
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Form 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of June 2022

Commission File Number: 001-41407

ZHONG YANG FINANCIAL GROUP LIMITED

(Translation of registrant's name into English)

**118 Connaught Road West
Room 1101
Hong Kong**
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F ☒ Form 40-F ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ☐

Changes in Company's Certifying Accountant.

(1) Previous Independent Registered Public Accounting Firm

- (i) On June 26, 2022, Zhong Yang Financial Group Limited (the "Company") notified its independent registered public accounting firm, Friedman LLP its decision to dismiss Friedman LLP as the Company's auditor.
- (ii) The audit reports of Friedman LLP on the financial statements of the Company as of and for the fiscal years ended March 31, 2021, 2020 and 2019 did not contain an adverse opinion or disclaimer of opinion, nor were they qualified or modified as to uncertainty, audit scope or accounting principles.
- (iii) The decision to change the independent registered public accounting firm was approved by the Audit Committee of the Company on June 26, 2022.
- (iv) During Friedman LLP's term of audit engagement from July 6, 2020 to June 26, 2022, the date of dismissal, (a) there were no disagreements with Friedman 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 Friedman LLP, would have caused it to make reference thereto in its reports on the financial statements for such years and (b) there were no "reportable events" as described in Item 304(a)(1)(v) of Regulation S-K.
- (v) On June 29, 2022, the Company provided Friedman LLP with a copy of this Current Report and requested that Friedman provide the Company with a letter addressed to the U.S. Securities and Exchange Commission stating whether it agrees with the above statements. A copy of such letter is attached as Exhibit 16.1 to this Report of Foreign Private Issuer on Form 6-K.

(2) New Independent Registered Public Accounting Firm

On June 26, 2022 the Audit Committee of the Company approved and ratified the appointment of YCM CPA Inc. as its new independent registered public accounting firm to audit the Company's financial statements. During the two most recent fiscal years ended March 31, 2022 and 2021 and any subsequent interim periods through the date hereof prior to the engagement of YCM CPA Inc., neither the Company, nor someone on its behalf, has consulted YCM CPA Inc. regarding:

- (i) either: 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, and either a written report was provided to the Company or oral advice was provided that the new independent registered public accounting firm concluded was an important factor considered by the Company in reaching a decision as to the accounting, auditing or financial reporting issue; or
 - (ii) any matter that was either the subject of a disagreement as defined in paragraph 304(a)(1)(iv) of Regulation S-K or a reportable event as described in paragraph 304(a)(1)(v) of Regulation S-K.
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Exhibit Index

Exhibit No.	Description
16.1	Letter from Friedman LLP addressed to the U.S. Securities and Exchange Commission

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: June 29, 2022

ZHONG YANG FINANCIAL GROUP LIMITED

By: /s/ Ka Fai Yuen

Name: Ka Fai Yuen

Title: Chief Executive Officer
