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德銀天下股份有限公司

DEEWIN TIANXIA CO., LTD

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

(Stock Code: 2418)

HIGH CONCENTRATION OF SHAREHOLDING

This announcement is made at the request of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in respect of the concentration of the shareholding of Deewin Tianxia Co., Ltd (the “**Company**”) in the hands of a limited number of shareholders of the Company (the “**Shareholders**”) as at 18 November 2025.

In view of the high concentration of shareholding in a small number of shareholders, shareholders and prospective investors should be aware that the price of the H shares of the Company (“H Shares”) could fluctuate substantially even with a small number of H Shares traded, and should exercise extreme caution when dealing in the H Shares.

This announcement is made at the request of the Stock Exchange in respect of the concentration of the shareholding of the Company in the hands of a limited number of Shareholders as at 18 November 2025.

HIGH CONCENTRATION OF SHAREHOLDING

The Company noted that an announcement has been published by the Securities and Futures Commission (the “**SFC**”) on 2 December 2025 (the “**SFC Announcement**”). As disclosed in the SFC Announcement, the SFC has recently completed an enquiry into the shareholding of the Company. The SFC’s findings suggested that, as at 18 November 2025, 10 Shareholders held an aggregate of 546,382,000 H Shares, representing 98.90% of the issued H Shares. As such, only 6,054,500 H Shares (representing 1.10% of the issued H Shares) were held by other Shareholders.

Based on the SFC Announcement, as at 18 November 2025, the shareholding structure of the issued H shares of the Company was as follows:

	Number of H Shares held (Shares)	% of total number of issued H Shares (%)
A group of 10 Shareholders	546,382,000	98.90
Other Shareholders	<u>6,054,500</u>	<u>1.10</u>
Total	<u><u>552,436,500</u></u>	<u><u>100.00</u></u>

Note: Other than the H Shares, the Company has 1,629,000,000 domestic shares in issue.

As stated in the SFC Announcement:

- (i) The closing price of the H Shares rose 304% from HK\$2.30 on 29 September 2025 to HK\$9.29 on 18 November 2025.
- (ii) As at 1 December 2025, the price of the H Shares closed at HK\$9.88, representing an increase of 330% from the closing price of HK\$2.30 on 29 September 2025.

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company wishes to clarify that the information above is extracted from the SFC Announcement and the Company has not independently verified such information other than the information set out in paragraphs (i) and (ii) above. Please refer to the SFC Announcement for more information.

PUBLIC FLOAT

Based on the information available and to the Directors’ best knowledge after making all reasonable enquiries, the Company confirms that not less than 25% of the Company’s issued Shares are in the hands of the public as at 18 November 2025 and as at the date of this announcement, the Company is able to comply with the public float requirement under the Rules Governing the Listing of Securities on the Stock Exchange.

In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the H Shares could fluctuate substantially even with a small number of H Shares traded, and should exercise extreme caution when dealing in the H Shares. Further, as a result of the high concentration of shareholding, the Company's securities may not have a genuine market or its shareholding may have been concentrated in the hands of a few Shareholders.

By order of the Board of Directors
Deewin Tianxia Co., Ltd
德銀天下股份有限公司
Guo Wancai
Chairman

Xi'an, the PRC
2 December 2025

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Guo Wancai as Chairman and non-executive Director, Mr. Zhao Peng and Mr. Wang Wenqi as executive Directors, Mr. Tian Qiang, Mr. Zhao Chengjun and Ms. Feng Min as non-executive Directors, and Mr. Li Gang, Mr. Ip Wing Wai and Mr. Yu Qiang as independent non-executive Directors.