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RESIGNATION AND APPOINTMENT OF NON-EXECUTIVE DIRECTORS

The Board hereby announces that with effect from 28 March 2024:

- (1) Mr. ZENG Shuigen has resigned as a non-executive Director of the Company; and
- (2) Mr. LIU Jun Qiang has been appointed as a non-executive Director of the Company.

The board (the “**Board**”) of directors (the “**Directors**”) of Digital China Holdings Limited (神州數碼控股有限公司*) (the “**Company**”) hereby announces that:

RESIGNATION OF NON-EXECUTIVE DIRECTOR

Mr. ZENG Shuigen (“**Mr. ZENG**”) has resigned as a non-executive Director of the Company with effect from 28 March 2024 due to his other personal engagements.

Mr. ZENG has confirmed that he has no disagreement with the Board and there is no matter that needs to be brought to the attention of the shareholders of the Company in relation to his resignation as a non-executive Director.

The Board would like to take this opportunity to express its gratitude to Mr. ZENG for his contributions to the Company.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

Mr. LIU Jun Qiang (“**Mr. LIU**”) has been appointed as a non-executive Director of the Company with effect from 28 March 2024.

The biographical details of Mr. LIU are as follows:

Mr. LIU Jun Qiang, aged 44, serves as the deputy director of the investment department of Guangzhou City Infrastructure Investment Group Limited* (廣州市城市建設投資集團有限公司) ("GZ Infrastructure"), the vice general manager of each of Guangzhou City Investment Co., Ltd.* (廣州市城投投資有限公司) ("GZ City Investment") and Guangzhou City Investment Jiapeng Industry Investment Fund Management Co., Ltd.* (廣州城投佳朋產業投資基金管理有限公司) ("GZ City Investment Jiapeng"), GZ City Investment and GZ City Investment Jiapeng being subsidiaries of GZ Infrastructure. Mr. LIU received a Bachelor's Degree in economics from Jiangxi University of Finance and Economics in 2002 and a Master's Degree in business administration from Jinan University in 2008.

Mr. LIU has 21 years of experience in corporate management and investment since 2002. During this period, Mr. LIU was responsible for smart city investment operations, investment management, human resources and other aspects of work.

As at the date hereof, Mr. LIU does not hold, and has not held any directorship in any other publicly listed companies, whether in Hong Kong or overseas, in the last three years and has no other major appointments and professional qualifications save for those disclosed above. Apart from the relationship arising from his appointment of non-executive director of the Company and his positions detailed above held in GZ Infrastructure, GZ City Investment and GZ City Investment Jiapeng, each of which is a substantial shareholder (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**")) of the Company, Mr. LIU does not have any other relationship with any other Directors, senior management or substantial or controlling shareholders (as respectively defined in the Listing Rules) of the Company and does not hold any other positions in the Company or any of its subsidiaries.

The Company has not entered into any letter of appointment with Mr. LIU. The appointment of Mr. LIU is not subject to a fixed term of service. Nevertheless, he will be subject to retirement by rotation and re-election at the next annual general meeting of the Company in accordance with the Bye-Laws of the Company. Mr. LIU will not receive any director's emoluments during his term of office.

As at the date hereof, Mr. LIU does not have, and is not deemed to have, any interest in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other matter or information relating to the appointment of Mr. LIU as a non-executive Director of the Company that needs to be brought to the attention of the shareholders of the Company to be disclosed pursuant to the requirements of Rule 13.51(2) (h) to (v) of the Listing Rules.

The Board would like to express its warmest welcome Mr. LIU for joining the Board.

By Order of the Board
Digital China Holdings Limited
(神州數碼控股有限公司*)
GUO Wei
Chairman and Chief Executive Officer

Hong Kong, 28 March 2024

At the publication of this announcement, the Board comprises nine Directors namely:

Executive Directors: Mr. GUO Wei (Chairman and Chief Executive Officer) and Mr. LIN Yang (Vice Chairman)

Non-executive Directors: Ms. CONG Shan and Mr. LIU Jun Qiang

Independent Non-executive Directors: Mr. WONG Man Chung, Francis, Miss NI Hong (Hope), Dr. LIU Yun, John, Mr. KING William and Mr. CHEN Timothy Yung-cheng

Website: www.dcholdings.com

** For identification purpose only*