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PALINDA GROUP HOLDINGS LIMITED
百利達集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8179)

APPOINTMENT OF AUDITOR

This announcement is made by Palinda Group Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to Rule 17.50(4) of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "**GEM Listing Rules**").

References are made to (i) the announcement of the Company dated 26 October 2026 in relation to, among other things, the proposed change of auditor; (ii) the circular of the Company dated 30 October 2026 (the "**Circular**") and the notice of the extraordinary general meeting of the Company dated 30 October 2026; and (iii) the poll results announcement of the Company dated 18 November 2026 (collectively, the "**Announcements**"), in relation to, among other matters, the proposed change of auditor of the Company. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcements, the Circular and the Poll Results Announcement.

The Board hereby announces that, having considered the recommendation of the audit committee of the Company (the "**Audit Committee**"), it has resolved to propose the appointment of Jon Gepsom CPA Limited ("**Jon Gepsom**") as the new auditor of the Company following the resignation of CCTH CPA LIMITED, to hold office until the conclusion of the next annual general meeting of the Company, subject to the approval of the Shareholders at an extraordinary general meeting of the Company to be convened.

CHRONOLOGY OF KEY EVENTS LEADING TO THE APPOINTMENT OF AUDITOR

Date	Event
18 November 2026	On 18 November 2026, the extraordinary general meeting was held in relation to the resignation of CCTH CPA LIMITED ("**CCTH CPA**") and the appointment of Quentin Wong & Co. CPA Limited ("**Quentin Wong & Co.**") as the auditor of the Company. The resolution in relation to the resignation of CCTH CPA was passed. As less than 50% of the votes were cast in favour of the resolution regarding the appointment of Quentin Wong & Co. as the auditor of the Company, that resolution was not passed as an ordinary resolution by the Shareholders. The Audit Committee instructed the Company to seek quotations from other professional accounting firms and the Board continues its efforts to identify a suitable auditor.
19 November 2026	The Company received brief audit fee proposals from Jon Gepsom and other professional accounting firms respectively. The Board discussed with these audit firms to assess their capabilities and other relevant information, and shortlisted Jon Gepsom as the potential auditor.
21 November 2026	The Audit Committee discussed with Jon Gepsom to understand its independence, objectivity, technical competence, industry knowledge, and engagement performance in order to evaluate the audit firm's audit quality, proposed audit timetable, resources assigned and other relevant information. The Audit Committee made a recommendation to the Board on the proposed appointment of Jon Gepsom as the auditor of the Company.
23 November 2026	The Board, after due consideration and with the recommendation from the Audit Committee, resolved to propose the appointment of Jon Gepsom as the auditor of the Company, subject to the approval of the Shareholders at the extraordinary general meeting.

ASSESSMENT OF JON GEPSOM

When assessing the selection of Jon Gepsom for recommendation to the Board as the new auditor of the Company, the Audit Committee has taken into account the criteria set out in the Guidelines for Effective Audit Committees – Selection, Appointment and Reappointment of Auditors published by the Accounting and Financial Reporting Council. In particular, the Audit Committee has considered the following factors:

(i) **Governance and leadership** – Jon Gepsom is registered with the AFRC as a public interest entity auditor. The Audit Committee has reviewed profiles of Jon Gepsom's leadership team, organisational structure and quality management policies on governance and leadership, and is satisfied that Jon Gepsom has established a sound audit quality management system and rigorous audit methodologies and is committed to conducting audit work in the interests of the Company's Shareholders and the wider public.

(ii) **Independence and compliance with relevant ethical requirements** – The Audit Committee has held discussions with the proposed engagement partner and noted that Jon Gepsom complies with the Code of Ethics for Professional Accountants (including the independence provisions) issued by the Hong Kong Institute of Certified Public Accountants and applicable quality management standards. There are no non-audit services, financial or commercial relationships between the Company and Jon Gepsom that may impair Jon Gepsom's independence, nor any other relationships (whether financial, employment, familial or otherwise) between members of the proposed audit engagement team (and their respective immediate family members) and the Company that could compromise Jon Gepsom's independence when conducting audits for the Company.

(iii) **Industry knowledge and technical competence** – Jon Gepsom serves numerous listed companies across different industries with a team comprising certified accountant staff and experienced staff. The Audit Committee also considered that the key partners across Hong Kong and PRC possess a wealth of experience ranging from over 15 years in auditing listed companies across different industries. The Audit Committee discussed with Jon Gepsom and confirmed that they have sufficient competent staff to provide a high-quality audit.

(iv) **Engagement performance** – Jon Gepsom proposed a viable timetable for completion of the audit of the Annual Results, including the allocation of time and resources to each audit phase. The Audit Committee was satisfied that the proposed timetable is viable. In addition, the Audit Committee has reviewed and discussed with Jon Gepsom about its overall audit strategy which covers clear audit scope, audit focus and key work arrangements. Jon Gepsom has assigned an adequately resourced audit team to complete the audit work. The proposed audit team is headed by an engagement director who will oversee the overall execution, allocation of audit resources and monitor project milestones. A quality control partner has been designated to oversee compliance with all applicable professional standards. A mixture of experienced technical manager, audit managers and staff accountants are designated to perform audit field work. After due consideration, the Audit Committee was satisfied that the proposed audit team of Jon Gepsom has sufficient capabilities and resources, including expertise and time to effectively carry out the audit work of the Company.

