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## **Honliv Healthcare Management Group Company Limited**

**宏力醫療管理集團有限公司**

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

**(Stock Code: 9906)**

### **INSIDE INFORMATION CHANGE OF AUDITOR POSSIBLE DELAY IN PUBLICATION OF THE 2025 ANNUAL RESULTS AND RESUMPTION OF TRADING**

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) Honliv Healthcare Management Group Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

#### **RESIGNATION OF AUDITOR**

The Board wishes to inform the shareholders (the “**Shareholders**”) and potential investors of the Company that PricewaterhouseCoopers (“**PwC**”) has resigned as the auditor of the Company with effect from 24 March, 2026 upon request from the Company, given the circumstances described as below.

As referenced in PwC’s resignation letter dated 24 March, 2026 (the “**Resignation Letter**”), during the course of its audit of the Group’s consolidated financial statements for the year ended 31 December 2025 (the “**FY 2025**”) PwC became aware that bank loan in

the principal amount of RMB63,000,000 and subsequent payments with equivalent amount which were not recorded in the financial statements of the Company at the time. PwC reported such matter (the “**Matter**”) to the audit committee of the Board (the “**Audit Committee**”) and has recommended the Audit Committee establish an independent investigation committee with an independent investigation consultant to conduct an independent review of the Matter.

PwC explained that the results of the independent investigation would be relied upon by them as significant evidence for the FY2025 audit. Pending the resolution of the Matter which may bring significant uncertainty to the audit timetable, the Company has ceased providing information and documents requested by PwC in connection with the FY2025 audit, and recommended PwC to resign as auditor of the Company based on the Board resolution dated 24 March 2026. PwC has stated that as of the date of the Resignation Letter, PwC has not been able to obtain all the necessary information and documents for them to continue the annual audit for FY2025, including to perform the necessary audit procedures in relation to the Matter. The communications and the Board’s decision made it clear that they would be unable to obtain the information necessary to allow them to fulfil their obligation to conduct the annual audit for FY2025. After careful consideration, given the circumstances described in the Resignation Letter, PwC has agreed to resign as auditors of the Company with effect from the 24 March, 2026.

#### **ACTIONS TAKEN BY THE COMPANY**

The Company, for the matters raised in the Resignation Letter, has taken the following actions, amongst other things:

- (i) In order to address the matters raised in the Resignation Letter, the Audit Committee of the Company has established an independent investigation committee (the “**Independent Investigation Committee**”) consisting of the independent non-executive Directors (namely, Mr. Sun Jigang, Mr. Zhao Chun and Mr. Jiang Tianfan).
- (ii) To further facilitate the work of the Independent Investigation Committee, the Company have also, with consultation of the Independent Investigation Committee, engaged an independent certified public accountant firm and law firms based in the People’s Republic of China and Hong Kong to assist with handling matters relating to the investigation and other regulatory matters arising from the investigation.
- (iii) The Independent Investigation Committee will, with the assistance of its advisors, finalize the scope and procedures of the investigation and undertake an investigation of the matters that are brought to its attention.

(iv) The Company will also bring the matter highlighted by PwC to the attention of HLB, the new auditor appointed by the Company.

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 outgoing auditor to confirm whether or not there is any circumstance in connection with their resignation which they consider should be brought to the attention of the holders of the Company's securities. PwC has therefore not issued such confirmation.

The Board and the Audit Committee have confirmed that, save as disclosed above, they are not aware of any matters in relation to the resignation of PwC as the Auditor that need to be brought to the attention of the Shareholders.

The Company would like to take this opportunity to sincerely thank PwC for the professional services over the past years.

#### **APPOINTMENT OF NEW AUDITOR**

With the recommendation of the Audit Committee, HLB Hodgson Impey Cheng Limited (“**HLB**”) has been appointed as the new auditor of the Company with effect from 24 March 2026 to fill the casual vacancy following the resignation of PwC 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 HLB in accordance with their duties stated in the terms of reference of the Audit Committee, including but not limited to (i) the caliber of HLB including its experience in handling audit work for companies listed on the Stock Exchange, its familiarity with the requirements under the Listing Rules and the Hong Kong Financial Reporting Standards; (ii) the audit approach of HLB; (iii) its independence and objectivity; (iv) its reputation in the market; (v) its resources and capability; and (vi) the guidelines issued by the Accounting and Financial Reporting Council.

Based on the above, the Audit Committee has assessed and considered HLB is independent, competent and capable to act as the new auditor of the Company. The Board and the Audit Committee are of the view that the appointment is in the interest of the Company and the Shareholders as a whole.

The Board would like to take this opportunity to welcome HLB as the Auditor.

## **POSSIBLE DELAY IN PUBLICATION OF ANNUAL RESULTS**

As a result of the change in the auditor, the Company anticipates that the necessary procedures for finalizing the Company's audited consolidated financial statements for FY2025 might not be completed by 31 March 2026. In such event, the Company may not be able to publish the audited annual results for FY2025 (the “**2025 Audited Annual Results**”) in accordance with Rule 13.49(1) and Rule 13.49(2) of the Listing Rules or management accounts yet to be agreed upon with its auditor in accordance with Rule 13.49(3) of the Listing Rules as they may not accurately reflect the financial performance and/or position of the Group and the publication of the unaudited management accounts could cause confusion and may be misleading to the Shareholders and potential investors of the Company. As a result of the foregoing, the Company will also postpone the meeting of the Board for the purpose of considering and approving the 2025 Audited Annual Results and its publications, and considering the declaration of a final dividend, if any.

The Company will make further announcement(s) in accordance with Rules 13.43, 13.49(1), 13.49(2) and 13.49(3) of the Listing Rules as and when appropriate.

## **POSSIBLE SUSPENSION OF TRADING**

Pursuant to Rule 13.50 of the Listing Rules, the Stock Exchange will normally require suspension of trading in an issuer's securities if an issuer fails to publish periodic financial information in accordance with the Listing Rules. The suspension will normally remain in force until the issuer publishes an announcement containing the requisite financial information.

In the event that the Company is unable to publish the 2025 Audited Annual Results on or before 31 March 2026, trading in the shares of the Company on the Stock Exchange is expected to be suspended with effect from 9:00 a.m. on Wednesday, 1 April 2026 until the publication of the 2025 Audited Annual Results by the Company.

## **RESUMPTION OF TRADING**

At the request of the Company, trading in the Shares on the Stock Exchange has been halted with effect from 9:00 a.m. on 20 March 2026 pending the publication of this announcement. Application has been made by the Company for the resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on 25 March 2026.

**Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.**

By Order of the Board  
**Honliv Healthcare Management Group Company Limited**  
**Qin Yan**  
*Chairman*

Hong Kong, 25 March 2026

*As at the date of this announcement, the Board comprises Mr. Qin Yan, Mr. Wang Zhongtao and Ms. Li Yanhong as the executive directors; Mr. Qin Hongchao as the non-executive director; and Mr. Zhao Chun, Mr. Sun Jigang and Mr. Jiang Tianfan as the independent non-executive directors.*