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## **MOG HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1942)**

### **RESIGNATION OF ONE OF THE INDEPENDENT JOINT AUDITORS**

This announcement is made by MOG 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 (the “**Listing Rules**”).

The board (the “**Board**”) of directors (“**Director(s)**”) of the Company hereby announces that Grant Thornton Malaysia PLT (“**Grant Thornton**”) had tendered its resignation (the “**Resignation**”) as one of the independent joint auditors of the Company (the “**Independent Joint Auditor(s)**”) with effect from 28 June 2022, but continued to be retained by the Company as the local statutory auditors and component auditors in respect of the audit of the Group’s Malaysia subsidiaries after considering the following factors:

- i. Grant Thornton was notified by the Group’s management in mid-June 2022 that the Group’s unaudited revenue generated in Mainland China contributed more than 50% of the Group’s total revenue for the year ended 31 March 2022;
- ii. due to Grant Thornton’s internal policy, Grant Thornton had to obtain its national and international team’s approval under the situation mentioned in above point (i) if Grant Thornton continues its engagement to be one of the Independent Joint Auditors; and
- iii. because of the time required (around one month) to complete the national and international approval process as mentioned in above point (ii), Grant Thornton would not be able to complete the audit work by 30 June 2022 should Grant Thornton continue to be one of the Independent Joint Auditors.

In view of the aforesaid practical difficulties and based on further discussion with the Company, Grant Thornton had decided to tender its resignation as one of the Independent Joint Auditors.

Save as disclosed above, Grant Thornton confirmed in writing that there are no other matters in connection with its Resignation that needs to be brought to the attention of the holders of securities or creditors of the Company.

The Board and the audit committee of the Company confirm that, save as disclosed in this announcement, there is no disagreement or unresolved matters between the Company and Grant Thornton and that there are no matters in respect of the Resignation which should be brought to the attention of the holders of securities or creditor of the Company.

Following the Resignation, Mazars CPA Limited (“**Mazars**”), being the only remaining Independent Joint Auditor, will continue to act as the auditor of the Company and hold office until the conclusion of next annual general meeting.

Based on the latest progress of audit and the reporting arrangement as agreed between Mazars and Grant Thornton as required under the International Standard on Auditing 600, the Board expects that the Group’s condensed consolidated annual results announcement for the year ended 31 March 2022, as agreed with Mazars, in accordance with Rule 13.49 of the Listing Rules would be published by the Group on 30 June 2022 as originally scheduled.

The Board would like to take the opportunity to express its gratitude to Grant Thornton for its professional services and support rendered to the Company in the past.

By Order of the Board  
**MOG Holdings Limited**  
**Dato’ Ng Kwang Hua**  
*Chairman*

Hong Kong, 28 June 2022

*As at the date of this announcement, the Company has three executive Directors, namely Dato’ Ng Kwang Hua (Chairman), Ms. Tang Tsz Yuet and Mr. Zhou Yue, and four independent non-executive Directors, namely Mr. Ng Chee Hoong, Mr. Ng Kuan Hua, Ms. Jiao Jie and Puan Sri Datuk Seri Rohani Parkash Binti Abdullah.*