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**DT CAPITAL LIMITED**

**鼎立資本有限公司**

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

**(Stock Code: 356)**

## **CHANGE OF AUDITOR**

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**” and each a “**Director**”) of DT Capital Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

### **RESIGNATION OF AUDITOR**

The Board announces that CWK CPA Limited (“**CWK**”) has resigned as the auditor of the Company with effect from 23 November 2023 as the Company and CWK were unable to reach a consensus on the proposed audit fee for the financial year ending 31 December 2023.

The audit committee of the Company (the “**Audit Committee**”) has reviewed the audit fee proposal provided by CWK and considered that the estimated fee level may not commensurate with the current operation scale of the Group. The Audit Committee has also obtained and reviewed audit fee proposals provided by other professional accounting firms which were more competitive in comparison with CWK’s audit fee proposal. In view of the more competitive fee proposals provided by other professional accounting firms possessing the necessary capabilities and competence (including technical know-how, industry knowledge and track record, manpower and other resources) to perform its duties as the independent auditor of the Company, the Board, with the recommendation of the Audit Committee, is satisfied that the resignation of CWK is in the interest of the Company and the shareholders of the Company (the “**Shareholders**”) as a whole.

CWK has confirmed that there are no matters which need to bring to the attention of the Shareholders in relation to its resignation as the auditor of the Company. Save for the reason as disclosed above, the Board and the Audit Committee have confirmed that there is no disagreement between CWK and the Company and there is no matter in respect of the resignation of CWK that needs to be brought to the attention of the Shareholders.

The Board confirms that CWK has not yet commenced any review or audit work on the accounts of the Group for the financial year ending 31 December 2023. The Board therefore believes that the change of auditor will not have any significant impact on the annual audit of the Group for the financial year ending 31 December 2023.

## **APPOINTMENT OF AUDITOR**

The Board further announces that it has resolved, with the recommendation from the Audit Committee, to appoint WM CPA Limited (“WM”), as the new auditor to fill the casual vacancy immediately following the resignation of CWK with effect from 23 November 2023 and to hold office until the conclusion of the next annual general meeting of the Company.

The Audit Committee has also assessed the appointment of WM and considered a number of factors, including but not limited to (i) its competence and calibre including its audit experience, industry knowledge and technical competence in providing audit work for companies in similar businesses or industries as the Group; (ii) its audit proposal; (iii) its independence from the Group and objectivity; (iv) its resources and capability including but not limited to manpower and time; (v) its familiarity with the Company’s subsidiaries as WM is currently the auditor of the subsidiaries of the Company; and (vi) the guidelines issued by the Accounting and Financial Reporting Council.

Based on the above, the Audit Committee has assessed and considered WM is eligible and suitable to act as the auditor for the annual audit of the Group for the financial year ending 31 December 2023. The Board and the Audit Committee are of the view that the change of auditor would align the audit arrangements across the Group and enhance the cost-effectiveness of the Company’s annual audit, and thus it is in the interest of the Company and the Shareholders as a whole.

The Board would like to express its appreciation to CWK for their services rendered to the Company in the past year. The Board would also wish to welcome WM on its appointment as the auditor of the Company.

By order of the Board  
**DT Capital Limited**  
**Chan Pui Kwan**  
*Chairman*

Hong Kong, 23 November 2023

*As at the date of this announcement, the Board comprises Mr. Leong Chi Wai, Mr. Lewis Chan and Mr. Su Chunxiang as executive Directors; Ms. Chan Pui Kwan and Mr. Lam Chi Keung as non-executive Directors; Mr. Chen Yeung Tak, Mr. Jochum Siebren Haakma and Mr. Tang Chin Ting as independent non-executive Directors.*