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GOGOX HOLDINGS LIMITED

快狗打车控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2246)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of GOGOX HOLDINGS LIMITED (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) announces that:

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Ms. Mi Wenjuan (“**Ms. Mi**”) has resigned as an independent non-executive Director, the chairman of the nomination committee of the Company (the “**Nomination Committee**”) and a member of the remuneration committee of the Company (the “**Remuneration Committee**”) with effect from February 23, 2024 in order to devote more time to her other business commitments.

Ms. Mi has confirmed that she has no disagreement with the Board and there is no matter in relation to her resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board would like to express its sincere gratitude to Ms. Mi for her valuable contribution to the Company during her tenure of service.

NON-COMPLIANCE WITH THE LISTING RULES

Following the resignation of Ms. Mi, the number of independent non-executive Directors falls below the minimum number required under Rule 3.10(1) and 3.10A of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

The current composition of the Remuneration Committee and Nomination Committee does not meet the requirements under Rule 3.25 and Rule 3.27A of the Listing Rules:

- i. the Remuneration Committee currently comprises one executive Director and one independent non-executive Director, which fails to comply with the requirement of Rule 3.25 of the Listing Rules in respect of having a majority of members being independent non-executive Directors; and
- ii. the Nomination Committee currently does not have a chairman and comprises one executive Director and one independent non-executive Director, which fails to comply with the requirement of Rule 3.27A of the Listing Rules in respect of having a majority of members being independent non-executive Directors.

The Company will use its best endeavors to identify suitable candidate to fill the required vacancy as soon as practicable and in any event within three months from the date of this announcement, in order to meet the aforementioned Listing Rules requirements as well as the requirements under Rule 13.92 of the Listing Rules regarding gender diversity of the Board. Further announcement(s) will be made by the Company as and when appropriate.

By order of the Board
GOGOX HOLDINGS LIMITED
Lam Hoi Yuen
Chairman and Executive Director

Hong Kong, February 23, 2024

As of the date of this announcement, the executive Directors are Mr. Lam Hoi Yuen, Mr. He Song and Mr. Hu Gang; the non-executive Directors are Mr. Leung Ming Shu and Mr. Wang Ye; and the independent non-executive Directors are Mr. Tang Shun Lam and Mr. Zhao Hongqiang.