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STAR SHINE HOLDINGS GROUP LIMITED

應星控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1440)

CHANGE OF AUDITOR

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Star Shine 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 on The Stock Exchange of Hong Kong Limited.

RESIGNATION OF AUDITOR

The Board announces that PricewaterhouseCoopers (“**PwC**”) has resigned as the auditor of the Company with effect from 4 December 2023 as PwC and the Company could not reach a consensus on the audit fee for the year ending 31 December 2023.

The Company is incorporated under the laws of the Cayman Islands and to the knowledge of the Board there is no requirement under the laws of the Cayman Islands for the resigning auditor to confirm whether or not there is any circumstance connected with their resignation which they consider should be brought to the attention of the Company’s shareholders and creditors. PwC has therefore not issued such confirmation.

The Board and the audit committee of the Company (the “**Audit Committee**”) also confirmed that, save for the audit fee for the year ending 31 December 2023, there is no disagreement between PwC and the Company, and there is no other matter in respect of the resignation of PwC as the auditor of the Company that needs to be brought to the attention of shareholders or creditors of the Company.

The Board would like to take this opportunity to express its sincere gratitude to PwC for its professional and quality services rendered to the Company during the past years.

APPOINTMENT OF AUDITOR

The Board, with the recommendation of the Audit Committee, has resolved to appoint Mazars CPA Limited (“**Mazars**”) as the external auditor of the Company with effect from 4 December 2023 to fill the vacancy following the resignation of PwC and to hold office until the conclusion of the next annual general meeting of the Company. Pursuant to Articles 176 of the articles of association of the Company, the Board may fill any casual vacancy in the office of auditor and fix the remuneration of the auditor so appointed. Accordingly, no extraordinary general meeting will be held for such purpose.

The Audit Committee has considered a number of factors in assessing the appointment of Mazars as the auditor, including but not limited to (i) the audit plan of Mazars; (ii) team members possess rich experiences and capabilities, including their industry knowledge and technical competence in providing audit work for companies listed on the Stock Exchange; (iii) their familiarity with the requirements under the Listing Rules and the Hong Kong Financial Reporting Standards; (iv) its independence from the Group and objectivity; (v) its reputation in the market; (vi) its resources and capabilities; and (vii) the guidelines issued by the Accounting and Financial Reporting Council.

Based on the above, the Audit Committee has assessed and considered that Mazars is eligible and suitable to act as the auditor for audit for the year ending 31 December 2023. The Board, with the recommendation of the Audit Committee, has resolved to appoint Mazars as the new auditor of the Company. The Board and the Audit Committee are of the view that the change in auditor would enhance the cost effectiveness of the Company’s audit and is in the interest of the Company and its Shareholders as a whole.

The Board would like to take this opportunity to welcome Mazars as the auditor of the Company.

By order of the Board
Star Shine Holdings Group Limited
Tsoi Wing Sing
Chairman

Hong Kong, 4 December 2023

As at the date of this announcement, the Board comprises of Mr. Tsoi Wing Sing, Mr. Lin Minqiang, Mr. Larry Stuart Torchin, and Ms. Tsoi Lam Ki as executive Directors, and Mr. Chow Kit Ting, Dr. Chiu Kwok Hung, Justin, and Mr. Chan Hoi Shan as independent non-executive Directors.