

Unless otherwise defined herein, terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus dated June 27, 2019 (the “**Prospectus**”) issued by Zhongliang Holdings Group Company Limited (the “**Company**”).

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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 offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for any securities of the Company. Potential investors should read the Prospectus carefully for detailed information about the Company and the Global Offering before deciding whether or not to invest in the Offer Shares.

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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)

STABILIZATION ACTIONS AND END OF STABILIZATION PERIOD

The Company announces that the stabilization period in connection with the Global Offering ended on August 7, 2019, being the 30th day after the last day of lodging of applications under the Hong Kong Public Offering. The stabilization actions undertaken during the stabilization period were:

- (1) over-allocations of an aggregate of 79,500,000 Shares, representing 15% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option);

- (2) borrowing of an aggregate of 79,500,000 Shares by the Stabilizing Manager from Liangzhong pursuant to the Stock Borrowing Agreement to cover the over-allocations in the International Offering;
- (3) successive purchases of an aggregate of 27,708,500 Shares in the price range of HK\$5.53 to HK\$5.55 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) on the market during the stabilization period. The last purchase made by the Stabilizing Manager on the market during the stabilization period was on August 5, 2019 at the price of HK\$5.54 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%); and
- (4) partial exercise of the Over-allotment Option by the Sole Representative (for itself and on behalf of the other International Underwriters) in respect of an aggregate of 51,791,500 Shares, representing approximately 9.77% of the total number of the Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option) to cover over-allocations in the International Offering.

STABILIZATION ACTIONS AND END OF STABILIZATION PERIOD

The Company makes this announcement pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong) and announces that the stabilization period in connection with the Global Offering ended on August 7, 2019, being the 30th day after the last day of lodging of applications under the Hong Kong Public Offering.

The stabilization actions undertaken by the Stabilizing Manager, its affiliates, or any person acting for it, on behalf of the Underwriters during the stabilization period were:

- (1) over-allocations of an aggregate of 79,500,000 Shares, representing 15% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option);
- (2) borrowing of an aggregate of 79,500,000 Shares by the Stabilizing Manager from Liangzhong pursuant to the Stock Borrowing Agreement to cover the over-allocations in the International Offering;
- (3) successive purchases of an aggregate of 27,708,500 Shares in the price range of HK\$5.53 to HK\$5.55 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) on the market during the stabilization period. The last purchase made by the Stabilizing Manager on the market during the stabilization period was on August 5, 2019 at the price of HK\$5.54 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%); and

- (4) partial exercise of the Over-allotment Option by the Sole Representative (for itself and on behalf of the other International Underwriters) in respect of an aggregate of 51,791,500 Shares, representing approximately 9.77% of the total number of the Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option) to cover over-allocations in the International Offering.

The Company confirms that immediately following the completion of the Global Offering and the partial exercise of the Over-allotment Option, the number of issued Shares in the hands of the public represents at least 17.06% of the total number of issued Shares and the Company continues to satisfy the minimum percentage prescribed in the waiver granted by the Stock Exchange from strict compliance with Rule 8.08 of the Listing Rules. No new Shares or securities convertible into equity securities of the Company may be issued within six months from the Listing Date save for the situations set out in Rule 10.08 of the Listing Rules.

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

Hong Kong, August 7, 2019

As at the date of this announcement, Mr. Yang Jian, Mr. Huang Chunlei, Mr. Xu Liangqiong and Mr. Ling Xinyu are the executive Directors, and Mr. Wang Kaiguo, Mr. Wu Xiaobo and Mr. Au Yeung Po Fung are the independent non-executive Directors.