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## **Zhongliang Holdings Group Company Limited**

### **中梁控股集团有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 2772)**

**OFFER TO PURCHASE FOR CASH  
OF ITS OUTSTANDING 8.75% SENIOR NOTES DUE 2021 UP TO  
THE MAXIMUM ACCEPTANCE AMOUNT  
(ISIN: XS2189801041; Common Code: 218980104; Stock Code: 40272)**

### **EXPIRY OF THE OFFER**

Reference is made to the announcement of the Company dated 10 May 2021 (the “**Announcement**”) in relation to the Offer. Capitalized terms used in this announcement shall have the same meanings ascribed to them in the Announcement.

The Offer expired at 4:00 p.m. (London Time) on 18 May 2021. As of the Expiration Deadline, a total of US\$153,040,000 in principal amount of the 2021 Notes, representing approximately 61.22% of the total outstanding principal amount of the 2021 Notes have been validly tendered and not withdrawn pursuant to the Offer to Purchase.

The Company has determined to accept for purchase a total of US\$153,040,000 in principal amount of the 2021 Notes (the “**Accepted Notes**”).

Payment of the purchase price and the accrued and unpaid interest in respect of the Accepted Notes from and including the last interest payment date up to, but excluding, the Settlement Date will be made on or about the Settlement Date. The Accepted Notes will be subsequently cancelled at settlement, following which US\$96,960,000 in aggregate principal amount of the 2021 Notes will remain outstanding subject to the terms of the indenture governing the 2021 Notes.

This announcement, and all documents related to the Offer, can be found on the Offer Website: <https://sites.dfkingltd.com/zhongliang>.

By Order of the Board  
**Zhongliang Holdings Group Company Limited**  
**YANG Jian**  
*Chairman*

Hong Kong, 20 May 2021

*As at the date of this announcement, Mr. Yang Jian, Mr. Chen Hongliang, Mr. Li Heli and Mr. Yau Sze Ka (Albert) are the executive Directors; and Mr. Wang Kaiguo, Mr. Wu Xiaobo and Mr. Au Yeung Po Fung are the independent non-executive Directors.*