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## **PROPOSED CHANGE OF AUDITOR**

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

Since the Company cannot reach a mutual consensus with PricewaterhouseCoopers ("**PwC**") on the audit fees for the financial year ending 31 December 2019, the board (the "**Board**") of directors (the "**Directors**") of the Company announces that PwC has resigned as the auditor of the Company.

The Board, with the recommendation of the audit committee of the Company, further announces that, subject to the passing of relevant resolution at an extraordinary general meeting of the Company to be convened on 7 January 2020 (the "EGM"), the Board proposed to appoint Baker Tilly Hong Kong Limited ("Baker Tilly") as the new auditor of the Company to fill the casual vacancy following the resignation of PwC (the "Appointment"), which shall hold office until the conclusion of the next annual general meeting of the Company.

The Company is incorporated under the laws of Cayman Islands and to the knowledge of the Board there is no requirement under the laws of Cayman Islands for the resigning auditor to confirm whether or not there is any circumstance connected with their resignation which they consider should be brought to the attention of the Company's members and creditors. PwC has therefore not issued such confirmation.

The Board has confirmed that there is no disagreement between the Company and PwC, and are not aware of any matters in respect of the resignation of PwC as auditor of the Company that need to be brought to the attention of the shareholders of the Company (the "Shareholders").

Pursuant to Article 158 of the Company's articles of association, an extraordinary general meeting shall be convened as soon as possible to fill the casual vacancy if current auditor of the Company resigns. A circular containing (amongst other things) details of the proposed change of auditor, together with a notice convening the EGM, is expected to be despatched to the Shareholders on 13 December 2019.

The Directors (including the independent non-executive Directors) consider that the Appointment is in the interests of the Company and the Shareholders as a whole, and recommend the Shareholders to vote in favour of the resolution regarding the Appointment at the EGM.

The Board would like to take this opportunity to express a sincere appreciation to PwC for its professional services and support rendered to the Company during its tenure of office.

By order of the Board Fullshare Holdings Limited Ji Changqun Chairman

Hong Kong, 10 December 2019

As at the date of this announcement, the executive Directors of the Company are Mr. Ji Changqun, Ms. Du Wei and Mr. Shen Chen; and the independent non-executive Directors of the Company are Mr. Lau Chi Keung, Mr. Chow Siu Lui and Mr. Tsang Sai Chung.