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智數科技集團有限公司

SMART DIGITAL TECHNOLOGY GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1159)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO CHANGE OF AUDITORS

Reference is made to the announcement of Smart Digital Technology Group Limited (the “**Company**”) dated 18 December 2025 in relation to the change of auditors (the “**Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, in view of the Group’s new business developments and the anticipated expansion in the scale of the Group’s operations going forward, the Board resolved, with the recommendation of the Audit Committee, to appoint Moore as the auditor of the Company with effect from 18 December 2025, to fill the casual vacancy following the resignation of Prism and to hold office until the conclusion of the next annual general meeting of the Company. The Company would like to provide supplementary information on the change of auditors of the Company.

The Chronology of Events Leading to the Change of Auditors

As stated in the voluntary announcement on 20 August 2025, the Company has entered into a non-legally binding letter of intent with the potential vendor for the potential acquisition (the “**Potential Acquisition**”) of not less than 51% equity interest in Shanghai Mission Information Technologies Corp., Ltd (the “**Target Company**”).

In late September 2025, the Audit Committee has accordingly discussed with the management the existing business situation and the new business development of the Group. The Audit Committee noted that the Group is expecting to expand in coming years which is likely to lead to increasingly sophisticated requirements for the Company's audit services. The Audit Committee has therefore suggested to consult with Prism to confirm its capacity and resources, and to identify potential replacements from its internal panel of auditors in parallel as a governance safeguard.

Both the Audit Committee and the Company has referenced to the guide issued by the Accounting and Financial Reporting Council (the "AFRC") on 16 December 2021 (the "Guide") and the 2024-25 AFRC's Annual Inspection Report, in evaluating the audit quality of Prism and potential replacements based on their: (a) governance and leadership, (b) compliance with relevant ethical requirements; (c) industry knowledge and technical competence; (d) engagement performance; (e) communication and interaction with the audit committee; and (f) audit inspection results and regulatory outcomes.

In early-October, the management discussed with Prism the background information of the Potential Acquisition and Target Company. In October to November 2025, further information of the Potential Acquisition was provided to Prism for their consideration.

In early-December 2025, the management discussed with Prism the planned new business development, the anticipated expansion in the scale of the operations of the Company going forward, and the audit requirements for the coming financial year. Following the discussion, the Company has been orally notified by Prism on or around 3 December 2025 that Prism has carefully considered these developments, together with required effort and resources to cater for the expected increase in audit work, and intends to resign accordingly. The Audit Committee has therefore initiated discussions with Moore in relation to its potential engagement.

On 18 December 2025, Prism formally tendered their resignation. The Board, after due consideration and with the recommendation of the Audit Committee, has resolved to appoint Moore as the auditor of the Company to fill the casual vacancy.

Factors Considered on the Change of Auditor

The Audit Committee has considered section 2, particularly paragraph 2.2.4, of the Guide and is satisfied that the Moore is independent, competent and capable to perform high quality audits upon the consideration as set out in the Guide, and is satisfied that Moore has sufficient and appropriate manpower, expertise, time and resources to perform high quality audits of the Company.

The Audit Committee understands that the Company has engaged Moore for the audit work of the Target Company in connection with the Potential Acquisition. The Audit Committee believed that Moore would be able to provide better synergy and efficiency to the potential transaction and annual audit of the Company if Moore is also engaged as the auditor of the Company based on their reputation and experience. The Audit Committee has also assessed the independence, competence, capability and other factors as below:

- (i) Governance and leadership – Moore has been established in Hong Kong for 50 years, with network firms covering 116 countries and over 37,000 staff globally. The Audit Committee is satisfied that Moore has in place a rigorous audit approach, with extensive experience in providing timely audit services with a commitment to quality;
- (ii) Compliance with relevant ethical requirements – Moore is committed to provide quality service and comply with all the requirements of HKSQM 1 Statement of Quality Management and Code of Ethics and they possess reputable standing in the market. The Audit Committee is satisfied that Moore's audit methodology is effective in ensuring that Moore delivers high quality, independent and rigorous audits;
- (iii) Industry knowledge and technical competence – Moore has sufficient experience on auditing of over 50 listed companies in different industries with a team of certified accountant staff and experienced staff. The Audit Committee also considered that the audit partner in charge has over fifteen years' experiences on auditing of listed companies in different industries including the media and film production and distribution industry. The Audit Committee discussed with Moore and confirmed that they have sufficient competent staff to provide a high quality audit. In addition, the Audit Committee has reviewed and discussed with Moore about their audit plan and the audit time line which would be sufficient to provide a quality audit;

