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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**  
**UPDATES ON THE OFFSHORE DEBTS RESTRUCTURING**

This announcement is made by Zhongliang Holdings Group Company Limited (the “**Company**”) on a voluntary basis. References are made to the announcements of the Company dated 13 November 2022, 22 November 2022, 17 February 2023, 1 June 2023, 16 July 2023, 14 August 2023, 4 September 2023, 20 November 2023 and 18 December 2023 in relation to, among other things, the Holistic Solution, the Scheme and the restructuring support agreement entered into by, among others, the Company and the AHG and the notice of the convening hearing in respect of the Scheme (the “**Announcements**”). Capitalized terms used in this announcement, unless specified otherwise, have the same meaning as in the Announcements.

The Company is pleased to announce that, at the convening hearing held on 9 January 2024, the Court has directed:

- (i) the Scheme Meeting for the Scheme Creditors be held for the purpose of considering and, if thought fit, approving (with or without modification) the Scheme. The Scheme Meeting is scheduled for 11:00 a.m. (Hong Kong time) on 9 February 2024; and
- (ii) the sanction hearing at which the Court will determine whether or not to sanction the Scheme be held at 9:30 a.m. (Hong Kong time) on 23 February 2024.

Further details of the Scheme Meeting will be set out in a notice of the Scheme Meeting to be provided to the Scheme Creditors in due course.

Please note for a Scheme Creditor to be eligible to elect to receive the Convertible Bonds, a validly completed form must be submitted in accordance with the instructions and deadlines outlined in the documents which will be circulated to Scheme Creditors ahead of the Scheme Meeting.

**Further announcement(s) will be made by the Company to inform shareholders of the Company and other investors of any material development as and when appropriate. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.**

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

Hong Kong, 11 January 2024

*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, and Mr. Wang Kaiguo, Mr. Wu Xiaobo and Mr. Au Yeung Po Fung are the independent non-executive Directors.*