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## **GUDOU HOLDINGS LIMITED**

### **古兜控股有限公司**

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

**(stock code: 8308)**

### **SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO PROPOSED CHANGE OF AUDITOR**

Reference is made to the announcement of the Company dated 30 December 2024 (the “**Announcement**”) in relation to the proposed change of auditor of the Company. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

After the making of the Announcement, there had been liaison between the Company and PwC on its removal as the auditor of the Company, and on 3 January 2025, it issued to the Company a letter setting out its representation to be included in a circular to the Shareholders for the EGM.

The relevant representations as set out in the Letter are as follow:

We consider that the Announcement will give the public an incomplete understanding of the underlying rationale for us not being able to reach a consensus with the Company on the audit fee of the Group for the financial year ended 31 December 2024. Our proposed fee for the financial year ended 31 December 2024 was provided to the Company for consideration in August 2024 and it was maintained at the same level as the audit fee for the financial year ended 31 December 2023. The proposed audit fee was set based on the resources needed to maintain our audit quality and carry out audit procedures for areas of higher risk and complexity, including but not limited to the assessment of the matters relating to the joint operation with Guangdong Aoyuan Company Limited, the assessment of going concern of the Group and the impairment assessment of property, plant and equipment, right-of-use assets and property held for sale of the Group. Notwithstanding the abovementioned matters, we have been informed by the Company that the Audit Committee did not consider our proposed audit fee to be competitive with the fee offered by other professional accounting firms nor was it commensurate with the current scale of the Company’s operations and its cost control measures.

The Company will issue a supplemental circular to the Shareholders setting out the abovementioned information for the Shareholders' information.

The circular for and notice of the EGM have been dispatched to the Shareholders on 3 January 2025, and the Company will use its best endeavours to ensure the supplemental circular be dispatched on or before 8 January 2025.

By Order of the Board  
**GUDOU HOLDINGS LIMITED**  
**Han Jim Zhao Ping**  
*Chairman and Executive Director*

Hong Kong, 3 January 2025

*As at the date of this announcement, the executive Directors are Mr. Hon Chi Ming, Mr. Han Jim Zhao Ping, Mr. Wu Wei Bin and Mr. Wang Jun, the non-executive Director is Ms. Huang Yi, and the independent non-executive Directors are Mr. Chan Cheuk Ho and Ms. Zhang Shaomin.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited 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 of Hong Kong Limited at [www.hkexnews.hk](http://www.hkexnews.hk) on the "Latest Listed Company Information" page for at least seven days from the date of its posting and will also be published on the Company's website at [www.gudouholdings.com](http://www.gudouholdings.com).*