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GOLD-FINANCE HOLDINGS LIMITED

金誠控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1462)

CHANGE OF AUDITOR

This announcement is made by the board of directors (the “**Board**”) of Gold-Finance Holdings 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 Ernst & Young (“**EY**”) has resigned as the auditor of the Company with the effect from 16 April 2019, as the Company and EY could not reach a consensus on the audit fee for the year ended 31 March 2019. The Board, with the recommendation from the Audit Committee of the Company, has appointed Mazars CPA Limited (“**Mazars**”) as the auditor of the Company with effect from 16 April 2019 to fill the casual vacancy following the resignation of EY and to hold the office as auditor until the conclusion of the next annual general meeting of the Company.

EY has confirmed in writing that there are no circumstances connected with its resignation which should be brought to the attention of the shareholders of the Company. The Board has confirmed that there are no matters in respect of the change of the auditor which should be brought to the attention of the shareholders of the Company. The Board believes that the change of auditor will not have any significant impact on the annual audit of the Group for the financial year ended 31 March 2019.

The Board would like to take this opportunity to express its appreciation to EY for its services rendered to the Group in the past years. The Board would also like to extend its warm welcome to Mazars on its appointment as the auditor of the Company.

By Order of the Board
Gold-Finance Holdings Limited
WEI Jie
Chairman and Chief Executive Officer

Hong Kong, 16 April 2019

At the date of this announcement, the Board comprises Mr. Wei Jie, Ms. Xu Li Yun and Mr. Wong Kam Ting as executive Directors; and Mr. Niu Zhongjie, Mr. Cheung Ying Kwan and Mr. Chen Zhao as independent non-executive Directors.