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**粵海廣南(集團)有限公司**  
**GDH GUANGNAN (HOLDINGS) LIMITED**

*(Incorporated in Hong Kong with limited liability)*

**(Stock code: 01203)**

## **CHANGE OF AUDITOR**

This announcement is made by the board of directors (the “**Board**”) of GDH Guangnan (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 AUDITOR**

The Board has reviewed the need for a change of auditor, having considered Messrs. KPMG (“**KPMG**”) has served as the auditor of the Company for over 20 years. The Board and the audit committee of the Company (“**Audit Committee**”) considered that it is the appropriate time to rotate the auditor of the Company for upholding good corporate governance, maintaining the independence and objectivity of the Company’s external auditor and in the interest of the Company and the shareholders of the Company (“**Shareholders**”) as a whole. Accordingly, the Board announces that KPMG has resigned as the auditor of the Company with effect from 25 September 2025.

KPMG has confirmed in its letter of resignation that there are no matters or circumstances in relation to its resignation that need to be brought to the attention of the Shareholders or creditors of the Company. The Board has confirmed that there is no disagreement between KPMG and the Company, and there are no matters in respect of the change of auditor that need to be brought to the attention of the Shareholders.

KPMG has not commenced any audit work on the consolidated financial statements of the Group for the financial year ending 31 December 2025. The Board expects that the change of auditor will not have any significant impact on the preparation of the consolidated financial statements of the Group for the financial year ending 31 December 2025.

The Board would like to take this opportunity to express its sincere gratitude to KPMG for its professional services and support to the Group in previous years.

## **APPOINTMENT OF AUDITOR**

The Board further announces that, with the recommendation of the Audit Committee, the Board has resolved to appoint Messrs. Deloitte Touche Tohmatsu (“**Deloitte**”) as the new auditor of the Company to fill the casual vacancy following the resignation of KPMG 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 Deloitte as the auditor of the Company, including but not limited to (i) Deloitte’s experience, industry knowledge and technical competence in providing audit work for companies listed on The Stock Exchange of Hong Kong Limited; (ii) its independence from the Group and objectivity; (iii) its resources and capabilities; (iv) its audit proposal and audit fee; and (v) the relevant guidance issued by the Accounting and Financial Reporting Council in accordance with the terms of reference of the Audit Committee.

Based on the above, the Audit Committee has assessed and considered that Deloitte is eligible and suitable to act as the auditor of the Company. The Board and the Audit Committee have reviewed the qualifications, competence and experience of Deloitte and consider that they meet the regulatory requirements and are of the view that the change of auditor is in the interest of the Company and the Shareholders as a whole.

The Board expresses its warm welcome to Deloitte on its appointment as the new auditor of the Company.

By order of the Board  
**GDH Guangnan (Holdings) Limited**  
**Yang Zhe**  
*Acting Chairman and General Manager*

Hong Kong, 25 September 2025

*As at the date of this announcement, the Board is composed of two executive directors, namely Mr. Yang Zhe and Mr. Chau Wang Kei; two non-executive directors, namely Ms. Yu Huijuan and Mr. Wen Yinheng; and three independent non-executive directors, namely Mr. Gerard Joseph McMahon, Mr. Li Kar Keung, Caspar and Dr. Wong Yau Kar, David.*