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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 REPURCHASE OF THE SEPTEMBER 2021 NOTES (STOCK CODE: 40005), JULY 2022 NOTES (STOCK CODE: 40439) AND THE MAY 2022 NOTES (STOCK CODE: 40680)

This is a voluntary announcement made by Zhongliang Holdings Group Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”).

Reference is made to the announcements of the Company dated 20 September 2019, 26 September 2019, 27 September 2019, 10 October 2019, 22 October 2020, 29 October 2020, 23 November 2020, 24 November 2020, 6 January 2021, 13 January 2021, 14 January 2021, 11 May 2021, 20 May 2021 and 21 May 2021 (collectively, the “**Announcements**”) in relation to the 11.5% senior notes due September 2021 in the aggregate principal amount of US\$400 million (the “**September 2021 Notes**”), the 9.5% senior notes due July 2022 in the aggregate principal amount of US\$450 million (the “**July 2022 Notes**”) and the 8.5% senior notes due May 2022 in the aggregate principal amount of US\$300 million (the “**May 2022 Notes**”) issued by the Company and the listing thereof on the Stock Exchange. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Announcements.

Between 13 July 2021 and 21 July 2021:

- the Group purchased the September 2021 Notes in an aggregate principal amount of US\$5.6 million in the open market, representing approximately 1.40% of the aggregate principal amount of the September 2021 Notes originally issued.
- the Group purchased the July 2022 Notes in an aggregate principal amount of US\$2.5 million in the open market, representing approximately 0.56% of the aggregate principal amount of the July 2022 Notes originally issued.
- the Group purchased the May 2022 Notes in an aggregate principal amount of US\$1 million in the open market, representing approximately 0.33% of the aggregate principal amount of the May 2022 Notes originally issued.

Subject to the Board's discretion, the repurchased notes may or may not be cancelled.

The Company will continue to monitor market conditions and its financial structure and may further repurchase its senior notes as and when appropriate.

The Company may or may not purchase further senior notes in the future. Noteholders and potential investors should note that any on-market purchase of senior notes from time to time by the Company will be at the Board's sole and absolute discretion. There is no assurance of the timing, amount or price of any purchase of the senior notes or whether the Company will make any further purchase at all. Noteholders and potential investors should therefore exercise caution when dealing in any senior notes of the Company.

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

Hong Kong, 21 July 2021

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 of the Company; and Mr. Wang Kaiguo, Mr. Wu Xiaobo and Mr. Au Yeung Po Fung are the independent non-executive directors of the Company.