-Engine, One-Platform'' strategy, the Group is providing

The maximum amount of the Digital Financing Solutions, which is previously referred to as the Comprehensive Financial Services, to be provided through the Platform to each of the customers shall not exceed the credit limit granted in the facility agreement entered into by the Group and each of the customers respectively. In consideration of prudent operations as well as the changing risks, the Group will review and revise the previous facility agreements from time to time.

Sixth Supplemental Facility Agreement – Customer HJ

Fifth Supplemental Facilitye.(t)-..-.(.(i)-..(i)-(m)-.(p)-.(r)--.(e)-T-.(i)-.(s)-.(t-.(o)-.(m)-.(e)-.(r)-...(J)-.())(r).J

Type of credit limit:	Revolving
Interest rate per annum:	Not more than 10% (including tax)
Expiry date of the credit limit:	30 April 2023

Basis of determination of the credit limit

The credit limit under the Sixth Supplemental Facility Agreement (Customer HJ) was determined by the parties based on arm's length negotiation by considering, among others, the capital needs of Customer HJ, the amount of accounts receivables owned by Customers HJ which is of sufficient values (being more than or equal to the amounts of utilization of the credit limit) as security for the provision of the Digital Financing Solutions and the quality of the accounts receivables owned by Customer HJ.

Basis of determination of the interest rate

The interest rate under the Sixth Supplemental Facility Agreement (Customer HJ) was determined by the parties on arm's length negotiation by considering, among others, (i) the credit rating of Customer HJ and the debtors of the accounts receivables owned by Customer HJ: the Group will generally determine the interest rate based on the credit rating of customers and the debtors of the accounts receivables. The higher the credit rating, the lower the interest rate. The credit ratings of Cu

As at the Latest Practicable Date, RMB667.8 million under the Previous Facility Agreements (Customer NMGTH) remained outstanding.

For details of the Previous Facility Agreements (Customer NMGTH), please refer to the announcements of the Company dated 3 May 2020, 30 April 2021, 29 October 2021 and 29 April 2022 respectively.

Fourth Supplemental Facility Agreement (Customer NMGTH)

On 31 October 2022, SY Factoring entered into the Fourth Supplemental Facility Agreement (Customer NMGTH) with Customer NMGTH pursuant to which the parties agreed to revise certain terms of the Previous Facility Agreements (Customer NMGTH), including the credit limit, the interest rate and service fee rate and the expiry date of the Digital Financing Solutions to be provided through the Platform.

Save as disclosed above, all the terms of the Previous Facility Agreements (Customer NMGTH) shall remain unchanged in all material respects and in full force and effect.

The principal terms of the Fourth Supplemental Facility Agreement (Customer NMGTH) are set out as below:

Date:	31 October 2022
Parties:	(1) Customer NMGTH, a company established in the PRC with limited liability and is principally engaged in the business of sales of medicine and medical equipment. As at the date of this announcement, to the best knowledge of the Directors after making all reasonable enquiries, the ultimate beneficial owner of Customer NMGTH is CP Holdings which is A-share listed company in the PRC with stock code of 000950.SZ and an Independent Third Party; and (2) SY Factoring
Credit limit:	RMB1,100,000,000
Type of credit limit:	Revolving
Sum of interest rate and service fee rate per annum:	Not more than 13.5% (including tax)
Expiry date of the credit limit:	30 April 2023

Credit limit:	RMB300,000,000
Type of credit limit:	Revolving
Sum of interest rate and service fee rate per annum:	Not more than 15% (including tax)
Expiry date of the credit limit:	30 April 2023

Basis of determination of the credit limit

The credit limit under the Facility Agreement (Customer GZJS) was determined by

The principal terms of the Facility Agreement (Customer ZSYX) are set out as below:

Date:	31 October 2022
Parties:	(1) Customer ZSYX, a company established in the PRC with limited liability and is principally engaged in the trading of chemical products and petroleum products. As at the date of this announcement, to the best knowledge of the Directors after making all reasonable enquiries, the ultimate beneficial owner of Customer ZSYX is Li Chaopeng (李超鹏

receivables were good without any overdue situation; and (ii) the credit period: the Group will also take into account the credit period when determining the interest rate and the service fee rate. The shorter the credit period, the lower the credit risk.

REASONS FOR THE ENTRY OF THE FACILITY AGREEMENTS

The Group is a leading supply chain technology platform. Through its ''Dual-Engine, One-Platform'' strategy, the Group harnesses industrial technology and digital finance to create a comprehensive supply chain finance ecosystem. The Group leverages big data analytics to provide intelligent matching of assets to capital, offering a one-stop SaaS and fintech solution for enterprises and financial institutions, while effectively addressing the financing needs and pain points of SMEs within the supply chain ecosystem.

