

MORGAN GROUP HOLDING CO.

A Delaware Corporation

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Issuer's Current Report

Date of Report (Date of earliest events reported): September 16, 2024

The Board of Morgan Group Holding Co., (OTC: MGHL) ("Morgan" or "the Company") annually considers the selection of its auditor. RSM US LLP served as Morgan's independent registered public accounting firm for the Company's consolidated financial statements as of and for the year ended December 31, 2022. Further, RSM US LLP served as Morgan's independent auditor for the Company's consolidated financial statements as of and for the year ended December 31, 2023. The Board of Morgan deemed it would be in the best interest of shareholders to solicit bids from other independent auditors. After an extensive evaluation process, the Board authorized the appointment of Citrin Cooperman & Company, LLP for fiscal year-end reporting of 2024. RSM US LLP was informed on September 16, 2024 that it was dismissed.

RSM US LLP's reports for the years ended December 31, 2023 and 2022 on the Company's consolidated financial statements did not contain any adverse opinion or disclaimer of opinion, nor were they qualified or modified as to uncertainty, audit scope or accounting principles. For such periods there were no reportable events as defined in Item 304(a)(1)(v) of Regulation S-K noted.

For the years ended December 31, 2023 and 2022 there were no disagreements, as defined in Item 304(a)(1)(iv) of Regulation S-K, with RSM US LLP on any matter of accounting principles or practices, financial statement disclosure or auditing scope or procedure, which disagreements if not resolved to the satisfaction of RSM US LLP may have caused them to make reference to the subject matter of the disagreement in connection with their reports.

During the years ended December 31, 2023 and 2022, Morgan did not consult with Citrin Cooperman & Company, LLP with respect to the application of accounting principles to a specified transaction, either completed or proposed, or the type of audit opinion that might be rendered on the Company's consolidated financial statements, or any other matters or reportable events as defined in Item 304(a)(2)(i) and (ii) of Regulation S-K.

Date: October 4, 2024