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## **MOG DIGITECH HOLDINGS LIMITED**

*(formerly known as “MOG Holdings Limited”)  
(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 1942)*

### **CHANGE OF CHAIRMAN OF THE BOARD AND APPOINTMENT OF CO-CHIEF EXECUTIVE OFFICER**

The Board announces that with effect from 5 May 2023:

- (1) Dato’ Ng has tendered his resignation as the Chairman; and
- (2) Mr. Deng has been appointed as the Chairman and the Co-CEO.

#### **CHANGE OF CHAIRMAN OF THE BOARD**

The board (the “**Board**”) of directors (the “**Director(s)**”) of MOG Digitech Holdings Limited (formerly known as “MOG Holdings Limited”) (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that Dato’ Ng Kwang Hua (“**Dato’ Ng**”) has tendered his resignation as the chairman of the Board (the “**Chairman**”), with effect from 5 May 2023, in order to devote more time to pursue his other business commitments.

Dato’ Ng has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation from the position of Chairman that needs to be brought to the attention of the shareholders of the Company.

Following the resignation of Dato’ Ng as the Chairman, Mr. Deng Zhihua (“**Mr. Deng**”), who is an executive Director, has been appointed as the Chairman, with effect from 5 May 2023.

Biographical details of Mr. Deng are summarised as follows:

Mr. Deng, aged 45, is currently an executive Director and a chief executive officer of Jiangxi Mali Intelligence Technology Company Limited\* (江西馬力智能科技有限公司), being a wholly owned subsidiary of the Company. Mr. Deng obtained a bachelor’s degree in computer science and communication engineering from East China Jiao Tong University (華東交通大學). Mr. Deng has more than 15 years of experience in the areas of mobile communications related services. Prior to joining the Group, Mr. Deng served as several senior positions in China United Network Communications Group Co., Ltd (中國聯合網絡通信有限公司) during the period from 1999 to 2007. After 2007, Mr. Deng has participated in several China corporations which mainly engaged in the provision of mobile communications value-added services.

Mr. Deng has entered into a letter of appointment with the Company as an executive Director for a term of 3 years commencing from 28 October 2022. Mr. Deng is subject to retirement by rotation and re-election at annual general meetings in accordance with the articles of association of the Company. Mr. Deng is entitled to a director's fee of HK\$360,000 per annum and a discretionary bonus determined by the Board, which is determined by reference to his relevant experience and qualifications, his duties and responsibilities in the Company as well as the prevailing market condition.

As at the date of this announcement, Mr. Deng does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, as at the date of this announcement, Mr. Deng does not (i) hold any other positions in the Company or any of its subsidiaries; (ii) have other relationship with any directors, senior management, substantial shareholders or controlling shareholders (as defined in the Rules Governing the Listing of Securities (“**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”)) of the Company; (iii) hold any directorships in any other listed companies on the Stock Exchange and any other stock exchange or other major appointments during the three years preceding the date of this announcement; and (iv) have other major appointments or professional qualifications save as disclosed.

Save as disclosed above, the Company is not aware of any other information relating to the appointment of Mr. Deng as the Chairman required to be disclosed pursuant to the requirements set forth in Rule 13.51(2) of the Listing Rules or any other matter that needs to be brought to the attention of the shareholders of the Company.

## **APPOINTMENT OF CO-CHIEF EXECUTIVE OFFICER OF THE COMPANY**

The Board also announces that Mr. Deng has been appointed as the co-chief executive officer of the Company (“**Co-CEO**”). Mr. Deng will assist Datin Low Lay Choo, who is the other chief executive officer of the Company, in the overall leading of the Group's development affairs.

## **DEVIATION FROM THE CODE PROVISION C.2.1 OF THE CORPORATE GOVERNANCE CODE**

The Board believes that Mr. Deng has demonstrated suitable management and leadership capabilities along with his thorough understanding of the Group's business and strategy as from his appointment as the executive Director, vesting the roles of both the Chairman and the Co-CEO in Mr. Deng can facilitate and ensure a smooth and continuous execution of the Group's business strategies and boost effectiveness of its operation. Also, Mr. Deng will be fully responsible for the reporting of all the China operations and financial matters to both the Board and regulators in Hong Kong while Datin Low Lay Choo will be fully responsible for the same in Malaysia, therefore, the Board considers that the deviation from the code provision C.2.1 of the Corporate Governance Code is appropriate in such circumstances.

The Board would like to take this opportunity to welcome Mr. Deng for his new role as the Chairman and the Co-CEO.

By Order of the Board  
**MOG Digitech Holdings Limited**  
**Zhou Yue**  
*Executive Director*

Hong Kong, 5 May 2023

*As at the date of this announcement, the Company has four executive Directors, namely Mr. Deng Zhihua (Chairman), Ms. Tang Tsz Yuet, Mr. Zhou Yue and Dato' Ng Kwang Hua, and four independent non-executive Directors, namely Mr. Yau Tung Shing, Mr. Chu Hoi Kan, Ms. Jiao Jie and Puan Sri Datuk Seri Rohani Parkash Binti Abdullah.*

\* *For identification purpose only*