

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



LINGJIN

灵 金

Lingbao Gold Group Company Ltd.

靈寶黃金集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3330)

CHANGE OF AUDITOR

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

RESIGNATION OF AUDITOR

KPMG (“**KPMG**”) was re-appointed as auditor of the Company at the annual general meeting of the Company held on 23 May 2023 to hold office until the conclusion of the next annual general meeting of the Company.

However, the board (the “**Board**”) of directors (the “**Directors**”) of the Company hereby announces that KPMG has resigned as the auditor of the Company with effect from 19 December 2023 as KPMG and the Company could not reach a consensus on the audit fee for the year ending 31 December 2023.

KPMG has confirmed that there were no matters in connection with its resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”). The Board and the audit committee of the Company (the “**Audit Committee**”) has confirmed that, there were no disagreement or unresolved matters between the Company and KPMG (save for the said audit fee in respect of the audit of the consolidated financial statements of the Group for the year ending 31 December 2023), and there were no other matters or circumstances in respect of the change of auditor that need to be brought to the attention of the Shareholders, the creditors of the Company and the Stock Exchange.

As at the date of this announcement, the Board confirms that KPMG has not commenced any audit work for the year ending 31 December 2023. The Board therefore believes that the change of auditor will not have any significant impact on the annual audit and the release of annual results of the Group for the year ending 31 December 2023.

The Board would like to express its sincere appreciation to KPMG for the professionalism and care it has demonstrated in its services as external auditor of the Company.

APPOINTMENT OF AUDITOR

The Board, with the recommendation of the Audit Committee, has resolved to appoint BDO Limited (“**BDO**”) as the new auditor of the Company with effect from 20 December 2023 to fill the casual vacancy arising from the resignation of KPMG and to hold office until the conclusion of the next annual general meeting of the Company.

Such recommendation was made by the Audit Committee after due consideration of, *inter alia*, (i) the Stock Exchange’s Enforcement Bulletin (March 2023 edition), (ii) the open letter dated 27 October 2022 and the follow-up open letter dated 11 January 2023 issued by the Accounting and Financial Reporting Council (“**AFRC**”), and (iii) AFRC’s Guidelines for Effective Audit Committees — Selection, Appointment and Reappointment of Auditors; as well as careful assessment of BDO’s eligibility and suitability to act as the auditor of the Company in accordance with the rules and requirements set forth therein.

The Audit Committee has thus considered various factors when selecting BDO as the auditor of the Company, including, *inter alia*, (i) the standard of business integrity from its track records and its reputation in the industry; (ii) its independence and objectivity; (iii) its industry knowledge, technical competence/expertise and performance capability; (iv) its familiarity with the requirements under the Listing Rules and the International Financial Reporting Standard; (v) its infrastructure, resources and capability of completing the audit of the Group’s consolidated financial statements for the year ending 31 December 2023 (the “**2023 Audit**”) within the stipulated schedule; (vi) its audit proposal, and its presentation to and communication with the Audit Committee; and (vii) its governance and corporate culture and team structure.

The Audit Committee also noted that BDO, being known for its reputation and standing, has extensive audit experience through its acting or having acted as auditors for many Hong Kong listed companies, including some well-known and sizable enterprises, and a vast global network with extensive internal expert support. The Audit Committee has also assessed the size and structure of its engagement team for the 2023 Audit and considered that BDO has sufficient resources and manpower to achieve audit quality. Based on the above, the Audit Committee is satisfied that BDO has a high standard of integrity, and possesses the requisite expertise and technical competence, sufficient manpower and time available for service, which coupled with its satisfactory track records and industry reputation, will ensure its independence, competence, as well as its

capability of conducting high-quality audit work for the Company. The Board and the Audit Committee consider that the appointment of BDO as auditor of the Company would be in the best interests of the Company and its Shareholders as a whole.

The Board hereby extends its welcome to BDO on its appointment as the auditor of the Company.

By order of the Board
Lingbao Gold Group Company Ltd.
Chen Jianzheng
Chairman

Lingbao City, Henan Province, the PRC
20 December 2023

As at the date of this announcement, the Board of the Company comprises five executive directors, namely Mr. Chen Jianzheng, Mr. Xing Jiangze, Mr. He Chengqun, Mr. Dai Weitao and Mr. Wu Liming; two non-executive directors, namely Mr. Zhang Feihu and Mr. Wang Guanran; and four independent non-executive directors, namely Mr. Wang Guanghua, Mr. Wang Jiheng, Mr. Xu Rong and Mr. Tan Chong Huat.