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The directors ("Directors") of Riverhill Holdings Limited (the "Company") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors of the Company having made all reasonable enquires, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.



RIVERHILL HOLDINGS LIMITED

山河控股有限公司*

(incorporated in the Cayman Islands with limited liability)

CHANGE OF AUDITORS

At the AGM, the existing auditors of the Company, Ernst & Young, retired from office and, though eligible, did not offer themselves for re-appointment by the Company to hold the office of auditors of the Company for the year ended 30 June 2003. Charles Chan, Ip & Fung CPA Limited has been appointed as auditors of the Company in the AGM to hold office until the conclusion of the next annual general meeting of the Company.

CHANGE OF AUDITORS

The Company announces that at the annual general meeting of the Company held on 8 November 2002 (the "AGM"), its existing auditors, Ernst & Young, retired from office and, though eligible, did not offer themselves for re-appointment by the Company to hold the office of auditors of the Company for the year ended 30 June 2003. As confirmed by Ernst & Young in their notice of resignation, there were no circumstances in relation to their resignation that they considered should be brought to the attention of the members or creditors of the Company.

The Company further announces that Charles Chan, Ip & Fung CPA Limited was appointed as auditors of the Company in the AGM to hold office until the conclusion of the next annual general meeting of the Company.

By order of the board of Directors of **Yick Chong San** *Director*

Hong Kong, 8 November 2002

* for identification only

This announcement will remain on the GEM website on the "Latest Company Announcement" page for 7 days from the day of its posting.