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中升集團控股有限公司  
**Zhongsheng Group Holdings Limited**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 881)**

## **DELAY IN DESPATCH OF CIRCULAR IN RELATION TO MAJOR TRANSACTION**

Reference is made to the announcement of Zhongsheng Group Holdings Limited (the “**Company**”) dated 29 September 2010 (the “**Announcement**”) in relation to the acquisition of a 50% equity interest in B&L Motor Holding Co., Ltd. (the “**Acquisition**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, the Company expected to despatch a circular in respect of the Acquisition on or before 15 November 2010 (the “**Circular**”). However, as additional time is required for preparing and finalising the information to be contained in the circular, the despatch date of the Circular is expected to be delayed to a date falling on or before 30 November 2010.

By Order of the Board of  
**Zhongsheng Group Holdings Limited**  
**Huang Yi**  
*Chairman*

Hong Kong, 15 November 2010

*As at the date of this announcement, the executive directors of the Company are Messrs. Huang Yi, Li Guoqiang, Du Qingshan and Yu Guangming; the non-executive director of the Company is Mr. Leng Xuesong; and the independent non-executive directors of the Company are Messrs. Shigeno Tomihei, Ng Yuk Keung and Shen Jinjun.*