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潼關黃金集團有限公司
Tongguan Gold Group Limited

(Incorporated in Bermuda with limited liability)
(Stock Code: 00340)

PROPOSED CHANGE OF AUDITORS

The board of directors (the “**Board**”) of Tongguan Gold Group Limited (the “**Company**”) and its subsidiaries (collectively, the “**Group**”) announces that BDO Limited (“**BDO**”) have resigned as the auditors of the Company with effect from 29 December 2021. The reason for the change of the auditors of the Company is solely due to the fact that the Company and BDO could not reach an agreement on the audit fee for the financial year ending 31 December 2021.

BDO confirmed that there are no circumstances connected with its resignation which needs to be brought to the attention of shareholders of the Company (the “**Shareholders**”). To the best knowledge of both the Board and the audit committee of the Company (the “**Audit Committee**”), there are no circumstances in respect of the proposed change of auditors which they consider need to be brought to the attention of the Shareholders.

Subject to the approval of the Shareholders at the special general meeting of the Company (the “**SGM**”), the Board resolved, with the recommendation from the Audit Committee, to propose the appointment of CCTH CPA Limited (“**CCTH**”) as the auditors of the Company to fill the casual vacancy following the resignation of BDO and to hold office until the conclusion of the next annual general meeting of the Company. Pursuant to the Bye-laws of the Company, the directors of the Company shall as soon as practicable convene a SGM to approve the appointment of CCTH as the auditors of the Company.

The Board would like to express its appreciation for the professional services of BDO in the past years.

A circular containing, amongst others, details of the proposed change of auditors of the Company and notice of the SGM of the Company will be dispatched to the Shareholders as soon as practicable.

By Order of the Board
Tongguan Gold Group Limited
Yeung Kwok Kuen
Executive Director and Chief Financial Officer

Hong Kong, 29 December 2021

As at the date of this announcement, the board of directors of the Company comprises Mr. Yeung Kwok Kuen, Mr. Shi Xing Zhi and Mr. Shi Sheng Li as executive Directors, Mr. Chu Kang Nam, Mr. Liang Xu Shu and Mr. Leung Ka Wo as independent non-executive Directors.