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星美控股

SMI HOLDINGS GROUP LIMITED

星美控股集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 198)

CHANGE OF AUDITOR

The Board announces that RSM Nelson Wheeler has resigned as the auditor of the Group with effect from 22 February 2016 and Deloitte Touche Tohmatsu is appointed as the new auditor to fill the casual vacancy following the resignation of RSM Nelson Wheeler and to hold office until the conclusion of the next annual general meeting of the Company.

This announcement is made pursuant to Rule 13.51(4) of the Rules Governing the Listing Securities on The Stock Exchange of Hong Kong Limited.

The board (the “**Board**”) of directors (the “**Directors**”) of SMI Holdings Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that RSM Nelson Wheeler (“**RSM**”) has resigned as the auditor of the Group with effect from 22 February 2016, as the Company could not reach an agreement with RSM on the audit fee of the consolidated financial statements for the year ended 31 December 2015.

The Board and the audit committee of the Company have confirmed that there is no disagreement between the Company and RSM, and there are no other matters in relation to resignation of the auditor that need to be brought to the attention of the shareholders of the Company.

The reason for the change of the auditor is that after the Company took into account that Deloitte Touche Tohmatsu is a sizeable and experienced accounting firm which is able to cope with the Company's future development. The Board further announces that the Board has appointed, with the recommendation from the audit committee of the Company, Deloitte Touche Tohmatsu as the new auditor of the Group with effect from 22 February 2016 to fill the casual vacancy following the resignation of RSM and to hold office until the conclusion of the next annual general meeting of the Company.

The Board would like to express its sincere gratitude to RSM for their professional services rendered to the Group in the past.

By order of the Board of
SMI Holdings Group Limited
YANG Rongbing
Executive Director

22 February 2016

As at the date of this announcement, the executive Directors are Mr. CHENG Chi Chung, Mr. YANG Rongbing, Mr. ZHOU Lin; the non-executive Directors are Mr. ZHANG Yongdong and Mr. LI Xuan; and the independent non-executive Directors are Mr. PANG Hong, Mr. LI Fusheng and Mr. KAM Chi Sing.