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CHINA TING GROUP HOLDINGS LIMITED

華鼎集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3398)

CHANGE OF AUDITORS

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of China Ting Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(4) of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

RESIGNATION OF AUDITORS

At the annual general meeting of the Company held on 12 July 2024, PricewaterhouseCoopers (“**PwC**”) was re-appointed as the auditors of the Company to hold office until the conclusion of the next annual general meeting of the Company and the Board was authorised to fix its remuneration.

The Board wishes to announce that PwC has resigned as the auditors of the Company effective from 14 November 2024. In the resignation letter of PwC dated 14 November 2024 received by the Board on 15 November 2024, PwC resigned as the auditors of the Company as PwC was informed by the Board that the Board intends to appoint another firm of accountants as the auditors of the Company due to the fact that there was no consensus between PwC and the Company on the proposed auditors’ remuneration for the financial year ending 31 December 2024. In addition, having considered the fact that PwC has served as the auditors of the Company for more than 18 years, it would be appropriate for the Company to appoint a new firm of accountants as the auditors of the Company for good corporate governance practice. As of the date of this announcement, PwC has not started the performance of any audit work for the year ending 31 December 2024.

The Board and the audit committee (the “**Audit Committee**”) of the Board consider the resignation of PwC has no impact on the operations of the Group and more importantly, the Group’s commitment to compile with the annual audit requirement under the Listing Rules within the prescribed time limit.

The Board confirms that save for the disclosure in this announcement, there are no disagreements between the Company and PwC and no other matters in connection with the resignation that need to be brought to the attention of the shareholders or creditors of the Company.

The Company is incorporated under the laws of the Cayman Islands and to the knowledge of the Board, there is no requirement under the laws of the Cayman Islands for the outgoing auditor to confirm whether or not there is any circumstance in connection with its resignation which need to be brought to the attention of the shareholders and creditors of the Company. Therefore, PwC has not issued such confirmation.

The Board would like to take this opportunity to thank for the professional services provided by PwC acting as the auditors of the Company.

APPOINTMENT OF AUDITORS

Following the resignation of PwC, with the recommendation of the Audit Committee, the Board has resolved to appoint BDO Limited (“**BDO**”) as the new auditors of the Company to fill the casual vacancy and to hold office until the conclusion of the forthcoming annual general meeting of the Company expected to be held in around May 2025. Such appointment remains subject to BDO’s completion of client acceptance procedures before becoming effective.

In making its recommendation to the Board, the Audit Committee has considered (a) the service proposal of BDO; (b) its track record and experience and competence in providing audit work for listed companies comparable to the Company; (c) its confirmation on independence from the Group; (d) the resources and commitments expected to be provided; and (e) the Guidance Notes on Change of Auditors issued by the Accounting and Financial Reporting Council.

The Board and the Audit Committee consider that BDO is suitable to act as the new auditors of the Company.

By order of the Board
China Ting Group Holdings Limited
TING Hung Yi
Executive Director and Chief Executive Officer

Hong Kong, 15 November 2024

As of the date of this announcement, the Board comprises seven Directors, of which Mr. TING Man Yi (Chairman), Mr. TING Hung Yi (Chief Executive Officer), Mr. DING Jianer and Mr. CHEUNG Ting Yin, Peter are executive Directors, and Mr. WONG Chi Keung, Mr. LEUNG Man Kit and Ms. LI Yuet Mui, Xera are independent non-executive Directors.