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中升集團控股有限公司
Zhongsheng Group Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 881)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 8 SEPTEMBER 2021**

The Board is pleased to announce that the ordinary resolution as set out in the EGM Notice and proposed at the EGM was duly passed by way of poll at the EGM held on Wednesday, 8 September 2021.

Reference is made to the notice of the extraordinary general meeting (the “**EGM Notice**”) of Zhongsheng Group Holdings Limited (the “**Company**”) and the circular of the Company (the “**Circular**”) both dated 20 August 2021. Unless the context otherwise requires, capitalised terms used in this announcement have the same meanings given to them in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the ordinary resolution as set out in the EGM Notice contained in the Circular and proposed at the EGM held on Wednesday, 8 September 2021 was duly passed by way of poll at the EGM. The Company’s branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the

scrutineer for the poll at the EGM. The poll results in respect of the ordinary resolution proposed at the EGM were as follows:

Ordinary Resolution	Number of votes (%)	
	For	Against
To approve the Share Purchase Agreement and the transactions contemplated thereunder and to give a specific mandate to the directors of the Company to allot and issue a maximum of 124,349,347 new Shares of the Company at the issue price of HK\$63.3964 per Share to the Seller (or to an affiliate of the Seller as the Seller may direct) in accordance with the terms and conditions of the Share Purchase Agreement.	1,676,511,348 (99.999940%)	1,000 (0.000060%)

Shareholders may refer to the EGM Notice for the full text of the above ordinary resolution.

As more than 50% of the votes were cast in favour of the above ordinary resolution, the ordinary resolution was duly passed at the EGM. As at the date of the EGM, the total number of issued Shares was 2,362,637,591. As stated in the Circular, JSH and its associates, which directly or indirectly, held an aggregate of 453,412,844 Shares or approximately 19.19% of the issued share capital of the Company, were required to, and have, abstained from voting on the ordinary resolution at the EGM. Accordingly, Shareholders holding a total of 1,909,224,747 Shares were entitled to attend and vote for or against the ordinary resolution at the EGM.

Save as disclosed above, (i) there were no other Shares whose Shareholders are entitled to attend and abstain from voting in favour of the ordinary resolution proposed at the EGM as set out in Rule 13.40 of the Listing Rules and no other Shareholders were required to abstain from voting at the EGM under the Listing Rules; (ii) there was no restriction on any Shareholders casting votes on the ordinary resolution proposed at the EGM; and (iii) no party has stated his or her intention in the Circular to vote against the ordinary resolution proposed at the EGM or to abstain from voting.

By order of the Board of
Zhongsheng Group Holdings Limited
HUANG YI
Chairman

Hong Kong, 8 September 2021

As at the date of this announcement, the executive Directors are Mr. Huang Yi, Mr. Li Guoqiang, Mr. Du Qingshan, Mr. Zhang Zhicheng, Mr. Li Guohui and Mr. Tang Xianfeng; the non-executive Directors are Mr. David Alexander Newbigging and Mr. Hsu David; and the independent non-executive Directors are Mr. Shen Jinjun, Mr. Ying Wei, Mr. Chin Siu Wa Alfred and Mr. Li Yanwei.