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*This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for any securities. Potential investors should read the prospectus dated 28 December 2023 (the “**Prospectus**”) of Zhongshen Jianye Holding Limited (the “**Company**”) for detailed information about the Company and the Share Offer described below before deciding whether or not to invest in the Offer Shares there being offered.*

*This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia or any other jurisdiction where such distribution is prohibited by law). This announcement does not constitute and is not an offer to sell or a solicitation of any offer to buy securities in Hong Kong, the United States or any other jurisdiction. The securities referred to in this announcement have not been, and will not be, registered under the United States Securities Act of 1933 (as amended from time to time) (the “**U.S. Securities Act**”) or any state securities laws of the United States and may not be offered or sold in the United States absent registration under the U.S. Securities Act or except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There is not and it is not currently intended for there to be any public offering of securities of the Company in the United States.*

*Application for the Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the designated website ([www.hkeipo.hk](http://www.hkeipo.hk)) or the IPO App (which can be downloaded by searching “IPO App” in App store or Google Play or downloaded at [www.hkeipo.hk/IPOApp](http://www.hkeipo.hk/IPOApp) or [www.tricorglobal.com/IPOApp](http://www.tricorglobal.com/IPOApp)) in relation to **HK eIPO White Form** service.*

*Unless otherwise defined herein, capitalised terms and expression used in this announcement shall have the same meanings as those defined in the Prospectus.*



## Zhongshen Jianye Holding Limited

中深建業控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

### LISTING ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF SHARE OFFER

Total Number of Offer Shares under the Share Offer	:	128,700,000 Shares
Number of Public Offer Shares	:	12,872,000 Shares (subject to reallocation)
Number of Placing Shares	:	115,828,000 Shares (subject to reallocation)
Offer Price	:	HK\$1.00 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.00565% and AFRC transaction levy of 0.00015% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	:	HK\$0.01 per Share
Stock code	:	2503

Sole Sponsor

**SUNWAH KINGSWAY**  
**新華滙富**

Kingsway Capital Limited

Overall Coordinator

**SUNWAH KINGSWAY**  
**新華滙富**

Kingsway Financial Services Group Limited

Joint Bookrunners and Joint Lead Managers

**SUNWAH KINGSWAY**  
**新華滙富**



Joint Bookrunner

**華盛證券**

## FULLY ELECTRONIC APPLICATION PROCESS

We have adopted a fully electronic application process for the Public Offer and below are the procedures for application.

The Prospectus is available at the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) under the “HKEXnews > New Listings > New Listing Information” section, and our website at [www.zsjy.top](http://www.zsjy.top). If you require a printed copy of the Prospectus, you may download and print from the website addresses above.

To apply for Public Offer Shares, you may use one of the following application channels:

Application Channel	Platform	Target Investors	Application Time
<b>HK eIPO White Form service</b>	(1) the <b>IPO App</b> , which can be downloaded by searching “ <b>IPO App</b> ” in App Store or Google Play or downloaded at <a href="http://www.hkeipo.hk/IPOApp">www.hkeipo.hk/IPOApp</a> or <a href="http://www.tricorglobal.com/IPOApp">www.tricorglobal.com/IPOApp</a> (2) the designated website <a href="http://www.hkeipo.hk">www.hkeipo.hk</a> Enquiries: +852 3907 7333	Investors who would like to receive a physical Share certificate. Public Offer Shares successfully applied for will be allotted and issued in your own name.	From 9:00 a.m. on Thursday, 28 December 2023 to 11:30 a.m. on Thursday, 4 January 2024, Hong Kong time. The latest time for completing full payment of application monies will be 12:00 noon on Thursday, 4 January 2024 Hong Kong time.
<b>HKSCC EIPO channel</b>	Your broker or custodian who is a HKSCC Participant will submit an EIPO application on your behalf through HKSCC’s FINI system in accordance with your instruction	Investors who would not like to receive a physical Share certificate. Public Offer Shares successfully applied for will be allotted and issued in the name of HKSCC Nominees, deposited directly into CCASS and credited to your designated HKSCC Participant’s stock account.	Contact your broker or custodian for the earliest and latest time for giving such instructions, as this may vary by broker or custodian.

The **HK eIPO White Form** service and the HKSCC EIPO channel are facilities subject to capacity limitations and potential service interruptions and you are advised not to wait until the last day of the application period to apply for Public Offer Shares.

We will not provide any physical channels to accept any application for the Public Offer Shares by the public. The contents of the electronic version of the Prospectus are identical to the printed document as registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance.

If you are applying through the **HK eIPO White Form** service, you may refer to the table below for the amount payable for the number of Public Offer Shares you have selected. You must pay the respective amount payable on application in full upon application for the Public Offer Shares.

