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OSL

OSL Group Limited

OSL集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 863)

**(1) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
(2) CHANGE OF COMPOSITION OF BOARD COMMITTEES**

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of OSL Group Limited (the “**Company**”) is pleased to announce that Mr. Jia Hang (“**Mr. Jia**”) has been appointed as the independent non-executive director of the Company with effect from 1 August 2025.

The biographical details of Mr. Jia are set out as follows:

Mr. Jia Hang, 53, was appointed as the Executive Chairman of DCS Fintech Holdings, a financial technology company in Singapore, in June 2025. Mr. Jia has more than 20 years of experience in payments and financial technology sectors. He was the Global Head of Payment and Financial Services for Alibaba International Digital Commerce Group, leading a professional team covering more than 20 countries to provide global payment financial infrastructure and services for multiple cross-border e-commerce platforms. Before joining Alibaba, he served as the General Manager of Southeast Asia at Ant Group, the General Manager for Alipay+ Global Partnerships and the Regional General Manager of Europe, guiding the team to construct the Alipay+ e-wallet network, overseeing the global operation of the international business payment solution “WorldFirst”, and establishing a global mobile payment ecosystem. In his early career, Mr. Jia served as the General Manager of Operations and Chief Representative of the America for China UnionPay and UnionPay International, successfully establishing UnionPay USA, and was the first General Manager of UnionPay International to lead the development of its business in the Americas.

Mr. Jia graduated from Tsinghua University with a bachelor’s degree in computer science and precision machinery and a master’s degree in computer science.

Mr. Jia will enter into a director's appointment letter with the Company. There is no fixed term for Mr. Jia's appointment, and he is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The total remuneration of Mr. Jia is HK\$700,000 per annum which has been approved by the Remuneration Committee and the Board (and is subject to review from time to time) and is determined by reference to his experience, duties and responsibilities within the Company and the prevailing market conditions.

As at the date of this announcement, save as disclosed above, Mr. Jia (i) does not hold any other position in the Company or other subsidiaries; (ii) did not hold directorship in other listed companies in Hong Kong or overseas in the last three years; (iii) does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Jia is or is deemed to be interested in 250,000 shares of the Company (the "**Shares**"), representing approximately 0.04% of the total number of Shares in issue. Save as disclosed above, Mr. Jia does not have any interest in the securities of the Company and its associated corporations within the meaning under Part XV of the SFO.

Save as disclosed above, the Board is not aware of any other matters that need to be brought to the attention of the Shareholders or The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") and there is no information that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules in relation to Mr. Jia's appointment.

Mr. Jia has confirmed to the Company (i) his independence as regards each of the factors referred to in Rule 3.13 of the Listing Rules; (ii) his past or present financial or other interest in the business of the Group or any connection with any core connected person (as defined in the Listing Rules) of the Company, if any; and (iii) that there are no other factors that may affect his independence at the time of his appointment.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board hereby announces that Mr. Xu Biao ("**Mr. Xu**"), has tendered his resignation as the independent non-executive Director with effect from 1 August 2025, in order to devote more time to his personal commitments. Mr. Xu confirmed that he has no disagreement with the Board and there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board hereby announce that, with effect from 1 August 2025:

- (1) Mr. Xu has ceased to be a member of Audit Committee, Nomination Committee, Risk Management Committee and the Remuneration Committee.
- (2) Mr. Jia has been appointed as a member of Audit Committee, Nomination Committee, Risk Management Committee and Remuneration Committee.

The Board would like to express its warm welcome to Mr. Jia for joining the Board as well as its gratitude to Mr. Xu for his valuable contribution towards the Company during his tenure of service.

By order of the Board
OSL Group Limited
Cui Song
Executive Director and Chief Executive Officer

Hong Kong, 31 July 2025

As at the date of this announcement, the executive directors are Mr. Cui Song, Mr. Tiu Ka Chun, Gary, Ms. Xu Kang and Mr. Yang Chao, the non-executive director is Mr. Lee Kam Hung Lawrence and the independent non-executive directors are Mr. Chau Shing Yim, David, Mr. Yang Huan and Mr. Xu Biao.