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DADI EDUCATION HOLDINGS LIMITED

大地教育控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8417)

CHANGE OF AUDITOR

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Dadi Education Holdings Limited (the “**Company**”) 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 Grant Thornton Hong Kong Limited (“**Grant Thornton**”) has resigned as the auditor of the Company with effect from 4 December 2023 as the Company and Grant Thornton could not reach a consensus on the audit fee for the financial year ending 31 March 2024.

Grant Thornton has confirmed that there is no disagreement between the Company and Grant Thornton and there are no circumstances in connection with its resignation which should be brought to the attention of the audit committee (the “**Audit Committee**”), the members or creditors of the Company. The Board believes that the change of auditor will not have any impact on the annual audit of the Company for the financial year ending 31 March 2024.

The Board would like to take this opportunity to express its gratitude to Grant Thornton for its professional services rendered to the Company during its tenure of office.

APPOINTMENT OF AUDITOR

The Board further announces that with the recommendation from the Audit Committee, the Board has resolved to appoint Yongtuo Fuson CPA Limited (“**Yongtuo Fuson**”) as the new auditor of the Company with effect from 11 December 2023 to fill the casual vacancy following the resignation of Grant Thornton and to hold office until the conclusion of the next annual general meeting of the Company.

The Board and the Audit Committee are of the view that the change of auditor is in the interest of the Company and the Shareholders as a whole as it would enable the Company to carry out effective costs control and reduce the overall operating expenses of the Company.

The Board would like to take this opportunity to express its warm welcome to Yongtuo Fuson on its appointment as the auditor of the Company.

By order of the Board
Dadi Education Holdings Limited
Chung Wang Lung
Chairman and Executive Director

Hong Kong, 11 December 2023

As at the date of this announcement, the Company's executive directors are Mr. Chung Wang Lung, Mr. Mok Patrick, Mr. Chung Royce and Ms. So Ho Sau and the independent non-executive directors are Mr. Wong Tak Chun, Ms. Chung Wai Nar and Mr. Tsang Chi Fung.

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 of the Company, 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 on the "Latest Company Announcements" page for at least 7 days from the date of its posting and the Company's website at www.dadi.com.hk.