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**JIA GROUP HOLDINGS LIMITED**

**佳民集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8519)**

**UPDATE ON THE ANNUAL RESULTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

**CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED  
(THE “STOCK EXCHANGE”)**

**GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.**

**Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.**

Reference is made to the announcement of Jia Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 30 March 2022 in relation to the unaudited annual results of the Group for the year ended 31 December 2021 (the “**2021 Unaudited Results Announcement**”).

**AUDITORS’ AGREEMENT ON THE 2021 ANNUAL RESULTS**

As stated in the 2021 Unaudited Annual Announcement, the annual results of the Group for the year ended 31 December 2021 (the “**2021 Unaudited Annual Results**”) contained therein had neither been audited nor reviewed by the Company’s auditor. In addition, the 2021 Unaudited Annual Results had not been agreed by the Company’s auditor, as required under Rule 18.49 of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”), due to the escalation of the novel coronavirus pandemic in Hong Kong, which has caused delays in the auditing process for the annual results of the Group for the year ended 31 December 2021. As a result, the audit process has not been completed as at the date of the 2021 Unaudited Annual Results Announcement.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that as at the date of this announcement, the Company’s auditors, BDO Limited, has completed its audit of the consolidated financial statements of the Group for the year ended 31 December 2021 in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants, and the financial information contained in the 2021 Unaudited Annual Results Announcement, which represents an extract from the consolidated financial statements of the Group for the year ended 31 December 2021, have been audited by BDO Limited (the “**2021 Audited Annual Results**”). BDO Limited has agreed on the 2021 Unaudited Annual Results, and noted that there was no difference in the 2021 Audited Annual Results compared with the financial results of the Group published in the 2021 Unaudited Results Announcement.

## **EXTRACT OF INDEPENDENT AUDITOR’S REPORT**

BDO Limited was engaged to audit the consolidated financial statements of the Group. The section below sets out an extract of the independent auditor’s report regarding the consolidated financial statements of the Group for the year ended 31 December 2021:

### ***“Opinion***

*We have audited the consolidated financial statements of Jia Group Holdings Limited (the “**Company**”) and its subsidiaries (collectively referred to as the “**Group**”), which comprise the consolidated statement of financial position as at 31 December 2021, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.*

*In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2021, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.*

### ***Material Uncertainty Related to Going Concern***

*We draw attention to Note 3(b) to the consolidated financial statements which indicates that the Group incurred a net loss of HK\$21,262,000 during the financial year ended 31 December 2021. As of that date, the Group’s current liabilities exceeded its current assets by HK\$38,363,000. These conditions, along with other matters as set forth in Note 3(b) to the consolidated financial statements, indicate that a material uncertainty exists that may cast significant doubt on the Group’s ability to continue as a going concern. Our opinion is not modified in respect of this matter.”*

## **ANNUAL GENERAL MEETING**

The forthcoming annual general meeting (“**AGM**”) of the Company will be held on 17 June 2022, the notice of which shall be sent to the shareholders of the Company in accordance with the articles of association of the Company, the GEM Listing Rules and other applicable laws and regulations.

## **CLOSURE OF REGISTER MEMBERS**

In order to ascertain entitlements to attend and vote at the forthcoming AGM, the register of members of the Company will be closed from Friday, 10 June 2022 to Friday, 17 June 2022, both days inclusive, during which period no transfer of shares will be registered. Shareholders are reminded to ensure that all completed share transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 pm on Thursday, 9 June 2022.

## **SCOPE OF WORK OF BDO LIMITED**

The figures in respect of the Group's consolidated statement of profit or loss and other comprehensive income, consolidated statement of financial position and the related notes thereto for the year ended 31 December 2021 as set out in the 2021 Unaudited Results Announcement have been compared by the Group's auditor, BDO Limited, to the amounts set out in the Group's audited consolidated financial statements for the year ended 31 December 2021 and the amounts were found to be in agreement. The work performed by BDO Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the HKICPA and consequently no assurance has been expressed by BDO Limited on the 2021 Unaudited Results Announcement or this announcement.

## **REVIEW OF ANNUAL RESULTS**

The audit committee of the Board has reviewed the audited consolidated financial statements of the Group for the year ended 31 December 2021 and considered that the audited consolidated financial statements have been prepared in accordance with the applicable accounting standards, the requirements under the GEM Listing Rules and other applicable legal requirements and have made appropriate disclosures accordingly.

## **PUBLICATION OF ANNUAL REPORT**

The 2021 audited annual report containing all the information required by the GEM Listing Rules will be dispatched to the shareholders of the Company and published on the respective websites of the Stock Exchange and the Company before 15 May 2022.

By Order of the Board  
**Jia Group Holdings Limited**  
**Wong Pui Yain**  
*Chairperson and Executive Director*

Hong Kong, 28 April 2022

*As at the date of this announcement, the Board comprises Ms. Wong Pui Yain and Ms. Wan Suet Yee Cherry as executive Directors; Mr. Leung Yuk Lun Ulric, Mr. Devin Nijanthan Chanmugam and Mr. Wee Keng Hiong Tony as independent non-executive Directors.*

*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 GEM website ([www.hkgem.com](http://www.hkgem.com)) 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.jiagroup.co](http://www.jiagroup.co).*