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A & S GROUP (HOLDINGS) LIMITED

亞洲實業集團(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1737)

**SUPPLEMENTAL ANNOUNCEMENT REGARDING
RE-APPOINTMENT OF AUDITOR IN THE CIRCULAR
DATED 24 JULY 2026**

Reference is made to the circular of A & S Group (Holdings) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 24 July 2026 (the “**Circular**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The Company would like to provide the following supplemental information regarding the Circular.

RE-APPOINTMENT OF AUDITOR

HLB Hodgson Impey Cheng Limited (“**HLB**”) will retire as the independent auditor of the Company at the AGM and, being eligible, offer themselves for re-appointment.

The Board, upon the recommendation of the Audit Committee, proposed to re-appoint HLB as the independent auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company. An ordinary resolution will be proposed at the AGM to approve the re-appointment of HLB as the independent auditor of the Company and to authorize the Board to fix the remuneration of the independent auditor of the Company for the year ending 31 March 2027.

The audit fee for the year ending 31 March 2027 is estimated to be in the range of approximately HK\$850,000 to HK\$900,000 (the “**Estimated Audit Fee Range**”), as agreed between the Company and HLB. In determining the Estimated Audit Fee Range, the Group and HLB have taken into account a number of factors, including the size and structure of the Group, the nature and complexity of the Group’s business and operations, the expected scope of the audit work, and the time and resources required to be deployed by HLB. As at the date of the Circular, the Company has no material change in the Group’s business operations. Having

discussed with HLB, there is expected to be no material change to the expected scope and timetable of the audit and the time and resources to be deployed by HLB. Such determination was made on the assumption that no material changes are expected in the Group's business, operations, accounting policies or regulatory environment during the financial year, and that the Group will provide timely and adequate assistance and information as required for the audit. The estimated audit fee is broadly in line with the audit fee for the year ended 31 March 2026 and 2025 (being approximately HK\$860,000 and HK\$860,000 respectively). The increase in the upper range of the audit fee is to accommodate any additional audit procedures or audit effort that may be required based on the actual scope of work undertaken during the audit, taking into account the impact of inflation on audit costs. Unless there is a material change in the aforesaid bases and assumptions, the final audit fee is not expected to deviate materially from the Estimated Audit Fee Range. In the event of any material change, the Company will make further disclosure as appropriate.

As HLB is familiar with the Group's financial position and affairs, the Board and the Audit Committee consider that the estimated audit fee is fair and reasonable, taking into account the facts and circumstances known as at the Latest Practicable Date, and that the audit related work in respect of the Group for the year ending 31 March 2027 will be performed more efficiently by HLB, which is in the best interests of the Company and the Shareholders as a whole.

Save as disclosed above, all other information contained in the Circular remains unchanged. This announcement is supplemental to and should be read in conjunction with the Circular.

By order of the Board
A & S Group (Holdings) Limited
Law Kwok Leung Alex
Chairman and Executive Director

Hong Kong, 7 August 2026

As at the date of this announcement, the Board comprises Mr. Law Kwok Leung Alex and Mr. Law Kwok Ho Simon as executive Directors; and Mr. Ho Chun Chung Patrick, Mr. Iu Tak Meng Teddy, Mr. Kwan Ngai Kit and Ms. Pau Yee Ling as independent non-executive Directors.