(v) **Communication and interaction** – The Audit Committee has reviewed Jon Gepsom's communication protocols, which include scheduled meetings, regular updates, and prompt responses to queries. The Audit Committee is satisfied that Jon Gepsom's approach will facilitate transparency, effective oversight, and constructive dialogue throughout the audit process. The Audit Committee considers that this proactive engagement will ensure that key issues are addressed promptly, that audit progress is monitored closely, and that the Audit Committee is kept fully informed of audit developments.

(vi) **Monitoring procedures** – The Audit Committee has established a framework for ongoing monitoring of Jon Gepsom's audit engagement, which includes: (a) regular updates from Jon Gepsom on audit progress against milestones; (b) review of significant audit findings and judgments prior to the issuance of the audit report; and (c) assessment of Jon Gepsom's adherence to professional standards and ethical requirements throughout the engagement. Based on enquiries made to Jon Gepsom and review of available information, the Audit Committee is not aware of any behavior or activities from Jon Gepsom that would threaten its integrity, objectivity and independence.

THE AUDIT PLAN AND TIMETABLE BY JON GEPSOM

Jon Gepsom has developed a concise, materiality driven and risk-based audit plan tailored to the Group's operations and financial reporting risks. The approach begins with understanding the Group's business, internal controls and key risk areas and focuses audit work on the subsidiaries and relevant transactions most likely to affect the financial statements.

The following proposed audit plan and timetable is provided by Jon Gepsom:

Phase	**Proposed Timetable Period**	**Detailed Procedures**
Audit Planning Phase	Upon the appointment becoming effective at the extraordinary general meeting (expected mid-December 2026)	1. Communicate with management and the Audit Committee; 2. Update the understanding of the Group's operations, key revenue streams and internal controls; 3. Identify and assess significant audit risks; 4. Understand internal control design and operation; test key control points; evaluate control effectiveness; determine the scope and nature of substantive procedures; 5. Perform inventory and fixed assets count.

Phase	Proposed Timetable Period	Detailed Procedures
Audit Execution Phase	Early of January to Mid of March 2027	1. Perform audit procedures in accordance with applicable auditing standards on opening balances and prior-year comparative figures; 2. Perform substantive procedures; focus on high-risk areas; 3. Provide audit instructions to component auditors (if any), including the scope of work, identified significant risks, materiality level, reporting timelines and documentation requirements; coordinate and monitor the progress of their audit work.
Completion and Reporting	End of March 2027	1. Summarise audit evidence obtained; 2. Communicate with component auditors (if any) to obtain and evaluate their audit findings, review component auditor reports and working papers where necessary, resolve significant matters arising and assess the adequacy and appropriateness of audit evidence obtained for consolidation purposes; 3. Communicate audit findings to management and the Audit Committee; 4. Finalise the consolidated financial results for the results announcement and the audited consolidated financial statements to be contained in the Company's annual report.

Based on the above, the Audit Committee has assessed and considered Jon Gepsom is eligible and suitable to act as the auditor of the Company for the consolidated financial statements of the Group for the year ending 31 December 2026. The Board and the Audit Committee are of the view that the appointment of Jon Gepsom as the auditor of the Company would maintain audit quality and enhance the effectiveness of the Company's annual audit and is in the interest of the Company and the shareholders as a whole.

The estimated audit fee for audit services as quoted by Jon Gepsom for the audit of the consolidated financial statements of the Company and its subsidiaries for the financial year ending 31 December 2026 is expected to be approximately HK$330,000 (exclusive of out-of-pocket expenses). The estimated audit fee has been determined after due consideration and arm's length negotiations between the Company and Jon Gepsom, taking into account, among other things, the size, nature and complexity of the Group's business operations, the expected scope of the audit, the audit timetable, and the level and mix of professional staff to be deployed.

The appointment of Jon Gepsom as the auditor of the Company is subject to the approval of the shareholders of the Company by way of an ordinary resolution at an extraordinary general meeting. A circular containing, among other things, details of the proposed appointment of Jon Gepsom as the auditor and a notice of the extraordinary general meeting will be despatched to the shareholders of the Company in due course.

By order of the Board
Palinda Group Holdings Limited
Huang Wei
Chairlady and Executive Director

Hong Kong, 23 November 2026

As at the date of this announcement, the Board comprises Ms. Huang Wei and Mr. Dou Sheng as executive Directors, and Mr. Wu Chi King, Mr. So Yat Chuen and Ms. Cheng Wai, Iris as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page of the HKEX website at www.hkexnews.hk for at least 7 days from the date of its publication and on the website of the Company at www.palinda.com.