Owing to its business need, each of the Customers negotiated with the Group for the provision of the Digital Financing Solutions. Since each of the Customers is able to provide the accounts receivables as securities for the Digital Financing Solutions to the Group, upon the request of each of the Customers and upon the approval of such request by the Group after assessment on the quality of their accounts receivables owned by each of the Customers, SY Factoring entered into the each of the Facility Agreements with each of the Customers respectively. The entries of the Facility Agreements are in the ordinary course of business of the Group, they will contribute profit to the Company over the financing term and are beneficial to the Group in its business expansion and establishment of long-term business relationship with each of the Customers.

Further, the Directors noted that (i) in view of the good credit rating of the Customers and taking into account the risk assessment being carried out by the Group, granting of the credit limits would not pose significant risk to the operation and the financial position of the Group; (ii) the annual interest rate and service fee (if any) are in line with the market practice; (iii) the credit rating of the debtors of the accounts receivables being the securities of the Digital Financing Solutions were good without any default; and (iv) the Group has comprehensive approval and risk assessment procedures, sound internal control system and established credit risk control policies in place which take into account internal and external factors to determine the approval of Digital Financing Solutions.

In view of the above, the Directors are of the view that the entries of the Facility Agreements are in the ordinary and usual course of business of the Group, and are on normal commercial terms. The Directors (including the independent non-executive Directors) are of the view that the terms of each of the Facility Agreements are fair and reasonable and are in the interest of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined in the Listing Rules) in relation to the entry of each of the Facility Agreements exceeds 5%, but is less than 25%, the entry of each of the Facility Agreements constitutes a discloseable transaction for the Company under the Listing Rules, and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules only.

DEFINITIONS

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

''associate(s)''	has the meaning ascribed to it under the Listing Rules
''Board''	the board of Directors of the Company
''Company''	SY Holdings Group Limited 盛業□股□團有□公司, an exempted company incorporated in the Cayman Islands with limited liability, whose Shares are listed on the Main Board of the Stock Exchange with stock code: 6069
''Comprehensive Financial Services''	accounts receivables related financial services, including but not limited to the provision of factoring, refactoring and guarantee services
''connected person(s)''	has the meaning ascribed to it under the Listing Rules
''Customer GZJS''	廣州聚算　易有□公司 (Guangzhou Jusuan Trading Limited*), a company established in the PRC with limited liability
''Customer HJ''	弘基商業保理(深圳)有□

''Digital Financing Solutions''	supply chain financing solutions provided by the Group to its customers through the Platform, including but not limited to accounts receivable-based lending and loan guarantee services, which is previously referred to as the Comprehensive Financial Services
''Directors''	the director(s) of the Company
''Facility Agreement (Customer GZJS)''	the facility agreement entered into between SY Factoring and Customer GZJS dated 31 October 2022
''Facility Agreement (Customer ZSYX)''	the facility agreement entered into between SY Factoring and Customer ZSYX dated 31 October 2022
''Facility Agreements''	collectively, the Facility Agreement (Customer GZJS), the Facility Agreement (Customer ZSYX), the Sixth Supplemental Facility Agreement (Customer HJ) and the Fourth Supplemental Facility Agreement (Customer NMGTH)
''Fifth Supplemental Facility Agreement (Customer HJ)''	the fifth supplemental facility agreement entered into between SY Factoring and Customer HJ dated 29 April 2022
''Fourth Supplemental Facility Agreement (Customer NMGTH)''	the fourth supplemental facility agreement entered into between SY Factoring and Customer NMGTH dated 31 October 2022
''Group''	the Company and its subsidiaries
''Hong Kong''	the Hong Kong Special Administrative Region of the PRC
''Independent Third party(ies)''	the independent fourth party(ies) who is/are, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, independent of and not connected with the Company and the connected person(s) of the Company
''Latest Practicable Date''	26 October 2022, being the latest practicable date prior to the release of this announcement for ascertaining certain information contained herein
''Listing Rules''	the Rules Governing the Listing of Securities on the Stock Exchange
''PRC''	the People's Republic of China, for the purpose of this announcement only, excludes Hong Kong, Macau Special Administrative Region of the PRC and Taiwan

‘‘Previous Facility Agreements (Customer HJ)’’	collectively, (i) the facility agreement dated 29 March 2019; (ii) the supplemental facility agreement dated 30 April 2020; (iii) the second supplemental facility agreement dated 30 October 2020; (iv) the third supplemental facility agreement dated 30 April 2021; (v) the fourth supplemental

As at the date of this announcement, the Board comprises two Executive Directors: Mr. Tung Chi Fung and Mr. Chen Jen-Tse; one Non-executive Director: Mr. Lo Wai Hung; and four Independent Non-executive Directors: Mr. Loo Yau Soon, Mr. Fong Heng Boo, Mr. Tang King San Terence and Ms. Chan Yuk Ying Phyllis.

*The English transliteration of the Chinese name(s) in this announcement, where indicated with * , is included for information purpose only, and should not be regarded as the official English name(s) of such Chinese name(s).*

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.