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RISECOMM

瑞斯康

RISECOMM GROUP HOLDINGS LIMITED

瑞斯康集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1679)

CHANGE OF AUDITOR

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Risecomm Group Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

RESIGNATION OF AUDITOR

The Board hereby announces that SHINEWING (HK) CPA LIMITED (“**SHINEWING**”) has resigned as the auditor of the Company with effect from 11 November 2025 as the Company and SHINEWING 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 SHINEWING, SHINEWING resigned as the auditor of the Company as SHINEWING was informed by the Board that it has decided to approve the appointment of another auditor after comparing SHINEWING’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 there are any circumstances connected with their resignation which should be brought to the attention of the shareholders of the Company (the “**Shareholders**”). SHINEWING has therefore not issued such a confirmation.

The Board and audit committee of the Company (the “**Audit Committee**”) has reviewed the audit fee proposals provided by SHINEWING and other professional accounting firms and considered that the estimated fee level of SHINEWING may not commensurate with the current operation scale of the Group, and the audit fee proposals provided by other professional accounting firms are more competitive in comparison with SHINEWING’s audit fee proposal.

In view of the more competitive fee proposals provided by other professional accounting firms possessing the necessary capabilities and competence to perform its duties as the auditor of the Company, the Board, with the recommendation of the Audit Committee, is satisfied that the resignation of SHINEWING is in the interest of the Company and the Shareholders as a whole.

The Board and the Audit Committee confirmed that, save as disclosed above concerning the audit fee, there is no other disagreement or dispute between the Company and SHINEWING and there are no other matters or circumstances in respect of the resignation of auditor which should be brought to the attention of the Shareholders and the Stock Exchange.

The Board further confirmed that as at the date of this announcement, SHINEWING has not commenced any audit work on the consolidated financial statements of the Group for the year ending 31 December 2025 and hence it is expected that the change of auditor will not have any material 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 take this opportunity to express its sincere gratitude to SHINEWING for its professional and quality services rendered to the Group in the past years.

APPOINTMENT OF AUDITOR

The Board further announces that the Board has resolved, upon recommendation from the Audit Committee, to approve the appointment of Rongcheng (Hong Kong) CPA Limited (“**Rongcheng**”) as the auditor of the Company with effect from 11 November 2025 to fill the casual vacancy following the resignation of SHINEWING, and to hold office until the conclusion of the next annual general meeting of the Company. Pursuant to Articles 155 of the Second Amended and Restated Memorandum of Association of the Company, the Board has the power to appoint a new auditor to fill any vacancy in the office of auditor until the next annual general meeting of the Company and fix the remuneration of the auditor so appointed.

For the appointment of Rongcheng as the auditor of the Company, the Audit Committee has considered a number of factors, including but not limited to (i) its market reputation; (ii) its independence from the Group and objectivity; (iii) its audit proposal; (iv) its resources and capabilities; (v) its experience, industry knowledge, technical competence in providing audit work for companies listed on the Stock Exchange and its familiarity with the requirements under the Listing Rules and the Hong Kong Financial Reporting Standards; (vi) the Guidelines for Effective Audit Committees — Selection, Appointment and Reappointment of Auditors issued by the Accounting and Financial Reporting Council (“**AFRC**”) in December 2021; and (vii) the Guidance Notes on Change of Auditors published by the AFRC in September 2023.

Based on the above, the Audit Committee has assessed and considered that Rongcheng is 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 auditor would not have any material impact on the Group and is in the interest of the Company and the Shareholders as a whole.

The Board would like to take this opportunity to express its welcome to Rongcheng on its appointment as the new auditor of the Company.

By order of the Board
Risecomm Group Holdings Limited
Zhao Luyi
Chairman and Executive Director

Hong Kong, 11 November 2025

As at the date of this announcement, the executive Directors are Ms. Zhao Luyi, Mr. Tsang Wah Tak, Brian and Ms. Ye Bailing, the non-executive Directors are Ms. Guo Lei, Mr. Yu Lu and Mr. Ding Zhigang, and the independent non-executive Directors are Mr. Victor Yang, Ms. Lo Wan Man and Mr. Zou Heqiang.