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Shenghui Cleanness Group Holdings Limited

升輝清潔集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2521)

WITHDRAWAL OF ORDINARY RESOLUTION NO. 3 AT THE ANNUAL GENERAL MEETING TO BE HELD ON 28 JUNE 2024

Reference is made to (i) the circular of Shenghui Cleanness Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 21 May 2024, (ii) the notice of the annual general meeting dated 21 May 2024 (the “**Notice**”), and (iii) the accompanying forms of proxy (the “**Proxy Forms**”) in relation to the forthcoming annual general meeting of the Company (the “**Annual General Meeting**”) to be held on 28 June 2024.

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of the Company pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Only in view of that the Company was unable to reach an agreement on the proposed audit fee for the financial year ending 31 December 2024 with PricewaterhouseCoopers (“**PwC**”), after discussion with PwC, the Company has decided to withdraw the ordinary resolution no. 3 from the Annual General Meeting. PwC will retire as the auditor of the Company upon expiration of its term of office at the conclusion of the Annual General Meeting.

The Company is incorporated under the laws of Cayman Islands and to the knowledge of the Board there is no statutory 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 Company’s shareholders (the “**Shareholders**”) and creditors. PwC has therefore not issued such confirmation. The Board also confirm that to their best information, knowledge and belief having made reasonable enquiry, there was no disagreement between PwC and the Company, and there is no other matter in relation to the retirement of PwC that needs to be brought to the attention of the Shareholders.

The Board is in the process of identifying an appropriate firm to fill the vacancy following the retirement of PwC in accordance with the articles of association of the Company. Further announcement in relation to the appointment of the Group's auditor will be made by the Company as and when appropriate in accordance with the Listing Rules.

The ordinary resolution no. 3 in respect of the re-appointment of PwC as the Company's auditor for the ensuing year and to authorise the Directors to fix their remuneration as set out in the Notice and the Proxy Forms will be withdrawn and not be put forward for consideration and approval by the Shareholders at the Annual General Meeting.

By Order of the Board
Shenghui Cleanness Group Holdings Limited
Li Chenghua
Chairman and Executive Director

Hong Kong, 27 June 2024

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Li Chenghua and Mr. Chen Liming; and two independent non-executive Directors, namely Ms. Cheung Bo Man and Ms. Yau Yin Hung.