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神州控股
DC Holdings
DIGITAL CHINA HOLDINGS LIMITED
(神州數碼控股有限公司*)
(*Incorporated in Bermuda with limited liability*)
(Stock Code: 00861)

VOLUNTARY ANNOUNCEMENT

PROPOSED DISPOSAL OF SHARES IN A SUBSIDIARY

The board (the "**Board**") of directors (the "**Directors**") of Digital China Holdings Limited (神州數碼控股有限公司*) (the "**Company**") has received a notice from Digital China Software Co., Ltd* (神州數碼軟件有限公司) ("**DC Software**"), the controlling shareholder of Digital China Information Service Group Company Ltd.* (神州數碼信息服務集團股份有限公司) ("**DCITS**"), an indirect non-wholly owned subsidiary of the Company, that according to its own operational and development needs, DC Software proposed to dispose of not more than 28,827,300 shares in DCITS ("**DCITS Shares**"), representing approximately 2.9543% of the entire share capital of DCITS **(**"**Proposed Disposal**") by way of centralized bidding or block trade within 3 months from the date that is 15 trading days after the date of DCITS' preliminary disclosure announcement. DCITS published its "Preliminary Disclosure Announcement on Reduction of Shareholding in Digital China Information Service Group Company Ltd. by its Controlling Shareholder (神州數碼信息服務集團股份有限公司關於控股股東減持股份的預披露公告)" on the website of the Shenzhen Stock Exchange at www.szse.cn.

As at the date of this announcement, DC Software holds 389,540,110 DCITS Shares, representing approximately 39.9211% of the entire capital of DCITS. The proceeds from the Proposed Disposal will be used for the group's business development and working capital.

Following the completion of the Proposed Disposal, DCITS remains as a subsidiary of the Company. The Company expects to record a gain on disposal in the consolidated statement of changes in equity, the actual amount of which will be subject to the audit.

In the event that the applicable percentage ratios (as defined under Rule 14.07 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") in respect of the disposal of DCITS Shares exceed 5% in aggregate, such disposal(s) will constitute a discloseable transaction of the Company and the Company will comply with the relevant requirements under Chapter 14 of the Listing Rules as and when required.

Shareholders and potential investors of the Company should note that the Proposed Disposal will be subject to market conditions and at the discretion of DC Software. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
Digital China Holdings Limited
(神州數碼控股有限公司*)
GUO Wei
Chairman and Chief Executive Officer

Hong Kong, 9 December 2025

At the publication of this announcement, the Board comprises ten Directors, namely:

Executive Directors: Mr. GUO Wei (Chairman and Chief Executive Officer), Mr. LIN Yang (Vice Chairman) and Mr. CAI Yinghua (President and Chief Operating Officer)

Non-executive Directors: Ms. CONG Shan and Mr. LIU Jun Qiang

Independent Non-executive Directors: Dr. LIU Yun, John, Mr. KING William, Dr. GUO Song, Mr. CHAN Wai Hong, Michael and Dr. LI Jing

Website: www.dcholdings.com

**For identification purpose only*