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萬達酒店發展有限公司
WANDA HOTEL DEVELOPMENT COMPANY LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code : 169)

CONTINUING CONNECTED TRANSACTIONS
RENEWAL OF
THE CARPARK TENANCY AGREEMENT AND
THE ENTRUSTED MANAGEMENT AGREEMENT

INTRODUCTION

Reference is made to the announcements of the Company (i) dated 28 June 2019 and 11 March 2022 in relation to, among other things, the Carpark Tenancy Agreement; and (ii) dated 24 August 2021 in relation to the Entrusted Management Agreement, respectively.

As the terms of the Existing Continuing Connected Transactions will expire on 30 June 2022 and the Group intends to continue the relevant transactions upon expiration of the respective terms, on 30 June 2022, the Company (i) renewed the Carpark Tenancy Agreement between Guilin Project Company (a subsidiary of the Company) and Guilin Wanda (as tenant), for the term of 1 July 2022 to 30 June 2025; and (ii) renewed the Entrusted Management Agreement between Guilin Project Company (a subsidiary of the Company), Guilin Wanda and Zhuhai Wanda, for the term of 1 July 2022 to 30 April 2024.

LISTING RULES IMPLICATIONS

As at the date of this announcement, DWCM Group is an indirect holding company of the Company. DWCM Group is in turn controlled by Dalian Wanda Group which is in turn controlled by Mr. Wang Jianlin. DWCM Group and Dalian Wanda Group as controlling shareholders of the Company are connected persons of the Company under the Listing Rules. Since Guilin Wanda and Zhuhai Wanda are respectively non-wholly-owned subsidiaries of DWCM Group, each of Guilin Wanda and Zhuhai Wanda is also a connected person of the Company under the Listing Rules. Accordingly, (i) the transactions contemplated under the New Carpark Tenancy Agreement entered into by the Guilin Project Company with Guilin Wanda; and (ii) the transactions contemplated under the New Entrusted Management Agreement entered into between the Guilin Project Company with Guilin Wanda and Zhuhai Wanda constitute continuing connected transactions of the Company under the Listing Rules.

Pursuant to Rule 14A.81 of the Listing Rules, the transactions contemplated under the New Carpark Tenancy Agreement and the Existing Tenancy Agreements shall be aggregated. As one or more applicable percentage ratios (as defined under the Listing Rules) (other than the profits ratio) in respect of the highest annual cap of the New Carpark Tenancy Agreement (on its own and when aggregated with the annual caps of the Existing Tenancy Agreements) exceed 0.1% but are below 5%, the New Carpark Tenancy Agreement is subject to the reporting, announcement and annual review requirements but are exempt from the circular and independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

As one or more applicable percentage ratios (as defined under the Listing Rules) (other than the profits ratio) in relation to the highest annual cap for the transactions contemplated under the New Entrusted Management Agreement exceed 0.1% but are below 5%, the New Entrusted Management Agreement is subject to the reporting and announcement requirements, but are exempt from the circular and independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

INTRODUCTION

Reference is made to the announcements of the Company (i) dated 28 June 2019 and 11 March 2022 in relation to, among other things, the Carpark Tenancy Agreement; and (ii) dated 24 August 2021 in relation to the Entrusted Management Agreement, respectively.

As the terms of the Existing Continuing Connected Transactions will expire on 30 June 2022 and the Group intends to continue the relevant transactions upon expiration of the respective terms, on 30 June 2022, the Company (i) renewed the Carpark Tenancy Agreement between Guilin Project Company (a subsidiary of the Company) and Guilin Wanda (as tenant), for the term of 1 July 2022 to 30 June 2025; and (ii) renewed the Entrusted Management Agreement between Guilin Project Company (a subsidiary of the Company), Guilin Wanda and Zhuhai Wanda, for the term of 1 July 2022 to 30 April 2024.

NEW CARPARK TENANCY AGREEMENT

On 29 June 2019, Guilin Project Company and Guilin Wanda (as tenant) entered into the Carpark Tenancy Agreement for the Carpark Premises of Guilin Gaoxin Plaza for a term of three years from 1 July 2019 to 30 June 2022 (both days inclusive).

As the Carpark Tenancy Agreement will expire on 30 June 2022, and the Company intends to continue the transactions contemplated under the Carpark Tenancy Agreement thereafter, on 30 June 2022, the Group entered into a New Carpark Tenancy Agreement for the three years ending 30 June 2025.

