

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness, and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



ZERO2IPO HOLDINGS INC.

清科創業控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1945)

PROFIT WARNING

This announcement is made by Zero2IPO Holdings Inc. (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) pursuant to Rule 13.09 of Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors (the “**Board**”) of the Company hereby informs the shareholders and potential investors of the Company that, based on the preliminary assessment of the information currently available to the Board, including the unaudited management accounts of the Group for the six months ended 30 June 2022, the Group is expected to record a net loss of approximately RMB22.0 million to RMB27.0 million for the six months ended 30 June 2022, while the net profit recorded for the six months ended 30 June 2021 was approximately RMB12.6 million.

Based on the information currently available, the Board believes that the net loss recorded for the six months ended 30 June 2022 was mainly attributable to the following factors: (i) affected by the continuous outbreak of the COVID-19 epidemic in the first half of the year, offline activities for marketing services and offline training courses for training services in several cities were postponed, resulting in a significant impact on the Group’s revenue recognition; and (ii) in order to enhance its competitiveness in the market, the Group invested heavily in the development of the investment banking services.

The Board believes that the offline marketing services and training services delayed due to the COVID-19 epidemic could resume in the second half of the year, and the management of the Company will continue to manage the Group's business in a prudent and disciplined manner and to seize opportunities to create value for its customers, partners and shareholders. The Group has always focused on the long-term strategy and sustainable development of its business. Currently, the Group has obtained licenses issued by the Hong Kong Securities and Futures Commission under the Securities and Futures Ordinance for conducting Type 1 (dealing in securities), Type 2 (dealing in futures contracts), Type 4 (advising on securities), Type 6 (advising on corporate finance) and Type 9 (asset management) regulated licenses, and is capable of providing entrepreneurs and growth enterprises with advisory services in private placements and mergers and acquisitions, and securities sponsorship and underwriting services for them to access public equity markets, as well as offering trading, investment consulting and asset management services to investors. Such investment banking business is expected to unlock new growth opportunities in various markets. The Board is therefore confident in the long-term development and business prospects of the Group.

The Board hereby reminds the shareholders and potential investors of the Company that the information set out in this announcement is based on a preliminary assessment with reference to the information currently available to the Board and has not been reviewed or audited by the independent auditors of the Company or reviewed by the audit committee of the Company, and may differ with the actual interim results for the six months ended 30 June 2022 of the Group. Shareholders and potential investors of the Company are advised to read carefully the interim results announcement of the Group for the six months ended 30 June 2022, which is expected to be published in August 2022 in accordance with the Listing Rules.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
Zero2IPO Holdings Inc.
NI Zhengdong
Chairman and Chief Executive Officer

Beijing, the PRC, 27 July 2022

As at the date of this announcement, the Board of Directors of the Company comprises Mr. NI Zhengdong, Ms. FU Xinghua and Ms. ZHANG Yanyan as executive Directors, Mr. KUNG Hung Ka as non-executive Director, and Mr. HUANG Xubin, Mr. ZHANG Min and Ms. YU Bin as independent non-executive Directors.

* *For identification purpose only*