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Zheng Li Holdings Limited

正力控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8283)

RESIGNATION OF AUDITOR

This announcement is made pursuant to Rule 17.50(4) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of Zheng Li Holdings Limited (the “**Company**”) hereby announces that Ernst & Young (“**EY**”) has resigned as the auditor of the Company and its subsidiaries with effect from 8 March 2021, as the Company and EY could not reach an agreement on the audit timetable and audit fee for the financial year ended 31 December 2020.

EY has confirmed that there are no matters in connection with its resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”). The Board has also confirmed that there is no disagreement between the Company and EY, and there are no circumstances in respect of the resignation of EY that needs to be brought to the attention of the Shareholders.

The Company is seeking to engage a new audit firm to act as the new auditor of the Company to fill the vacancy caused by the resignation of EY and will make further announcement pursuant to the GEM Listing Rules once the appointment is made.

The Board would like to express its sincere gratitude to EY for their professional services rendered to the Company and its subsidiaries in the past.

By order of the Board
Zheng Li Holdings Limited
YAN Jianqiang
*Co-Chairman, Chief Executive Officer and
Executive Director*

Hong Kong, 8 March 2021

As at the date of this announcement, the executive Directors are Mr. YAN Jianqiang, Mr. WU Tangqing and Mr. CHUA Boon Hou (CAI Wenhao); the non-executive Director is Mr. YUAN Guoshun,; and the independent non-executive Directors are Mr. LEUNG Yiu Cho, Mr. ZHANG Guangdong and Mr. CHEN Huichun.

This announcement, for which the Directors 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, 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, and there are no other matters the omission of which would make any statement in this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the GEM website at www.hkgem.com for at least seven days from the day of its posting. This announcement will also be published on the website of the Company at www.zhengliholdings.com.