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WElli Holdings Limited

偉立控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2372)

CHANGE OF AUDITOR

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of WElli 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 (the “**Listing Rules**”).

RESIGNATION OF AUDITOR

The Board announces that PricewaterhouseCoopers (“**PwC**”) has resigned as the auditor of the Company with effect from 3 September 2025 as the Company and PwC could not reach a consensus on the fee for the audit of the consolidated financial statements of the Group for the financial year ending 31 December 2025. In the resignation letter of PwC dated 3 September 2025, PwC resigned as the auditor of the Company as PwC was informed by the Board that it has decided to approve the appointment of another auditor after comparing PwC’s audit fee quotation with those obtained from other audit firms. The Company is incorporated under the laws of Cayman Islands and to the knowledge of the Board, there is no requirement under the laws of Cayman Islands for the resigning auditor to confirm whether or not there is any circumstance in connection with their resignation which should be brought to the attention of the shareholders of the Company (the “**Shareholders**”). PwC has therefore not issued such confirmation.

The Board and the audit committee of the Board (the “**Audit Committee**”) also confirmed that save as disclosed above concerning the audit fee, there is no disagreement between PwC and the Company, and there are no matters or circumstances in relation to the aforementioned change of auditor that need to be brought to the attention of the Shareholders.

The Board further confirmed that as at the date of this announcement, PwC has not commenced any audit work on the consolidated financial statements of the Group for the year ending 31 December 2025. It is therefore expected that the change of auditor will not have any significant impact on the annual audit and the release of annual results of the Group for the year ending 31 December 2025.

The Board would like to express its sincere gratitude to PwC for their professional and quality services rendered to the Company for the past years.

APPOINTMENT OF AUDITOR

The Board further announces that the Board has resolved, having regard to the recommendation from the Audit Committee, to approve the appointment of Deloitte Touche Tohmatsu (“**Deloitte**”) as the new auditor of the Company to fill the casual vacancy following the resignation of PwC with effect from 3 September 2025 and to hold office until the conclusion of the next annual general meeting of the Company. Pursuant to Article 176 of the Second Amended and Restated Memorandum and Articles of Association of the Company, the Board has the power to fill any casual vacancy in the office of auditor. Accordingly, no extraordinary general meeting will be held for such purpose.

After taking into account a number of factors, including but not limited to (i) the industry knowledge and technical competence of Deloitte and its extensive experience in handling audit work for companies listed on The Stock Exchange of Hong Kong Limited, and its familiarity with the requirements under the Listing Rules and HKFRS Accounting Standards as issued by the Hong Kong Institute of Certified Public Accountants; (ii) Deloitte’s audit proposal and proposed auditor’s remuneration; (iii) its resources and capabilities (including but not limited to in terms of manpower and time); (iv) its market reputation and track record; and (v) the relevant guidelines issued by the Accounting and Financial Reporting Council, the Audit Committee assessed and considered Deloitte to be independent, eligible and suitable to act as the auditor of the Company. The Board and the Audit Committee are of the view that the change of the auditor is in the interest of the Company and the Shareholders as a whole.

The Board would like to extend its warm welcome to Deloitte on its appointment as the auditor of the Company.

By order of the Board
WEIli Holdings Limited
Chen Weizhuang
Chairman and Executive Director

Hong Kong, 3 September 2025

As at the date of this announcement, the Board comprises Mr. Chen Weizhuang and Mr. Yu Tianbing as executive Directors, Mr. Hu Haoran as a non-executive Director, and Mr. Liu Yimin, Mr. Chen Yeung Tak and Ms. Feng Yuan as independent non-executive Directors.