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ZHI SHENG GROUP HOLDINGS LIMITED

智昇集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8370)

CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The board of directors (the “**Board**”) of Zhi Sheng Group Holdings Limited (the “**Company**”, and together with its subsidiaries, collectively the “**Group**”) announces that Ms. Leung Yuk Yi (“**Ms. Leung**”) has tendered her resignation as the company secretary of the Company and ceased to act as an authorised representative (the “**Authorised Representative under GEM Listing Rules**”) of the Company for the purpose of Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) and an authorised representative of the Company to accept on the Company’s behalf service of process and notices required to be served on the Company in Hong Kong as required under Rule 5.24 of the GEM Listing Rules and Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Authorised Representative under Companies Ordinance**”) with effect from 31 May 2023.

Ms. Leung has confirmed to the Board that she has no disagreement with the Board and there are no matters relating to her resignation that need to be brought to the attention of the Stock Exchange and the shareholders of the Company.

The Board is pleased to announce that Ms. Yuen Lai Sheung (“**Ms. Yuen**”) has been appointed as (i) the company secretary of the Company, (ii) an Authorised Representative under GEM Listing Rules of the Company and (iii) an Authorised Representative under Companies Ordinance of the Company with effect from 31 May 2023 to fill the vacancy left after the resignation of Ms. Leung.

Ms. Yuen holds a Bachelor’s Degree of Accounting from Monash University in Australia and she is currently a fellow member of Hong Kong Institute of Certified Public Accountants and a member of CPA Australia. Ms. Yuen currently serves as the chief financial officer of Beyond Ventures Management Limited, overseeing the legal and finance functions, ensuring compliance of corporate governance and is in charge of external audit and tax planning. Ms. Yuen has over 26 years of experience in auditing, accounting and company secretarial practice.

The Board would like to express its gratitude to Ms. Leung for her valuable contribution to the Company during the tenure of her services with the highest regard and welcome Ms. Yuen on her new appointment.

By order of the Board
Zhi Sheng Group Holdings Limited
Yi Cong
Executive Director

Hong Kong, 31 May 2023

As at the date of this announcement, the Board comprises Mr. Yi Cong, Mr. Liang Xing Jun, Mr. Ma Gary Ming Fai and Mr. Lai Ningning as executive directors; Mr. Luo Guoqiang as non-executive director; and Mr. Chan Wing Kit, Ms. Cao Shao Mu and Mr. Li Saint Chi Sianti as independent non-executive directors.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the Stock Exchange's website at www.hkexnews.hk, on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the Company's website at www.qtbj.com.