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dida

Dida Inc.

嘀嗒出行*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 02559)

ANNOUNCEMENT PURSUANT TO RULE 3.8 OF THE TAKEOVERS CODE

This announcement is made by Dida Inc. (the “**Company**”) pursuant to Rule 3.8 of the Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”).

Reference is made to (i) the joint announcement of eLong, Inc. (the “**Offeror**”), Tongcheng Travel Holdings Limited (同程旅行控股有限公司), and Dida Inc. (“**Dida**” or the “**Company**”) dated June 29, 2026 (the “**Dida R3.5 Announcement**”) in relation to a voluntary conditional general cash offer by Nomura International (Hong Kong) Limited, for and on behalf of the Offeror, to acquire all of the issued Shares in the Company, cancel all outstanding Options and acquire all RSU Shares corresponding to the outstanding RSUs (the “**Dida Offer**”), as well as the proposed declaration and payment of a Special Cash Dividend by the Company; (ii) the Company’s announcement dated July 6, 2026 in relation to the grant of RSUs under the Post-IPO RSU Scheme and accelerated vesting and exercise of Options and RSUs (the “**Grant Announcement**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as defined in the Dida R3.5 Announcement.

* For identification purpose only

UPDATE ON NUMBER OF RELEVANT SECURITIES OF THE COMPANY

As disclosed in the Grant Announcement, on July 6, 2026 (the “**Grant Date**”), 1,000,000 RSUs, representing 1,000,000 underlying Shares, were granted to Mr. Duan Jianbo under the Post-IPO RSU Scheme. The 1,000,000 RSUs granted to Mr. Duan were vested and exercised in full on the Grant Date. As further disclosed in the Grant Announcement, on July 6, 2026, the Board exercised its discretion to accelerate the vesting schedule of all unvested Options and unvested RSUs, comprising (i) 2,839,100 unvested Options under the Pre-IPO Share Option Scheme, and (ii) 7,745,750 unvested RSUs under the Post-IPO RSU Scheme outstanding as at the date of the Grant Announcement such that all unvested Options and RSUs were vested on July 6, 2026. Immediately after the aforementioned grant of RSUs and such accelerated vesting, all outstanding Options and RSUs were exercised on July 6, 2026.

Immediately after the aforementioned, the relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company, after taking into account the above-mentioned event, comprise a total of 1,026,282,344 Shares in issue and outstanding, and no Option or RSU remains outstanding as at the date of the announcement. It is expected that the total number of issued Shares will remain unchanged at 1,026,282,344 as at the Despatch Date.

Save for the aforesaid, the Company has no other outstanding relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) as at the date of this announcement.

DEALING DISCLOSURE

The respective associates (as defined under the Takeovers Code) of the Company and the Offeror, including persons holding 5% or more of the relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code), are reminded to disclose their dealings in the relevant securities of the Company pursuant to the requirements of the Takeovers Code.

In accordance with Rule 3.8 of the Takeovers Code, reproduced below is the full text of Note 11 to Rule 22 of the Takeovers Code:

“Responsibilities of stockbrokers, banks and other intermediaries

Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates of an offeror or the offeree company and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than HK\$1 million.

This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.

Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”

WARNING: Shareholders, Option Holders and RSU Holders of, and/or potential investors in, the Company should note that the Dida Offer is conditional upon the satisfaction or, where applicable, waiver of all the Conditions. Accordingly, the Dida Offer may or may not become unconditional. Shareholders, Option Holders and RSU Holders of, and/or potential investors in, the Company are advised to exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By order of the Board

Dida Inc.

SONG Zhongjie

*Chairman of the Board, chief executive officer
and executive Director*

Hong Kong, July 6, 2026

As at the date of this announcement, the Board comprises Mr. SONG Zhongjie, Mr. LI Jinlong, Mr. DUAN Jianbo and Mr. LI Yuejun as executive Directors; and Mr. LI Feng, Mr. LI Jian and Ms. WU Wenjie as independent non-executive Directors.

The Directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

Where the English and the Chinese texts conflict, the English text prevails.