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Boyaa Interactive International Limited

博雅互動國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0434)

CHANGE OF AUDITORS

The board of directors (the “**Board**”) of Boyaa Interactive International Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) make this announcement pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

RESIGNATION OF AUDITOR

The Board hereby announces that Pan-China (H.K.) CPA Limited (“**Pan-China**”) has resigned as the auditor of the Company with effect from 9 April 2020.

In the letter of resignation from Pan-China to the Board and the audit committee of the Company (the “**Audit Committee**”) dated 9 April 2020, Pan-China stated that it had identified and reported to the Board and the Audit Committee certain outstanding audit issues during the course of its audit of the consolidated financial statements of the Group for the year ended 31 December 2019 (the “**2019 Financial Statements**”), which include (i) the failure to provide complete records for certain accounting matters by the Company in a timely manner, such as contracts of financial assets at fair value through profit or loss and certain bank statements of the Group; (ii) the failure to provide certain voucher records by the Company in a timely manner; and (iii) the failure to complete the valuation work in relation to the assessment of the fair value of the financial assets at fair value through profit or loss in a timely manner (the “**Outstanding Audit Matters**”). Pan-China had proposed an additional audit fees to resolve the Outstanding Audit Matters as further manpower arrangement and additional resources for auditing work will have to be conducted (the “**Proposed Additional Audit Fees**”). In addition, the Board and the Audit Committee had set a deadline for Pan-China to complete the audit of the 2019 Financial Statements (the “**Deadline**”). As the Board and Pan-China could not reach a consensus as to the Proposed Additional Audit Fees and the Deadline, Pan-China had tendered its resignation as the auditor of the Company.

Pan-China further stated that, other than the abovementioned matters, there were no circumstances connected with its resignation that they considered ought to be brought to the attention of the shareholders of the Company.

APPOINTMENT OF AUDITOR

The Board further announces that on 9 April 2020, with the recommendation from the Audit Committee, ZHONGHUI ANDA CPA Limited (“**ZHONGHUI ANDA**”) will be appointed as the new auditor of the Company with immediate effect, to fill the vacancy following the resignation of Pan-China and to hold office until the conclusion of the next annual general meeting of the Company.

The Board has confirmed that there is no disagreement (save as the Proposed Additional Audit Fees and the Deadline mentioned above) between the Company and Pan-China.

The Board and the Audit Committee are of the view that the Outstanding Audit Matters were brought about by the COVID-19 pandemic which had caused major disruptions and control over personnel mobility and vehicle traffic and the directive on postponement of resumption of work imposed by the PRC government authorities and are not aware of any material issues in relation to the Outstanding Audit Matters that need to be brought to the attention of the shareholders of the Company. The Board and the Audit Committee after their preliminary discussion with ZHONGHUI ANDA, are of the view that there is no material adverse impact on the preparation of the 2019 Financial Statements in light of the Outstanding Audit Matters.

The Board would like to take this opportunity to express its gratitude to Pan-China for its professional services rendered in the past years and it would also like to take this opportunity to extend its welcome to ZHONGHUI ANDA on its appointment as the new auditor.

By Order of the Board
Boyaa Interactive International Limited
DAI Zhikang
Chairman and Executive Director

Hong Kong, 9 April 2020

As at the date of this announcement, the executive directors of the Company are Mr. DAI Zhikang and Ms. TAO Ying; the independent non-executive directors of the Company are Mr. CHEUNG Ngai Lam, Mr. CHOI Hon Keung Simon and Mr. SUN Zihua.