The principal terms of the New Carpark Tenancy Agreement are summarised as follows:

- Date of signing:** 30 June 2022
- Parties:** (i) Guilin Project Company (as landlord)
(ii) Guilin Wanda (as tenant)
- Premises:** Comprising (i) the carpark of Guilin Gaoxin Plaza in Guilin City, the PRC, including all the car parking spaces thereof and area for equipment and storage; and (ii) the carpark management office
- Gross floor area:** Approximately 47,565 square metres (inclusive of approximately 716 square metres of office area)
- Period:** Three years commencing from 1 July 2022 to 30 June 2025 (both days inclusive), unless early terminated by Guilin Project Company upon the occurrence of customary events of default as set out in the agreement (such as failure to pay rent within the prescribed period or breach of other terms of the New Carpark Tenancy Agreement by the tenant).
- Upon the expiry of the New Carpark Tenancy Agreement, Guilin Wanda shall, subject to compliance with the Listing Rules and mutual agreement as to the terms of the agreement by the parties (including the rent which shall be determined by the parties with reference to the prevailing fair market rent at that time), have a priority right to lease the Carpark Premises by extending the term of the New Carpark Tenancy Agreement.
- Land use:** Operation of carpark business, unless agreed in writing otherwise
- Rent and payment:** (i) During the period before the public is charged for use of the Carpark Premises: monthly rent of RMB100,000 (inclusive of value-added tax).
- (ii) During the period when the public is charged for use of the Carpark Premises: monthly rent equivalent to 60% of the revenue generated by the carpark business carried on at the Carpark Premises by Guilin Wanda after deducting relevant tax and government levies.

As the Carpark Premises has begun charging the public for its use as of the date of the New Carpark Tenancy Agreement, the payment term set out in paragraph (i) above is no longer applicable.

The aforesaid rental is exclusive of utility charges, which will be borne and paid by Guilin Wanda.

Guilin Wanda shall, prior to the fifth business day of each month, submit to Guilin Project Company a statement showing revenue from the preceding month after deducting relevant tax and government levies and pay the rental for the preceding month as calculated on the basis of (as the case may be) (i) or (ii) above. Guilin Project Company has the right to inspect the underlying financial statements regarding the parking fee and relevant invoices.

The term of payment was arrived at after arm's length negotiations between the Group and Guilin Wanda, with reference to prevailing market rates for comparable car park properties. The Company considers that the arrangement and terms under the New Carpark Tenancy Agreement beneficial and appropriate to the Company and its shareholders as a whole.

Historical Transaction Amount and Annual Cap

The annual caps and actual transaction amounts under the Carpark Tenancy Agreement for the three years ended 31 December 2021 and five months ended 31 May 2022 are set out below:

	Year Ended 31 December		Five months ended 31 May	
	2019	2020	2021	2022
	(RMB '000)	(RMB '000)	(RMB '000)	(RMB '000)
Existing caps	1,380	3,120	3,600	2,230
Actual transaction amount	1,364	2,594	3,213	1,285

New Annual caps

The annual cap of the maximum aggregate amounts payable by Guilin Wanda for three years ended 31 December 2024 for the lease of the Carpark Premises is set out below:

	Year Ending 31 December		
	2022	2023	2024
	(RMB '000)	(RMB '000)	(RMB '000)
Annual caps	4,667	5,544	5,544

New Annual caps (as aggregated with the Existing Tenancy Agreements):

It is estimated that the total amounts payable by each of Guilin Wanda, Guilin Wanda Kids, Horgos Wanda Education, Wanda Kidsland and Wanda Cinema to Guilin Project Company under the New Carpark Tenancy Agreement and each of the Existing Tenancy Agreements, respectively, will not exceed the annual caps set out below:

