

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



DL HOLDINGS GROUP LIMITED

德林控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1709)

**VOLUNTARY ANNOUNCEMENT
COMPLETION OF
(1) TRANSFER OF SHARES BY THE CONTROLLING
SHAREHOLDER; AND
(2) SUBSCRIPTION OF ADDITIONAL INTEREST IN RAPID
RAISE BY THE CONTROLLING SHAREHOLDER**

Reference is made to the announcement of the Company dated 22 September 2025 in relation to, among others, the intended transfer of the Shares to the Directors, senior management and employees of the Group by the controlling shareholder; (the “**Announcement**”). Unless defined otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

COMPLETION OF TRANSFER OF SHARES BY THE CONTROLLING SHAREHOLDER

The Board is pleased to announce that, the Company was informed by Mr. Chen that on 10 October 2025, Rapid Raise (a company controlled by Mr. Chen) has completed the transfer of an aggregate of 60,000,000 Shares, representing approximately 3.56% of the total issued share capital of the Company (excluding treasury shares) as at the date of this announcement, to the Transferees (comprises of 3 Directors and 13 senior management and employees of the Group) in recognition of their contributions to the Group’s business and development (the “**Transfers**”).

Details of the Transfers are set out below:

Total number of Shares transferred: A total of 60,000,000 Shares

Transferees and number of Shares transferred:	Number of Shares transferred	Approximate percentage shareholding against the total issued share capital of the Company (excluding treasury shares)
Name/category of the Transferees		
Mr. Lang Shi Jay Joseph	5,000,000	0.30%
Ms. He Zhiying	2,500,000	0.15%
Mr. Ai Kuiyu	3,000,000	0.18%
13 senior management and employees of the Group	49,500,000	2.94%

COMPLETION OF SUBSCRIPTION OF ADDITIONAL INTEREST IN RAPID RAISE BY THE CONTROLLING SHAREHOLDER

The Company was informed by Mr. Chen that on 10 October 2025, Mr. Chen has completed the subscription of further interest in Rapid Raise (the “**Subscription**”). As a result of the Subscription, Mr. Chen’s interest in Rapid Raise has increased from approximately 63.4% to approximately 68.4%.

As at the date of this announcement and immediately upon completion of the Transfers and the Subscription, Mr. Chen is interested or deemed to be interested in an aggregate of 737,592,661 Shares (representing approximately 43.78% of the issued share capital of the Company (excluding treasury Shares), comprising (i) 547,524,297 Shares directly owned by DA Wolf, of which Mr. Chen is the sole shareholder; (ii) 171,723,465 Shares held by Rapid Raise, the entire issued share capital of which is owned as to approximately 68.4% by Mr. Chen and approximately 31.6% by Ms. Jiang, spouse of Mr. Chen; (iii) 18,147,499 Shares held by Mr. Chen as beneficial owner, and (iv) 197,400 Shares held by Ms. Jiang, spouse of Mr. Chen, as beneficial owner.

By Order of the Board

DL Holdings Group Limited

Chen Ningdi

Chairman, Chief Executive Officer and Executive Director

Hong Kong, 10 October 2025

As at the date of this announcement, the executive Directors are Mr. Chen Ningdi, Mr. Lang Joseph Shie Jay, Mr. Ai Kuiyu and Ms. He Zhiying; the non-executive Director is Mr. Wang Yiding; and the independent non-executive Directors are Mr. Chang Eric Jackson, Mr. Chen Cheng-Lien (also known as Chen Cheng-Lang and Chen Stanley) and Mr. Liu Chun.