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鼎益豐控股集團國際有限公司

DING YI FENG HOLDINGS GROUP INTERNATIONAL LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00612)

PROPOSED CHANGE OF AUDITORS

This announcement is made by Ding Yi Feng Holdings Group International Limited (“**Company**”, together with its subsidiaries, “**Group**”) pursuant to Rule 13.51(4) of The Rules Governing the Listing of Securities (“**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”).

RETIREMENT OF AUDITORS

The board (“**Board**”) of directors (the “**Directors**”) of the Company hereby announces that, having given consideration to the length of service of Confucius International CPA Limited (“**CICPA**”) as the auditors of the Company, and other considerations including cost effectiveness, and the operational scale of the Company, and its needs for audit services, the Company has initiated an open procurement and selection process for auditors, which takes into account factors including but not limited to (i) the fee quote and the audit proposal of the relevant candidates; (ii) their audit experience, industry knowledge and technical competence in handling audit work for companies listed on the Stock Exchange and its familiarity with the requirements under the Listing Rules and the Hong Kong Financial Reporting Standards; (iii) their independence and objectivity; (iv) their resources and capabilities including manpower, time commitment and composition of audit working team; (v) Guidelines for Effective Audit Committees – Selection, Appointment and Reappointment of Auditors issued by the Accounting and Financial Reporting Council of Hong Kong (“**AFRC**”); and (vi) the Guidance Notes on Change of Auditors issued by the AFRC.

Based on the result of the above mentioned process and with the recommendation of the audit committee of the Board (“**Audit Committee**”), CICPA will not seek for re-election as the auditors of the Company at the forthcoming annual general meeting of the Company, scheduled to be held on 27 June 2025 (“**AGM**”). Therefore, CICPA will retire upon the conclusion of the AGM.

CICPA has confirmed with the Company that there were no matters relating to its retirement that needed to be brought to the attention of the shareholders of the Company (“**Shareholders**”). The Board and the Audit Committee also confirmed that there was no disagreement between the Company and CICPA or other matters relating to the proposed change of auditors that needed to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its gratitude to CICPA for the professional and quality services that it has provided to the Group over the past years.

PROPOSED APPOINTMENT OF AUDITORS

The Board further announces that, based on the result of the open procurement and selection process and with the recommendation of the Audit Committee, the Board has resolved to propose to appoint TARGET CPA Limited as the auditors of the Company with effect from the conclusion of the AGM and until the conclusion of the next annual general meeting of the Company, subject to the approval of the Shareholders at the AGM. The aforementioned proposed appointment will be put forward for approval by the Shareholders by way of an ordinary resolution at the AGM.

As the Board has resolved to propose the change of auditors of the Company, the contents on page 17 of the 2024 annual report of the Company regarding the re-election of the Company’s auditors at the AGM is hereby replaced by this announcement.

By order of the Board
Ding Yi Feng Holdings Group International Limited
Luk Hong Man, Hammond
Executive Director

Hong Kong, 19 May 2025

As at the date of this announcement, the executive Directors are Mr. Luk Hong Man, Hammond and Mr. Zhang Xi; and the independent non-executive Directors are Ms. Jing Siyuan, Mr. Zhang Aimin and Mr. Zhang Qiang.