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DINGYI GROUP INVESTMENT LIMITED

鼎億集團投資有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 508)

RETIREMENT OF AUDITOR AND WITHDRAWAL OF RESOLUTION NO. 3 AT THE ANNUAL GENERAL MEETING TO BE HELD ON 26 SEPTEMBER 2024

The announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of DINGYI GROUP INVESTMENT LIMITED (the “**Company**”) 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**”).

RETIREMENT OF AUDITOR

The Board announces that the Board and the audit committee of the Company have received a letter dated 24 September 2024 (the “**Letter**”) from Elite Partners CPA Limited (“**Elite Partners**”) indicating that they will retire as the auditor of the Company upon expiration of its current term of office at the conclusion of the annual general meeting of the Company to be held on 26 September 2024 at 3:00 p.m. (the “**AGM**”) and will not seek for re-appointment as auditor of the Company at the AGM.

As stated in the Letter, 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 in the Letter that there are no matters that need to be brought to the attention of holders of securities or creditors of the Company. The Board has also confirmed that there is no disagreement between the Company and Elite Partners, and is not aware of any matters or circumstances in respect of the retirement of Elite Partners as the auditor of the Company that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

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

WITHDRAWAL OF RESOLUTION NO. 3 AT THE ANNUAL GENERAL MEETING

Reference is made to the circular and the notice of the annual general meeting (the “**AGM Notice**”) of the Company both dated 26 July 2024 and the form of proxy (the “**Proxy Form**”) for use at the AGM. Due to the retirement of Elite Partners as the auditor of the Company, the ordinary resolution no. 3 in respect of the re-appointment of Elite Partners as the auditor of the Company and to authorise the Board to fix its remuneration as set out in the AGM Notice and the Proxy Form will not be put forward for consideration and approval by the Shareholders at the AGM. Save as the aforesaid, all other resolutions as set out in the AGM Notice and the Proxy Form remain valid for consideration and approval by the Shareholders at the AGM. Proxy Forms lodged by the Shareholders will remain valid except that no poll will be taken and counted for ordinary resolution no. 3 set out in the AGM Notice.

The Board will identify a suitable replacement to fill the vacancy as soon as possible following the retirement of Elite Partners. An ordinary resolution will be proposed at a special general meeting of the Company to be convened and held to consider and approve the proposed appointment of the new auditor of the Company. Further announcement in relation to the appointment of the Company’s new auditor will be made by the Company as and when appropriate in accordance with the Listing Rules.

By order of the Board
DINGYI GROUP INVESTMENT LIMITED
SU Xiaonong
Acting Chairman and Chief Executive Officer

Hong Kong, 24 September 2024

As at the date of this announcement, the Board comprises Mr. SU Xiaonong (Acting Chairman and Chief Executive Officer), Mr. WANG Xiaohua and Mr. HO Cheong Hang Edmond as Executive Directors; and Mr. CHOW Shiu Ki, Mr. CAO Kuangyu and Mr. IP Chi Wai as Independent Non-executive Directors.