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DCB Holdings Limited

DCB控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8040)

INSIDE INFORMATION DISPOSAL OF SHARES BY A CONTROLLING SHAREHOLDER

This announcement is made by DCB Holdings Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

DISPOSAL OF SHARES BY A CONTROLLING SHAREHOLDER

The board (the “**Board**”) of directors (the “**Directors**”) of the Company has been informed that Advance Goal Group Limited (“**Advance Goal**”), being a controlling shareholder of the Company, entered into sale and purchase agreements on 7 October 2021 to dispose of an aggregate of 50,200,000 shares of the Company (the “**Sale Shares**”) off-market, which represented approximately 15.7% of the total number of issued shares of the Company (the “**Shares**”) as at the date of this announcement, at an average consideration of HK\$0.3125 per Share and an aggregate consideration of HK\$15,687,500 (the “**Disposal**”).

Advance Goal has further informed the Company that, to the best of their knowledge, each of the purchasers of the Sale Shares is an independent third party and not connected with the Company and its connected persons (as defined in the GEM Listing Rules). As at the date of this announcement, Advance Goal is owned as to 55% by Mr. Cheng Tsang Wai, 35% by Mr. Cheng Tsang Fu Dennis and 10% by Ms. Liu Lee Lee Lily, who are all executive Directors.

Immediately after completion of the Disposal, the number of Shares held by Advance Goal would decrease from 214,400,000 Shares (representing 67.0% of the total number of issued Shares as at the date of this announcement) to 164,200,000 Shares (representing approximately 51.3% of the total number of issued Shares as at the date of this announcement).

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
DCB Holdings Limited
Cheng Tsang Fu Dennis
Executive Director

Hong Kong, 7 October 2021

As at the date of this announcement, the executive directors of the Company are Mr. Cheng Tsang Wai, Mr. Cheng Tsang Fu Dennis and Ms. Liu Lee Lee Lily; and the independent non-executive directors of the Company are Mr. Cheung Kwok Keung, Mr. Chak Chi Man and Mr. Chu Wai Wa Fangus.

This announcement will remain on the “Latest Company Announcements” page on the GEM website at www.hkgem.com for a minimum period of 7 days from the date of its publication and on the Company’s website at www.dcb.com.hk.