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**INNO-TECH HOLDINGS LIMITED**  
**匯 創 控 股 有 限 公 司 \***

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 8202)**

**PROPOSED APPOINTMENT OF AUDITORS;  
RE-ELECTION OF DIRECTORS;  
AND  
CONTINUED SUSPENSION OF TRADING**

**PROPOSED APPOINTMENT OF AUDITORS**

Reference is made to the announcement of Inno-Tech Holdings Limited (the “**Company**”) dated 24 March 2016. The re-appointment of HLB Hodgson Impey Cheng Limited (“**HLB**”) as auditor of the Company and its subsidiaries (the “**Group**”) has not been passed by the shareholders of the Company (the “**Shareholders**”) at the annual general meeting of the Company held on 24 March 2016 (“the **AGM**”). Accordingly, HLB ceased to act as the auditors of the Group with effect from the conclusion of the AGM (the “**Cessation**”).

With the recommendation from the audit committee of the board (the “**Board**”) of directors (the “**Directors**”) of the Company, the Board proposes to appoint Elite Partners CPA Limited (“**Elite**”) as auditors of the Group to fill the casual vacancy following the Cessation. Pursuant to the bye-law 159 of the bye-laws of the Company (the “**Bye-laws**”), the appointment of Elite is subject to approval of the Shareholders by way of an ordinary resolution at the special general meeting of the Company (the “**SGM**”).

\* For identification purpose only

HLB draw the Board's attention to the fact that the auditors' report dated 28 January 2016 issued by HLB on the consolidated financial statements of the Company for the year ended 30 June 2015 (the "**Auditors' Report**") was disclaimed in respect of scope limitations in (i) profit for the year from discontinued operations and the disposal of subsidiaries; (ii) impairment of goodwill and intangible assets; (iii) transactions of the Group during the year ended 30 June 2015; (iv) promissory notes; (v) contingent liabilities and commitments; (vi) events after reporting period; (vii) related party transactions; and (viii) opening balances and corresponding figures. The Auditors' Report was also disclaimed for material uncertainty relating to the going concern basis. Details of the abovementioned were set out in the Auditors' Report.

Other than the above matters, HLB has confirmed that there are no other matters that need to be brought to the attention of the Shareholders.

## **RE-ELECTION OF DIRECTORS**

Reference is made to the announcement of the Company dated 24 March 2016. In accordance with bye-law 86(2) of the Bye-laws, all Directors appointed to fill a casual vacancy should be subject to election by shareholders at the first general meeting after appointment. Accordingly, Mr. Ha Chuen Yeung, Mr. Lau King Hang, Dr. Chan Yiu Wing, Ms. Liu Jianyi and Mr. Lee Ho Yiu, Thomas who were appointed by the sole continuing director, Mr. Tse Yuen Ming, after the AGM, shall subject to re-election by the Shareholders at the SGM (the "**Re-election of Directors**").

## **GENERAL**

A circular containing, among other things, further information in respect of the proposed appointment of auditors, the Re-election of Directors and a notice of the SGM will be despatched to the Shareholders as soon as practicable.

## **CONTINUED SUSPENSION OF TRADING**

Trading in the shares of the Company has been suspended at the request of the Company since 26 January 2015 and will remain suspended until further notice.

By order of the Board  
**Inno-Tech Holdings Limited**  
**Ha Chuen Yeung**  
*Executive Director*

Hong Kong, 21 July 2016

As at the date of this announcement, the Board comprises the following Directors:

*Executive Directors:*

Mr. Ha Chuen Yeung

Mr. Lau King Hang

Dr. Chan Yiu Wing

*Independent non-executive Directors:*

Mr. Lee Ho Yiu, Thomas

Mr. Tse Yuen Ming

Ms. Liu Jianyi

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page on the GEM website at [www.hkgem.com](http://www.hkgem.com) and on the website of the Company at [www.it-holdings.com.hk](http://www.it-holdings.com.hk) for 7 days from the date of this posting.*