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Baige Online Digital Technology Co., Ltd.
白鴿在線（廈門）數字科技股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2672)

**1. RESIGNATION OF NON-EXECUTIVE DIRECTOR AND
INDEPENDENT NON-EXECUTIVE DIRECTOR;
2. PROPOSED APPOINTMENTS OF NON-EXECUTIVE DIRECTOR AND
INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND
3. CHANGE OF COMPOSITION OF BOARD COMMITTEES**

This announcement is made by Baige Online Digital Technology Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

RESIGNATION OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board also announces that, due to the need to devote more time and attention to his/her other personal and business affairs, (i) Mr. Zheng Yu (鄭煜) (“**Mr. Zheng**”) intends to resign as a non-executive Director; and (ii) Dr. Jiang Min (江敏) (“**Dr. Jiang**”) intends to resign as an independent non-executive Director, a chairperson of Remuneration and Appraisal Committee (the “**Remuneration and Appraisal Committee**”) and a member of the Nomination Committee (the “**Nomination Committee**”). Such resignation will take effect from the date on which (i) Mr. Zhu is appointed as a non-executive Director; and (ii) Mr. Lu is appointed as an independent non-executive Director.

Each of Mr. Zheng and Dr. Jiang has confirmed that (i) he/she has no claim against the Company, its subsidiaries or affiliates; and (ii) he/she has no disagreement with the Board or the Company and there are no other matters relating to his resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to both Mr. Zheng and Dr. Jiang for their valuable contributions to the Company during their tenure of office.

PROPOSED APPOINTMENTS OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors of the Company (the “**Director(s)**”) hereby announces that, after taking into consideration the recommendation from the Nomination Committee, the Board has resolved to propose the appointments of Mr. Zhu Tao (朱韜) (“**Mr. Zhu**”) as candidate for non-executive Director and Mr. Lu Weidong (盧衛東) (“**Mr. Lu**”) as candidate for independent non-executive Director. The proposed appointments of Mr. Zhu and Mr. Lu shall be subject to the approval by the shareholders by an ordinary resolution at the extraordinary general meeting (the “**EGM**”) and will take effect on the date of approval at the EGM.

The biographical details of Mr. Zhu and Mr. Lu are set out below pursuant to Rule 13.51(2) of the Listing Rules on the Stock Exchange:

Non-executive Director

Mr. Zhu Tao (朱韜)

Mr. Zhu Tao (朱韜), aged 56, has been the deputy party secretary and chairman of the group finance committee of New Hope Group Co., Ltd. (新希望集團有限公司) (“**New Hope Group**”) since November 2023. Prior to joining New Hope Group, Mr. Zhu served as an independent non-executive director of MaShang Consumer Finance Co., Ltd. (馬上消費金融股份有限公司) from August 2021 to June 2024. From September 2020 to April 2024, he served as the chairman of Xiamen WarmRain Asset Management Co., Ltd. (廈門望潤資產管理有限公司). From January 2015 to August 2020, he held the positions of deputy party secretary, executive director and president of Shanghai Huarui Bank Co., Ltd. (上海華瑞銀行股份有限公司). Mr. Zhu worked as the party secretary and president from March 2011 to November 2014 of Bank of China Suzhou Branch (中國銀行蘇州分行). From December 2006 to March 2011, he served as member of the party committee, assistant to president and vice president of Bank of China Shanghai Branch (中國銀行上海市分行). From December 2000 to December 2006, he held positions as the party secretary and president of Bank of China Shanghai Pudong Branch (中國銀行上海市浦東分行).

Mr. Zhu obtained a bachelor’s degree in economics from Peking University (北京大學) in July 1992 and a master’s degree in law from East China University of Political Science and Law (華東政法大學) in July 2000.

