

IMPORTANT

IMPORTANT: If you are in any doubt about any of the contents of this document, you should obtain independent professional advice.



Zhengwei Group Holdings Company Limited

正味集团控股有限公司

(Incorporated in the Cayman Islands with limited liability)

[REDACTED]

Number of [REDACTED] under the [REDACTED] : [REDACTED] Shares (subject to the [REDACTED])
Number of [REDACTED] : [REDACTED] Shares (subject to reallocation)
Number of [REDACTED] : [REDACTED] Shares (subject to reallocation and the [REDACTED])
Maximum [REDACTED] : HK\$[REDACTED] per [REDACTED], plus brokerage of 1.0%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.005% and FRC transaction levy of 0.00015% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value : US\$0.01 per Share
[REDACTED] : [REDACTED]
Sole Sponsor, [REDACTED]



中毅資本有限公司
Grand Moore Capital Limited

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A copy of this document, having attached thereto the documents specified in the paragraph headed “Documents Delivered to the Registrar of Companies in Hong Kong and on Display — Documents Delivered to the Registrar of Companies in Hong Kong” in Appendix V to this document, has been registered with the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of this document or any of the other documents referred to above.

The [REDACTED] is expected to be determined by agreement between the [Sole [REDACTED]] (for itself and on behalf of the [REDACTED]) and us on the [REDACTED]. The [REDACTED] is expected to be on or about [REDACTED] and, in any event, not later than [REDACTED]. The [REDACTED] will be not more than HK\$[REDACTED] and is currently expected to be not less than HK\$[REDACTED]. Applicants for [REDACTED] are required to pay, on application, the maximum [REDACTED] of HK\$[REDACTED] for each [REDACTED] together with a brokerage fee of 1%, a SFC transaction levy of 0.0027%, a FRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.005%, subject to refund if the [REDACTED] should be lower than HK\$[REDACTED]. If, for any reason, the [Sole [REDACTED]] (for itself and on behalf of the [REDACTED]) and us are unable to reach an agreement on the [REDACTED] on [REDACTED], the [REDACTED] will not proceed and will lapse.

The [Sole [REDACTED]] (on behalf of the [REDACTED]) may, with the consent of our Company, reduce the indicative [REDACTED] stated in this document and/or the number of [REDACTED] being offered pursuant to the [REDACTED] at any time on or prior to the morning of the last day for lodging applications under the [REDACTED]. In such a case, an announcement will be published on the websites of the Stock Exchange at www.hkexnews.hk and our Company at zhengwei100.com not later than the morning of the day which is the last day for lodging applications under the [REDACTED]. Further details are set out in the sections headed “Structure and Conditions of the [REDACTED]” and “How to Apply for [REDACTED]” in this document.

The obligations of the [REDACTED] under the [REDACTED] to subscribe for, and to procure applicants for the subscription for, the [REDACTED], are subject to termination by the Sole [REDACTED] (for itself and on behalf of the [REDACTED]) if certain grounds arise prior to 8:00 a.m. on the day that [REDACTED] commences on the Stock Exchange. Such grounds are set out in the paragraph headed “[REDACTED]” in this document. It is important that you refer to that section for further details.

Share certificates issued in respect of the [REDACTED] will only become valid at 8:00 a.m. on [REDACTED], provided that the [REDACTED] has become unconditional in all respects (including the [REDACTED] not having been terminated in accordance with their terms) at any time prior to 8:00 a.m. on [REDACTED].

Prior to making an investment decision, prospective investors should consider carefully all of the information set out in this document, including the risk factors set out in the section headed “Risk Factors” in this document.

The [REDACTED] have not been and will not be registered under the [REDACTED] or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except in transactions exempt from, or not subject to, the registration requirements of the [REDACTED] and in accordance with any applicable U.S. state securities laws. The [REDACTED] are being offered, sold or delivered only outside of the United States in accordance with [REDACTED] under the [REDACTED].

ATTENTION

We have adopted a fully electronic application process for the [REDACTED]. We will not provide printed copies of this document or printed copies of any application forms to the public in relation to the [REDACTED].

This document is available at the websites of the Stock Exchange at www.hkexnews.hk and our website at zhengwei100.com. If you require a printed copy of this document, you may download and print from the website addresses above.

[REDACTED]

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