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芯智控股有限公司
Smart-Core Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2166)

CHANGE OF AUDITOR

This announcement is made by Smart-Core 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 of directors (the “**Board**”) of the Company hereby announces that Deloitte Touche Tohmatsu (“**Deloitte**”) has resigned as the auditor of the Company with effect from 13 November 2023 (the “**Resignation**”) as Deloitte and the Company could not reach a consensus on the audit fee in respect of the audit of the consolidated financial statements of the Group for the year ending 31 December 2023.

Deloitte has confirmed that there were no matters relating to the Resignation that need to be brought to the attention of the shareholders of the Company. The Board and the audit committee of the Company (the “**Audit Committee**”) has confirmed that there were no disagreement or unresolved matters between Deloitte and the Company (save for the said audit fee in respect of the audit of the consolidated financial statements of the Group for the year ending 31 December 2023), and there were no other matters in respect of the Resignation that need to be brought to the attention of the shareholders and creditors of the Company.

The Board believes that the Resignation will not have any material impact on the annual audit and the release of annual results of the Group for the year ending 31 December 2023.

The Board would like to take this opportunity to express its sincere gratitude to Deloitte for its professional and quality services rendered to the Company over the years.

APPOINTMENT OF AUDITOR

The Board, with the recommendation of the Audit Committee, has resolved to appoint RSM Hong Kong (“**RSM**”) as the auditor of the Company with effect from 13 November 2023, to fill the casual vacancy following the Resignation and to hold office until the conclusion of the next annual general meeting of the Company (the “**Appointment**”).

The Board has the power to fill the casual vacancy in the office of auditor and to fix the remuneration of the auditor so appointed. Accordingly, no extraordinary general meeting will be held for such purpose.

The Board has confirmed that it is not aware of any matters in relation to the Appointment that need to be brought to the attention of the shareholders and creditors of the Company.

The Board would like to take this opportunity to extend its welcome to RSM on its appointment as the new auditor of the Company.

By order of the Board
Smart-Core Holdings Limited
Tian Weidong
Chairman and executive Director

Hong Kong, 13 November 2023

As at the date of this announcement, the Board comprises Mr. Tian Weidong (Chairman), Mr. Wong Tsz Leung, Mr. Liu Hongbing, Mr. Mak Hon Kai Stanly and Mr. Zheng Gang as executive directors of the Company, Mr. Tang Ming Je and Ms. Xu Wei as independent non-executive directors of the Company.