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火岩控股
FIRE ROCK HOLDINGS

火岩控股有限公司
FIRE ROCK HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1909)

CHANGE OF AUDITOR

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Fire Rock 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.

Reference is made to the announcements of the Company dated 23 February 2022, 18 March 2022, 1 April 2022, 20 May 2022, 30 June 2022, 8 July 2022, 29 August 2022, 7 September 2022 and 30 September 2022 respectively, in relation to, among other things, the Incident referred to in the announcement dated 23 February 2022, the delay in publication of the annual results of the Group for the year ended 31 December 2021, the suspension of trading in the Company’s shares and the Resumption Guidance from the Stock Exchange, the quarterly update on resumption on 30 June 2022, the Company’s profit warning, the delay in publication of the interim results and the interim report of the Group for the six months ended 30 June 2022, the memorandum of understanding in relation to a possible acquisition by the Company and the quarterly update on resumption on 30 September 2022 (the “**Announcements**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meaning as those defined in the Announcements.

RESIGNATION OF AUDITOR

The Board announces that BDO Limited (“**BDO**”) has tendered its resignation as auditor of the Company with effect from 11 November 2022.

The Company is under the impact of the matters mentioned in the announcements of the Company dated 18 March 2022 and 29 August 2022, in particular, the implementation of COVID-19 outbreak prevention and control quarantine measures has posed difficulties for the financial reporting and consolidation process of the Company’s operations in the PRC. Accordingly, the Company has not been able to reach a consensus with BDO on finalising a mutually acceptable schedule for commencing the audit work in relation to the consolidated financial statements of the Group for the year ended 31 December 2021.

In view of the above and upon consideration of the development of the Incident, BDO is not able to estimate a schedule for commencing the audit work in relation to the consolidated financial statements of the Group for the year ended 31 December 2021.

As such, the Board believes that it is in the best interest of the Company and its shareholders to move forward to engage another auditor and complete the audit of the consolidated financial statements of the Group for the year ended 31 December 2021 as soon as practicable. The Board has resolved to recommend BDO to resign as auditor of the Company, to which BDO agreed.

BDO has confirmed in its letter of resignation that, save as disclosed above, there are no other matters that need to be brought to the attention of the shareholders of the Company. Each of the Directors and the audit committee of the Company (the “**Audit Committee**”) confirmed that, save for the matters mentioned above, there are no other matters in relation to the resignation of BDO that need to be brought to the attention of the shareholders of the Company.

Despite the above, the Board would like to express its gratitude to BDO for its professional and quality services rendered to the Company during its tenure.

APPOINTMENT OF AUDITOR

The Board further announces that, in accordance with the articles of association of the Company and with the recommendation of the Audit Committee, it has resolved to appoint Crowe (HK) CPA Limited as the new auditor of the Company to fill the casual vacancy following the resignation of BDO and to hold office until the conclusion of the next annual general meeting of the Company. The official appointment is now subject to the completion of the audit engagement acceptance procedures which are now being conducted.

CONTINUED SUSPENSION OF TRADING

As disclosed in the announcement on quarterly update on resumption dated 30 September 2022, the Company and its professional advisers are in the progress of devising a resumption plan with actions that it intends to take to remedy the issues causing its trading suspension and to fulfill the Resumption Guidance.

Trading in the shares of the Company on the Stock Exchange was suspended with effect from 9:00 a.m. on 1 April 2022 and will remain suspended until further notice.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board of
Fire Rock Holdings Limited
Chen Di
Executive Director

Hong Kong, 11 November 2022

As at the date of this announcement, the executive Directors are Mr. Zhou Kun and Mr. Chen Di; the non-executive Directors are Mr. Zhang Yan and Ms. Yang Kan; and the independent non-executive Directors are Mr. Chan King Fai, Mr. Yang Zhen and Ms. Zhuang Renyan.