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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)**

### **FACILITY LETTER WITH SPECIFIC PERFORMANCE COVENANTS**

This announcement is made pursuant to Rule 13.18 of the Listing Rules.

The Board announces that on 23 February 2021, the Company as borrower accepted the Facility Letter issued by Hang Seng Bank Limited as lender. The amount of facility offered under the Facility Letter is not more than US\$20,000,000. The Facility Letter contains, among others, specific performance obligations on the Controlling Shareholders.

This announcement is made by Zhongliang Holdings Group Company Limited (the “**Company**”) pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors of the Company (the “**Board**”) announces that on 23 February 2021, the Company accepted as borrower a facility letter (the “**Facility Letter**”) issued by Hang Seng Bank Limited as lender in relation to a loan facility of not more than US\$20,000,000. The maturity date of the loan under the Facility Letter is 12 months from the date of drawdown. The facility will be available for drawdown within 6 months from 23 February 2021 (subject to fulfillment of the conditions set out in the Facility Letter).

Pursuant to the Facility Letter, the Company is required to procure that:

- (i) Mr. Yang Jian or his immediate family member(s) shall remain as the chairman of the Board and the executive director of the Company; and
- (ii) Mr. Yang Jian and Ms. Xu Xiaoqun (the “**Controlling Shareholders**”) collectively own at least 60% of the, direct or indirect, beneficial shareholding interest in the issued share capital of, and carrying at least 30% of the voting rights in, the Company, free from any security.

As at the date of this announcement, the Controlling Shareholders together hold approximately 82.94% of the, direct or indirect, beneficial shareholding interest in the issued share capital of the Company.

The Company will comply with the continuing disclosure requirements pursuant to Rule 13.21 of the Listing Rules and the disclosure will be included in the subsequent interim and annual reports of the Company for so long as circumstances giving rise to the above obligations continue to exist.

On behalf of the Board  
**Zhongliang Holdings Group Company Limited**  
**Yang Jian**  
*Chairman*

Hong Kong, 23 February 2021

*As at the date of this announcement, Mr. Yang Jian, Mr. Chen Hongliang, Mr. Li Heli 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.*