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YIN HE HOLDINGS LIMITED

銀合控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8260)

CHANGE OF AUDITORS

This announcement is made by Yin He Holdings Limited (the "**Company**" and together with its subsidiaries, the "**Group**") pursuant to rule 17.50(4) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited.

The board of directors (the "**Board**") of the Company announces that BDO Limited ("**BDO**") had resigned as the auditors of the Group with effect from 11 April 2016 as BDO and the Company could not reach a consensus on the audit fee for the financial year ended 31 March 2016.

BDO confirms that there are no matters connected with its resignation that need to be brought to the attention of the holders of securities of the Company. The Board and the audit committee of the Company also confirms that there are no other matters or circumstances in connection with the resignation of the auditors of the Company that need to be brought to the attention of the holders of securities of the Company.

The Board is pleased to announce that, with the recommendation from the audit committee of the Company, ZHONGLEI (HK) CPA Company Limited has been appointed as the new auditor of the Group with effect from 11 April 2016 to fill the vacancy following the resignation of BDO and to hold office until the conclusion of the next annual general meeting of the Company. The Board would like to take this opportunity to express its gratitude to BDO for its professional services rendered to the Group in the past years.

By Order of the Board Yin He Holdings Limited Lam Tsz Chung Executive Director

Hong Kong, 11 April 2016

As at the date of this announcement, the executive Directors are Mr. Lam Tsz Chung, Mr. Li Si Cong and Mr. Zheng Zhong Qiang, the non-executive Director is Mr. Chang Tin Duk Victor and the independent non-executive Directors are Mr. Lam Raymond Shiu Cheung, Mr. Wang En Ping and Dr. Cheung Wai Bun Charles, JP.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on GEM website on the "Latest Listed Company Information" page for at least seven days from the day of its posting and on the Company's website at www.yinhe.com.hk.