Subject to the shareholders approving the proposed appointment of Mr. Zhu as a non-executive director at the EGM, the Company will enter into a service contract with Mr. Zhu. Mr. Zhu’s term of office will commence from the date on which his appointment is approved at the EGM and continue until the expiry of the current term of the Board, and he will be eligible for re-election upon the expiry of his term of office. Mr. Zhu will not receive any remuneration from the Company during his tenure as a non-executive Director.

Save as disclosed above, as at the date of this announcement, Mr. Zhu (i) does not hold any position within the Company or any other member of the Group; (ii) has not held any directorship in any public company listed on any securities market in Hong Kong or abroad during the past three years; (iii) does not have any relationship with any director, supervisor, member of the senior management, substantial shareholder or controlling shareholder of the Company; and (iv) does not have any interest or short position in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information relating to the proposed appointment of Mr. Zhu that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, nor are there any other matters that need to be brought to the attention of the shareholders.

Independent non-executive Director

Mr. Lu Weidong (盧衛東)

Mr. Lu Weidong (盧衛東), aged 63. Mr. Lu had been an independent non-executive director of Zhou Hei Ya International Holdings Company Limited (周黑鴨國際控股有限公司), a company listed on the Stock Exchange (stock code: 1458) from October 2016 to March 2026. Mr. Lu has also been the managing director of Shenzhen Junfu Investment Co., Ltd. (深圳市均富投資有限公司) (“**Shenzhen Junfu**”), an investment company, since January 2015. Prior to joining Shenzhen Junfu, Mr. Lu was the non-auditing business partner of Grant Thornton Accounting Firm (致同會計師事務所) (formerly known as Jingdu Tianhua Accountant Firm (京都天華會計師事務所)) from January 2010 to August 2011. From January 2008 to January 2010, he worked at Shanghai Junfu Panchenzhangjiahua Accounting Firm (上海均富潘陳張佳華會計師事務所) and successively held positions as Junfu PRC partner and secretary-general of the partners’ meeting, managing partner of Shenzhen Branch. Mr. Lu worked as the managing partner from March 1997 to January 2008 and the legal representative from May 1994 to March 1997 of Shenzhen Licheng Accounting Firm (深圳市力誠會計師事務所) (formerly known as Shenzhen Licheng Accounting Firm (深圳立誠會計師事務所)). From July 1991 to March 1994, he served as the assistant to the head, the manager of the audit department of Shenzhen Guangming Accounting Firm (深圳市光明會計師事務所). From December 1987 to July 1991, he successively held the positions as auditor assistant, assistant to the manager and manager of Shekou Zhonghua Accounting Firm (蛇口中華會計師事務所). From September 1985 to December 1987, he held positions as accounting assistant and accounting manager of China Electronic System Project Co., Ltd. (中國電子系統工程總公司), an electronic construction company.

Mr. Lu obtained a bachelor’s degree in economics from Hangzhou Dianzi University (杭州電子科技大學) (formerly known as Hangzhou Institute of Electronic Engineering (杭州電子工業學院)) in July 1985. He is a Chinese Certified Public Accountant (中國註冊會計師) certified by The Chinese Institute of Certified Public Accountants (中國註冊會計師協會) in May 1990.

Subject to the approval of appointment of Mr. Lu as an independent non-executive Director by the shareholders at the EGM, the Company will enter into a letter of appointment with Mr. Lu. The term of office of Mr. Lu will commence from the date of approval of his appointment at the EGM and end upon the expiration of the term of the first session of the Board, and he may be re-elected upon the expiration of his term.

The Director's remuneration of Mr. Lu is proposed to be HK\$120,000 per annum, which is determined by the Board based on the recommendation from the Remuneration and Appraisal Committee, with reference to his duties and responsibilities as well as prevailing market conditions, and will be reviewed by the Remuneration and Appraisal Committee from time to time.

