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OSL

OSL Group Limited

OSL集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 863)

PROPOSED CHANGE OF AUDITOR

This announcement is made by the board of directors (the “Board”) of OSL Group Limited (the “Company”) 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”).

Messrs. PricewaterhouseCoopers (“PwC”), Certified Public Accountants, Hong Kong, has been holding office as auditor of the Company since 28 December 2018. The Board is of the view that, as a good corporate governance measure, the Company should consider rotation of its auditor after an appropriate period of time. Such rotation would enhance the independence of the external audit on the Company and would be in the best interest of the Company and its shareholders (the “Shareholders”) as a whole.

The Board hereby announces that PwC will retire and will not seek for re-appointment as auditor of the Company upon expiration of its current term of office at the conclusion of the forthcoming annual general meeting of the Company to be held on Friday, 27 June 2025 (the “AGM”).

With the recommendation of the Audit Committee of the Board, the Board resolved to propose at the AGM a resolution to approve the appointment of Messrs. Deloitte Touche Tohmatsu (“Deloitte”), Certified Public Accountants, Hong Kong, as the new auditor of the Company with effect from the conclusion of the AGM and to hold office until the conclusion of the next annual general meeting of the Company. Such proposed appointment is subject to the approval of the Shareholders at the AGM and the completion of Deloitte’s client acceptance procedures.

The Audit Committee has considered a number of factors when recommending Deloitte as the new auditor of the Company to the Board, including but not limited to (i) their experience in handling audit work for companies listed on the Stock Exchange, their industry knowledge and their familiarity with the requirements under the Listing Rules and relevant financial reporting standards; (ii) their resources allocation, quality and capability including but not limited to manpower, time and other resources allocation; (iii) their independence and objectivity; (iv) their audit fee; and (v) their market reputation. Based on the above, the Audit Committee has assessed and considered that Deloitte is independent, competent and capable (including manpower, expertise, time and other resources) to perform a high-quality audit and is suitable to act as the new auditor of the Company.

The Company is incorporated under the laws of the Cayman Islands and to the knowledge of the Board, there is no requirement under the laws of the Cayman Islands for the retiring auditor to confirm whether or not there is any circumstance in connection with its retirement which they consider should be brought to the attention of the holders of securities of the Company. Therefore, PwC did not issue such confirmation. The Board has confirmed that there is no disagreement between PwC and the Company, and there are no other matters in respect of the proposed change of auditor 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 PwC for its professional and quality services rendered to the Company during the past years.

A circular containing, among other things, further details of the proposed change of auditor, together with a notice of the AGM, will be despatched to the Shareholders in due course.

By order of the Board of
OSL Group Limited
Cui Song
Executive Director and Chief Executive Officer

Hong Kong, 5 June 2025

As at the date of this announcement, the executive Directors are Mr. Cui Song, Mr. Tiu Ka Chun, Gary, Ms. Xu Kang and Mr. Yang Chao, the non-executive Director is Mr. Lee Kam Hung Lawrence and the independent non-executive Directors are Mr. Chau Shing Yim, David, Mr. Xu Biao and Mr. Yang Huan.