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## **SG Group Holdings Limited**

**樺欣控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1657)**

### **CHANGE OF AUDITOR**

This announcement is made by the board of directors (the “**Board**”) of SG Group Holdings Limited (the “**Company**”, collectively 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 “**Listing Rules**”).

#### **RESIGNATION OF AUDITOR**

The Board announces that Deloitte Touche Tohmatsu (“**Deloitte**”) has resigned as the auditor of the Company with effect from 3 December 2020 as the Company and Deloitte could not reach an agreement on the audit fee of the Group for the financial year ending 30 April 2021.

Deloitte stated in its letter of resignation that, as part of its normal procedures which include an annual consideration of whether it would continue to act for its audit clients, having taken into account many factors including the professional risk associated with the audit, the level of audit fees and its available internal resources in light of its current work flows, it decided to tender its resignation as the auditor of the Company.

Further, Deloitte has confirmed in its letter of resignation that there are no matters in relation to its resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or creditors of the Company (the “**Creditors**”). The Board and the audit and risk management committee of the Company (the “**Audit and Risk Management Committee**”) also confirmed that save and except the aforesaid audit fee issue, there are no disagreements or unresolved matters in respect of the change of the auditor which should be brought to the attention of the Shareholders or the Creditors.

The Board further confirmed that Deloitte has not commenced any audit work on the consolidated financial statements of the Group for the financial year ending 30 April 2021. The Board believes that the change of auditor will not have any impact on the annual audit of the Group for the financial year ending 30 April 2021.

The Board would like to extend its sincere gratitude and appreciation to Deloitte for its professional services provided to the Company in the past year.

### **APPOINTMENT OF AUDITOR**

The Board is pleased to announce that, with the recommendation from the Audit and Risk Management Committee, D & PARTNERS CPA LIMITED (“**D & PARTNERS**”) has been appointed as the new auditor of the Company with effect from 4 December 2020 to fill the casual vacancy following the resignation of Deloitte and will hold office until the conclusion of the next annual general meeting of the Company.

The Board would like to take this opportunity to extend the warmest welcome to D & PARTNERS on its appointment as the auditor of the Company.

By Order of the Board  
**SG Group Holdings Limited**  
**Choi King Ting, Charles**  
*Chairman and Chief Executive Officer*

Hong Kong, 4 December 2020

*As at the date of this announcement, the executive Directors are Mr. Choi King Ting, Charles and Mr. Choi Ching Shing; and the independent non-executive Directors are Mr. Lai Kwok Hung, Alex, Mr. Yeung Chuen Chow, Thomas and Mr. Cüneyt Bülent Bilâloğlu.*