Mr. Lu has confirmed that (i) he meets each of the independence factors as set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) he has no past or present financial or other interests in the business of the Company or its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence as of the date of this announcement. The Board also considers that Mr. Lu has the character, integrity, independence and professional experience required for an independent non-executive Director, and that he is able to devote sufficient time to discharging his duties as an independent non-executive Director.

In recommending the appointment of Mr. Lu as an independent non-executive Director, the Nomination Committee has taken into account a variety of factors in accordance with the Board diversity policy adopted by the Company, including but not limited to gender, age, cultural and educational background, professional experience, skills, knowledge and length of service, aiming to achieve diversity of the Board. In assessing Mr. Lu's proposed time and contributions devoted to the Board, as well as his ability to effectively perform his duties, the Nomination Committee has given particular consideration to the time he devoted to other significant external engagements (including his other current directorships and time commitments), as well as factors or circumstances relating to his character, integrity, independence and experience. The Nomination Committee is of the view that Mr. Lu has extensive experience in accounting, consultancy services and financial management, and that his appointment will bring valuable expertise, independent opinions, and diverse perspectives to the Board, as well as contribute to enhancing the Company's governance standards. Accordingly, the Nomination Committee recommended the proposed appointment of Mr. Lu as an independent non-executive Director to the Board after consideration.

Save as disclosed above, as at the date of this announcement, Mr. Lu (i) does not hold any position within the Company or any other member of the Group; (ii) has not held any directorship in any public company listed on any securities market in Hong Kong or abroad during the past three years; (iii) does not have any relationship with any director, supervisor, member of the senior management, substantial shareholder or controlling shareholder of the Company; and (iv) does not have any interest or short position in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information relating to the proposed appointment of Mr. Lu that shall be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules nor any other matters which need to be brought to the attention of the shareholders.

CHANGE IN COMPOSITION OF THE BOARD COMMITTEES

The Board has further resolved that subject to and upon the passing of the relevant resolutions by the shareholders at the EGM approving the proposed appointments of Mr. Zhu and Mr. Lu, the compositions of the audit committee of the Company (the “**Audit Committee**”), the Remuneration and Appraisal Committee and Nomination Committee be changed upon the conclusion of the EGM as follows:

- (a) Dr. Jiang ceased to be the chairman of the Remuneration and Appraisal Committee and a member of the Nomination Committee.
- (b) Dr. Zhao Zhengtang ceased to be the chairman of the Audit Committee. He has been appointed as the chairman of the Remuneration and Appraisal Committee.
- (c) Mr. Lu Weidong has been appointed as the chairman of the Audit Committee, a member of the Remuneration and Appraisal Committee and a member of the Nomination Committee.

Immediately following the above-mentioned changes, the composition of the Board committees will be as follows:

Audit Committee	:	Mr. Lu Weidong (<i>Chairman</i>) Mr. Wang Qianwei Ms. Wong Gianne
Remuneration and Appraisal Committee	:	Dr. Zhao Zhengtang (<i>Chairman</i>) Mr. Lu Weidong Mr. Shi Wenzheng
Nomination Committee	:	Mr. Tu Jinbo (<i>Chairman</i>) Ms. Wong Gianne Mr. Lu Weidong

GENERAL

A circular containing, among others, further details of the proposed appointments of Mr. Zhu as a non-executive Director and Mr. Lu as an independent non-executive Director, together with the notice of the EGM, will be published on the websites of the Company and the Stock Exchange.

By order of the Board

Baige Online Digital Technology Co., Ltd.

Tu Jinbo

Executive Director, Chairman of the Board and Chief Executive Officer

Hong Kong, 28 September 2026

As of the date of this announcement, the Board comprises: (i) Mr. Tu Jinbo and Mr. Shi Wenzheng as executive Directors; (ii) Mr. Zeng Jianhua, Mr. Zheng Yu and Mr. Wang Qianwei as non-executive Directors; and (iii) Dr. Zhao Zhengtang, Ms. Wong Gianne and Dr. Jiang Min as the independent non-executive Directors.