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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)

VOLUNTARY ANNOUNCEMENT

REPURCHASE OF NOTES

(STOCK CODE: 40005)

This is a voluntary announcement made by Zhongliang Holdings Group Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”).

Reference is made to the announcements of the Company dated 20 September 2019, 26 September 2019, 27 September 2019 and 10 October 2019 in relation to the 11.5% senior notes due September 2021 in the aggregate principal amount of US\$400 million (the “**September 2021 Notes**”) issued by the Company and the listing thereof on the Stock Exchange, and announcements dated 21 July 2021, 26 July 2021, 27 July 2021, 30 July 2021, 10 August 2021, 11 August 2021, 12 August 2021 and 18 August 2021 in relation to the repurchase of the September 2021 Notes (collectively, the “**Announcements**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Announcements.

On 23 August 2021, the Group purchased the September 2021 Notes in an aggregate principal amount of US\$6.2 million in the open market, representing approximately 1.55% of the aggregate principal amount of the September 2021 Notes originally issued.

Up to the date of this announcement and inclusive of the aforementioned repurchase, the Group has purchased the September 2021 Notes at an aggregate principal amount of US\$76.0 million in the open market, representing approximately 19.0% of the aggregate principal amount of the September 2021 Notes originally issued.

Subject to the Board's discretion, the repurchased notes may or may not be cancelled.

The Company will continue to monitor market conditions and its financial structure and may further repurchase its senior notes as and when appropriate.

The Company may or may not purchase further senior notes in the future. Noteholders and potential investors should note that any on-market purchase of senior notes from time to time by the Company will be at the Board's sole and absolute discretion. There is no assurance of the timing, amount or price of any purchase of the senior notes or whether the Company will make any further purchase at all. Noteholders and potential investors should therefore exercise caution when dealing in any senior notes of the Company.

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

Hong Kong, 24 August 2021

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