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**Jiayuan Services Holdings Limited**  
**佳源服務控股有限公司**  
*(incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 1153)**

## **CHANGE OF AUDITORS**

This announcement is made by Jiayuan Services Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

### **RESIGNATION OF AUDITORS**

The board of directors of the Company (the “**Board**”) announces that Elite Partners CPA Limited (“**Elite Partners**”) has resigned as the auditors of the Company with effect from 9 September 2024. Prior to the resignation of Elite Partners, the Company noted that Elite Partners is no longer able to undertake audit services for domestic enterprises listed outside the Mainland for a period of 5 years following a regulatory decision from the Ministry of Finance of the People’s Republic of China and has made relevant enquiries with Elite Partners.

Elite Partners stated in its resignation letter that it has decided to tender its resignation as the auditors of the Company after taken into account many factors such as its available internal resources. In addition, Elite Partners stated in the resignation letter that, as stated in the Company’s announcements dated 12 January 2024 and 17 May 2024, the Company discovered that there has been a number of abnormal payments and receipts recorded between the Group and certain entities (“**Abnormal Transactions**”); since the investigation of the Abnormal Transaction by an independent investigation agency is still ongoing, Elite Partners has not yet obtained sufficient evidence in this aspect.

Elite Partners has confirmed in its letter of resignation that there are no matters in addition to those noted above connected with its resignation that it considers ought to be brought to the attention of the shareholders of the Company (the “**Shareholders**”). The Board confirms that there is no disagreements between the Company and Elite Partners, or other matters save as disclosed above in relation to the change of auditors that need to be brought to the attention of the Shareholders.

The Board and the audit committee of the Company (the “**Audit Committee**”) expect that the change of auditors will cause delays in the publication of the 2022 annual results announcement and dispatch of the 2022 annual report, publication of the 2023 interim results announcement and dispatch of the 2023 interim report, publication of the 2023 annual results announcement and dispatch of the 2023 annual report, and publication of the 2024 interim results announcement and dispatch of the 2024 interim report of the Group.

The Board would like to express its sincere gratitude to Elite Partners for their professional services provided to the Company in its tenure.

## **APPOINTMENT OF AUDITORS**

The Board, with the recommendation from the Audit Committee, has resolved to appoint RSM Hong Kong (“**RSM Hong Kong**”) as the auditors of the Company with effect from 10 September 2024 to fill the casual vacancy following the resignation of Elite Partners and to hold office until the conclusion of the next annual general meeting of the Company.

The Audit Committee has considered a number of factors in assessing the appointment of RSM Hong Kong as the auditors, including but not limited to (i) the audit proposal of RSM Hong Kong; (ii) its experience and technical competence in handling audit works for companies listed on The Stock Exchange of Hong Kong Limited; (iii) its independence and objectivity; (iv) its resources and capabilities; and (v) the relevant guidelines issued by the Accounting and Financial Reporting Council.

Based on the above, the Audit Committee has assessed and considered that RSM Hong Kong is eligible and suitable to act as the auditors of the Company. The Board and the Audit Committee are of the view that the change of auditors would maintain audit quality and is in the interest of the Company and the Shareholders as a whole.

## **CONTINUED SUSPENSION OF TRADING**

Trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 3 April 2023, and will remain suspended until further notice.

**Shareholders and potential investors should exercise caution when dealing in the Shares.**

By order of the Board  
**Jiayuan Services Holdings Limited**  
*Executive Director*  
**Pang Bo**

Hong Kong, 10 September 2024

*As at the date of this announcement, the Board comprises, of which Mr. Pang Bo and Mr. Bao Guojun are the executive directors, and Ms. Liang Yunxu, Mr. Wang Huimin and Mr. Wong Kwok Yin are the independent non-executive directors.*