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## **INCUTECH INVESTMENTS LIMITED**

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

**(Stock Code: 356)**

### **PROPOSED CHANGE OF AUDITORS**

The Board announces that the existing auditors of the Company, W.H. Tang & Partners CPA Limited, will resign as the auditors of the Company with effect from the conclusion of the Adjourned AGM and will not offer itself for re-appointment. As such, W.H. Tang & Partners CPA Limited will retire as the auditors of the Company upon conclusion of the Adjourned AGM.

The Board has resolved, with the recommendation from the audit committee of the Company, to propose the appointment of Li, Tang, Chen & Co. as the new auditors of the Company to fill the vacancy immediately following the retirement of W.H. Tang & Partners CPA Limited and to hold office until the conclusion of the next annual general meeting of the Company, subject to approval by Shareholders at the Adjourned AGM. An ordinary resolution will be proposed at the Adjourned AGM for the Shareholders to consider, and if though fit, appoint Li, Tang, Chen & Co. as the new auditors of the Company.

A supplemental circular containing, among other things, details of the proposed change of auditors of the Company together with the revised notice of the AGM will be despatched to the Shareholders on or before 8 August 2014.

This announcement is made by Incutech Investments Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(4) of the Rules Governing Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board of directors (the “**Board**”) of the Company announces that on 7 August 2014, the Company received a letter from the existing auditors of the Company, W.H. Tang & Partners CPA Limited, informing the Company that as it is unable to agree on the audit fee for the year ended 31 December 2014 with the Company, and will resign as the auditors of the Company with effect from the conclusion of the adjourned annual general meeting (the “**Adjourned AGM**”) of the Company (details of such adjournment was announced by the Company on 25 July 2014) and will not offer itself for re-appointment. As such, W.H. Tang & Partners CPA Limited will retire as the auditors of the Company upon conclusion of the Adjourned AGM.

W.H. Tang & Partners CPA Limited has confirmed to the Company that there were no matters connected with its decision of resignation and retirement that needed to be brought to the attention of the shareholders of the Company (the “**Shareholders**”). The Board has confirmed that it was not aware of any matters in relation to the retirement of W.H. Tang & Partners CPA Limited should be brought to the attention of the Shareholders. The Board and its audit committee have also confirmed that there is no disagreement between the Company and W.H. Tang & Partners CPA Limited.

W.H. Tang & Partners CPA Limited has not commenced the review of the interim results of the Group for the six months ending 30 June 2014. No audit work has been commenced by W.H. Tang & Partners CPA Limited in respect of the audit of the Group’s financial statements for the year ending 31 December 2014.

The Company sought cost quotation from Li, Tang, Chen & Co. and it was selected to be proposed for filling the vacancy concerned. Accordingly, the Board has resolved, with the recommendation from the audit committee of the Company, to propose the appointment of Li, Tang, Chen & Co. as the new auditors of the Company to fill the vacancy immediately following the retirement of W.H. Tang & Partners CPA Limited and to hold office until the conclusion of the next annual general meeting of the Company, subject to approval by Shareholders at the Adjourned AGM. An ordinary resolution will be proposed at the Adjourned AGM for the Shareholders to consider, and if though fit, appoint Li, Tang, Chen & Co. as the new auditors of the Company. The Board is of the view that this proposed appointment is in the best interests of the Company and the Shareholders as a whole.

A supplemental circular containing, among other things, details of the proposed change of auditors of the Company together with the revised notice of the AGM will be despatched to the Shareholders on or before 8 August 2014.

The Board would like to take this opportunity to express its sincere gratitude to W.H. Tang & Partners CPA Limited for its professional and quality services rendered to the Group during the past years.

By order of the Board  
**Incutech Investments Limited**  
**Leung King Yue, Alex**  
*Executive Director*

Hong Kong, 7 August 2014

*As at the date of this announcement, the Board comprises of Mr. Leung King Yue, Alex, Mr. Leong Chi Wai and Mr. Lewis Chan as executive Directors; Ms. Chan Pui Kwan and Mr. Ma Chun Fai as non-executive Directors; Mr. Kwok Ming Fai, Mr. Lo Chi Ming and Mr. Jochum Siebren Haakma as independent non-executive Directors.*