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NOBLE ENGINEERING GROUP HOLDINGS LIMITED

怡康泰工程集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8445)

CHANGE OF AUDITOR

This announcement is made by the board (the “**Board**”) of directors (the “**Director(s)**”) of Noble Engineering Group Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) pursuant to Rule 17.50(4) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

RESIGNATION OF AUDITOR

The Board announces that HLB Hodgson Impey Cheng Limited (“**HLB**”) has resigned as the auditor of the Company with effect from 22 December 2020 as the Company and HLB were unable to reach an agreement on the proposed audit fee for the financial year ending 31 March 2021.

HLB have confirmed in their letter of resignation that there are no matters or circumstances in connection with their resignation that need to be brought to the attention of the shareholders of the Company. The Board and the audit committee of the Company (the “**Audit Committee**”) confirmed that, except for the audit fee for the financial year ending 31 March 2021 as aforesaid, there are no other disagreements or unresolved matters between the Company and HLB, and there are no other matters or circumstances in connection with the change of auditor of the Company that need to be brought to the attention of the shareholders of the Company.

The Board further confirmed that HLB has not commenced any audit work on the consolidated financial statements of the Group for the financial year ending 31 March 2021. The Board believes that the change of auditor will not have any impact on the annual audit of the Group for the financial year ending 31 March 2021.

The Board would like to take this opportunity to express its appreciation to HLB for their professional services and support rendered to the Group in the past years.

APPOINTMENT OF AUDITOR

The Board further announces that, in accordance with the articles of association of the Company and with the recommendation of the Audit Committee, the Board has resolved to appoint Zhonghui Anda CPA Limited (“**Zhonghui Anda**”) as the new auditor of the Company with effect from 22 December 2020 to fill the casual vacancy arising from the resignation of HLB. Zhonghui Anda will hold office until the conclusion of the next annual general meeting of the Company.

By Order of the Board
Noble Engineering Group Holdings Limited
Tse Chun Yuen
Chairman and executive Director

Hong Kong, 22 December 2020

As at the date of this announcement, the executive Directors are Mr. Tse Chun Yuen, Mr. Tse Chun Kuen and Mr. Harilela Mahesh, the non-executive Director is Mr. U Keng Tin, and the independent non-executive Directors are Mr. Wong Yiu Kwong Kenji, Ms. Chung Lai Ling and Mr. Tang Chi Wai.

This announcement, for which the Directors of the Company 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 website of the Stock Exchange at www.hkexnews.hk on the “Latest Company Announcements” page for at least 7 days from the date of its posting and will be published on the Company’s website at www.nobleengineering.com.hk.