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MOG DIGITECH HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1942)

SUPPLEMENTAL AND CLARIFICATION ANNOUNCEMENT TO THE ANNUAL REPORTS FOR THE YEARS ENDED 31 DECEMBER 2023 AND 31 DECEMBER 2024

References are made to (i) the annual report of MOG Digitech Holdings Limited (the “**Company**”) for the year ended 31 December 2023, which was published on 26 April 2024 (the “**2023 Annual Report**”); and (ii) the annual report of the Company for the year ended 31 December 2024, which was published on 25 April 2025 (the “**2024 Annual Report**”). Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the 2023 Annual Report, the 2024 Annual Report and the announcement of the Company dated 23 May 2024.

1. ACQUISITION OF SKY TREND REAL ESTATES LIMITED

The Company would like to provide its shareholders and potential investors with further information regarding the acquisition (the “**Acquisition**”) of all issued share capital of Sky Trend Real Estates Limited (“**Sky Trend**”). This additional information was not included in the section titled “36. ACQUISITION OF SUBSIDIARIES” found on pages 201 and 202 of the 2024 Annual Report. Below are the details of the Acquisition:

On 23 May 2024, the Company entered into an agreement with an independent third party to acquire 100% equity interest in Sky Trend and the Shareholder’s Loan. The total consideration of the Acquisition amounted to HK\$70,000,000 (equivalent to approximately RMB65,059,000), which has been satisfied by cash. Sky Trend did not operate any business prior to the Acquisition and only had a property located at Units 1-3, 5-10 on 15th Floor, Units 1-3, 5-9 on 16/F, and Roof, No. 46 Tsun Yip Street, Kwun Tong, Kowloon, Hong Kong (the “**Property**”). Therefore, the Group considered that this would be an acquisition of assets in substance. The Acquisition was completed on 23 May 2024.

The identifiable assets acquired and liabilities assumed of Sky Trend at the date of Acquisition were as follows:

	As at 23 May 2024 RMB'000
Leasehold land and building	65,059
The Shareholder's Loan	<u>(110,240)</u>
Total identifiable net liabilities	(45,181)
Add: The Shareholder's Loan	<u>110,240</u>
Total purchase consideration	<u>65,059</u>
Net cash outflow on acquisition of the Property	<u>65,059</u>

2. THE CLASSIFICATION OF THE PROPERTY

As disclosed in the 2024 Annual Report, the acquisition of the Property was classified under "Leasehold Improvements" in the table under the section titled "17. PROPERTY, PLANT AND EQUIPMENT" found on page 169 of the 2024 Annual Report.

The Directors would like to clarify that the carrying amount of the Property should be classified as “Leasehold Land and Building” and therefore the table under the section titled “17. PROPERTY, PLANT AND EQUIPMENT” found on page 169 of the 2024 Annual Report should be revised as below:

	Computers and software <i>RMB'000</i>	Furniture, fixtures and office equipment <i>RMB'000</i>	Optical equipment <i>RMB'000</i>	Motor vehicles <i>RMB'000</i>	Leasehold Improvements <i>RMB'000</i>	Leasehold land and building <i>RMB'000</i>	Total <i>RMB'000</i>
Reconciliation of carrying amounts – year ended 31 December 2023							
At 1 January 2023	926	4,410	5,730	518	1,434	–	13,018
Additions	211	4,651	1,962	–	1,720	–	8,544
Disposals	(11)	(5)	(115)	(141)	–	–	(272)
Reclassification from right-of-use assets	–	–	–	141	–	–	141
Written off	–	(10)	(2)	–	–	–	(12)
Depreciation	(369)	(1,483)	(1,332)	(157)	(513)	–	(3,854)
Exchange realignment	(16)	(113)	(123)	(11)	(22)	–	(285)
At 31 December 2023	<u>741</u>	<u>7,450</u>	<u>6,120</u>	<u>350</u>	<u>2,619</u>	<u>–</u>	<u>17,280</u>
Reconciliation of carrying amounts – year ended 31 December 2024							
At 1 January 2024	741	7,450	6,120	350	2,619	–	17,280
Additions	297	7,652	648	–	641	64,768	74,006
Disposals	(189)	(41)	(204)	–	–	–	(434)
Written off	(3)	(159)	(45)	–	(1)	–	(208)
Depreciation	(332)	(1,859)	(1,073)	(159)	(639)	(1,864)	(5,926)
Disposal of subsidiaries (<i>Note 37</i>)	(107)	(1,833)	(1,281)	–	(786)	–	(4,007)
Exchange realignment	204	345	297	16	93	1,002	1,957
At 31 December 2024	<u>611</u>	<u>11,555</u>	<u>4,462</u>	<u>207</u>	<u>1,927</u>	<u>63,906</u>	<u>82,668</u>
At 31 December 2023							
Cost	2,499	15,861	12,107	907	5,269	–	36,643
Accumulated depreciation	<u>(1,758)</u>	<u>(8,411)</u>	<u>(5,987)</u>	<u>(557)</u>	<u>(2,650)</u>	<u>–</u>	<u>(19,363)</u>
	<u>741</u>	<u>7,450</u>	<u>6,120</u>	<u>350</u>	<u>2,619</u>	<u>–</u>	<u>17,280</u>
At 31 December 2024							
Cost	2,458	16,936	9,435	963	4,161	65,800	99,753
Accumulated depreciation	<u>(1,847)</u>	<u>(5,381)</u>	<u>(4,973)</u>	<u>(756)</u>	<u>(2,234)</u>	<u>(1,894)</u>	<u>(17,085)</u>
	<u>611</u>	<u>11,555</u>	<u>4,462</u>	<u>207</u>	<u>1,927</u>	<u>63,906</u>	<u>82,668</u>

The leasehold land and building is depreciated on a straight line basis over the remaining lease term.

3. THE EMOLUMENTS OF THE CO-CHIEF EXECUTIVE OFFICER OF THE COMPANY

In accordance with paragraph 24.5 of Appendix D2 of the Listing Rules, the Company is pleased to provide additional information regarding the emoluments of Ms. Datin Low Lay Choo, the co-chief executive officer, for the years ended 31 December 2023 and 31 December 2024. The emoluments for the year ended 31 December 2023 and 31 December 2024 amounted to approximately RMB4,063,000 and RMB2,263,000, respectively.

The supplemental information in this announcement does not affect other information in the 2023 Annual Report and the 2024 Annual Report.

Save as disclosed in this announcement, the contents of the 2023 Annual Report and the 2024 Annual Report remain unchanged.

Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

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

Hong Kong, 18 July 2025

As at the date of this announcement, the Company has five executive Directors, namely Mr. Deng Zhihua (Chairman and Co-chief executive officer), Mr. Chen Yongzhong (Co-chief executive officer), Mr. Mo Mingdong, 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.