Year ending 31 December	2022	2023	2024	2025	2026	2027	2028
Kidsland Tenancy Agreement (RMB'000)	1,572	1,619	1,668	1,718	1,769	1,822	1,877
Early Education Tenancy Agreement (RMB'000)	377	—	—	—	—	—	—
Kidsplace Tenancy Agreement (RMB'000)	88	92	97	102	107	112	58
Cinema Tenancy Agreement (RMB'000)	3,207	3,297	3,390	3,484	4,232	4,352	4,472
New Carpark Tenancy Agreement (RMB'000)	4,667	5,544	5,544	—	—	—	—
Aggregate Annual Caps (RMB'000)	9,911	10,552	10,699	5,304	6,108	6,286	6,407
Year ending 31 December (Note)	2029	2030	2031	2032	2033	2034	2035
Kidsland Tenancy Agreement (RMB'000)	1,933	1,991	2,051	2,112	2,176	2,241	1,595
Cinema Tenancy Agreement (RMB'000)	4,598	4,727	4,859	4,995	5,135	5,278	5,427
Aggregate Annual Caps (RMB'000)	6,531	6,718	6,910	7,107	7,311	7,519	7,022

Note: The New Carpark Tenancy Agreement, the Kidsplace Tenancy Agreement and the Early Education Tenancy Agreement will end on 30 June 2025, 30 June 2028 and 30 June 2022, respectively. As such, for simplicity of setting out, they have been omitted from the compilation of the aggregate annual caps above for the year ending 31 December 2029 onwards.

The annual caps for the transactions contemplated under the New Carpark Tenancy Agreement are arrived at after taking into consideration (i) historical transaction amounts; (ii) revenue generated from comparable carpark in neighbouring cities/areas of the Carpark Premises; (iii) estimated occupancy rate of the carpark at the Carpark Premises based on the location of the carpark and its surrounding facilities and attractions; (iv) the current market price for parking in comparable areas in neighbouring cities/areas of the Carpark Premises; and (v) a 10% margin of buffer to accommodate any unexpected fluctuation in respect of the carpark business.

REASONS FOR AND BENEFITS OF THE NEW CARPARK TENANCY AGREEMENT

The Group is principally engaged in hotel operation and management, hotel design and construction management services and investment property leasing in the PRC. Guilin Wanda is principally engaged in the operation and management of commercial properties and carparks in the PRC. The Guilin Gaoxin Plaza is a shopping mall developed by the Group through the Guilin Project Company and was opened in September 2015. Considering Guilin Wanda's experience in the management and operation of carpark businesses in the PRC, the Group agreed to lease the entire carpark of Guilin Gaoxin Plaza to Guilin Wanda to manage and operate the Carpark Premises.

The terms of the New Carpark Tenancy Agreement were arrived at after arm's length negotiations, having regard to the location of Guilin Gaoxin Plaza, the quality of the Carpark Premises, market practice in the PRC and the factors set out under the paragraph headed "New Annual Caps" above. Given the Group has been transitioning to focus on hotel management related services, the Directors consider that the arrangement can enable the Group to focus its resources on its core businesses of hotel operation and management and hotel design and construction management services. Based on the above reasons, the Directors (including the independent non-executive Directors) are of the opinion that the transactions under the New Carpark Tenancy Agreement are on normal commercial terms and in the ordinary and usual course of business of the Group and the annual caps and the transactions under the New Carpark Tenancy Agreement are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

None of the Directors have any material interest in the transactions contemplated under the New Carpark Tenancy Agreement and none of them were required to abstain from voting on the resolutions in relation to the transactions pursuant to the bye-laws of the Company.

RENEWAL OF THE ENTRUSTED MANAGEMENT AGREEMENT

On 24 August 2021, Guilin Project Company (an indirect non-wholly owned subsidiary of the Company), Zhuhai Wanda and Guilin Wanda entered into the Entrusted Management Agreement, pursuant to which Guilin Project Company agreed to entrust Zhuhai Wanda Group to manage the Commercial Complex Project held by Guilin Project Company.

As the initial term of the Entrusted Management Agreement will expire on 30 June 2022 and the parties wish to alter the term of the Entrusted Management Agreement, the parties entered into the New Entrusted Management Agreement on terms substantially similar to the Entrusted Management Agreement, for the term of 1 July 2022 to 30 April 2024.

