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China Health Group Limited
中國衛生集團有限公司

(Carrying on business in Hong Kong as CHG HS Limited)

(Incorporated in Bermuda with limited liability)

(Stock Code: 673)

**RETIREMENT OF AUDITOR AND
WITHDRAWAL OF ORDINARY RESOLUTION NO. 3
AT THE ANNUAL GENERAL MEETING
TO BE HELD ON 12 SEPTEMBER 2024**

RETIREMENT OF AUDITOR

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of China Health Group 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**”).

The Board announces that Elite Partners CPA Limited (“**Elite Partners**”) will retire as the auditor of the Company with effect from the conclusion of the forthcoming annual general meeting of the Company to be held on 12 September 2024 (the “**AGM**”) and Elite Partners has notified the Company that they will not seek re-appointment as auditor of the Company at the AGM.

In a press statement dated 2 August 2024 published by the Accounting and Financial Reporting Council (AFRC), it was noted that Elite Partners are banned by the Supervision and Evaluation Bureau of the Ministry of Finance of the People’s Republic of China (MoF) from undertaking audit services for Mainland enterprises listed outside the Mainland for a period of 5 years, for failing to comply with various reporting obligations under the Mainland’s “Interim Provisions on Accounting Firms’ Provision of Auditing Services for the Overseas Listing of Enterprises in Mainland China” (《會計師事務所從事中國內地企業境外上市審計業務暫行規定》).

The Company received a letter dated 19 August 2024 from Elite Partners, stating that in their annual consideration of whether to continue to act for their audit clients, Elite Partners has taken into consideration many factors in reaching a conclusion, including but not limited to their available internal resources. After careful consideration, Elite Partners has decided not to seek for re-appointment as the auditor of the Company. Elite Partners has confirmed there are no matters that need to be brought to the attention of holders of securities or creditors of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Elite Partners for their services rendered to the Company during the past years.

The Board and the audit committee of the Company confirm that there is no disagreement between Elite Partners and the Company. Save as disclosed in this announcement, the Board and the audit committee of the Company are not aware of any matters in respect of the retirement of Elite Partners that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

Since Elite Partners will not seek re-appointment as auditor of the Company at the AGM, the ordinary resolution no. 3 in the circular (the “**AGM Circular**”) and notice of AGM (the “**AGM Notice**”) of the Company both dated 31 July 2024 has been withdrawn and will no longer be put forward for consideration and approval by the shareholders of the Company at the AGM. The withdrawal of the aforesaid ordinary resolution no. 3 will not affect the validity of the form of proxy enclosed with the AGM Circular, except that no votes will be taken or counted for the aforesaid ordinary resolution no. 3. Save for the above, all other resolutions as set out in the AGM Notice will remain unchanged and will continue to be considered and voted at the AGM. The date, time and venue for holding the AGM shall remain unchanged. For those shareholders of the Company who have lodged their proxy forms for the AGM, such proxy forms are still valid for the AGM for the resolutions other than the aforesaid ordinary resolution no. 3.

The Board is in the process of identifying new auditor to fill the vacancy following the retirement of Elite Partners. An ordinary resolution will be proposed at an extraordinary general meeting of the Company to be convened to consider and approve the proposed appointment of the new auditor of the Company. Further announcement in relation to the appointment of the Group’s new auditor will be made by the Company as and when appropriate in accordance with the Listing Rules.

By order of the Board
China Health Group Limited
Zhang Fan

Chairman of the Board and Executive Director

Hong Kong, 19 August 2024

As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Zhang Fan (Chairman) and Mr. Chung Ho; three non-executive Directors, namely, Mr. Xing Yong, Mr. Huang Lianhai and Mr. Wang Jingming; and three independent non-executive Directors, namely, Mr. Jiang Xuejun, Mr. Du Yanhua and Mr. Lai Liangquan.