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## **MOG DIGITECH HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1942)**

### **(1) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR (2) CHANGE OF CHAIRMAN OF REMUNERATION COMMITTEE AND (3) CHANGE OF MEMBER OF NOMINATION COMMITTEE AND AUDIT COMMITTEE**

The Board announces the following changes with effect from 13 September 2023:

- (i) Mr. Gao has been appointed as an independent non-executive Director, chairman of the remuneration committee of the Company, and member of each of the nomination committee and audit committee of the Company; and
- (ii) Mr. Chu has tendered his resignation as an independent non-executive Director and ceased to be chairman of the remuneration committee of the Company and member of each of the nomination committee and audit committee of the Company.

#### **APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (“**Director(s)**”) of MOG Digitech Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Gao Hongxiang (高鴻翔先生) (“**Mr. Gao**”) has been appointed as an independent non-executive Director, with effect from 13 September 2023.

Biographical details of Mr. Gao are as follows:

Mr. Gao aged 54, has over 30 years of experience in auditing, accounting and financial management of foreign, private and listed companies. Mr. Gao obtained a bachelor’s degree in auditing from Shanghai University of Finance and Economics in 1992 and is a member of the Chinese Institute of Certified Public Accountants.

Prior to joining the Group, Mr. Gao was (i) the internal audit specialist of Shanghai SC Johnson Co., Ltd.\* (上海莊臣有限公司); (ii) the accountant and finance manager of Huitong Lianyu Co., Ltd.\* (會通聯運有限公司); (iii) the finance director of Tailing Pharmaceutical (China) Co., Ltd.\* (泰凌醫藥(中國)有限公司); (iv) the finance director of BreadTalk (China); (v) the finance director of Jimeng Suzhehui Group\* (金萌蘇浙匯集團); and (vi) general manager of Shanghai Dipusi Biotechnology Co., Ltd.\* (上海迪普士生物科技有限公司).

Save as disclosed in this announcement, Mr. Gao does not hold any other position in the Company or any other members of the Group. As at the date of this announcement, save as disclosed above, to the best knowledge and information of the Board having made reasonable enquiries, Mr. Gao (i) does not hold any other directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the last three years; (ii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as respectively defined in the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”)) of the Company; (iii) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong; and (iv) does not have any other major appointments and professional qualifications.

Mr. Gao has entered into a letter of appointment with the Company for a term of 3 years. Mr. Gao is subject to retirement by rotation and re-election at annual general meetings in accordance with the articles of association of the Company. Under the said letter of appointment, Mr. Gao is entitled to a director’s fee of HK\$12,000 per month. The aforementioned director’s fee was determined by the Board with reference to Mr. Gao’s relevant experience and qualifications, his duties and responsibilities in the Company as well as the prevailing market condition.

Save as disclosed above, Mr. Gao has confirmed that there is no other information which is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules nor any other matters concerning his appointment as an independent non-executive Director that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to welcome Mr. Gao for joining the Board.

## **RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board also announces that with effect from 13 September 2023, Mr. Chu Hoi Kan (“**Mr. Chu**”) tendered his resignation as an independent non-executive Director as he wishes to devote more time to his other commitments.

Mr. Chu confirmed that he had no disagreement with the Board and there were no other matters that need to be brought to the attention of the shareholders of the Company or the Stock Exchange in relation to his resignation.

The Board would like to thank Mr. Chu’s invaluable contributions to the Company during his tenure.

## **CHANGE OF CHAIRMAN OF THE REMUNERATION COMMITTEE AND MEMBER OF EACH OF THE NOMINATION COMMITTEE AND THE AUDIT COMMITTEE OF THE COMPANY**

Simultaneously upon the resignation of Mr. Chu, Mr. Chu will also cease to be the chairman of the remuneration committee of the Company and member of each of the nomination committee and audit committee of the Company.

In place of Mr. Chu, Mr. Gao has been appointed as chairman of the remuneration committee of the Company and a member of each of the nomination committee and the audit committee of the Company.

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

Hong Kong, 13 September 2023

*As at the date of this announcement, the Company has three executive Directors, namely Mr. Deng Zhihua (Chairman), Ms. Tang Tsz Yuet and Mr. Zhou Yue, and three independent non-executive Directors, namely Mr. Yau Tung Shing, Ms. Jiao Jie and Mr. Gao Hongxiang.*

\* *For identification only*