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ZHI SHENG GROUP HOLDINGS LIMITED

智昇集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8370)

COMPLETION OF MAJOR AND CONNECTED TRANSACTION IN RELATION TO ACQUSITION OF EQUITY INTEREST AND SALE LOAN IN THE TARGET COMPANY

References are made to the announcement and circular (the "**Circular**") of Zhi Sheng Group Holdings Limited (the "**Company**") dated 18 September 2026 and 28 October 2026 respectively in relation to, among other things, the Acquisition. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as defined in the Circular.

The Board is pleased to announce that all the conditions precedent set out in the Sale and Purchase Agreement have been fulfilled and completion of the Acquisition took place on 16 November 2026 in accordance with the terms and conditions of the Sale and Purchase Agreement. The Group has gained control over the Target Group which is developing the Project and has obtained the Service Contract, enabling the Group to expand its data centre business in Thailand as a rising regional computing hub.

By order of the Board
Zhi Sheng Group Holdings Limited
Lai Ningning
Chief Executive Officer and Executive Director

Hong Kong, 16 November 2026

As at the date of this announcement, the Board comprises Mr. Lai Ningning, Mr. Yi Cong, Mr. Liang Xing Jun and Mr. Ma Gary Ming Fai as executive Directors; Mr. Luo Guoqiang as non-executive Director; and Mr. Chan Wing Kit, Ms. Chan Pui Shan and Mr. Lin Xiaodong as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page of the Stock Exchange's website at www.hkexnews.hk for at least 7 days from the date of its posting and on the Company's website at www.qtbgjj.com.