# **日KEX**香港交易所

#### Monthly Return of Equity Issuer on Movements in Securities

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

30/06/2021

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Zhi Sheng Group Holdings Limited	
Date Submitted	02/07/2021	

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>8370</u> Descrip	otion :	Ordinary S	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 (State currency)
Balance at close of preceding month			
Increase/(decrease)		-	
Balance at close of the month			

#### 2. Preference Shares

Stock code : <u>N/A</u> Descr	iption : <u>N/A</u>		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	۱		
Increase/(decrease)		-	
Balance at close of the month			

#### 3. Other Classes of Shares

Stock code :	N/A	_Descript	tion :	<u>N/A</u>		
			clas	of other ses of ares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of	of precedir	ng month				
Increase/(decreas	se)	-				
Balance at close of	of 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	No. of other			
	(1)	(2)	shares	classes of shares			
Balance at close of preceding month	907,333,333	N/A	N/A	N/A			
Increase/ (decrease) during the month	Nil						
Balance at close of the month	907,333,333						

III. Details of Movements in Issued Share Capital

Share Options (und	er Share Opt	tion Schemes of	f the Issuer)			
Particulars of share option scheme including EGM			the month			No. of new shares of issuer which may be issued pursuant thereto as at close of
approval date	<u>יו</u>	Movement durin	g the month		-	the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
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)						
(11010-1)		Total	A. (Ordina	rv shares)	Nil	
			(Preferenc			
			•	ther class)		
Total funds raised d of options (HK\$)	uring the mo	nth from exercis	se	N/A		

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
<u>1. N/A</u>						
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)						
	( / /	)				
2. N/A	,	·				
				<u> </u>		
Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	( / /	)				
		<u> </u>		·		· · · · · · · · · · · · · · · · · · ·
Subscription price						
EGM approval date (if applicable)						
	( / /	)				
<u>4. N/A</u>						
( / / ) Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)	( / /	)				
			( <b>O</b>	w obors)	N1/A	
		Total B	<b>`</b>	ary shares) ce shares)	N/A N/A	-
			•	ther class)		-
			<b>,</b> -	,		_

Cor	vertibles (i.e. Convertible	into Shares of th	e Issuer whic	ch are to be Liste	ed)		
	ss 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.</u>	N/A	_					
		_					
2.	Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) N/A	( / / )					
		_					
		_					
	Stock code (if listed)						
	Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)						
_	(dd/mm/yyyy)	( / / )					
<u>3.</u>	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)	( / / )					
				Total C. (Ordina		N/A	_
					ce shares) ther class)	N/A N/A	-
				(U	nici class)	IN/ <i>F</i> 1	-

Any other Agreements or Arrangements to Issue Shares of the Issue Options (other than under Share Option Schemes)	er which are to be Liste	ed, including
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>		
3. N/A		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares) (Other class)	N/A N/A	

1. Ri	pe of Issue	At price :	State currency	Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(	N/A	)	
	ights issue	At price :		Issue and allotment date : (dd/mm/yyyy) EGM approval date:	(	/ /	)	
2. Op			·	EGM approval date:			,	
2. Op					(	/ /	)	 
2. Op				Class of shares		N/A		 
2. Op				Class of shares issuable (Note 1)				
	pen offer	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(		)	
				EGM approval date: (dd/mm/yyyy)	(	/ /	)	
				Class of shares issuable (Note 1)		N/A		
3. Pla	lacing	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(	/ /	)	
				EGM approval date: (dd/mm/yyyy)	(	/ /	)	
				Class of shares issuable (Note 1)		N/A		
4. Bo	onus 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		N/A			
5.	Scrip dividend	At price :	State currency ———	issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy)	( /	/	)		
			ounonoy	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)		N/A			
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 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
9. Capital reorganisation	Class of shares <u>N/A</u> issuable (Note 1) Issue and allotment ( / / ) date : (dd/mm/yyyy) EGM approval date: ( / / ) (dd/mm/yyyy)		
10. Other (Please specify) At price : State currency——	Class of shares <u>N/A</u> issuable <i>(Note 1)</i> Issue and allotment ( / / ) date : (dd/mm/yyyy)		
	EGM approval date: ( / / ) (dd/mm/yyyy) Total E. (Ordinar shares (Preference shares (Other class	5) <u>N/A</u> 5) <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 Capital").)	Issued Share

#### 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 17.27A, 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 GEM of 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.

Remarks (if any):

Submitted by: Leung Yuk Yi
Title: Company Secretary
(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 17.27A 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.