The principal terms of the New Entrusted Management Agreement are summarised as follows:

- Date:** 30 June 2022
- Parties:**
- (i) Guilin Project Company
 - (ii) Zhuhai Wanda
 - (iii) Guilin Wanda

Period:	<p>From 1 July 2022 to 30 April 2024.</p> <p>Subject to the parties having obtained necessary approvals and complied with all applicable Listing Rules, the New Entrusted Management Agreement will be automatically renewed for a term of three years unless terminated by either party no less than 30 days before the expiration of the term.</p>
Subject matter:	<p>Zhuhai Wanda and Guilin Wanda shall provide the commercial operation services in respect of the Commercial Complex Project (the “Commercial Operation Services”) including commercial management services, property management services and value-added services.</p> <p>Guilin Project Company agreed to entrust Zhuhai Wanda and Guilin Wanda to provide the Commercial Operation Services on an exclusive basis. Zhuhai Wanda and Guilin Wanda shall receive service fees in accordance with the New Entrusted Management Agreement.</p>
Rights and obligations of Zhuhai Wanda Group:	<p>In the course of providing the Commercial Operation Services, Zhuhai Wanda Group shall have the right to take, in the name of and on behalf of Guilin Project Company, all actions necessary to provide the Commercial Operation Services or carry out related work. Guilin Project Company shall bear the corresponding legal liability for the acts lawfully carried out by Zhuhai Wanda Group in providing the Commercial Operation Services except for the legal liabilities caused by the negligence of Zhuhai Wanda Group or the non-compliance of the provisions of the New Entrusted Management Agreement.</p> <p>Zhuhai Wanda has the right to change the service provider and the recipient of the service fees. Provided that the service provider and the recipient of the service fees is Zhuhai Wanda or its subsidiaries, no prior consent of Guilin Project Company is required.</p>
Service fees:	<p>In consideration of the Commercial Operation Services provided by Zhuhai Wanda Group, Guilin Project Company agreed to pay the management fee comprising a basic service fee and a bonus service fee.</p> <p>During the term of the New Entrusted Management Agreement, the service fees payable by the Guilin Project Company varies depending on the number of years since the Commercial Complex Project commenced operation and performance of the Commercial Complex Project and will be based on a pre-determined formula set out in the New Entrusted Management Agreement which comprises a basic service fee and a bonus service fee, both being a certain applicable percentage of the net operating income generated by the Commercial Complex Project.</p>

The net operating income is the total income generated by the Commercial Complex Project (including rental and rental-related income and other income generated by the Commercial Complex Project) fewer deductions agreed upon between the parties in the New Entrusted Management Agreement being costs of operating and managing the Commercial Complex Project such as fees incurred for maintenance, cleaning, security guards, renovation, energy, etc.

The abovementioned service fees were determined based on normal commercial terms after an arm's length negotiation between Guilin Project Company and Zhuhai Wanda.

Historical Transaction Amount and Annual Cap

The annual caps and actual transaction amounts under the Entrusted Management Agreement for the year ended 31 December 2021 and five month ended 31 May 2022 are set out below:

	Year Ended 31 December 2021 (RMB'000)	Five months ended 31 May 2022 (RMB'000)
Existing caps	9,260	14,820
Actual transaction amount	8,892	9,939

New Annual caps

The total amount payable by Guilin Project Company to Zhuhai Wanda Group under the New Entrusted Management Agreement shall not exceed the following caps:

	Year Ending 31 December		
	2022 (RMB'000)	2023 (RMB'000)	2024 (RMB'000)
Annual caps	27,287	30,989	10,728

The annual caps are determined based on the expected amount of the service fees payable under the New Entrusted Management Agreement which is in turn calculated based on the expected rental and other income that the Commercial Complex Project will generate during the term of the New Entrusted Management Agreement and a reasonable allowance for unexpected upward adjustment.

If the total amount payable under the New Entrusted Management Agreement is expected to exceed the proposed annual caps, the Company will revise the relevant annual caps and re-comply with the provisions of Chapter 14A of the Listing Rules governing continuing connected transaction as appropriate.

REASONS FOR AND BENEFITS OF THE NEW ENTRUSTED MANAGEMENT AGREEMENT

The Commercial Complex Project held by the Group through the Guilin Project Company is classified as an investment property of the Group and generates property leasing income for the Group in the past few years.

