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ALLIANCE INTERNATIONAL EDUCATION LEASING HOLDINGS LIMITED

友聯國際教育租賃控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1563)

PROPOSED CHANGE OF AUDITOR

This announcement is made by the board of directors (the "**Board**") of Alliance International Education Leasing Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to Rule 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**").

RETIREMENT OF AUDITOR

The Board hereby announces that the existing auditor of the Company, SHINEWING (HK) CPA Limited ("**SWHK**"), will retire as auditor of the Company with effect from the conclusion of the forthcoming annual general meeting of the Company to be held on Thursday, 27 August 2026 (the "**AGM**") and will not offer itself for re-appointment as auditor of the Company, as the Company and SWHK were unable to reach a consensus on the proposed audit fee for the audit of the consolidated financial statements of the Company and its subsidiaries for the year ending 31 March 2027 (the "**2026/2027 Audit**"). In addition, SWHK has served as auditor of the Company for a prolonged period since the year ended 31 December 2019, the Board considers that the proposed change of auditor will help maintain good corporate governance and enhance the independence and objectivity of the audit work of the Company.

SWHK has confirmed that except for a qualified opinion expressed in the audited financial statements of the Group for the year ended 31 March 2026 as set out in the auditor's report dated 24 June 2026, there are no circumstances connected with their retirement which should be brought to the attention of the shareholders of the Company (the "**Shareholders**"). The Board and the audit committee of the Company (the "**Audit Committee**") have confirmed that there is no disagreement or unresolved matters between

SWHK and the Company regarding the proposed change of auditor of the Company, nor are there any other matters that need to be brought to the attention of the Shareholders and the Stock Exchange.

As at the date of this announcement, SWHK has not commenced any audit work in relation to the 2026/2027 Audit. The Board believes that the retirement of SWHK will not have any significant impact on the annual audit and the release of annual results of the Group for the year ending 31 March 2027.

The Board would like to take this opportunity to express its sincere gratitude to SWHK for its professional services and support to the Group in previous years.

PROPOSED APPOINTMENT OF AUDITOR

In light of SWHK's retirement, the Audit Committee has conducted a full competitive tender exercise covering SWHK and three other comparable audit service providers to assess audit service quotations for the 2026/2027 Audit. Based on the result of the aforementioned process and with the recommendation of the Audit Committee, the Board has resolved to propose to appoint KTC Partners CPA Limited ("**KTC**") as the auditor of the Company with effect from the conclusion of the AGM and until the conclusion of the next annual general meeting of the Company, subject to the approval of the Shareholders at the AGM and the completion of KTC's client acceptance procedures. The Board and the Audit Committee consider that the proposed change of auditor would (i) enhance the efficiency of audit works and (ii) reduce the anticipated auditor's remuneration, which would be in the interests of the Company and the Shareholders as a whole.

The Audit Committee noted that KTC has audit experience across both the finance and operation leasing and education services sectors and is capable of managing the audit procedures having regard to the Group's business scope. Having considered KTC's relevant track record and sector expertise, the Audit Committee is of the view that the proposed appointment of KTC will maintain the efficiency of the audit process and facilitate overall audit workflow execution.

In respect of the reduction in annual audit remuneration aligning with Shareholders' interests, the audit fee offered by KTC is considered more competitive and to be provided without any curtailment of the required audit scope, testing procedures, or deployment of specialist audit resources. The sustained reduction in annual audit expenditure will lower the Group's administrative overheads and generate long-term economic benefits for the Company and its Shareholders as a whole.

In addition to the above, the Audit Committee has taken into account various factors when evaluating appointment of KTC as the auditor of the Company, including without limitation: (i) its audit proposal; (ii) its experience, industry knowledge, and technical competence in providing audit work for companies listed on the Stock Exchange; (iii) its independence from the Group and its objectivity; (iv) its reputation in the market; (v) its resources and capabilities; (vi) *the Guidelines for Effective Audit Committees — Selection, Appointment and Reappointment of Auditors* published by the Accounting and Financial Reporting Council (the "**AFRC**") in December 2021 (the "**Guide**"), including section 2 "Selection and Appointment of Auditors" of the Guide; and (vii) *Guidance Notes on Change of Auditors* published by the AFRC.

Based on the above, the Board and the Audit Committee have assessed and considered KTC to be eligible and suitable to act as the auditor of the Company. The Board and the Audit Committee are of the view that: (i) by reference to the scale of the Group's business operations and assets, the audit fee agreed with KTC is commensurate with the scope of audit work required by the Group; (ii) the proposed change of auditor would maintain audit quality and is in the interest of the Company and the Shareholders as a whole; and (iii) KTC is independent, competent, and capable (including manpower, expertise, time, and other resources) to perform a high-quality audit for the Company.

The aforementioned proposed appointment will be put forward for approval by the Shareholders by way of an ordinary resolution at the AGM. A circular of the Company containing, among other matters, details of the proposed change of auditor of the Company together with the notice convening the AGM will be disseminated to the Shareholders and published on the websites of The Stock Exchange of Hong Kong Limited and the Company in due course.

By order of the Board
Alliance International Education Leasing Holdings Limited
Li Luqiang
Chairman

Hong Kong, 4 August 2026

As at the date of this announcement, the Board comprises Mr. Li Luqiang, Mr. Liu Zhenjiang, Ms. Liu Meina and Mr. Yuen Kin Shan as executive Directors; and Mr. Liu Changxiang, Mr. Liu Xuewei, Mr. Jiao Jian and Ms. Xing Li as independent non-executive Directors.