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Ziyuanyuan Holdings Group Limited

紫元元控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8223)

CHANGE OF AUDITOR

This announcement is made by Ziyuanyuan Holdings Group Limited (the “**Company**”, 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 BDO Limited (“**BDO**”) resigned as the auditor of the Company with effect from 8 December 2025 as the Company and BDO could not reach a consensus on the audit fee in respect of the audit of the consolidated financial statements of the Group for the financial year ending 31 December 2025.

BDO confirmed that, except for the above, there are no other matters in connection with its resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”). The Board and the audit committee of the Company (the “**Audit Committee**”) also confirm that there are no disagreements or unresolved matters between the Company and BDO, and there are no matters in respect of the change of the auditor of the Company that need to be brought to the attention of the Shareholders.

As at the date of this announcement, the Board confirms that BDO has not commenced any audit work for the year ending 31 December 2025. The Board therefore believes that the change of auditor will not have any significant impact on the annual audit and the release of annual results of the Group for the year ending 31 December 2025.

The Board would like to take this opportunity to express its sincere gratitude to BDO for its professional services and support rendered to the Group in the past years.

APPOINTMENT OF AUDITOR

The Board further announces that, with the recommendation of the Audit Committee, Jon Gepsom CPA Limited (“**Jon Gepsom**”) has been appointed as the new auditor of the Company with effect from 8 December 2025 to fill the casual vacancy following the resignation of BDO and to hold office until conclusion of the next annual general meeting of the Company.

The Audit Committee has considered a number of factors in assessing the appointment of Jon Gepsom as the Company's auditor including but not limited to (i) the audit proposal and audit fee proposed by Jon Gepsom; (ii) Jon Gepsom's extensive experience, industry knowledge, and technical competence in providing audit services for companies listed on the Stock Exchange, and its familiarity with the requirements under the Listing Rules; (iii) its independence from the Group and objectivity; (iv) its reputation in the market; (v) its resources and capabilities including but not limited to manpower and time commitment; and (vi) the relevant guidelines issued by the Accounting and Financial Reporting Council.

Based on the above factors, the Audit Committee has assessed and considered that Jon Gepsom is independent, suitable and capable to act as the auditor of the Company. The Board and the Audit Committee are of the view that the change of auditor would not have any material impact on the Group and would enhance the cost-effectiveness of the Company's annual audit while maintaining audit quality, and is in the interest of the Company and the Shareholders as a whole.

The Board would like to take this opportunity to express its welcome to Jon Gepsom on its appointment as the auditor of the Company.

By order of the Board
Ziyuanyuan Holdings Group Limited
Zhang Junshen
Chairman and Chief Executive Officer

Hong Kong, 8 December 2025

As at the date of this announcement, the executive Directors are Mr. Zhang Junshen (Chairman and Chief Executive Officer) and Mr. Tian Zhiwei, the non-executive Directors are Mr. Lyu Di and Ms. Li Xinpei, the independent non-executive Directors are Ms. Li Chi Fung Leo, Mr. Chow Siu Hang and Dr. Deng Bin.

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 Listed Company Information" page on the HKEXnews website at www.hkexnews.hk for at least 7 days from the date of its posting and on the website of the Company at www.ziyygroup.com.