If you are applying through the **HKSCC EIPO** channel, you are required to pre-fund your application based on the amount specified by your broker or custodian, as determined based on the applicable laws and regulations in Hong Kong.

No. of Public Offer Shares applied for	Amount payable <sup>(2)</sup> on application/successful allotment HK\$	No. of Public Offer Shares applied for	Amount payable <sup>(2)</sup> on application/successful allotment HK\$	No. of Public Offer Shares applied for	Amount payable <sup>(2)</sup> on application/successful allotment HK\$	No. of Public Offer Shares applied for	Amount payable <sup>(2)</sup> on application/successful allotment HK\$
4,000	4,040.35	60,000	60,605.10	500,000	505,042.50	3,500,000	3,535,297.50
8,000	8,080.68	80,000	80,806.80	600,000	606,051.00	4,000,000	4,040,340.00
12,000	12,121.02	100,000	101,008.50	700,000	707,059.50	4,500,000	4,545,382.50
16,000	16,161.35	120,000	121,210.20	800,000	808,068.00	5,000,000	5,050,425.00
20,000	20,201.70	140,000	141,411.90	900,000	909,076.50	5,500,000	5,555,467.50
24,000	24,242.05	160,000	161,613.60	1,000,000	1,010,085.00	6,000,000	6,060,510.00
28,000	28,282.38	180,000	181,815.30	1,500,000	1,515,127.50	6,436,000 <sup>(1)</sup>	6,500,907.05
32,000	32,322.72	200,000	202,017.00	2,000,000	2,020,170.00		
36,000	36,363.05	300,000	303,025.50	2,500,000	2,525,212.50		
40,000	40,403.40	400,000	404,034.00	3,000,000	3,030,255.00		

(1) Maximum number of Public Offer Shares you may apply for.

(2) This is 50% of the Public Offer Shares initially offered, and the amount payable is inclusive of brokerage, SFC transaction levy, the Stock Exchange trading fee and AFRC transaction levy. If your application is successful, brokerage will be paid to the Exchange Participants (as defined in the Listing Rules) or to the Share Registrar (for applications made through the application channel of the Hong Kong Branch Share Registrar) while the SFC transaction levy, the Stock Exchange trading fee and the AFRC transaction levy will be paid to the SFC, the Stock Exchange and the AFRC, respectively.

No application for any other number of the Public Offer Shares will be considered and any such application is liable to be rejected.

## THE LISTING APPLICATION

We have made an application to the Stock Exchange for the granting of the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Share Offer (including any Shares which may be issued pursuant to the Capitalisation Issue).

## STRUCTURE OF THE SHARE OFFER

The Share Offer comprises (i) the Public Offer of initially 12,872,000 Shares (subject to reallocation), representing 10% of the Offer Shares available under the Share Offer; and (ii) the Placing of initially 115,828,000 Shares (subject to reallocation), representing 90% of the Offer Shares available under the Share Offer.

The allocation of the Offer Shares between the Public Offer and the Placing will be subject to reallocation as described in the section headed “Structure of the Share Offer” in the Prospectus.

In particular, subject to the requirements under Practice Note 18 of the Listing Rules and Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, the Overall Coordinator (for and on behalf of the Public Offer Underwriters) may at its absolute discretion reallocate Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. In accordance with the Guidance Letter HKEx-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be reallocated to the Public Offer following such reallocation shall be not more than double the initial allocation to the Public Offer (i.e. 25,740,000 Offer Shares), representing approximately 20% of the number of the Offer Shares initially available under the Share Offer.

## PRICING

The Offer Price will be HK\$1.00 per Offer Share. Applicants under the Public Offer shall pay in full, on application, the Offer Price of HK\$1.00 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.00565% and AFRC transaction levy of 0.00015%. Further details are set out in the section headed “How to Apply for the Public Offer Shares” in the Prospectus.

## EXPECTED TIMETABLE

**Time and date<sup>(1)</sup>**

Public Offer commences from..... 9:00 a.m. on Thursday, 28 December 2023

Latest time for completing electronic applications  
under the **HK eIPO White Form** service  
through one of the below ways:

(a) the **IPO App**, which can be downloaded by  
searching “**IPO App**” in App Store or Google Play  
or downloaded at [www.hkeipo.hk/IPOApp](http://www.hkeipo.hk/IPOApp) or  
[www.tricorglobal.com/IPOApp](http://www.tricorglobal.com/IPOApp)

(b) the designated website at [www.hkeipo.hk](http://www.hkeipo.hk) ..... 11:30 a.m. on Thursday, 4 January 2024

Application lists open ..... 11:45 a.m. on Thursday, 4 January 2024

Latest time for (a) completing payment of **HK eIPO White Form**  
applications by effecting internet banking transfer(s)  
or PPS payment transfer(s) and (b) giving

**electronic application instructions** to HKSCC ..... 12:00 noon on Thursday, 4 January 2024

If you are instructing your **broker** or **custodian** who is a HKSCC Participant to give **electronic application instructions** via HKSCC’s FINI system to apply for the Public Offer Shares on your behalf, you are advised to contact your **broker** or **custodian** for the latest time for giving such instructions which may be different from the latest time as stated above.

