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Tianju Dihe (Suzhou) Technology Co., Ltd.

天聚地合(蘇州)科技股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2479)

RESUMPTION GUIDANCE AND UPDATE ON RESUMPTION PROGRESS

This announcement is made by Tianju Dihe (Suzhou) Technology Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09(2)(a) and 13.24A of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements of the Company dated 31 March 2025, 25 April 2025 and 23 May 2025 in relation to, among others, the delay in publication of the 2024 Annual Results and suspension of trading (the “**Announcements**”). Unless the context requires otherwise, capitalised terms used herein shall have the same meaning as those defined in the Announcements.

RESUMPTION GUIDANCE

On 4 July 2025, the Company received a letter from the Stock Exchange setting out the following resumption guidance (the “**Resumption Guidance**”) for the resumption of trading in the Company’s shares:

- (i) conduct an appropriate independent forensic investigation into the audit issues, assess the impact on the Company’s business operation and financial position, announce the findings and take appropriate remedial actions;
- (ii) demonstrate that there is no reasonable regulatory concern about the integrity, competence and/or character of the Group’s management and/or any persons with substantial influence over the Company’s management and operations, which may pose a risk to investors and damage market confidence;
- (iii) publish all outstanding financial results required under the Listing Rules and address any audit modifications;

- (iv) conduct an independent internal control review and demonstrate that the Company has in place adequate internal control and procedures to meet its obligations under the Listing Rules;
- (v) demonstrate the Company's compliance with Rule 13.24 of the Listing Rules; and
- (vi) inform the market of all material information for the Company's Shareholders and investors to appraise its position.

Under Rule 6.01A(1) of the Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period expires on 30 September 2026. If the Company fails to remedy the issues causing its trading suspension, fulfill the Resumption Guidance and fully comply with the Listing Rules to the Stock Exchange's satisfaction and resume trading in its shares by 30 September 2026, the Listing Division will recommend the Listing Committee to proceed with the cancellation of the Company's listing. Under Rules 6.01 and 6.10 of the Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period or to cancel the listing of the Company immediately, where appropriate.

The Company must also comply with the Listing Rules and all applicable laws and regulations in Hong Kong and its place of incorporation before resumption.

The Company shall announce quarterly updates on its developments under Rule 13.24A of the Listing Rules.

The Company is required to devise its own resumption plan, which is not subject to the Stock Exchange's prior approval before implementation, with a timetable setting out the actions that it considers appropriate to fulfil the Resumption Guidance to the satisfaction of the Stock Exchange and to comply with the Listing Rules, work according to the plan, and announce quarterly updates as described above.

UPDATE ON RESUMPTION PROGRESS

The Company is currently taking necessary steps to fulfill the Resumption Guidance, to remedy the issues causing its trading suspension and to comply with the Listing Rules to the Stock Exchange's satisfaction, and will seek to resume trading in the shares as soon as possible.

As of the date of this announcement, the Company has engaged Grant Thornton Advisory Services Limited as the Independent Investigator. The Independent Investigations are ongoing. The Company will continue to use its best endeavours to assist its auditors in completing the required audit procedures and the Independent Investigator in completing the Independent Investigations, with an aim to publishing the outstanding financial results as soon as practicable. In addition, the Company has engaged an independent internal control consultant to review its internal control systems and seek recommendations on measures (if any) to improve its internal control systems.

The operations of the Group remain normal. The Board is of the view that the Group maintains a sufficient level of operations and assets of sufficient value to warrant the continued listing of its shares.

Further announcement(s) will be made by the Company as and when appropriate and in accordance with the requirements of the Listing Rules to update its Shareholders and potential investors on the progress in complying with the Resumption Guidance.

CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on Tuesday, 1 April 2025 pending the publication of the 2024 Annual Results, and will remain suspended until the fulfilment of the Resumption Guidance.

Shareholders and potential investors of the Company should exercise caution when dealing in the shares of the Company.

By order of the Board
Tianju Dihe (Suzhou) Technology Co., Ltd.
Zuo Lei
Chairman and Executive Director

Hong Kong, 11 July 2025

As at the date of this announcement, the Board comprises Mr. Zuo Lei, Mr. Wang Haojin, Mr. Lin Shan and Ms. Yang Yanjun as executive Directors; Mr. Qiu Jianqiang and Mr. Gao Yuan as non-executive Directors; and Mr. Huang Xuexian, Mr. Chen Xinhe and Mr. Li Shun Fai as independent non-executive Directors.