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Sanxun Holdings Group Limited

三巽控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6611)

APPOINTMENT OF AUDITOR

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

Reference is made to the announcements of the Company dated 11 June 2024 and 28 August 2024 in relation to the retirement of Ernst & Young and the cancellation of the extraordinary general meeting for the appointment of Baker Tilly Hong Kong Limited as the auditor of the Company. The Board hereby announces that, having considered the recommendation of the audit committee of the Company (the “**Audit Committee**”), the Board has resolved to propose, as an ordinary resolutions at the extraordinary general meeting (“**EGM**”), the appointment of Beijing Xinghua Caplegend CPA Limited (“**Beijing Xinghua**”) as the new Auditor for a term of office commencing from the conclusion of the EGM until the conclusion of the next following annual general meeting of the Company, subject to the approval of the Shareholders at the EGM.

The Audit Committee is satisfied that Beijing Xinghua is independent, competent and capable to perform a high-quality audit after considering factors set out in the Guidelines for Effective Audit Committees – Selection, Appointment and Reappointment of Auditors published by the Accounting and Financial Reporting Council. Specifically: (i) Beijing Xinghua is a member firm of Beijing Xinghua Certified Public Accountants (Special General Partnership), currently one of the top 20 accounting firms in China. Beijing Xinghua is registered and qualified as a public interest entity (PIE) auditor in Hong Kong with good governance and leadership; (ii) Beijing Xinghua has confirmed that (a) there is no financial interests and business relationship between Beijing Xinghua and the Group; (b) no non-audit service has been provided to the Group before the proposed appointment; (c) no proposed member of the engagement team or any partner of Beijing Xinghua has worked for the Group; and (d) there is no personal relationship (including financial, employment and family relationship) between the members of the engagement team (including their immediate family members) of Beijing Xinghua and the Group; (iii) Beijing Xinghua has extensive experience, industry knowledge, and technical competence in providing audit work to listed companies. The proposed audit team has extensive experience in auditing listed companies in the property development industry; and (iv) its proposed audit team will commit sufficient time and resources for the audit of the Company and will timely communicate with the Audit Committee and the management of the Company as and when needed.

The proposed audit fee of Beijing Xinghua is approximately RMB1.8 million (the “**Proposed Audit Fee**”). The Audit Committee is satisfied that the Proposed Audit Fee is commensurate with the extent of audit work required after considering the following factors: (i) the nature, size and complexity of the audit and reporting requirements applicable to the Group; (ii) the resources expected to be committed by Beijing Xinghua to carry out the audit engagement, taking into account the proposed audit team members and their experience, as well as Beijing Xinghua’s experience, industry knowledge, and technical competence in providing audit work to listed companies which are engaged in the property development business; and (iii) the proposed audit completion timetable and audit work plan of Beijing Xinghua. Beijing Xinghua will develop a comprehensive service plan tailored to the specific business scope of the Company. Beijing Xinghua’s execution work will start in December 2024, the audit procedures will be handled by an experienced manager and such seniors and assistants as are necessary to ensure timely completion and that any internal reporting deadlines are adhered to and met. Based on the current timetable, the audit is expected to be completed by mid-March 2025.

Based on the above, the Board and the Audit Committee are of the view that, (i) Beijing Xinghua is eligible and suitable to act as the new auditor of the Company; (ii) the audit fee proposed by Beijing Xinghua is commensurate with the extent of audit work required by the Group by reference to the size of the Group's business operations and assets; and (iii) the appointment of Beijing Xinghua is in the interest of the Company and the Shareholders as a whole. The Board would like to take this opportunity to welcome Beijing Xinghua as the auditor of the Company.

The EGM will be convened and held by the Company at which an ordinary resolution will be proposed to the shareholders (the “**Shareholders**”) of the Company to approve the appointment of Beijing Xinghua. A notice to convene the EGM and a circular containing, among other things, details of the appointment of Beijing Xinghua will be despatched by the Company to the Shareholders as soon as practicable.

By Order of the Board
Sanxun Holdings Group Limited
Qian Kun
Chairman

Hong Kong, 10 December 2024

As at the date of this announcement, the Board comprises Mr. Qian Kun, Ms. An Juan, Mr. Tao Qingchen and Mr. Zhang Xiaohui as executive Directors, and Mr. Gao Bo, Mr. Wang Ye and Mr. Tong Yu as independent non-executive Directors.