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賽伯樂國際控股

**CYBERNAUT INTERNATIONAL HOLDINGS COMPANY LIMITED**

**賽伯樂國際控股有限公司**

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

**(Stock Code: 1020)**

**(1) SUPPLEMENTAL ANNOUNCEMENT  
DELAY IN PUBLICATION OF 2024 ANNUAL RESULTS  
(2) CHANGE OF AUDITORS  
AND  
(3) CONTINUED SUSPENSION OF TRADING**

This announcement is made by Cybernaut International Holdings Company Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09(2)(a) and 13.51(4) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement published by the Company dated 1 April 2025 (the “**Delay Announcement**”) in relation to (among other things) the delay in publication of the 2024 Annual Results. Unless otherwise defined in this announcement, capitalised terms defined in the Delay Announcement shall have the same meanings when used in this announcement.

**REASONS FOR THE COMPANY’S DELAY IN PUBLISHING ITS 2024 ANNUAL RESULTS**

The delay in publication of the 2024 Annual Results was due to, among others, the additional time required for the Company to gather relevant information and documents to address the following critical outstanding matters regarding the audit of the Company’s 2024 Annual Results (collectively the “**Outstanding Issues**”):

1. Calculation of Non-Controlling Interest (“**NCI**”) for 2023: Clarification on the methodology and calculations used in determining the NCI in the consolidated financial statement of the Company for the financial year 2023;
2. Opening Adjustments and Balances: Provision of relevant information and supporting documents of certain opening adjustments and balances in the Company’s consolidated financial statements;

3. Goodwill Impairment Assessments: Provision of supporting information concerning the key assumptions and estimates used in the goodwill impairment assessments, including details on growth rates and discount rates, and the finalised valuation report;
4. Expected Credit Loss on Certain Financial Assets: Provision of supporting information related to the key assumptions and estimates adopted in the expected credit loss calculation, such as probability of default and loss given default rates, and the finalised valuation report;
5. Audit Confirmations: Receipt of certain critical audit confirmations; and
6. Bank Confirmations: Receipt of certain outstanding bank confirmations.

## CHANGE OF AUDITORS

### Resignation of Auditor

As disclosed in the Delay Announcement, there is certain outstanding information in relation to the Outstanding Issues relating to the 2024 Annual Results. The Company has maintained ongoing dialogue and provided explanations and supporting documents to Beijing Xinghua Caplegend CPA Limited (“**BJXH**”), the auditor of the Company, to assist BJXH to complete its audit work with respect to the Outstanding Issues. As the audit progressed, the effort and time involved by BJXH in completing the audit increased, and the scope of BJXH’s procedures was adapted in response to the status of outstanding information made available. However, in view of the Outstanding Issues, the Company and BJXH were not able to reach a consensus on additional audit fee associated with the Outstanding Issues for completing the audit work for the 2024 Annual Results. After further discussions, the Company was of the view that it would be in the interests of the Company and its shareholders (the “**Shareholders**”) to appoint another firm of certified public accountants to complete the audit work as soon as practicable and requested BJXH to consider resigning as the auditor, and BJXH agreed to resign.

On 17 April 2025, the Board and its audit committee (the “**Audit Committee**”) received an outgoing letter from BJXH (the “**Outgoing Letter**”) setting out matters leading to its resignation as the Auditor. In the Outgoing Letter, BJXH stated that given the aforesaid decision of the Board to request BJXH to consider resigning as the auditor of the Company, BJXH agreed to resign as the auditor (the “**Resignation**”) with effect from the date of the Outgoing Letter.

The Company is incorporated under the laws of Cayman Islands and to the knowledge of the Board, there is no requirement under the laws of Cayman Islands for the outgoing auditor to confirm whether or not there is any circumstance connected with their resignation which they consider should be brought to the attention of the Company’s creditors and Shareholders. BJXH has therefore not issued such confirmation.

The Board and the Audit Committee have confirmed that, save as disclosed above, they are not aware of any matters in relation to the Resignation that need to be brought to the attention of the Shareholders.

## **Appointment of Auditor**

The Board further announces that, with the recommendation of the Audit Committee, it has resolved to appoint Confucius International CPA Limited (“CICPA”) as the new auditor of the Company with effect from 17 April 2025, to fill the vacancy following the resignation of BJXH and to hold office until the conclusion of the next annual general meeting of the Company. The Audit Committee has considered a number of factors, including without limitation (a) the audit proposal of CICPA in view of the Outstanding Issues, including its monitoring measures and communication plan with the Audit Committee; (b) its experience and technical competence in handling audit works for companies listed on the Stock Exchange and the relevant regulatory and reporting requirements; (c) the independence and objectivity of CICPA, including the absence of prior relationship (including provision of non-audit services) with the Company and any member of the Group; (d) CICPA’s resources and capabilities, including the size and structure of the proposed audit team; (e) its reputable standing in the market; and (f) the relevant guidelines issued by the Accounting and Financial Reporting Council.

The Audit Committee has assessed and considered that CICPA is eligible and suitable to act as the auditor of the Company. The Board and the Audit Committee are of the view that the appointment of CICPA as the new auditor of the Company is in the interest of the Company and its Shareholders as a whole.

The Board would like to welcome CICPA on its appointment as the auditor of the Company.

The Company will keep the shareholders and potential investors of the Company updated on the expected date of publication of the 2024 Annual Results by publishing announcement(s) in due course.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended from 9:00 a.m. on Tuesday, 1 April 2025 until the publication of the 2024 Annual Results.

**The Company will make further announcement(s) in due course to inform the Shareholders and potential investors of the Company of any information update. Shareholders and potential investors of the Company are reminded to exercise caution when dealing in the shares of the Company.**

By order of the Board of Directors  
**Cybernaut International Holdings Company Limited**  
**Mr. Zhu Min**  
*Chairman*

Hong Kong, 17 April 2025

*As at the date of this announcement, the executive Directors are Mr. Zhu Min and Ms. Yip Sum Yu and the independent non-executive Directors are Mr. Tong Yiu On, Mr. Li Yik Sang and Mr. Cao Ke.*