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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)

**(1) DELAY IN PUBLICATION OF 2024 ANNUAL REPORT
AND
(2) CONTINUED SUSPENSION OF TRADING**

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

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

DELAY IN PUBLICATION OF 2024 ANNUAL REPORT

Based on the latest development and recent discussions with the Auditors, the publication of the 2024 Annual Results will be further delayed as the Company is in the process of collecting and collating the necessary information to perform and complete its audit procedures for certain matters, including the following:

1. Prepayments made to multiple suppliers for the procurement of chips (the “Chips Prepayments”)

During the course of the Auditors’ audit of the Group for the year ended 31 December 2024, the Auditors noted that, during the year, the Group entered into purchase agreements with suppliers (the “**Chips Suppliers**”) to procure chips for a project of the Company, in which the Chips Prepayments were made to the Chips Suppliers. The Auditors consider that additional audit procedures and audit evidence in relation to the Chips Prepayments are required.

2. **Investment in cash management notes (the “Cash Management Notes”)**

The Auditors noted that the Group entered into investment agreements for subscribing to the Cash Management Notes. The details of the Cash Management Notes at fair value through profit or loss are to be further assessed.

3. **Prepayment to a primary supplier (the “Top-up Supplier”) for the provision of top-up services in the application programming interfaces (“API”) marketplace (the “Top-up Services Prepayment”)**

The Auditors noted that the Group entered into a cooperation agreement with the Top-up Supplier for the Top-up Supplier to provide services to connect with the Company’s systems and delivering online mobile recharge services on the API market place, in which the Top-up Services Prepayment was made to the Top-up Supplier. The Auditors consider that additional audit procedures and audit evidence in relation to the Top-up Services Prepayment are required.

(collectively, the “**Purported Transactions**”)

In light of the above and to facilitate the Auditors’ outstanding audit procedures, the Audit Committee has engaged a professional independent investigator (the “**Independent Investigator**”) to conduct independent investigation on the Purported Transactions (the “**Independent Investigation**”) upon the request of the Auditors. The Company will make further announcement(s) as and when appropriate to update the Shareholders and potential investors of the Company on the latest progress of the Independent Investigation.

Pursuant to Rule 13.46 of the Listing Rules, the Company is required to publish its annual report for the year ended 31 December 2024 (the “**2024 Annual Report**”) including its annual accounts on a date not later than four months after the end of the financial year to which such annual accounts relate, i.e., on or before 30 April 2025. In light of the circumstances above, the 2024 Annual Report will not be published on or before 30 April 2025, which will constitute a non-compliance with Rule 13.46 of the Listing Rules.

The Company wishes to emphasise that the operations of the Group remain normal and that it will continue to use its best endeavours to assist the Auditors in completing the required audit procedures and the Independent Investigator to conduct the Independent Investigations, with an aim to publishing the 2024 Annual Results and the 2024 Annual Report as soon as practicable. The Company will make further announcement(s) to inform the Shareholders and potential investors of the Company on the expected date of publication of the 2024 Annual Results and 2024 Annual Report as and when appropriate.

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, and will remain suspended pending the publication of the 2024 Annual Results.

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, 25 April 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.