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LET GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1383)

(1) DELAY IN THE PUBLICATION OF THE 2023 ANNUAL RESULTS ANNOUNCEMENT AND DESPATCH OF THE 2023 ANNUAL REPORT; AND (2) CONTINUED SUSPENSION OF TRADING

This announcement is made by LET Group Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) and 13.49(3)(i) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

Unless otherwise stated, all references to Rules and Chapters in this announcement are references to the rules and chapters of the Listing Rules.

DELAY IN PUBLICATION OF THE 2023 ANNUAL RESULTS AND DESPATCH OF THE 2023 ANNUAL REPORT

The Delay

The board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors of the Company of the following delay (the “**Delay**”):

- (a) the publication of Company’s announcement on its preliminary results (“**2023 Annual Results**”) in respect of the financial year ended 31 December 2023 (“**FY2023**”) will be delayed and the 2023 Annual Results will not be published before 31 March 2024 as required by Rule 13.49(1); and

- (b) the despatch of the Company's annual report ("**2023 Annual Report**") to the Shareholders will be delayed and the 2023 Annual Report will not be despatched before 30 April 2024 as required by Rule 13.46(2)(a).

Reason for the Delay

The audit committee of the Board ("**Audit Committee**") has been without any member since 15 January 2024 following the resignation of all the Company's independent non-executive directors effective on 15 January 2024 as announced in the Company's announcement dated 15 January 2024. Absence of the Audit Committee to review the financial statements of the Company for FY2023 and to facilitate audit arrangement with the Company's auditor for the audit of the financial statements, the Company is not in a position to agree with its auditor on its financial statements for FY2023, which is a requisite requirement for the publication of the 2023 Annual Results as required by Rule 13.49(2).

Expected date of announcement of the 2023 Annual Results

The Company is in the course of identifying suitable candidates to fill in the vacancy of its independent non-executive directors for the purpose of fulfilling the requirements of the Listing Rules in regard to, amongst other matters, its Audit Committee. As at the date of this announcement, no appointment has been made. The Company will make a further announcement on the expected date of announcement of the 2023 Annual Results once sufficient number of independent non-executive directors has been appointed for the purpose of constituting its Audit Committee.

Rule 13.49(3)

Rule 13.49(3) provides that where an issuer is unable to issue its preliminary results in accordance with Rules 13.49(1) and 13.49(2), it must announce its results based on the financial results which have yet to be agreed with the auditor (so far as the information is available).

The unaudited management accounts of the Group for FY2023 may not accurately reflect the financial performance and position of the Group for FY2023 and publication of which may mislead or confuse the Shareholders and potential investors of the Company, in particular, absence any review by the Audit Committee as explained in "Reason for the Delay" in this announcement. The Board is therefore of the view that it would not be appropriate for the Company to publish an unaudited management accounts of the Group for FY2023 at this stage prior to review by the Audit Committee.

CONTINUED SUSPENSION OF TRADING

All dealings in the shares of the Company have been suspended since 9:00 a.m. on 14 February 2024 (the “**Shares Dealings Suspension**”) as announced in the Company’s announcement dated 14 February 2024.

Pursuant to Rule 13.50, 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, and the suspension will normally remain in force until the issuer publishes an announcement containing the requisite financial information. Accordingly, trading in the shares of the Company on the Stock Exchange will continue to remain suspended even if the Shares Dealings Suspension has been lifted unless and until the publication of the 2023 Annual Results by the Company.

The Board will make further announcement if and when appropriate, including without limitation, resumption of trading in the shares of the Company.

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

By order of the Board
LET Group Holdings Limited
Lo Kai Bong
Chairman

Hong Kong, 22 March 2024

As at the date of this announcement, the executive Director is Mr. Lo Kai Bong (Chairman).