

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

My Heart Bodibra Group Limited

心心芭迪貝伊集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8297)

CHANGE OF AUDITOR

This announcement is made by MY HEART BODIBRA GROUP LIMITED (the “**Company**”) pursuant to Rule 17.50(4) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

RESIGNATION OF AUDITOR

The board of directors of the Company (the “**Board**”) hereby announces that World Link CPA Limited (“**World Link**”) has resigned as the auditor of the Company (“**Auditor**”) with effect from 30 March 2020 after taking into account the circumstances and conditions including the change of its engagement team personnel responsible for carrying out the audit work for the Group for the year ending 31 March 2020.

The Company has received from World Link a confirmation that there is no other matters in connection with its resignation that need to be brought to the attention of the members or creditors of the Company.

The Board and the audit committee of the Company (the “**Audit Committee**”) also confirmed that there is no disagreement between World Link and the Company, and there is no other matters in respect of the resignation of World Link which should be brought to the attention of the holders of securities or creditors of the Company.

The Board would like to take this opportunity to thank World Link for their professional and quality services provided to the Company in the past years.

APPOINTMENT OF NEW AUDITOR

The Board announces that McMillan Woods (Hong Kong) CPA Limited (“**McMillan Woods**”) has been appointed as the new Auditor with effect from 31 March 2020 to fill the casual vacancy which was created by the resignation of World Link and to hold office until the conclusion of the forthcoming annual general meeting of the Company.

According to Code Provision C3.3 of Appendix 15 to the GEM Listing Rules, the Audit Committee is responsible for performing, among others, the following duties:

- (a) to be primarily responsible for making recommendations to the Board on the appointment, re-appointment and removal of the external Auditor;
- (b) to approve the remuneration and terms of engagement of the external Auditor; and
- (c) to address any issues related to the resignation or removal of the Auditor (if any).

In respect of the resignation of World Link and the appointment of McMillan Woods, the Audit Committee has:

1. discussed and dealt with issues regarding the reasons for World Link's resignation as the Company's Auditors and the possible impacts on auditing of the Company's consolidated financial statements for the year ending 31 March 2020 (the "**2020 Financial Report Audit**");
2. obtained fee quotations from McMillan Woods; and
3. conducted a review of the background and suitability of McMillan Woods, including its qualifications, industry experience, service capabilities, and adjustments to future audit prices.

On the basis of the above works, the Audit Committee has passed a resolution on 31 March 2020 to recommend to the Board the appointment of McMillan Woods as the new Auditor to fill the vacancy created by the resignation of World Link and to hold office until the next annual general meeting of the Company after taking into consideration, inter alia, its fee quotation and its qualifications, industry experience, service capabilities, and adjustments to future audit fees.

Members of the Board have unanimously agreed to adopt the recommendations of the Audit Committee and a board resolution has been passed on 31 March 2020 to appoint McMillan Woods as the Company's new Auditor to fill the vacancy created by the resignation of the World Link until the end of the forthcoming annual general meeting of the Company.

The Board would like to take this opportunity to extend its welcome to McMillan Woods on its appointment as the new Auditor.

By order of the Board
My Heart Bodibra Group Limited
Tam Chak Chi
Executive Director

Hong Kong, 31 March 2020

As at the date of this announcement, the executive Directors are Mr. Tam Chak Chi and Mr. Wong Wai Kit; and the independent non-executive Directors are Ms. Chan Ka Ming, Mr. Ong King Keung and Mr. Cai Chun Fai.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (“GEM”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the Company’s website at www.bodibra.com.