

## COMPANY INFORMATION SHEET

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**Company name (stock code):** Zhongsheng Group Holdings Limited (00881)

**Stock short name:** ZHONGSHENG HLDG

This company information sheet is provided for the purpose of giving information to the public about Zhongsheng Group Holdings Limited (the “**Company**”) as at the date hereof. It does not purport to be a complete summary of the information about the Company and/or its securities.

Unless otherwise indicated or the context suggests otherwise, capitalised terms have the same meanings given to them in the Company’s prospectus dated 16 March 2010 (the “**Prospectus**”) and references to sections of the Prospectus shall be construed accordingly.

### Responsibility Statement

The directors of the Company (the “**Directors**”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the information contained in this information sheet is accurate and complete in all material respects and not misleading or deceptive and that there are no other matters the omission of which would make any information inaccurate or misleading.

The Directors also collectively and individually undertake to publish a revised company information sheet where there are changes to the information since the last publication.

Date of this information sheet: 28 June 2022

## NOVEL WAIVER

The following novel waiver has been applied for and granted by the Hong Kong Stock Exchange. For other waivers applied for and granted by the Hong Kong Stock Exchange, please refer to the section headed “Appendix VII — Statutory and General Information — Waivers from strict compliance with Listing Rules and exemption from compliance with the Companies Ordinance” in the Prospectus.

No.	Relevant Listing Rules	Subject matter
1.	Rule 8.08(1)(a)	Public float requirements

### **Waiver from strict compliance with Rule 8.08(1)(a) of the Listing Rules relating to minimum public float requirements**

Rule 8.08(1)(a) of the Listing Rules requires that there must be an open market in the securities for which listing is sought. This normally means that at least 25% of the issuer’s total issued share capital must at all times be held by the public.

As disclosed in the section headed “Appendix VII — Statutory and General Information — Waivers from strict compliance with Listing Rules and exemption from compliance with the Companies Ordinance” in the Prospectus, the Company has applied to the Hong Kong Stock Exchange to request the Hong Kong Stock Exchange to exercise, and the Hong Kong Stock Exchange has confirmed that it will exercise, its discretion under Rule 8.08(1)(d) of the Listing Rules to accept a lower public float percentage of the Company, which shall be the higher of 15%; or such a percentage of Shares held by the public immediately after completion of the Global Offering (taking into account the Over-Allotment Shares).

The Over-Allotment Option was exercised in full on 26 March 2010 in respect of 42,924,000 Shares and dealings in the Over-Allotment Shares commenced on 31 March 2010. Accordingly, the lower public float percentage of the Company accepted by the Hong Kong Stock Exchange for the purpose of Rule 8.08(1)(d) of the Listing Rules is approximately 17.24%.

As one of the conditions of the waiver, the Company has made appropriate disclosure of the lower prescribed percentage of public float and confirmed sufficiency of the public float in the Company’s successive annual reports after the Global Offering. In addition, the Company has implemented appropriate measures and mechanisms to ensure continual maintenance of minimum public float percentage of 17.24%. In the event that the public float percentage falls below the minimum percentage prescribed by the Hong Kong Stock Exchange, the Directors and Controlling Shareholders of the Company will take appropriate steps which include a further issue of Shares and/or the Controlling Shareholders of the Company placing some of their Shares to independent third parties, to ensure the minimum percentage of public float prescribed by the Hong Kong Stock Exchange is complied with.