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zhenro 正榮服務
ZHENRO SERVICES GROUP LIMITED
正榮服務集團有限公司
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 6958)

VOLUNTARY ANNOUNCEMENT

This announcement is made by Zhenro Services Group Limited (the “**Company**”) on a voluntary basis.

The board (the “**Board**”) of directors of the Company (“**Directors**”) was informed by Mr. Ou Zongrong (“**Mr. Ou**”), a controlling shareholder (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited) of the Company, on 23 June 2023, (i) 260,707,332 shares of the Company (the “**Shares**”) (representing approximately 25.13% of the issued share capital of the Company) were transferred by WeiZheng Holdings Limited (“**WeiZheng**”), a company wholly-owned by Mr. Ou, to Warm Shine Limited (“**Warm Shine**”); (ii) 71,250,000 Shares (representing approximately 6.87% of the issued share capital of the Company) were transferred by WeiTian Holdings Limited (“**WeiTian**”), a company wholly-owned by Mr. Ou, to WeiQiang Holdings Limited (“**WeiQiang**”); and (iii) 71,250,000 Shares (representing approximately 6.87% of the issued share capital of the Company) were transferred by WeiYao Holdings Limited (“**WeiYao**”), a company wholly-owned by Mr. Ou, to WeiQiang (collectively, the “**Transfers**”), at the price of HK\$0.254 per Share.

To the best of the Directors’ knowledge, information and belief, (i) each of Warm Shine and WeiQiang is a company incorporated in the British Virgin Islands which is principally engaged in investment holding; (ii) Warm Shine is wholly owned by Mr. Ou Guowei (“**Mr. GW Ou**”), a son of Mr. Ou; and (iii) WeiQiang is wholly owned by Mr. Ou Guoqiang (“**Mr. GQ Ou**”), a son of Mr. Ou and an existing shareholder of the Company which was interested in approximately 5.56% of the issued share capital of the Company immediately prior to completion of the Transfers.

Immediately after completion of the Transfers and as at the date of this announcement, (i) Warm Shine holds 260,707,332 Shares (representing approximately 25.13% of the issued share capital of the Company); (ii) WeiQiang holds 200,212,500 Shares (representing approximately 19.3% of the issued share capital of the Company); (iii) each of WeiZheng, WeiTian and WeiYao no longer holds any shares in the Company. Accordingly, Mr. Ou’s family members, through their investment companies, continue to own 44.43% of the issued share capital of the Company upon completion of the Transfers. The Transfers have no adverse impact on the operations and overall development of the Group.

As Mr. GW Ou, Mr. GQ Ou and their respective controlled companies have acquired not less than 30% of the voting rights of the Company immediately after the Transfers, the Company has been informed that Mr. GW Ou and Mr. GQ Ou have applied to the Securities and Futures Commission of the Hong Kong (the “SFC”) for, and the Executive Director of the Corporate Finance Division of the SFC has granted, a waiver from the obligation to make a mandatory general offer pursuant to Note 6(a) to Rule 26.1 of the Takeovers Code arising as a result of the Transfers.

Shareholders of the Company and potential investors should exercise caution when dealing in the securities of the Company. When in doubt, shareholders of the Company and other investors are reminded to seek professional advice from their own professional or financial advisers.

By order of the Board
Zhenro Services Group Limited
Liu Weiliang
Chairman of the Board

Hong Kong, 23 June 2023

As of the date of this announcement, Mr. Lin Xiaotong and Mr. Kang Hong are the executive Directors; Mr. Liu Weiliang is the non-executive Director; and Mr. Ma Haiyue, Mr. Au Yeung Po Fung and Mr. Zhang Wei are the independent non-executive Directors.