

For the month ended

Monthly Return of Equity Issuer on Movements in Securities

(dd/mm/yyyy) :	31/12/2020		
To : Hong Kong Exchanges and Cle	earing Limited		
Name of Issuer <u>881</u>	Zhongs	heng Group H	Ioldings Limited
Date Submitted 05/01/2	:021		
I. Movements in Authorised Share (Capital		
1. Ordinary Shares			
(1) Stock code : <u>881</u> Descr	ription :	Ordinary	Shares
	No. of ordinary shares	Par value (HKD)	Authorised share capital (HKD)
Balance at close of preceding mont	h_1,000,000,000,000	0.0001	100,000,000
Increase/(decrease)	NIL		NIL
Balance at close of the month	1,000,000,000,000	0.0001	100,000,000
(2) Stock code : N/A Descr	ription :	N/A	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mont	h N/A	N/A	N/A
Increase/(decrease)	N/A		N/A
Balance at close of the month	N/A	N/A	N/A

Stock code : N/A Descript	tion: N/A				
	No. of preference shares	Par value (State currency)	capital		
Balance at close of preceding month_	N/A	<u>N/A</u>	N/A		
Increase/(decrease)	N/A	_	N/A		
Balance at close of the month	N/A	N/A	N/A		
3. Other Classes of Shares Stock code: N/A Descript	ion :	N/A			
3. Other Classes of Shares Stock code: N/A Descript	ion : No. of other classes of shares	(State	Authorised share capital		
	No. of other classes of shares	Par value (State	Authorised share capital		
Stock code : N/A Descript	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)		

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference No. of other		
	(1)	(2)	shares	classes of shares	
Balance at close of preceding month	2,279,894,346	N/A	N/A	N/A	
Increase/ (decrease) during the month	1,965,800	N/A	N/A	N/A	
Balance at close of the month	2,281,860,146	N/A	N/A	N/A	

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of No. of new shares of No. of new shares of share option issuer issued during issuer which may be scheme the month pursuant issued pursuant thereto thereto as at close of including EGM Movement during the month approval date the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Share Option Scheme (9/2/2010) NIL NIL Ordinary shares 11,000,000 NIL NIL NIL (Note 1) N/A N/A N/A N/A N/A N/A shares (Note 1) N/AN/A N/A N/A N/A N/A shares (Note 1) Total A. (Ordinary shares) NIL (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options (State currency) NIL

Warrants to Issue Shares of the	e Issuer which	are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.						
-	N/A	N/A	N/A	N/A	N/A	N/A
Class of shares issuable (Note 1) Subscription price EGM approval date		1771	1,111	IVII	1771	1,11
(if applicable) (dd/mm/yyyy)	(/ /)				
	NT/A	NT/A	NT/A	NT/A	NT/A	NT/A
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)		N/A	N/A	N/A	N/A	<u>N/A</u>
3.	`	,				
	N/A	N/A	N/A	N/A	N/A	N/A
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.)	IVA	IVA	IVA	IVA
	N/A	N/A	N/A	N/A	N/A	N/A
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy))				
		Total B		ary shares)	N/A	_
			•	ice shares)	N/A	_
			(C	other class)	N/A	_

Convertibles (i.e. Convertible	into Shares of t	he Issuer whic	h are to be List	ted)		
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Zero Coupon Convertible	<u> </u>					
Bonds Due 2023	<u> </u>					
	_					
	HKD	1,139,000,000	59,000,000	1,080,000,000	1,965,800	35,984,166
Stock code (if listed)	4498					
Class of shares	0.41					
issuable (Note 1) Subscription price	Ordinary HKD30.0132					
EGM approval date	TIKD30.0132					
(if applicable)						
(dd/mm/yyyy))	(N/A)					
2. Zero Coupon Convertible	_					
Bonds Due 2025	_					
	_					
Ctools and a (if linted)	HKD	4,560,000,000	NIL	4,560,000,000	NIL	99,978,074
Stock code (if listed) Class of shares	40224					
issuable (Note 1)	Ordinary					
Subscription price	HKD45.61					
EGM approval date						
(if applicable)	(37/4)					
(dd/mm/yyyy)	(N/A)					
3.	_					
	_					
	N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed)		1071				
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
4.	,					
	_					
	_					
	N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed)						
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
		-	Total C. (Ordin		1,965,800	_
			,	nce shares) Other class)	N/A N/A	_
1			, ,	o. o. o. o. o. o	11/11	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Options (other than under Share Option Schemes)		
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1		
shares (Note 1)	N/A	N/A
2	<u> </u>	
	-	
shares (Note 1)	N/A	N/A
3	-	
	-	
	-	
shares (Note 1)	N/A	N/A
	11/11	1 1/ 1 1
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Ot	her Movements	in Issued Sha	are Capital					
	Type of leave						No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Type of Issue							monar
				Class of shares issuable (Note 1)				
1.	Rights issue	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(***			N/A	N/A
				Class of shares				
				issuable (Note 1)				
2.	Open offer	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							N/A	N/A
				Class of shares				
				issuable (Note 1)				
3.	Placing	At price :	State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							N/A	N/A
				Class of shares issuable (Note 1)				
4.	Bonus issue			Issue and allotment	(/ /)		
''	20.140 10040			date : (dd/mm/yyyy)	(١		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A

Ty	ype of Issue						shares of issuer issued during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as at close of the month
				Class of shares issuable (Note 1)				
5. S	Scrip dividend	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares repurchased (Note 1)				
	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N//	27/4
							N/A	N/A
				Class of shares redeemed (Note 1)				
	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							N/A	N/A
				Class of shares issuable (Note 1)				
	Consideration ssue	At price :	State currency ———	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			·	EGM approval date: (dd/mm/yyyy)	(/ /)		
							N/A	N/A

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	shares of issuer which may be
	Class of shares		
	issuable (Note 1)	_	
Capital reorganisation	Issue and allotment (/ / date : (dd/mm/yyyy))	
	EGM approval date: (/ /)	
	(dd/mm/yyyy)	N/A	N/A
	Class of sharesissuable (Note 1)	_	
10. Other (Please specify) At price : State currency	Issue and allotment (/ / date : (dd/mm/yyyy))	
	EGM approval date: (/ / (dd/mm/yyyy)) <u>N/A</u>	N/A
	Total E. (Ordi		
	sna (Preference sha (Other cl		_ _ _
		4.1	
Total increase / (decrease) in ordinary shares du	uring the month (i.e. Total of A to E):	. ,	,965,800
		. (2)	N/A
Total increase / (decrease) in preference shares Total increase / (decrease) in other classes of sl	,	·	N/A
E):			N/A
(These figures should be the same as the releval Capital").)	ant ngures under 11 above (Moveme	nis in issued S	onare

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the

securities have been fulfilled;
all the securities of each class are in all respects identical (Note 3);
all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.
rks (if any):
tted by: Huang Yi
Executive Director

Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. "Identical" means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.