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## TIANHE CHEMICALS GROUP LIMITED

天合化工集團有限公司

*(Incorporated in the British Virgin Islands with limited liability)*

(Stock Code: 1619)

### RESIGNATION OF AUDITORS

The Board announces that Deloitte Touche Tohmatsu has given notice to the Company of their resignation as auditors of the Company with effect from 16 September 2015. The Board has accepted Deloitte's resignation with immediate effect and will seek to identify a suitable replacement to fill the casual vacancy.

This announcement is made by the board of directors (the "**Board**") of Tianhe Chemicals Group Limited (the "**Company**") pursuant to Rule 13.51(4) of the Listing Rules.

Reference is made to the announcements of the Company dated 26 March, 29 May and 14 August 2015, respectively, in relation to, amongst others, delay in publication of the 2014 Annual Results of the Company and its subsidiaries.

The Board announces that, on 16 September 2015, Deloitte Touche Tohmatsu ("**Deloitte**") has given a formal notice to the Board and the Audit Committee of their resignation as auditors of the Company with immediate effect.

In the Company's announcement of 14 August 2015 (the "**Announcement**"), it was disclosed that the Audit Committee was in the process of considering a draft auditor's report prepared by Deloitte which contains a disclaimer opinion ("**Draft Report**"). On 15 September 2015, after due consideration, the Audit Committee made the recommendation to the Board not to accept the Draft Report in light of a wide range of work performed and inter-locking confirmations received from various independent third parties as disclosed in the Announcement. The Board has also unanimously concluded not to accept the Draft Report for incorporation in the Company's audited consolidated financial statements and informed Deloitte on 15 September 2015. In these circumstances, Deloitte is of the view that, for all practical purposes, the audit has come to an end. Against this background, on 16 September 2015, Deloitte has given a formal notice to the Board and the Audit Committee of their resignation as auditors of the Company with immediate effect.

Deloitte confirms that there are no matters in addition to those noted above that need to be brought to the attention of holders of securities of the Company. The Board also confirms that, other than the above, there are no other matters in respect of the resignation of Deloitte that need to be brought to the attention of shareholders of the Company.

The Board has accepted Deloitte's resignation with immediate effect. The Company will seek to identify a suitable replacement to fill the casual vacancy following the resignation of Deloitte. The Board expects the appointment of a new auditor will be confirmed in the near future. The Company will publish further announcement(s) to inform the Company's shareholders updates of the above as well as any other material information as and when appropriate.

At the request of the Company, trading in the Company's shares on the Stock Exchange has been suspended with effect from 1:01 p.m. on 26 March 2015 and will continue to be suspended until further notice.

By order of the Board of Directors  
**Tianhe Chemicals Group Limited**  
**WEI Qi**  
*Chairman and Executive Director*

Hong Kong, 17 September 2015

*As at the date of this announcement, the Board of Directors of the Company comprises WEI Qi, WEI Xuan, Joseph LEE and JIANG Po, as executive Directors; Homer SUN, as non-executive Director; LOKE Yu (alias LOKE Hoi Lam), CHAN Kin Sang and XU Xiaodong, as independent non-executive Directors.*