Zhuhai Wanda Group has extensive experience and strength in the operation and management of commercial complexes, technology services, big data analysis and application, full process supply chain management, property management, car park management and various operation management. In addition, the Guilin Project Company is indirectly owned as to 49% by DWCM Group and the Directors believe that the interest of the Company and DWCM Group are aligned in respect of the management of the Commercial Complex Project as its owners. Considering that the Commercial Complex Project commenced operation more than five years ago and may require modification to keep up with the change in consumer habits and demands in its surrounding area and requires more renovation and maintenance works as facilities of the Commercial Complex Project is aging, as well as being the only commercial property project held by the Group, the Directors believe that entrusting the Commercial Complex Project with Zhuhai Wanda Group for the Commercial Operation Services to be provided pursuant to the New Entrusted Management Agreement is in the interest of the Group, as it will allow the Group to lower its opportunity costs by enabling the Group to focus its resources on its hotel management business whilst being able to continue earning rental income from this investment property through another party as interested owner of the property. This is in line with the Group's plan and strategic goal of achieving long-term development of the Group and sustainable growth of the Shareholders' value in the long run. Based on the above reasons, the Directors (including the independent non-executive Directors) are of the opinion that the transactions under the New Entrusted Management Agreement are on normal commercial terms and in the ordinary and usual course of business of the Group and the transactions under and the annual caps of the New Entrusted Management Agreement are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

None of the Directors (including the independent non-executive Directors) have any material interest in the transactions under the New Entrusted Management Agreement and none of them were required to abstain from voting on the resolutions in relation to the transactions pursuant to the bye-laws of the Company.

INTERNAL CONTROL MEASURES ON CONTINUING CONNECTED TRANSACTIONS

In order to safeguard the interests of the Company and the Shareholders as a whole, in addition to our compliance with the requirements on annual review by external auditors and independent non-executive Directors under the Listing Rules in respect of the Group's continuing connected transactions, to ensure the transactions contemplated under the New Carpark Tenancy Agreement and the New Entrusted Management Agreement do not exceed the annual caps, the business department of the Group shall fill in and submit statistical charts for the continuing connected transactions at least quarterly. In the event that the amount of the transactions incurred and/or to be incurred under the New Carpark Tenancy Agreement and the New Entrusted Management Agreement are expected to reach the respective annual caps, the business department will follow up forthwith by reporting and proposing a response to the management of the Company, and in case that an amendment to the annual cap(s) is required, report particulars to the Board and hold a Board meeting for considering the matters thereabout to ensure compliance with the requirements under the Listing Rules.

INFORMATION ABOUT THE PARTIES

Guilin Project Company

Guilin Project Company is a company incorporated in the PRC with limited liability and an indirect non-wholly owned subsidiary of the Company. The Company is incorporated in Bermuda with limited liability whose shares are listed on the Stock Exchange. The Group is principally engaged in hotel management and operations, hotel design, construction management services and investment property leasing in the PRC.

Zhuhai Wanda and Guilin Wanda

Zhuhai Wanda, a joint-stock company established under the laws of the PRC with limited liability, is principally engaged in the commercial operation service business. Guilin Wanda, a company established under the laws of the PRC with limited liability, is principally engaged in the properties management business.

Guilin Wanda, a company established under the laws of the PRC with limited liability, is principally engaged in the operation and management of commercial properties and car parks in the PRC and it is a wholly-owned subsidiary of Zhuhai Wanda, and Zhuhai Wanda is a non-wholly owned subsidiary of DWCM Group. DWCM Group is controlled by Dalian Wanda Group, which is ultimately beneficially controlled by Mr. Wang Jianlin.

LISTING RULES IMPLICATIONS

As at the date of this announcement, DWCM Group is an indirect holding company of the Company. DWCM Group is in turn controlled by Dalian Wanda Group which is in turn controlled by Mr. Wang Jianlin. DWCM Group and Dalian Wanda Group as controlling shareholders of the Company are connected persons of the Company under the Listing Rules. Since Guilin Wanda and Zhuhai Wanda are respectively non-wholly-owned subsidiaries of DWCM Group, each of Guilin Wanda and Zhuhai Wanda is also a connected person of the Company under the Listing Rules. Accordingly, (i) the transactions contemplated under the New Carpark Tenancy Agreement entered into by the Guilin Project Company with Guilin Wanda; and (ii) the transactions contemplated under the New Entrusted Management Agreement entered into between the Guilin Project Company with Guilin Wanda and Zhuhai Wanda constitute continuing connected transactions of the Company under the Listing Rules.

