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**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)**

**DELAY IN DESPATCH OF CIRCULAR  
IN RELATION TO CONNECTED TRANSACTION  
INVOLVING SUBSCRIPTION OF  
NEW SHARES UNDER SPECIFIC MANDATE**

References are made to the announcements of the Company dated 7 August 2025, 12 August 2025 and 14 August 2025 in relation to, among other things, the Placing, the Top-up Subscription and the Specific Mandate Subscription (the “**Announcements**”). Unless defined otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

As stated in the Announcements, a circular (the “**Circular**”) containing, amongst other things, (i) further details of the Specific Mandate Subscription Agreement and the transaction contemplated thereunder (including the Specific Mandate Subscription and the allotment and issue of the Specific Mandate Subscription Shares pursuant to the Specific Mandate); (ii) a letter from the Independent Board Committee containing its advice to the Independent Shareholders in respect of the Specific Mandate Subscription Agreement and the connected transaction contemplated thereunder (including the Specific Mandate Subscription and the allotment and issue of the Specific Mandate Subscription Shares pursuant to the Specific Mandate); (iii) a letter from the independent financial adviser containing its advice to the Independent Board Committee and the Independent Shareholders in respect of the Specific Mandate Subscription Agreement and the transaction contemplated thereunder (including the Specific Mandate Subscription and the allotment and issue of the Specific Mandate Subscription Shares pursuant to the Specific Mandate); and (iv) a notice convening the EGM and the relevant proxy form will be despatched to the Shareholders accordingly. Pursuant to Rule 14A.47 of the Listing Rules, the Company is required to despatch the Circular within 15 business days after publication of the announcement (i.e. on or before 28 August 2025).

As additional time is required to finalise certain information in the Circular, the Circular is expected to be despatched to the Shareholders on or before 18 September 2025.

By Order of the Board  
**DL Holdings Group Limited**  
**Chen Ningdi**

*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 28 August 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 Directors are Mr. Chan Kwan and 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.*