

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong 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.



ZG Group
找钢网集团

*(A company controlled through weighted voting rights,
incorporated in the Cayman Islands with limited liability and carrying on business in Hong Kong as ZGW)*

(Stock Code: 6676)
(Warrant Code: 2572)

VOLUNTARY ANNOUNCEMENT
(I) DISPOSAL OF SHARES BY SHAREHOLDERS;
(II) SHARE REPURCHASES; AND
(III) PURCHASE OF SHARES BY TRUSTEE
PURSUANT TO SHARE AWARD SCHEME

This announcement is made by the Company on a voluntary basis.

DISPOSAL OF SHARES BY SHAREHOLDERS

Based on the information available to the Company, the Board wishes to provide its Shareholders and potential investors with the following updates on the changes in shareholdings of Shareholders, who have disposed of more than 5,000,000 Shares since the Listing, including HSG CV IV Holdco, Ltd., Success Path Enterprises Limited, Quick Returns Ventures Limited, Toasto Time Limited, MPC II L.P., MPC II-A L.P. and Fatcat International Limited, from the date of the Listing up to the date of this announcement:-

- (1) HSG CV IV Holdco, Ltd., Success Path Enterprises Limited, Quick Returns Ventures Limited and Toasto Time Limited, each a Shareholder, since the Listing, have each disposed of 37,179,908 Class A Shares, 43,743,709 Class A Shares, 21,926,228 Class A Shares and 5,002,000 Class A Shares, respectively, representing approximately 3.47%, 4.08%, 2.05% and 0.47% of the total issued Shares as at the date of this announcement. Immediately following such disposals, HSG CV IV Holdco, Ltd., Success Path Enterprises Limited, Quick Returns Ventures Limited and Toasto Time Limited ceased to hold any interest in the Company;
- (2) MPC II L.P. and MPC II-A L.P., each a Shareholder, since the Listing, have each disposed of 60,290,046 Class A Shares and 6,698,892 Class A Shares, respectively, representing approximately 5.63% and 0.63% of the total issued Shares as at the date of this announcement. Immediately following such disposals, MPC II L.P. and MPC II-A L.P. held 21,152,038 Class A Shares and 2,350,228 Class A Shares, respectively, representing approximately 1.97% and 0.22% of the total issued Shares as at the date of this announcement; and

- (3) Fatcat International Limited (“**Fatcat**”), a Shareholder, since the Listing, has disposed of 11,788,150 Class A Shares, representing approximately 1.10% of the total number of issued Shares as at the date of this announcement. Immediately following such disposal, Fatcat held 161,356,983 Class A Shares of the Company, representing approximately 15.06% of the total issued Shares as at the date of this announcement, and remained a substantial shareholder (as defined under the Listing Rules) of the Company. Fatcat held the Shares on behalf of multiple investment funds, and any decision to dispose of the Shares is made independently by each of Fatcat’s limited partners. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries as at the date of this announcement, Fatcat has not disposed of any Shares in the three months immediately preceding the date of this announcement.

The Company considers that the aforesaid disposal of Shares will not have a material impact on the business operation and the financial position of the Group.

SHARE REPURCHASE UNDER THE SHARE REPURCHASE MANDATE

References are made to (i) the circular of the Company dated May 15, 2025; and (ii) the announcement of poll results of the annual general meeting of the Company dated June 27, 2025 in relation to, among others, the Shareholders’ approval of the share repurchase mandate given to the Directors to repurchase Class A Shares not exceeding 10% of the total issued and outstanding Shares (excluding treasury Shares) as at the date of passing such resolution (the “**Repurchase Mandate**”), being 107,109,236 Class A Shares. Reference is also made to the voluntary announcement dated September 29, 2025 in relation to the Board’s decision to exercise the Repurchase Mandate to repurchase no more than 107,109,236 Class A Shares at a maximum price of HK\$10 per Class A Shares in the open market (the “**September 2025 Announcement**”).

Since the September 2025 Announcement up to the date of this announcement, the Company repurchased an aggregate of 460,500 Class A Shares from the open market and held the repurchased 460,500 Class A Shares as treasury Shares.

The Company will continue to comply with the relevant rules applicable to Share repurchases and will fulfil its disclosure obligations in a timely manner.

Shareholders and potential investors of the Company are advised that the repurchase of the Shares is subject to the sole discretion of the Directors based on the market conditions and that no assurance can be given as to the timing, quantity or price of any repurchase. As such, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

PURCHASES OF SHARES UNDER THE SHARE AWARD SCHEME

Reference is made to the announcement of the Company dated June 26, 2026 in relation to the grant of share awards pursuant to the Share Award Scheme.

For the purpose of granting share awards under the Share Award Scheme, as at the date of this announcement, JLT Trust (Hong Kong) Limited, being the trust corporation appointed by the Company for the administration of the Share Award Scheme and the trust constituted for the Share Award Scheme, has so far purchased an aggregate of 68,725,437 Class A Shares on the market, representing approximately 6.41% of the total issued Shares as at the date of this announcement.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	the board of Directors
“Class A Shares”	the class A ordinary shares in the share capital of the Company with a par value of US\$0.00005 each, conferring a holder of a class A ordinary share one vote per share on all matters subject to the vote at general meetings of the Company
“Class B Shares”	the class B ordinary shares in the share capital of the Company with a par value of US\$0.00005 each, conferring weighted voting rights in the Company such that a holder of a class B ordinary share is entitled to ten votes per share on all matters subject to the vote at general meetings of the Company, save for a limited number of Reserved Matters in relation to which each Share is entitled to one vote as provided for under Chapter 8A of the Listing Rules and the articles of association of the Company
“Company”	ZG Group (formerly known as Zhaogang.com Inc), an exempted company incorporated under the laws of the Cayman Islands with limited liability on February 27, 2012
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries from time to time
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of The People’s Republic of China
“Listing”	the listing of the Company on the Hong Kong Stock Exchange on March 10, 2025
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Share Award Scheme”	the share award scheme of the Company adopted by the Board on October 21, 2025
“Shareholder(s)”	person(s) who are registered as the holder(s) of the Share(s) in the register of members of the Company

“Share(s)” the Class A Shares and the Class B Shares in the share capital of the Company, as the context so requires

“%” per cent

By order of the Board
ZG GROUP
Wang Dong
Chairman of the Board

Hong Kong, July 17, 2026

As at the date of this announcement, the Board comprises: (i) Mr. Wang Dong, Mr. Wang Changhui, Ms. Gong Yingxin and Ms. Zhou Min as executive Directors, (ii) Mr. Ye Qian and Mr. Sun Qingdong as non-executive Directors and (iii) Mr. Wang Xiang, Mr. Chen Yin and Mr. Wang Weisong as independent non-executive Directors.