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## **DL HOLDINGS GROUP LIMITED**

**德林控股集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1709)**

### **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 11 DECEMBER 2020**

The Board is pleased to announce that the Proposed Resolution as set out in the EGM Notice was duly passed by the Independent Shareholders by way of poll at the EGM.

Reference is made to the circular of DL Holdings Group Limited (the “**Company**”) dated 20 November 2020 (the “**Circular**”). Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the Circular.

#### **POLL RESULT OF THE EGM**

The Board is pleased to announce that the proposed resolution (the “**Proposed Resolution**”) set out in the Circular was duly passed as an ordinary resolution by the Independent Shareholders by way of poll at the EGM held on 11 December 2020.

As at the date of the EGM, the total number of issued Shares was 1,396,621,000 Shares.

As at the date of the EGM and for the purpose of the EGM, Ms. Jiang Xinrong (being the Chairman of the Board and an executive Director) and Mr. Chen Ningdi (being the Chief Executive Officer and an executive Director) are interested in an aggregate of 752,842,395 Shares, representing approximately 53.90% of the total issued share capital of the Company, which comprises (i) 5,500,000 Shares held by Mr. Chen Ningdi as beneficial owner; (ii) 497,309,395 Shares held through DA Wolf Investments I Limited (a company wholly owned by Mr. Chen Ningdi); (iii) 17,500,000 Shares held through Summer Empire Investments Limited (a company wholly owned by Mr. Chen Ningdi); (iv) 10,115,000 Shares held by

Ms. Jiang Xinrong as beneficial owner; and (v) 222,418,000 Shares held through Rapid Raise Investments Limited (a company owned as to approximately 30% by Mr. Chen Ningdi and approximately 36.6% by Ms. Jiang Xinrong). As such, Mr. Chen Ningdi and Ms. Jiang Xinrong have abstained from voting on the ordinary resolution approving the Subscription Agreement and the transactions contemplated thereunder at the EGM.

Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote on the ordinary resolution at the EGM was 643,778,605 Shares, representing approximately 46.10% of the total number of issued Shares as at the date of the EGM.

Save as disclosed above, there were no Shares entitling the holder to attend and abstain from voting in favour of the ordinary resolution proposed at the EGM as set out in Rule 13.40 of the Listing Rules.

Boardroom Share Registrars (HK) Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the EGM.

Independent Shareholders (including their proxies and authorised representatives), holding a total of 170,849,000 Shares and representing approximately 12.23% of the total number of issued Shares, were present at the EGM.

The poll results of the EGM are as follows:

| Ordinary Resolution |   | Number of votes cast and approximate percentage of total number of votes cast |           |
|---------------------|---|---|-----------|
|                     |   | For   | Against   |
| 1.                  | (a) To approve the Subscription Agreement (as defined in the announcement of the Company dated 21 August 2020, all the transactions contemplated thereunder and the implementation thereof; and (b) authorise any one of the directors of the Company (the “ <b>Directors</b> ”) to implement and take all steps and to do any and all acts and things as may be necessary or desirable to give effect to and/or to complete the Subscription Agreement and to sign and execute any other documents or to do any other matters incidental thereto and/or contemplated thereunder. <i>(Note)</i> | 170,849,000<br>(100%)   | 0<br>(0%) |

*Note: for the full text of the Proposed Resolution, please refer to the Circular.*

As more than 50% of the votes were cast by way of poll in favour of the Proposed Resolution, the Proposed Resolution was duly passed as an ordinary resolution by the Independent Shareholders at the EGM.

By order of the Board  
**DL Holdings Group Limited**  
**Chen Ningdi**  
*Executive Director*

Hong Kong, 11 December 2020

*As at the date of this announcement, the executive Directors are Ms. Jiang Xinrong and Mr. Chen Ningdi; the non-executive Directors are Mr. Chan Kwan Wah Derek and Mr. Li Ren; and the independent non-executive Directors are Mr. Chang Eric Jackson, Mr. Chen Cheng-Lien (also known as Chen Cheng-Lang and Chen Stanley) and Mr. Liu Chun.*