HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :

28/02/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Zhi Sheng Group Holdings Limited	
Date Submitted	02/03/2017	

I. Movements in Authorised Share Capital

(1) Stock code : <u>8370</u> Descrip	otion :	Ordinary S	dinary Shares		
	No. of ordinary shares	Par value <i>(HK\$)</i>	Authorised share capital <i>(HK\$)</i>		
Balance at close of preceding month	1,500,000,000	\$0.01	\$15,000,000.00		
Increase/(decrease)	Nil	-	Nil		
Balance at close of the month	1,500,000,000	\$0.01	\$15,000,000.00		
(2) Stock code : <u>N/A</u> Descrip	otion : <u>N/A</u>				
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>		
Balance at close of preceding month					
Increase/(decrease)		-			
Balance at close of the month					

2. Preference Shares

Stock code :	N/A	Description	: <u>N/A</u>		
		þ	No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close o	f preceding	g month			
Increase/(decrease	e)				
Balance at close o	f the month	ו <u> </u>			

3. Other Classes of Shares

Stock code :	N/A	_Descript	ion :	N/A		
			class	f other ses of ares	Par value (State currency)	Authorised share capital (State currency)
Balance at close o	f precedir	ng month			<u> </u>	
Increase/(decrease	e)	-				
Balance at close o	f the mon	th _				

Total authorised share capital at the end of the month (HK\$):

\$15,000,000.00

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	e No. of other		
-	(1)	(2)	shares	classes of shares		
Balance at close of	670 000 000	N1/A	N1/A	N1/A		
preceding month	670,000,000	N/A	<u> </u>	<u> </u>		
Increase/ (decrease) during the month	Nil					
Balance at close of the month	670,000,000					

III. Details of Movements in Issued Share Capital

Share Options (und	er Share Opt	tion Schemes o	f the Issuer)				
Particulars of share option scheme					issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant	
including EGM	I	Movement durin	ig the month		thereto	thereto as at close of the month	
approval date (dd/mm/yyyy) and class of shares issuable	Granted	Exercised	Cancelled	Lapsed		the month	
1. Share Option							
Scheme adopted on 19/12/2016							
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil	
(Note 1)							
2. N/A							
(/ /) shares (Note 1)							
3. N/A							
(/ /) shares							
(Note 1)							
		Total	A. (Ordinar				
			(Preferenc	,			
			•	her class)	N/A		
Total funds raised d of options (HK\$)	uring the mo	nth from exercis	Se	N/A			

Descriptic (Date of e	to Issue Shares of the n of warrants xpiry - 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
<u>1. N/A</u>							
Stoc Clas issus Subs	scription price						
	1 approval date oplicable)						
(dd/i	nm/yyyy)	(/ /)				
<u>2. N/A</u>							
							_
Stoc Clas issua							
EGN (if ap	scription price A approval date oplicable) mm/yyyy)	(/ /)				
							<u> </u>
Stoc Clas	/) k code (if listed) s of shares able <i>(Note 1)</i>			-			
	scription price						
(if ap	plicable)						
	mm/yyyy)	(/ /)				
<u>4. N/A</u>							
							<u> </u>
(/ Stoc	, , , , , , , , , , , , , , , , , , ,						
Clas	s of shares			-			
	able (Note 1)			<u>.</u>			
EGN (if ap	1 approval date pplicable) nm/yyyy)	(/ /)				
			Tatal) (Ordina	ary charac)	NI/A	
1			Total E	s. (Uruina	ary shares)	N/A	
				(Preferen	ce shares)	N/A	-

Convertibles (i.e. Convert	tible into Shares of th	e Issuer whicl	n are to be Liste	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
<u>1. N/A</u>						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) 2. N/A						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 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						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)			otal C. (Ordina	ary charge)	 N/A	
		I		ce shares)	N/A	_
				ther class)	N/A	_

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. N/A		
	-	
	-	
	-	
	-	
shares (Note 1)		
2. <u>N/A</u>	-	
	_	
shares (Note 1)		
3. <u>N/A</u>		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(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)

Oth	ner Movements	in Issued Sha	are Capital					
	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)	<u>N/A</u>			
1.	Rights issue	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares	N/A			
				issuable (Note 1)	, , .			
2.	Open offer	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /			
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares	N/A			
3.	Placing	At price :	State	issuable <i>(Note 1)</i> Issue and allotment	(/ /)		
			currency	date : (dd/mm/yyyy) EGM approval date:	(/ /)		
				(dd/mm/yyyy)				
				Class of shares	N/A			
				issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		

	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)	N/A			
5.	Scrip dividend	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares repurchased (Note 1)	N/A			
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares redeemed (Note 1)	N/A			
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (Note 1)	<u>N/A</u>			
8.	Consideration issue	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		_

Type of Issue	No. of new No. of ne shares of shares of issuer issuer wh issued may be during the issued month pursuar pursuant thereto as thereto close of t month	of iich i nt s at
9. Capital reorganisation 9. Capital reorganisation 9. Capital date : (dd/mm/yyyy)	es <u>N/A</u> (/ /)	
EGM approval date: (dd/mm/yyyy)	(/ /)	
Class of share issuable (Note 1) 10. Other (Plasse specify) At price : State (Plasse and allotment	us <u>N/A</u>	
10. Other (Please specify) At price : State currency Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	
Tota (Pre	al E. (Ordinary shares) <u>N/A</u> eference shares) <u>N/A</u> (Other class) <u>N/A</u>	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	N/A
(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	N/A
(These figures should be the same as the relevant figures under II above ("Movements in I Capital").)	ssued Share

Remarks (if any):
Submitted by:Tricor Investor Services Limited
Title: <u>Hong Kong Branch Share Registrar</u> (Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.