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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)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND THE RULES OF PROCEDURES FOR GENERAL MEETINGS

This announcement is made by Deewin Tianxia Co., Ltd (the "**Company**") pursuant to Rule 13.51(1) of the Rules (the "**Listing Rules**") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATIONS

According to the provisions under the currently effective Company Law of the People's Republic of China, the Guidelines for the Articles of Association of Listed Companies (CSRC Announcement [2025] No. 6) (《上市公司章程指引》), the Listing Rules, and other applicable laws, regulations, rules and normative documents, and by taking into account the actual needs of the corporate governance of the Company, the board (the "**Board**") of directors (the "**Directors**") of the Company hereby announces that it has, on 20 April 2026, resolved to make certain amendments to the Articles of Association (the "**Proposed Amendments**") in respect of, among others, the period for closure of the register of members, the payment of dividends and the voting procedures at general meetings.

The Proposed Amendments are subject to the consideration and approval by the Shareholders at the forthcoming 2025 annual general meeting of Company (the "**2025 AGM**") by way of a special resolution.

PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES FOR GENERAL MEETINGS

In view of the Proposed Amendments and taking into account the actual needs of the corporate governance of the Company, on 20 April 2026, the Board also resolved to propose certain amendments to the Rules of Procedures for General Meetings of the Company to align with the Proposed Amendments (the "**Proposed Amendments to the Rules**").

The proposed amendments to the Rules are subject to the consideration and approval by the Shareholders at the forthcoming 2025 AGM by way of an ordinary resolution.

GENERAL

A circular containing, among others, the details of the above resolutions, together with the notice of the 2025 AGM, will be made available to the Shareholders in due course in accordance with the Listing Rules.

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
20 April 2026

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.