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New Horizon Health Limited
諾輝健康

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 6606)

RESIGNATION OF AUDITOR

This announcement is made by New Horizon Health Limited (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) pursuant to Rule 13.09(2)(a) and Rule 13.51(4) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities 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).

Reference is made to (i) the announcement of the Company dated March 28, 2024 in relation to the suspension of trading in the shares of the Company on the Stock Exchange with effect from 9:00 a.m. on March 28, 2024; (ii) the announcement of the Company dated March 28, 2024 in relation to, among others, the delay in publication of the 2023 Annual Results; (iii) the announcement of the Company dated April 8, 2024 in relation to, among others, the establishment of the Independent Special Committee; (iv) the announcement of the Company dated May 28, 2024 on the Resumption Guidance from the Stock Exchange; and (v) the announcement of the Company dated June 28, 2024 in relation to the first quarterly update on resumption progress (collectively, the “**Announcements**”).

Unless otherwise stated, capitalized terms used in this announcement shall bear the same meanings as those defined in the Announcements.

The board of directors (the “**Board**”) of the Company wishes to inform the shareholders (the “**Shareholders**”) and potential investors of the Company on the resignation of the Company’s auditor.

As stated in the Announcements, the Company has been working with all relevant parties towards resumption of trading in its shares, and this included liaising with its auditor, Deloitte Touche Tohmatsu (“**DTT**”), in connection with the audit of the Company’s consolidated financial statements for the year ended December 31, 2023 (“**2023 Audit**”) for publication for the 2023 Annual Results.

As stated in the Announcements, the Audit Committee has engaged Investigators to conduct an independent Investigation into the Audit Identified Issues. As of the date of this announcement, the Investigation is still in progress and all the necessary investigative procedures are yet to be completed by the Investigators.

The Company has been in communication with DTT for it to commit to a tentative timetable for completion of the 2023 Audit and notes that DTT has not been able to commit to such a timetable. This has left the Company in a state of uncertainty on when the 2023 Audit can be completed and hence when the 2023 Annual Results can be published. With a view to ensuring the 2023 Annual Results could be published as early as possible, the Board believed that it would be in the best interest of the Company and its Shareholders as a whole to replace DTT as auditor of the Company and engage another audit firm so as to complete the 2023 Audit as soon as practicable. Accordingly, the Board has informed DTT of its decision to change the auditor of the Company.

Following such communication, DTT has resigned as auditor of the Company with effect from September 9, 2024 and has stated in its resignation letter that (i) DTT has been reminding the Company that satisfactory completion of the Investigation is crucial for them to assess the timing of completion of the 2023 Audit, including whether any further audit procedures will be required in order for them to complete the 2023 Audit; and (ii) the effect of change of auditor would be that they would not be able to complete, as they had fully intended to do, the 2023 Audit and to fulfill, pursuant to their appointment at the Company's last annual general meeting in June 2023, their public interest obligation to report to the Shareholders. After careful consideration, DTT has concluded that the decision of the Board to appoint another audit firm to replace DTT as auditor of the Company has made DTT's professional relationship with the Company untenable. Accordingly, DTT has decided to tender its resignation as auditor of the Company with immediate effect. DTT has confirmed in its resignation letter that there are no matters in connection with its resignation as auditor of the Company in addition to those noted above that need to be brought to the attention of the Shareholders.

Save as disclosed in this announcement, the Board and the Audit Committee are not aware of any other matter in connection with DTT's resignation that needs to be brought to the attention of the Shareholders.

The Board would like to thank DTT for its professional services rendered to the Company over the past years.

Pursuant to the articles of association of the Company, the Board may fill any casual vacancy in the office of the auditor of the Company. Following the resignation of DTT, the Board is in the process of identifying a new auditor to fill the vacancy so as to complete the 2023 Audit as soon as possible. Further announcement in relation to the appointment of the Company's new auditor will be made by the Company as and when appropriate in accordance with the Listing Rules.

CONTINUED SUSPENSION OF TRADING

Trading in the Company's shares on the Stock Exchange has been suspended since March 28, 2024 and will remain suspended pending fulfilment of the Resumption Guidance.

Shareholders and potential investors should exercise caution when dealing in the securities of the Company.

By order of the Board
New Horizon Health Limited
Mr. YeQing ZHU
Chairman

Hong Kong, September 9, 2024

As at the date of this announcement, the Board comprises Mr. YeQing ZHU as Chairman and executive Director, Dr. Yiyou CHEN as executive Director, Mr. Naxin YAO as non-executive Director, and Mr. Danke YU, Prof. Hong WU, Dr. Donald Kwok Tung LI, Mr. LAU Ngai Kee Ricky and Ms. NG Weng Sin as independent non-executive Directors.