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ZH INTERNATIONAL HOLDINGS LIMITED

正恒國際控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 185)

CHANGE OF AUDITOR

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of ZH International Holdings Limited (the “**Company**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board hereby announces that Deloitte Touche Tohmatsu, Certified Public Accountants (“**Deloitte**”) has resigned as the auditor of the Company with effect from 29 November 2018. Deloitte has confirmed in writing that there are no matters in connection with its resignation that need to be brought to the attention of the shareholders and creditors of the Company.

The Board further announces that, with the recommendation of the Company’s audit committee, Ernst & Young, Certified Public Accountants (“**Ernst & Young**”) has been appointed as the new auditor of the Company with effect from 7 December 2018 to fill the casual vacancy following the resignation of Deloitte and to hold office until the conclusion of the next annual general meeting of the Company.

The Board, with the recommendation of the Company’s audit committee, is of the view that the appointment of Ernst & Young as the auditor of the Company would align the audit arrangements between the Company and its ultimate holding company, thereby enhancing the efficiency of audit services which would be in the best interest of the Company as well as its shareholders as a whole.

The Board has confirmed that there are no other matters in respect of the change of auditor which need to be brought to the attention of the shareholders of the Company. The Board would like to take this opportunity to express its sincere gratitude to Deloitte for its professional and quality services rendered to the Company in the past years.

By Order of the Board
ZH International Holdings Limited
Zhang Jingguo
*Chairman, Chief Executive Officer
and Executive Director*

Hong Kong, 7 December 2018

As at the date of this announcement, the executive Directors are Mr. Zhang Jingguo and Mr. Zhang Guoqiang; the non-executive Director is Ms. Huang Yanping and the independent non-executive Directors are Mr. Liu Da, Dr. Liu Qiao and Mr. Ma Yuntao.