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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)

# EXERCISE OF PUT OPTION

This announcement is made pursuant to Rule 14.74(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

References are made to the announcements of Digital China Holdings Limited (神州數碼控股有限公司*) (the "**Company**") dated 15 September 2020 and 14 January 2026, respectively (the "**Announcements**") in relation to, among others, (i) the grant of the Put Option by DC Software, an indirect wholly-owned subsidiary of the Company, to the Investors in respect of their equity interests in Shenqi Digital pursuant to the Supplemental Agreement; and (ii) the exercise of the Put Option by Changchun Financial. Terms used herein shall have the same meanings as defined in the Announcements unless the context requires otherwise.

## Exercise of the Put Option by Changchun Jingyue

As at the date of this announcement, Changchun Jingyue (being one of the Investors) held 4.65% of the equity interests in Shenqi Digital (the "**Sale Interests**").

On 16 January 2026, DC Software and Changchun Jingyue entered into a repurchase memorandum (the "**Repurchase Memorandum**"), pursuant to which DC Software agreed to purchase the Sale Interests at the Put Price calculated in accordance with the terms of the Supplemental Agreement. The total consideration for the acquisition of the Sale Interests shall be approximately RMB391.61 million. Completion of the share transfer under the Repurchase Memorandum is expected to take place on or before 27 March 2026.

Pursuant to the Repurchase Memorandum, the proposed sale of the Sale Interests by Changchun Jingyue shall be conducted through public bidding on the Jilin Changchun Property Rights Exchange Center (Group) Co., Ltd* (吉林長春產權交易中心（集團）有限公司) ("**Changchun Exchange**") and DC Software agreed to participate in the bidding for the Sale Interests at the Put Price. In the event that a third party (other than DC Software) succeeded in the bid for the Sale Interests on Changchun Exchange, Changchun Jingyue is entitled to, by written notice to DC Software, cease to exercise the Put Option in respect of the Sale Interests.

The exercise of the Put Option by Changchun Jingyue will not have any material impact on the business and operations of the Group. Immediately following the completion of the acquisitions of equity interests in Shenqi Digital pursuant to the Put Option granted to the two Investors (Changchun Financial and Changchun Jingyue), the Group's equity interests in Shenqi Digital will increase from approximately 83.65% to 94.5%. Shenqi Digital will continue to be accounted for as a subsidiary 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, 16 January 2026

*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*