

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/05/2020					
To : Hong Kong Exchanges a	nd Clearing I	_imited			
_	381	Zhongs	heng Group H	Ioldings Limited	
Date Submitted 0	03/06/2020				
I. Movements in Authorised S	hare Capital				
1. Ordinary Shares					
(1) Stock code : <u>881</u>	Description	:	Ordinary	Shares	
	No.	of ordinary shares	Par value (HKD)	Authorised share capital (HKD)	
Balance at close of preceding	month 1,000	0,000,000,000	0.0001	100,000,000	
Increase/(decrease)		NIL		NIL	
Balance at close of the month	_1,000	0,000,000,000	0.0001	100,000,000	
(2) Stock code : N/A	Description	:	N/A		
	No.	of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding	month	N/A	<u>N/A</u>	N/A	
Increase/(decrease)		N/A		N/A	
Balance at close of the month	l	N/A	N/A	N/A	

Stock code : N/A Descript	tion :	A	
	No. of preference shares	(State	Authorised share capital (State currency)
Balance at close of preceding month _	N/A	N/A	N/A
Increase/(decrease)	N/A	-	N/A
Balance at close of the month	N/A	N/A	N/A
3. Other Classes of Shares			
3. Other Classes of Shares Stock code: N/A Description	tion :	N/A	Λ
	No. of other	Par value (State	Authorised share capital
	No. of other classes of shares	Par value (State	Authorised share capital
Stock code : N/A Descript	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)

II. Movements in Issued Share Capital

No. of ordinary shares (1) (2)		No of preference	nce No. of other		
		shares	classes of shares		
2,271,697,955	N/A	N/A	N/A		
NIL	N/A	N/A	N/A		
2,271,697,955	N/A	N/A	N/A		
	(1) 2,271,697,955 NIL	(1) (2) 2,271,697,955 N/A NIL N/A	(1) (2) Shares 2,271,697,955 N/A N/A NIL N/A N/A		

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of No. of new shares of No. of new shares of share option issuer issued during issuer which may be scheme the month pursuant issued pursuant thereto thereto as at close of including EGM Movement during the month approval date the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Share Option Scheme (9/2/2010) 11,000,000 NIL NIL NIL ____ Ordinary shares NIL NIL (Note 1) N/A N/A N/A N/A shares N/A N/A (Note 1) N/A shares N/A N/A N/A N/A N/A(Note 1) Total A. (Ordinary shares) NIL (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options (State currency) NIL

Warrants to Issue Shares of the	e Issuer which	are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.						
	N/A	N/A	N/A	N/A	N/A	N/A
Class of shares issuable (Note 1) Subscription price		IVA		IVA	IVA	IVA
EGM approval date						
(if applicable) (dd/mm/yyyy) 2.	(/ /)				
	N/A	N/A	N/A	N/A	N/A	N/A
Class of shares issuable (Note 1) Subscription price	1011	TVI	1,711	AVAA	1771	1,411
EGM approval date (if applicable) (dd/mm/yyyy) 3.	(/ /)				
<u>5.</u>						
	N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.)				
	N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)				A V/ A A	A 1/A A	2.1/4.2
		Total E		ary shares)	N/A	_
			•	ice shares)	N/A	_
			(C	ther class)	N/A	

Convertibles (i.e. Convertible	into Shares of t	the Issuer which	n are to be List	ed)		
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Zero Coupon Convertible						
Bonds Due 2023						
	_					
	_		3,315,000,000			
	HKD	4,700,000,000	repurchsed	1,385,000,000	NIL	46,146,362
Stock code (if listed)	4498					
Class of shares		<u></u>				
issuable (Note 1)	Ordinary					
Subscription price	HKD30.0132					
EGM approval date						
(if applicable)	(NT/A)					
(dd/mm/yyyy))	(N/A)					
2. Zero Coupon Convertible	_					
Bonds Due 2025	_					
	_					
	HKD	N/A	NIL	4,560,000,000	NIL	99,978,074
Stock code (if listed)	40224					
Class of shares	0 "					
issuable (Note 1)	Ordinary					
Subscription price	HKD45.61					
EGM approval date (if applicable)						
(if applicable) (dd/mm/yyyy)	(N/A)					
3.	(14/11)					
<u> </u>	_					
	_					
		NT/A	NT/A	NT/A	NT/A	NT/A
Stock code (if listed)	<u>N/A</u>	N/A	N/A	N/A	N/A	N/A
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
4.						
	_					
	N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
		Т	otal C. (Ordina		NIL	_
				nce shares)	N/A	=
			(C	other class)	N/A	=

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Options (other than under Share Option Schemes)		
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1		
shares (Note 1)	N/A	N/A
2		
	27/1	
shares (Note 1)	N/A	N/A
2		
3		
shares (Note 1)	N/A	N/A
Stiales (Note 1)	IN/A	
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	•
(Other class)	N/A	•
(0 4.101 01400)	- 1/12	

0	ther Movements	in Issued Sha	are Capital					
	Time of leave						No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Type of Issue							monai
				Class of shares issuable (Note 1)				
1.	Rights issue	At price :	State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							N/A	N/A
				Class of shares				
			6	issuable (Note 1)	(`		
2.	Open offer	At price :	State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /			
				EGM approval date: (dd/mm/yyyy)	(/ /)	NI/A	NT/A
							N/A	N/A
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date:	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares issuable (Note 1)				
4.	Bonus issue			Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	NT/A	NT/A
							N/A	N/A

	Type of Issue						No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
				Class of shares issuable (Note 1)		_		
5.	Scrip dividend	At price :	State currency———	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares repurchased (Note 1)		_		
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							N/A	N/A
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(44			N/A	N/A
			_	Class of shares issuable (Note 1)		_		
8.	Consideration issue	At price :	State currency ———	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(33/11111/1/9999)			N/A	N/A

	Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
		Class of sharesissuable (Note 1)		
9.	Capital reorganisation	Issue and allotment (/ /) date : (dd/mm/yyyy)		
		EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
10.	Other (Please specify) At price : State currency	Class of sharesissuable (Note 1)		
		date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
		Total E. (Ordina share (Preference share (Other clas	(s) N/A (s) N/A	_ _ _ _
To	otal increase / (decrease) in ordinary shares duri	ing the month (i.e. Total of A to E):	(1)	N/A
			(2)	N/A
	otal increase / (decrease) in preference shares d	,		N/A
E) (7	otal increase / (decrease) in other classes of sha i: These figures should be the same as the relevan apital").)			N/A hare

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the

	securities have been fulfilled;
(iv)	all the securities of each class are in all respects identical (Note 3);
(v)	all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
(vi)	all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
(vii)	completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
(viii)	the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.
Submit	tted by:Huang Yi
Title:	Executive Director (Director, Secretary or other duly authorised officer)

Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. "Identical" means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.