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DT CAPITAL LIMITED

鼎立資本有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 356)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND NON-COMPLIANCE WITH RULES 3.10(1), 3.21 AND 3.27A OF
LISTING RULES AND TERMS OF REFERENCE OF COMMITTEES**

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**” and each a “**Director**”) of DT Capital Limited (the “**Company**”) hereby announces that Mr. Tang Chin Ting (“**Mr. Tang**”) has resigned as an independent non-executive Director, the chairman of the nomination committee of the Company (the “**Nomination Committee**”) and a member of each of the audit committee (the “**Audit Committee**”) and the remuneration committee (the “**Remuneration Committee**”) of the Company with effect from 5 December 2025 due to his other business engagement. Mr. Tang has confirmed that he has no disagreement with the Board and there are no matters that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to his resignation. The Board would like to take this opportunity to express its gratitude to Mr. Tang for his invaluable contributions during his tenure as the independent non-executive Director.

**NON-COMPLIANCE WITH RULES 3.10(1), 3.21 AND 3.27A OF LISTING RULES AND
TERMS OF REFERENCE OF COMMITTEES**

Following the resignation of Mr. Tang,

- (i) the Company has only two independent non-executive Directors, which results in the current number of independent non-executive directors of the Board falling below the minimum number of independent non-executive Directors required under Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”);
- (ii) the Company has only two members of the Audit Committee, which results in the number of the Audit Committee members falling below the minimum number required under Rule 3.21 of the Listing Rules;

- (iii) there is also a vacancy for the chairman of the Nomination Committee, which results in the Company's failure to have the Nomination Committee being chaired by the chairman of the Board or an independent non-executive Director as required under Rule 3.27A of the Listing Rules; and
- (iv) the number of member of the Audit Committee falls below the minimum number required under the respective terms of reference of the Audit Committee.

The Company will endeavour to identify a suitable candidate to fill the vacancy of the independent non-executive Director, the chairman of the Nomination Committee and the member of the Audit Committee and the Remuneration Committee as soon as practicable and within the three-month period from the date of Mr. Tang's resignation pursuant to Rules 3.11, 3.23 and 3.27C of the Listing Rules.

The Company will make further announcement(s) as and when appropriate.

By order of the Board
DT Capital Limited
Chan Pui Kwan
Chairman

Hong Kong, 5 December 2025

As at the date of this announcement, the Board comprises Mr. Leong Chi Wai and Mr. Su Chunxiang as executive Directors; Ms. Chan Pui Kwan as non-executive Director; Mr. Chen Yeung Tak and Mr. Jochum Siebren Haakma as independent non-executive Directors.