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GREENHEART GROUP LIMITED

綠心集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 94)

CHANGE OF AUDITORS

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Greenheart Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

The Board announces that Moore Stephens CPA Limited (“**Moore Stephens**”) has resigned as the auditors of the Company with effect from 15 November 2017 and with the recommendation from the audit committee of the Company (the “**Audit Committee**”), Deloitte Touche Tohmatsu (“**Deloitte**”) has been appointed as the new auditors of the Company with effect from 15 November 2017 following the resignation of Moore Stephens and to hold office until the conclusion of the next annual general meeting of the Company.

Moore Stephens has been the auditor of the Company since 2012. For the purpose of maintaining good corporate governance, the Board considers that the Company’s auditors should be changed after an appropriate period of time and such change will help to enhance the independence of the auditors. After taking into account the proposals from various audit firms, the Board is of the view that Deloitte is a sizeable and experienced accounting firm which is able to cope with the Company’s future development.

Moore Stephens confirmed that there were no circumstances connected with its resignation which needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”). The Board and the Audit Committee have confirmed that there was no disagreement between the Company and Moore Stephens, and there were no circumstances in respect of the change of auditors which they considered should be brought to the attention of the Shareholders. The Board confirmed that Moore Stephens has not yet commenced any audit work in the consolidated financial statements of the Group for the year ended 31 December 2017.

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

By order of the Board
Greenheart Group Limited
Wu Wai Leung Danny
*Chief Executive Officer and
Executive Director*

Hong Kong, 15 November 2017

As at the date hereof, the Board comprises two executive Directors, namely Messrs. Wu Wai Leung, Danny and Lim Hoe Pin, three non-executive Directors, namely Messrs. Cheng Chi-Him, Conrad, Tsang On-Yip, Patrick and Simon Murray, and three independent non-executive Directors, namely Messrs. Nguyen Van Tu, Peter, Tang Shun Lam, Steven and Wong Man Chung, Francis.

Website: <http://www.greenheartgroup.com>