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**富汇国际集团控股有限公司**

Fullwealth International Group Holdings Limited

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1034)**

## **RESIGNATION OF AUDITOR**

This announcement is made by Fullwealth International Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(4) and 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

### **RESIGNATION OF AUDITOR**

The board (the “**Board**”) of directors of the Company (the “**Directors**”) announces that the Company has received a letter (the “**Resignation Letter**”) on 18 June 2024 from Yongtuo Fuson CPA Limited (the “**Auditor**”) for its resignation as the auditors of the Group with immediate effect (the “**Resignation**”).

With reference to the Resignation Letter, the reasons for the Resignation and the matters which the Auditor considers that should be brought to the attention of the shareholders of the Company (the “**Shareholders**”) are summarised as follows:

During the course of the audit of the Group’s consolidated financial statements for the year ended 31 December 2023 (the “**2023 Audit**”), the Auditor is unable to obtain sufficient supporting documents for certain subsidiaries of the Company established in The People’s Republic of China, namely 海南富匯國際藝術教育有限公司, 海南富藝互聯網服務有限公司, 廈門富匯教育科技有限公司 and 海南富薈生物科技有限公司 (the “**PRC Companies**”). In addition, the Auditor is unable to obtain sufficient supporting documents for payments in relation to certain expenses for the PRC Companies amounting to approximately RMB37.9 million. The Auditor had various communications with the management of the Company, the Board and the audit committee of the Board regarding these significant audit issues.

The Auditor recommended the Board to form an independent committee which only comprises independent Directors to commission and lead an independent review (the “**Review**”) on the abovementioned significant audit issues.

As the Auditor is required to extend their audit work upon obtaining further information, the Auditor is therefore unable to determine the scope of any necessary additional audit work and is also not in a position to provide a reasonable estimate of the time required to complete the 2023 Audit. Accordingly, the Auditor decided to tender its resignation as the auditors of the Group with effect from 18 June 2024.

The Auditor has confirmed that, other than the abovementioned matters, it advised that there are no matters in respect of the circumstances leading to its Resignation need to be reported to the Company, the Shareholders or creditors of the Company.

Save as disclosed above, the Board is not aware of any matter in connection with the Resignation that needs to be brought to the attention of the Shareholders or creditors of the Company.

According to the articles of association of the Company, the Board may fill any casual vacancy in the office of the auditor of the Company. The Board is currently in the course of identifying a suitable replacement to fill the vacancy following the Resignation. The Company will make further announcement in relation to the appointment of the new auditor as soon as practicable in accordance with the Listing Rules.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the shares of the Company on the Stock Exchange was halted with effect from 9:04 a.m. on 12 March 2024 until the publication of the announcement for the annual results of the Company and its subsidiaries for the year ended 31 December 2023.

By order of the Board  
**Fullwealth International Group Holdings Limited**  
**Liu Xinyi**  
*Executive Director and Chief Executive Officer*

Hong Kong, 19 June 2024

*As at the date of this announcement, the Board comprises:*

<i>Executive Directors:</i>	Ms. Liu Xinyi ( <i>Chief Executive Officer</i> ) Ms. Qu Dongling
<i>Independent non-executive Directors:</i>	Mr. Yam Yuet Hang Mr. Wang Huimin Ms. Hui Sau Fan