- (iv) Engagement performance – The Audit Committee has discussed with Moore on its overall audit strategy which sets out a clear scope and direction of the audit. Having reviewed Moore’s audit strategy and profiles of the engagement partner and team members, the Audit Committee is satisfied that the audit engagement team has sufficient resources, including expertise and time to perform high quality audits;
- (v) Communication and interaction with the Audit Committee – The Audit Committee is satisfied that the communication plan between Moore and the Audit Committee will facilitate effective discussions on auditing matters and maintain ongoing communications with Moore;
- (vi) Monitoring process – To the best knowledge of the Audit Committee, it is not aware of any behavior or activities from Moore that will threaten the integrity, objectivity and independence or adversely affect its quality of audit;
- (vii) Audit fee proposal – The Company contacted three audit firms for audit proposals and the Audit Committee considered these proposed fees together with the respective audit approaches, scope of work and allocation of audit resources. The audit fee proposed by the audit firms are similar to the Company’s 2024 audit fee which is approximately HK\$1.3 million to HK\$1.4 million. Since the audit fee proposed by Moore is also within the said range, the Audit Committee does not foresee that the change of auditor would result in cost cutting benefits in audit fee. Having considered the proposal by Moore on its fees and background, the Audit Committee considered it to be commensurate with the size and structure of the Group as well as the nature and complexity of the Group’s business and operations and, most importantly, is satisfied that Moore’s audit quality will not be compromised;

(viii) Proposed audit plan and timetable – The following proposed audit timetable is also provided by Moore:

Audit Planning and Opening Audit:	January 2026
Communication with the Audit Committee – Planning:	Mid-January 2026
Audit field work:	January 2026 – early March 2026
Communication with the management and the Audit Committee of the Company on the draft audited report:	Late March 2026
Announcement date:	Late March 2026
Publish Annual Report:	Late April 2026

After considering the overall audit strategy that sets out the scope, timing, and direction of the audit, the Audit Committee is satisfied that the proposed audit plan and the audit timeline provided by Moore are adequate and reasonable. The Audit Committee also considered that there are sufficient time for each audit phase;

- (ix) Sufficiency and appropriateness of resources – The Audit Committee discussed with Moore and confirmed that the audit team, as a minimum, will comprise of an audit partner in charge, a second partner as engagement quality reviewer and around three to five team members, including audit manager, audit senior and junior, for the audit of the Company. The Audit Committee considered that the number of audit staff is more than Prism, which comprise of around three to four team members, including audit manager, audit senior and junior, for the audit of the Company last year. Therefore, the Audit Committee is satisfied that the audit team has sufficient and appropriate human resources for the audit of the Company; and
- (x) Ongoing communication with Moore – The Audit Committee and the management of the Company has ongoing communication with Moore the audit status and believed that the late changes will not compromise the audit quality.

Accordingly, the Audit Committee is satisfied that Moore is independent, competent and capable to perform the highly quality audit, which meets the requirements of the Company and the change of auditors was further passed by the Board on 18 December 2025.

As at the date of this announcement, Moore has commenced the audit work on the audit for the year ended 31 December 2025 and is not aware of any audit issue that needs to be brought the attention of the Audit Committee and the shareholders.

All other information contained in the Announcement remains unchanged and continues to be valid for all purposes. This announcement is a supplement to and should be read in conjunction with the Announcement.

By order of the Board
Smart Digital Technology Group Limited
Mr. Jing Xufeng
Chairman

Hong Kong, 3 March 2026

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Jing Xufeng, Mr. Luo Lei, Ms. Wu Xiaoli and Mr. Hu Fanghui; and three independent non-executive Directors, namely Mr. Wu Hongliang, Mr. Niu Zhongjie and Mr. Xu Zhihao.