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MOG DIGITECH HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1942)

(1) CHANGE OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR AND (2) CHANGE OF MEMBER OF AUDIT COMMITTEE

The Board announces the following changes with effect from 5 August 2024:

- (i) Ms. Chen has been appointed as an independent non-executive Director and a member of the Audit Committee; and
- (ii) Ms. Jiao has resigned as an independent non-executive Director and ceased to be a member of the Audit Committee.

RESIGNATION 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 Ms. Jiao Jie (“**Ms. Jiao**”) has resigned as an independent non-executive Director, effective from 5 August 2024. Ms. Jiao has chosen to step down from her position to dedicate more time to her other commitments.

Ms. Jiao confirmed that she 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 (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to her resignation.

The Board would like to thank Ms. Jiao’s invaluable contributions to the Company during her tenure.

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board would like to further announce that Ms. Chen Wen (陳文小姐) (“**Ms. Chen**”) has been appointed as an independent non-executive Director, effective from 5 August 2024.

Biographical details of Ms. Chen are as follows:

Ms. Chen, 51, holds a bachelor’s degree in law from Guangxi University and has a Lawyer’s License in the People’s Republic of China.

Prior to joining the Group, Ms. Chen accumulated valuable experience through her tenure at various law firms. From 2006 to 2017, she served as a lawyer at Guangxi Gufang Law Firm* (廣西古方律師事務所) and has been a full-time lawyer at Guangxi Qixing Law Firm* (廣西齊興律師事務所) since 2018.

Save as disclosed in this announcement, Ms. Chen 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, Ms. Chen (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 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.

Ms. Chen has entered into a letter of appointment with the Company for a term of 3 years. Ms. Chen 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, Ms. Chen 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 Ms. Chen’s relevant experience and qualifications, her duties and responsibilities in the Company as well as the prevailing market condition.

Save as disclosed above, Ms. Chen 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 her 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 Ms. Chen for joining the Board.

CHANGE OF MEMBER OF THE AUDIT COMMITTEE OF THE COMPANY

Upon Ms. Jiao’s resignation, she will no longer be a member of the audit committee of the Company (the “**Audit Committee**”). The Company is pleased to announce that Ms. Chen has been appointed as a member of the Audit Committee in place of Ms. Jiao.

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

Hong Kong, 5 August 2024

As at the date of this announcement, the Company has four executive Directors, namely Mr. Deng Zhihua (Chairman and Co-chief executive officer), Mr. Chen Yongzhong (Co-chief executive officer), Ms. Tang Tsz Yuet and Mr. Zhou Yue, and three independent non-executive Directors, namely Mr. Yau Tung Shing, Ms. Chen Wen and Mr. Gao Hongxiang.

* *For identification only*