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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)

RETIREMENT 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**”).

The Board announces that Ernst & Young will retire as the auditor of the Company with effect from the conclusion of the forthcoming annual general meeting of the Company to be held on 28 June 2024 (the “**AGM**”) and Ernst & Young has notified the Company that they will not seek re-appointment as auditor of the Company at the AGM.

The Company received a letter dated 11 June 2024 from Ernst & Young, confirming that up to the date of the letter, there are no circumstances connected with their retirement which they consider should be brought to the attention of the shareholders or creditors of the Company in relation to the change of the auditor of the Company. In reaching the decision of retirement, Ernst & Young have considered a number of factors including the professional risk associated with the audit and the level of audit fees.

The Board and the audit committee of the Company confirm that there is no disagreement between Ernst & Young and the Company, and that the Board and the audit committee of the Company are not aware of any matters in respect of the retirement of Ernst & Young that need to be brought to the attention of the shareholders of the Company and the Stock Exchange. The Board would like to express its sincere gratitude to Ernst & Young for its professional and quality services rendered to the Group during the past years.

Since Ernst & Young will not seek re-appointment as auditor of the Company at the AGM, the ordinary resolution numbered 4 in the circular (the “**AGM Circular**”) and notice of AGM (the “**AGM Notice**”) of the Company both dated 5 June 2024 has been withdrawn and will no longer be put to the AGM. The withdrawal of the aforesaid ordinary resolution numbered 4 will not affect the validity of the form of proxy enclosed with the AGM Circular, except that no votes will be taken or counted for the aforesaid ordinary resolution numbered 4. Save for the above, all other resolutions as set out in the AGM Notice will remain unchanged and will continue to be considered and voted at the AGM. The date, time and venue for holding the AGM shall remain unchanged. For those shareholders of the Company who have lodged their proxy forms for the AGM, such proxy forms are still valid for the AGM for the resolutions other than the aforesaid ordinary resolution numbered 4.

The Board is in the process of identifying new auditor to fill the vacancy following the retirement of Ernst & Young. Further announcement in relation to the appointment of the Group’s new auditor will be made by the Company as and when appropriate in accordance with the Listing Rules.

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

Hong Kong, 11 June 2024

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