Pursuant to Rule 14A.81 of the Listing Rules, the transactions contemplated under the New Carpark Tenancy Agreement and the Existing Tenancy Agreements shall be aggregated. As one or more applicable percentage ratios (as defined under the Listing Rules) (other than the profits ratio) in respect of the highest annual cap of the New Carpark Tenancy Agreement (on its own and when aggregated with the annual caps of the Existing Tenancy Agreements) exceed 0.1% but are below 5%, the New Carpark Tenancy Agreement is subject to the reporting, announcement and annual review requirements but are exempt from the circular and independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

As one or more applicable percentage ratios (as defined under the Listing Rules) (other than the profits ratio) in relation to the highest annual cap for the transactions contemplated under the New Entrusted Management Agreement exceed 0.1% but are below 5%, the New Entrusted Management Agreement is subject to the reporting and announcement requirements, but are exempt from the circular and independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

DEFINITIONS

Unless otherwise specified, the following terms have the following meanings in this announcement:

“Board”	the board of Directors
“Carpark Premises”	comprising (i) the carpark of Guilin Gaoxin Plaza in Guilin City, the PRC, including all the car parking spaces thereof and area for equipment and storage; and (ii) the carpark management office
“Carpark Tenancy Agreement”	the tenancy agreement entered into between the Guilin Project Company (as landlord) and Guilin Wanda (as tenant) on 28 June 2019 for the Carpark Premises

“Cinema Tenancy Agreement”	the tenancy agreement entered into between Guilin Project Company (as landlord) and Wanda Cinema (as tenant) on 8 September 2015 for the cinema premises, details of which are further set out in the announcement of the Company dated 27 September 2016
“Company”	Wanda Hotel Development Company Limited, a company incorporated in Bermuda with limited liability, the issued shares of which are listed on the main board of the Stock Exchange
“Commercial Complex Project”	the Guilin Gaoxin Wanda Plaza* (桂林高新萬達廣場) and the related operating premises (where applicable) located in Guilin City, the PRC
“Commercial Operation Services”	has the meaning ascribed to it in the section “RENEWAL OF THE ENTRUSTED MANAGEMENT AGREEMENT – Subject matter”
“connected person(s)”	has the meaning ascribed thereto in the Listing Rules
“continuing connected transaction(s)”	has the meaning ascribed thereto in the Listing Rules
“controlling shareholder”	has the meaning ascribed thereto in the Listing Rules
“Dalian Wanda Group”	Dalian Wanda Group Co., Ltd.* (大連萬達集團股份有限公司), a joint-stock company incorporated in the PRC with limited liability, and a controlling shareholder of the Company
“Director(s)”	director(s) of the Company
“DWCM Group”	Dalian Wanda Commercial Management Group Co., Ltd* (大連萬達商業管理集團股份有限公司), a company established in the PRC with limited liability and controlled by Dalian Wanda Group, a controlling shareholder of the Company as at the date of this announcement
“Early Education Supplemental Agreement”	the supplemental deed entered into between Guilin Project Company (as landlord) and Horgos Wanda Education (as tenant) on 2 August 2019 regarding the Early Education Tenancy Agreement, details of which are set out in the announcement of the Company dated 2 August 2019

“Early Education Tenancy Agreement”	the tenancy agreement was entered into between Guilin Project Company (as landlord) and Horgos Wanda Education (as tenant) on 29 June 2018 which is amended and supplemented by the Early Education Supplemental Agreement. For details of the Early Education Tenancy Agreement and the Early Education Supplemental Agreement, please refer to the announcements of the Company dated 29 June 2018 and 2 August 2019, respectively
“Entrusted Management Agreement”	an entrusted management agreement entered into between Guilin Project Company, Zhuhai Wanda and Guilin Wanda on 24 August 2021
“Existing Tenancy Agreements”	collectively, the Kidsland Tenancy Agreement, the Early Education Tenancy Agreement, the Kidsplace Tenancy Agreement and the Cinema Tenancy Agreement
“Existing Continuing Connected Transactions”	transactions contemplated under the Entrusted Management Agreement and the Carpark Tenancy Agreement
“Group”	the Company and its subsidiaries
“Guilin Gaoxin Plaza”	the Guilin Gaoxin Wanda Plaza* (桂林高新萬達廣場) is located in Guilin City, the PRC
“Guilin Project Company”	Guilin Gaoxin Wanda Plaza Co., Ltd.* (桂林高新萬達廣場有限公司), an indirect non-wholly owned subsidiary of the Company
“Guilin Wanda Kids”	Guilin Gaoxin Wanda Kids Entertainment Co., Ltd.* (桂林高新萬達兒童娛樂有限公司), a wholly-owned subsidiary of Wanda Kidsland, is a company established under the laws of the PRC with limited liability which is indirectly wholly-owned by Mr. Wang Jianlin who is a controlling shareholder of the Company
“Guilin Wanda”	Guilin Wanda Shopping Plaza Business Management Co., Ltd.* (桂林萬達廣場商業管理有限公司), a company established under the laws of the PRC with limited liability, which is indirectly wholly-owned by Zhuhai Wanda
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

