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D&G TECHNOLOGY HOLDING COMPANY LIMITED

德基科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1301)

CHANGE OF AUDITORS

The Board announces that KPMG resigned as auditors of the Group with effect from 14 July 2016. The Board has resolved to appoint PwC as the new auditors of the Group to fill the casual vacancy following the resignation of KPMG and to hold office until the conclusion of the next annual general meeting of the Company.

The board (the “**Board**”) of directors (the “**Directors**”) of D&G Technology Holding Company Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) announces that as the Company and KPMG, Certified Public Accountants (“**KPMG**”) could not reach an agreement on the audit fee for the financial year ending 31 December 2016, KPMG resigned as the auditors of the Group with effect from 14 July 2016. KPMG has confirmed in writing that there were no other matters in relation to their resignation which need to be brought to the attention of the shareholders of the Company.

Both the Board and the audit committee of the Company confirm that there is no disagreement between the Company and KPMG save for the audit fee for the financial year ending 31 December 2016 and there are no other matters in relation to the resignation of KPMG which need to be brought to the attention of the shareholders of the Company.

The Board further announces that, in accordance with the articles of association of the Company and with the recommendation from the audit committee of the Company, the Board has resolved to appoint PricewaterhouseCoopers, Certified Public Accountants, as the new auditors of the Group to fill the casual vacancy following the resignation of KPMG and to hold office until the conclusion of the next annual general meeting of the Company.

The Board would like to take this opportunity to express its gratitude to KPMG for their contribution to the Group during past years of service.

By order of the Board
D&G Technology Holding Company Limited
Choi Hung Nang
Chairman

Hong Kong, 21 July 2016

As of the date of this announcement, the executive directors of the Company are Mr. Choi Hung Nang, Ms. Choi Kwan Li, Glendy, Mr. Choi Hon Ting, Derek, Mr. Liu Tom Jing-zhi, Mr. Lao Kam Chi and Mr. Yu Ronghua; the non-executive director of the Company is Mr. Chan Lewis; and the independent non-executive directors of the Company are Mr. Law Wang Chak, Waltery, Mr. Li Zongjin, Mr. Lee Wai Yat, Paco and Mr. Fok Wai Shun, Wilson.