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Value Convergence Holdings Limited

(Incorporated in Hong Kong with limited liability)

Website: <http://www.vcgroup.com.hk>

(Stock Code: 821)

PROPOSED CHANGE OF AUDITOR

This announcement is made by Value Convergence 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.

RETIREMENT OF AUDITOR

The board (the “**Board**”) of directors (the “**Directors**”) of the Company hereby announces that in view of the length of the tenor which SHINEWING (HK) CPA Limited (“**SHINEWING**”) has served as the auditor of the Company, the Board has resolved not to re-appoint SHINEWING as the auditor of the Company at the forthcoming annual general meeting of the Company to be held on 30 June 2025 (the “**AGM**”) as the Board believes that it is appropriate to rotate the independent auditors in a timely manner to maintain good corporate governance and to ensure the independence of the auditor.

SHINEWING will retire and will not seek for re-appointment as the auditor of the Company at the forthcoming AGM. SHINEWING has confirmed in its retirement letter that it has not commenced any audit work on the financial statements of the Company and its subsidiaries for the financial year ending 31 December 2025, and that there are no circumstances connected with its retirement that it considers ought to be brought to the attention of the holders of securities of the Company (the “**Shareholders**”). The Board and the audit committee of the Company (the “**Audit Committee**”) expect that the change of auditor will not have any material impact on the annual audit of the Group for the financial year ending 31 December 2025. The Board and the Audit Committee also confirm that there are no circumstances in respect of the retirement of SHINEWING as the auditor of the Company that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to SHINEWING for its professional services and support rendered to the Group for the past years.

APPOINTMENT OF AUDITOR

The Board, with the recommendation of the Audit Committee, has resolved to propose to appoint Prism Hong Kong Limited (“**Prism**”) as the new auditor of the Company to fill the vacancy following the retirement of SHINEWING with effect from the conclusion of the AGM and to hold office until the conclusion of the next annual general meeting of the Company after the AGM, subject to the approval of the Shareholders at the AGM and completion of acceptance procedures from Prism.

The Audit Committee has considered a number of factors in assessing the appointment of Prism as the auditor, including but not limited to (i) the audit plan of Prism; (ii) its experience and technical competence in handling audit works for companies listed on The Stock Exchange of Hong Kong Limited; (iii) its independence and objectivity; (iv) its audit fee; (v) its resources and capabilities; and (vi) the relevant guidelines issued by the Accounting and Financial Reporting Council.

Based on the above considerations, the Board and the Audit Committee are of the view that Prism is suitable and capable of acting as the auditor of the Company and the proposed change of auditor would not have any material impact on the Group and is in the best interests of the Company and the Shareholders as a whole.

A circular containing, among other things, information in relation to the proposed appointment of auditor, together with the notice to convene the AGM will be published on the website of the Company (www.vcgroup.com.hk) and on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and dispatched to the Shareholders who request for printed copies in due course.

By Order of the Board of
Value Convergence Holdings Limited
Fu Yiu Man, Peter
Chairman & Executive Director

Hong Kong, 2 June 2025

As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Fu Yiu Man, Peter (Chairman), Mr. Wong Kam Fat, Tony (Vice Chairman), Mr. Lin Hoi Kwong, Aristo, and Ms. Li Cindy Chen; and three independent non-executive Directors, namely, Mr. Wong Chung Kin, Quentin, Mr. Siu Miu Man, Simon, MH and Mr. Au Tin Fung, Edmund.