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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)

THIRD SUPPLEMENTAL SHARE SUBSCRIPTION AGREEMENT IN RELATION TO FURTHER EXTENSION OF LONG STOP DATE FOR THE SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to (i) the announcement of DL Holdings Group Limited (the “**Company**”) dated 5 February 2021 in relation to the subscription of new shares of the Company by A Square Investments Group Limited (the “**Subscriber**”) under the general mandate; (ii) the announcement of the Company dated 26 February 2021 in relation to the entering into of the First Supplemental Share Subscription Agreement to extend the Long Stop Date; and (iii) the announcement of the Company dated 19 March 2021 in relation to, among other things, the entering into of the Second Supplemental Share Subscription Agreement to further extend the Long Stop Date (the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcements.

As disclosed in the Announcements, if any of the conditions of the Share Subscription has not been fulfilled on or before 9 April 2021, being the Long Stop Date, the Share Subscription Agreement shall be terminated. On 9 April 2021, the Company entered into a third supplemental share subscription agreement (the “**Third Supplemental Share Subscription Agreement**”) with the Subscriber to extend the Long Stop Date from 9 April 2021 to 30 April 2021.

Save for the aforesaid change to the Long Stop Date, all other terms and conditions of the Share Subscription Agreement shall remain unchanged and in full force and effect.

Completion of the Share Subscription is subject to the fulfilment of the conditions set forth in the Share Subscription Agreement (as amended by the First Supplemental Share Subscription Agreement, the Second Supplemental Share Subscription Agreement and the Third Supplemental Share Subscription Agreement). As the Share Subscription may or may not proceed, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

By Order of the Board
DL Holdings Group Limited
Jiang Xinrong
Chairman & Executive Director

Hong Kong, 9 April 2021

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 Kwun 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.