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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)

NOTICE OF SPECIAL GENERAL MEETING

Unless otherwise defined or specified herein, capitalized terms used in this notice shall have the same meanings as those defined in the circular despatched to the Shareholders on 21 May 2026 (the "**Circular**").

NOTICE IS HEREBY GIVEN that the special general meeting ("**SGM**") of Digital China Holdings Limited (神州數碼控股有限公司*) (the "**Company**") will be held via the eVoting Portal on Wednesday, 24 June 2026 at 10:30 a.m. for the purpose of considering the following resolution:

ORDINARY RESOLUTION

(1) "**THAT:**

(a) the proposed non-public issuance of shares of 神州數碼信息服務集團股份有限公司 (Digital China Information Service Group Company Ltd.*) ("**DCITS**") by DCITS to not more than 35 specific target subscribers (the "**Proposed Private Placement**") during the effective registration period to be approved by the CSRC, and the transactions and other matters contemplated thereunder be and are hereby approved, confirmed and ratified; and

* *For identification purposes only*

(b) any executive Director be and is hereby authorized to do all such acts and things and execute all such documents which he or she considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Proposed Private Placement and the transactions and other matters contemplated thereunder."

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, 21 May 2026

Notes:

(i) Registered Shareholders are requested to provide a valid email address of himself/herself or his/her proxy (except for the appointment of the chairman of the SGM) to receive the log-in username and password to participate online in the eVoting Portal where applicable.

(ii) All registered Shareholders will be able to join the SGM via the eVoting Portal. The eVoting Portal can be accessed from any location with access to the internet via any smartphone, tablet device or computer. All non-registered Shareholders may consult directly with their banks, brokers, custodians or Hong Kong Securities Clearing Company Limited (as the case may be) for the necessary arrangements to attend and vote via the eVoting Portal at the SGM if they wish.

(iii) Any shareholder of the Company entitled to attend and vote at the SGM or any adjournment thereof (as the case may be) shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A shareholder who is the holder of two or more shares may appoint more than one proxy to attend and vote instead of him/her. A proxy need not be a shareholder of the Company.

(iv) Where there are joint holders of any share of the Company, any one of such joint holders may vote at the SGM or any adjournment thereof (as the case may be) via the eVoting Portal, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the SGM or any adjournment thereof (as the case may be), then one of the said persons so present whose name stands first on the register of shareholders of the Company in respect of such share shall alone be entitled to vote in respect thereof. Only ONE PAIR of log-in username and password for the eVoting Portal will be provided to the joint holders.

(v) To be valid, the instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof must be deposited at the public office of the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible and in any event not less than 48 hours before the time appointed for holding the SGM (i.e. not later than 10:30 a.m. on Monday, 22 June 2026) or any adjourned meeting thereof (as the case may be). Delivery of an instrument appointing a proxy shall not preclude a shareholder from attending and voting via the eVoting Portal at the SGM if he/she so wishes, or at any adjourned meeting thereof (as the case may be).

(vi) The record date, being the last date of registration of any transfer of Shares for the purpose of determining the entitlements of the Shareholders to attend and vote at the SGM will be Wednesday, 17 June 2026. In order to qualify for attending the SGM, all transfer forms, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Wednesday, 17 June 2026 for registration.

(vii) Details of the eVoting Portal are set out in the Circular and the letter to registered Shareholders which will be despatched on or around Friday, 29 May 2026.

(viii) If any Shareholders have any enquiry on the above meeting, please contact the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited (telephone: +852 2980–1333).

As at the date of this notice, 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

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