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WAH WO HOLDINGS GROUP LIMITED
華和控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9938)

RETIREMENT OF EXISTING AUDITOR AND PROPOSED APPOINTMENT OF NEW AUDITOR

This announcement is made by the board of directors (the "**Board**") of WAH WO HOLDINGS GROUP 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 announces that RSM Hong Kong ("**RSM**") will retire as auditor of the Company upon expiration of its current term of office at the conclusion of the forthcoming annual general meeting (the "**AGM**") to be held on 30 September 2026 and will not offer for re-appointment.

The Board and the audit committee of the Company (the "**Audit Committee**") confirm that there is no disagreement or unresolved matter between the Company and RSM. 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 retiring auditor to confirm whether or not there is any circumstance connected with their retirement which they consider should be brought to the attention of the holders of the Company's securities, the Audit Committee, the Board and the creditors of the Group. RSM has therefore not issued such confirmation. The Board is not aware of any other matter regarding the retirement of auditor that should be brought to the attention of the shareholders of the Company (the "**Shareholders**").

As at the date of this announcement, RSM has not commenced any audit work on the consolidated financial statements of the Group for the financial year ending 31 March 2027. The Board believes that the retirement of RSM will not have any significant impact on the annual audit and the release of annual results of the Group for the financial year ending 31 March 2027.

The Board would like to take this opportunity to express its sincere gratitude to RSM for its professional services rendered to the Company over the past years.

PROPOSED APPOINTMENT OF NEW AUDITOR

The Board, with recommendation from the Audit Committee, has resolved to propose the appointment of Wilson & Partners CPA Limited ("**WP CPA**") as the new auditor of the Company (the "**Proposed Appointment**") after the retirement of RSM and to hold office until the conclusion of the next AGM, subject to the approval by the Shareholders at the forthcoming AGM.

REASONS FOR THE CHANGE

The Board considers that a change of auditor after an appropriate period of time is in line with good corporate governance practices and would help enhance the independence and objectivity of the external audit function. As RSM has served as the auditor of the Company for a considerable number of years, the Board believes that the appointment of a new auditor would provide a fresh perspective to the audit process and further strengthen the Company's corporate governance framework.

In the ordinary course of the Company's review of its audit arrangements, the Board invited several accounting firms, including WP CPA, to submit proposals and quotations for audit services. Following a review of the recommendation of the Audit Committee, the Board considers that the Proposed Appointment is in the best interests of the Company and the Shareholders as a whole, ensuring the financial integrity of the Company and compliance with the relevant regulatory requirements.

ASSESSMENT BY THE AUDIT COMMITTEE

The Audit Committee has considered a number of factors in assessing the Proposed Appointment of WP CPA as the auditor of the Company in accordance with its terms of reference, including but not limited to (i) WP CPA's audit proposal and audit fee; (ii) its experience, industry knowledge and technical competence in providing audit work for companies listed on The Stock Exchange of Hong Kong Limited; (iii) its independence from the Group and objectivity; (iv) its market reputation; (v) its resources and capabilities; and (vi) the relevant guidance issued by the Accounting and Financial Reporting Council (the "**AFRC**"), including the Guidelines for Effective Audit Committees – Selection, Appointment and Reappointment of Auditors and the Guidance Notes on Change of Auditors.

After a comprehensive evaluation of the aforementioned factors, the Audit Committee noted the following:

(a) Extensive audit experience: WP CPA currently acts as the auditor for a number of companies listed on the Main Board of the Stock Exchange. Its expertise is highly relevant to the Company's operations, providing assurance that it is well-equipped to address the Company's regulatory and operational matters.

(b) Highly experienced audit team: WP CPA is led by managing directors with over 28 years of audit experience and specific expertise in serving Hong Kong listed companies, supported by an engagement team and management whose profiles demonstrate extensive backgrounds.

(c) Sufficient and appropriate audit resources: The proposed audit team comprises an engagement director, an engagement manager and dedicated audit staff to ensure that sufficient and appropriate audit resources will be allocated to meet the proposed audit timetable.

(d) Competitive package: WP CPA offers the most competitive package among all accounting firms that were invited to submit proposals and quotations for audit services, particularly in terms of audit scope, key audit areas, staffing structure, audit timetable and the level of senior engagement involvement.

(e) Strong market reputation: WP CPA has established a robust market reputation as a registered public interest entity auditor under the Accounting and Financial Reporting Council Ordinance (Cap. 588) and maintains a quality management system in accordance with the Hong Kong Standards on Quality Management, reflecting its commitment to high-quality external audit processes, strict independence and professional integrity.

The estimated annual audit fee for the year ending 31 March 2027 is HK$700,000, which is determined with reference to the proposed audit scope, the Company's current size, complexity and risk profile and the expected level of effort and timeline of the audit, and on the assumption that there will be no material change to the Company's business. The Audit Committee noted that the proposed audit fee is determined after arm's length negotiations.

The Audit Committee and the Board consider that the estimated audit fee is commensurate with the audit effort required to maintain a high standard of audit quality, and that the fee level does not compromise the scope, resources or quality of the audit to be performed by WP CPA. The Board and the Audit Committee have reviewed the qualifications, competence and experience of WP CPA and consider that WP CPA (i) meets the regulatory requirements; and (ii) is eligible and suitable to act as the auditor of the Company.

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

By order of the Board
WAH WO HOLDINGS GROUP LIMITED
CHEN Yuet Wa
Chairman and Chief Executive Officer

Hong Kong, 26 August 2026

As at the date of this announcement, the Board comprises five members, of which Mr. CHEN Yuet Wa and Mr. CHAN Fai are the executive directors of the Company; and Mr. YU Chi Wing, Ms. DING Xin and Mr. YEUNG Yiu Man are the independent non-executive directors of the Company.