“Horgos Wanda Education”	Horgos Wanda Education Technology Co., Ltd Guilin Branch* (霍爾果斯萬達教育科技有限公司桂林分公司), a company established under the laws of the PRC with limited liability, which is indirectly wholly-owned by Dalian Wanda Group who is a controlling shareholder of the Company
“independent third party(ies)”	party(ies) which is/are independent of the Group and the connected persons of the Company
“Kidsland Tenancy Agreement”	the tenancy agreement was entered into between the Guilin Project Company (as landlord) and Guilin Wanda Kids (as tenant) on 7 September 2020, details of which are set out in the announcement of the Company dated 7 September 2020
“Kidsplace Supplemental Agreement”	the supplemental deed entered into between Guilin Project Company (as landlord) and Guilin Wanda Kids (as tenant) on 2 August 2019 regarding the Kidsplace Tenancy Agreement, details of which are set out in the announcement of the Company dated 2 August 2019
“Kidsplace Tenancy Agreement”	the tenancy agreement entered into between Guilin Project Company (as landlord) and Guilin Wanda Kids (as tenant) on 29 June 2018, which is amended and supplemented by the Kidsplace Supplemental Agreement. For details of the Kidsplace Tenancy Agreement and the Kidsplace Supplemental Agreement, please refer to the announcements of the Company dated 29 June 2018 and 2 August 2019, respectively
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“New Carpark Tenancy Agreement”	the tenancy agreement entered into between the Guilin Project Company (as landlord) and Guilin Wanda (as tenant) on 30 June 2022 for the Carpark Premises
“New Entrusted Management Agreement”	the entrusted management agreement entered into between Guilin Project Company, Zhuhai Wanda and Guilin Wanda on 30 June 2022
“PRC”	the People’s Republic of China, which for the purpose of this announcement only, excludes Hong Kong, Macao Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	the ordinary share(s) in the share capital of the Company
“Shareholder(s)”	holder(s) of the shares of the Company

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the Companies Ordinance (Chapter 622 of the laws of Hong Kong)
“Wanda Cinema”	Wanda Cinema Line Co., Ltd.* (萬達電影院線有限公司) (formerly known as Wanda Cinema Line Holding Co., Ltd.* (萬達電影院線股份有限公司)) a company established under the laws of the PRC as a joint-stock company and an indirect non-wholly owned subsidiary of Dalian Wanda Group
“Wanda Kidsland”	Wanda Baby King Group Company Limited* (萬達寶貝王集團有限公司) (formerly known as, Wanda Kidsland Co. Limited* (萬達兒童娛樂有限公司)), a company established under the laws of the PRC with limited liability, which is indirectly wholly-owned by Mr. Wang Jianlin who is a controlling shareholder of the Company
“Zhuhai Wanda”	Zhuhai Wanda Commercial Management Group Co., Ltd.* (珠海萬達商業管理集團股份有限公司), a non-wholly owned subsidiary of DWCM Group
“Zhuhai Wanda Group”	Zhuhai Wanda and Guilin Wanda
“%”	per cent.

By Order of the Board
Wanda Hotel Development Company Limited
Ning Qifeng
Chairman

Hong Kong, 30 June 2022

As at the date of this announcement, Mr. Ning Qifeng (Chairman) is the executive Director; Mr. Ding Benxi, Mr. Han Xu and Mr. Zhang Lin are the non-executive Directors; and Mr. He Zhiping, Dr. Teng Bing Sheng and Dr. Chen Yan are the independent non-executive Directors.

**English translation is directly translated from Chinese and is for illustrative purpose only*