

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated 30 December 2022 (the “**Prospectus**”) issued by Zhengwei Group Holdings Company Limited (正味集团控股有限公司) (the “**Company**”).*

This announcement is made pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).

This announcement is for information purposes only and does not constitute an invitation or offer by any person to acquire, purchase or subscribe for any Shares or other securities of the Company. This announcement does not constitute a prospectus. Potential investors should read the Prospectus for detailed information about the Company and the Share Offer before deciding whether or not to invest in the Shares.

*This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia) or any other jurisdiction where such distribution is prohibited by law. This announcement does not constitute or form a part of any offer to sell or a solicitation of an offer to buy securities in the United States or in any other jurisdiction. The securities mentioned herein have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”), or any applicable state securities laws, and may not be offered, sold, pledged or transferred within the United States or to, or for the account or benefit of U.S. persons, except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act. There will be no public offering of the securities of the Company in the United States.*



Zhengwei Group Holdings Company Limited

正味集团控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2147)

END OF STABILISATION PERIOD, NO STABILISING ACTION AND LAPSE OF THE OVER-ALLOTMENT OPTION

This announcement is made pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).

END OF STABILISATION PERIOD

The Company announces that the stabilisation period in connection with the Share Offer ended on Saturday, 4 February 2023, being the 30th day after the last day for lodging applications under the Public Offering.

NO STABILISING ACTION AND LAPSE OF OVER-ALLOTMENT OPTION

As there was no over-allocation in the Placing, the Sole Overall Coordinator and the Joint Global Coordinators (for themselves and on behalf of the Placing Underwriters) did not exercise the Over-allotment Option and no stabilising actions were undertaken by the Stabilizing Manager or any person acting for it during the stabilisation period. The Over-allotment Option lapsed on Saturday, 4 February 2023, being the 30th day after the last day for lodging applications under the Public Offering. Accordingly, no Share was or will be issued under the Over-allotment Option.

PUBLIC FLOAT

The Directors confirm that the Company continues and will continue to comply with the public float requirements under Rule 8.08(1)(a) of the Listing Rules whereby at least 25% of the total number of issued Shares must at all times be held by the public.

By order of the Board
Zhengwei Group Holdings Company Limited
Mr. Yang Shengyao
Chairman

Hong Kong, 10 February 2023

As at the date of this announcement, the executive Directors are Mr. Yang Shengyao, Ms. Lin Qiuyun and Mr. Li Hui; and the independent non-executive Directors are Mr. Li Taihong, Mr. Lau Jing Yeung William and Mr. Lee Kwok Tung Louis.