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FingerTango Inc.

指尖悅動控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 6860)

PROPOSED CHANGE OF AUDITOR

This announcement is made by the board (the “**Board**”) of directors (the “**Director(s)**”) of FingerTango Inc. (the “**Company**”, which together with its subsidiaries are collectively referred as the “**Group**”) pursuant to Rule 13.51(4) of the Rules (the “**Listing Rules**” Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited).

The Board announces that, (i) subject to the passing of the relevant resolution(s) at an extraordinary general meeting of the Company (the “**EGM**”) to be convened and held to consider and approve, PricewaterhouseCoopers (“**PwC**”) be removed as the auditor of the Group (the “**Proposed Removal**”) and (ii) subject to the Proposed Removal becoming effective and the passing of the ordinary resolution at the EGM approving the Appointment (as defined below), ZHONGHUI ANDA CPA Limited (“**ZHONGHUI ANDA**”) be appointed as the new auditor of the Group (the “**Appointment**”) to fill the vacancy arising from the Proposed Removal and hold office until the conclusion of the next annual general meeting of the Company.

PROPOSED REMOVAL OF PwC

PwC was re-appointed as auditor of the Group at the last annual general meeting of the Company held on 5 June 2019 to hold office until the conclusion of the next annual general meeting of the Company.

During the course of planning for the audit of the consolidated financial statements of the Group for the year ended 31 December 2019 (the “**FY2019 Annual Results**”), the Company had been in numerous discussions with PwC in relation to the information and documentation required for the audit for the FY2019 Annual Results. However, PwC had not replied in a timely manner and it resulted in a material delay in the progress of audit planning. Accordingly, the Board was not satisfied with the collaboration and the communication between the Group and PwC and was in lack of confidence on PwC to fulfill its engagement as an auditor of the Group.

After considering the facts and circumstances, the audit committee of the Company (the “**Audit Committee**”), having been delegated the power to oversee the effectiveness of the external auditors and to make recommendations to the Board on appointment and removal of auditors, provided that the Board should seek the approval of the shareholders of the Company (the “**Shareholders**”) to remove PwC as the Company’s external auditors. The Proposed Removal is subject to the passing of a special resolution at the EGM pursuant to the articles of association of the Company (the “**Articles**”).

MATTERS TO BE BROUGHT TO THE ATTENTION OF THE SHAREHOLDERS

Before the Board resolved to remove PwC subject to Shareholders’ approval at the EGM, the Company has offered opportunity to PwC to speak with the members of the audit committee of the Company. In addition, the Company has requested PwC to provide their written representations.

The Board confirms that PwC provided a confirmation letter dated 17 January 2020 to the Board and the Audit Committee (the “**PwC Letter**”) after the Audit Committee has recommended, and the Board has resolved on 11 December 2019 to, remove PwC as the auditor of the Company subject to Shareholders’ approval at the EGM.

PwC stated in the PwC Letter that they have been requesting for information and documents in relation to the unlisted financial instruments issued by Leading Global Fund SPC as announced by the Company on 14 June 2019 and the unlisted financial instruments issued by Orbitronic Global Development Co., Limited as announced by the Company on 13 December 2019 for the purpose of audit procedures. PwC stated that, inter alia:-

“The information/documents we requested include but are not limited to:-

- fair value evaluation of investments in unlisted financial instruments as at 31 December 2019;
- the background and financial position of the issuers, including individuals/parties that control the issuers, the composition and identity of the related investment managers, contact persons and other details, etc.;
- details in respect of the due diligence procedures, risk assessment and approval conducted by the Company to support its investment decisions;
- information memorandum or other equivalent documents prepared by the issuers in connection with the issue of these financial instruments, including information on the underlying investments to be made by the issuers;
- reasons for not redeeming the remaining portion of its investments in Leading Global Fund SPC;
- the redemption requests to issuers, purchase agreements with issuers, banking documents evidencing the receipt or payment of cash with respect to the redemption or newly purchase of the financial instruments.

Up to the date of this letter, we have not been provided with any of the abovementioned information/documents, and therefore we have not performed audit procedures in respect of the Company's investment in the unlisted financial instruments that are critical to the audit."

Up to and until the date of this announcement, the Company has not received any other written representations from PwC, nor has it received any other confirmation on change of auditors from PwC notifying the Company of any matters that need to be brought to the attention of the Shareholders save as those matters disclosed in this announcement.

To the best of the Directors' knowledge, information and belief, save as disclosed above, there are no other circumstances or matters in connection with the Proposed Removal that need to be brought to the attention of the Shareholders.

PROPOSED APPOINTMENT OF ZHONGHUI ANDA

The Audit Committee has assessed and considered that ZHONGHUI ANDA is eligible and suitable to act as auditor of the Group. The Board, with the recommendation of the Audit Committee, proposes to appoint ZHONGHUI ANDA as the new auditor of the Group until the conclusion of the next annual general meeting of the Company. The Appointment will be subject to the Proposed Removal becoming effective and the passing of an ordinary resolution for the Appointment at the EGM.

IMPLICATIONS UNDER THE LISTING RULES

Pursuant to the Article 152(2) of the Articles, the removal of an auditor before the expiration of his term of office shall require the approval by special resolution of the members at a general meeting of the Company, and an auditor shall by ordinary resolution at that meeting be appointed in his stead for the remainder of his term.

Pursuant to Rule 13.88 of the Listing Rules, (a) the Company must not remove its auditor before the end of the auditor's term of office without first obtaining Shareholders' approval at a general meeting; (b) the Company must send a circular proposing the removal of the auditor to the Shareholders with any written representations from the auditor not less than 10 business days before the general meeting; and (c) the Company must allow the auditor to attend the general meeting and make written and/or verbal representations to the Shareholders at the general meeting.

In compliance with the Articles and the Listing Rules, the Proposed Removal will be proposed at the EGM as a special resolution and the Appointment will be proposed at the EGM as an ordinary resolution.

Accordingly, the Company will, at the time of dispatch of the circular containing, among other matters, further information on the Proposed Removal and the Appointment, together with a notice convening the EGM, to the Shareholders, also dispatch a copy to PwC to invite them to attend the EGM to make written or verbal representations to the Shareholders at the EGM, if any.

THE EGM

The EGM will be convened and held for the purposes of considering and, if thought fit, approving the Proposed Removal and the Appointment. A circular containing further information of the Proposed Removal and the Appointment, together with the notice of the EGM, is expected to be dispatched to the Shareholders on or before 23 January 2020 (Thursday).

By order of the Board
FingerTango Inc.
LIU Jie
Chairman and Chief Executive Officer

Hong Kong, 17 January 2020

As at the date of this announcement, the Board comprises Mr. LIU Jie, Mr. ZHU Yanbin, Mr. WANG Zaicheng and Mr. LIU Zhanxi as executive Directors and Mr. GUO Jingdou, Ms. YAO Minru and Dr. LIU Jianhua as independent non-executive Directors.