Application lists close ..... 12:00 noon on Thursday, 4 January 2024

Announcement of (a) the level of applications in the Public Offer; (b) the level of indication of interest in the Placing; and (c) the basis of allocation of the Public Offer Shares under the Public Offer to be published on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and our website at [www.zsjy.top](http://www.zsjy.top) on or before ..... Monday, 8 January 2024

Results of allocations in the Public Offer (with successful applicants’ identification document numbers, where appropriate) to be available through a variety of channels, including:

- in the announcement to be posted on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and our website at [www.zsjy.top](http://www.zsjy.top) (for further details, please refer to the section headed “How to apply for the Public Offer Shares – B. Publication of results” of the Prospectus) on or before .....Monday, 8 January 2024
- from the results of allocations in the Hong Kong Public Offering to be available at the “IPO Results” function in the **IPO App** or at [www.tricor.com.hk/ipo/result](http://www.tricor.com.hk/ipo/result) or [www.hkeipo.hk/IPOResult](http://www.hkeipo.hk/IPOResult) with a “search by ID” function from .....Monday, 8 January 2024

Despatch/collection of share certificates or deposit of share certificates to CCASS in respect of wholly or partially successful applications pursuant to the Public Offer on or before..... Monday, 8 January 2024

Despatch/collection of **HK eIPO White Form** e-Auto Refund payment instructions/refund cheques in respect of wholly or partially unsuccessful applications pursuant to the Public Offer on or before..... Tuesday, 9 January 2024

Dealings in the Shares on the Stock Exchange expected to commence ..... 9:00 a.m. on Tuesday, 9 January 2024

*Note:*

(1) All dates and times refer to Hong Kong local time.

**The application for the Offer Shares will commence on Thursday, 28 December 2023 through Thursday, 4 January 2024, being longer than normal market practice of three and a half days. The application monies (including brokerage, SFC transaction levy, Stock Exchange trading fee and AFRC transaction levy) will be held by the receiving bank on behalf of the Company and the refund monies, if any, will be returned to the applicants without interest on Tuesday, 9 January 2024. In addition, the Shares will not commence trading on the Stock Exchange until they are delivered. Investors should be aware that the dealings in Shares on the Stock Exchange are expected to commence on Tuesday, 9 January 2024.**

## **SETTLEMENT**

Subject to the granting of listing of, and permission to deal in, the Shares on the Stock Exchange and our compliance with the stock admission requirements of HKSCC, our Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or any other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second settlement day after any trading day. All necessary arrangements have been made for our Shares to be admitted into CCASS. All activities under CCASS are subject to the General Rules of HKSCC and HKSCC Operational Procedures in effect from time to time. Investors should seek the advice of their stockbroker or other professional advisers for the details of the settlement arrangements as such arrangements may affect their rights and interests.

## **ELECTRONIC APPLICATION CHANNELS**

**The Public Offer period will begin at 9:00 a.m. on Thursday, 28 December 2023 and end at 12:00 noon on Thursday, 4 January 2024 (Hong Kong time), being longer than normal market practice of three and a half days.**

To apply for Hong Kong Offer Shares, you may use one of the following application channels:

Application Channel	Platform	Target Investors	Application Time
<b>HK eIPO White Form</b> service	<p>(1) the <b>IPO App</b>, which can be downloaded by searching “<b>IPO App</b>” in App Store or Google Play or downloaded at <a href="http://www.hkeipo.hk/IPOApp">www.hkeipo.hk/IPOApp</a> or <a href="http://www.tricorglobal.com/IPOApp">www.tricorglobal.com/IPOApp</a></p> <p>(2) the designated website <a href="http://www.hkeipo.hk">www.hkeipo.hk</a> Enquiries: +852 3907 7333</p>	Investors who would like to receive a physical Share certificate. Public Offer Shares successfully applied for will be allotted and issued in your own name.	<p>From 9:00 a.m. on Thursday, 28 December 2023 to 11:30 a.m. on Thursday, 4 January 2024, Hong Kong time.</p> <p>The latest time for completing full payment of application monies will be 12:00 noon on Thursday, 4 January 2024 Hong Kong time.</p>
<b>HKSCC EIPO channel</b>	Your broker or custodian who is a HKSCC Participant will submit an EIPO application on your behalf through HKSCC’s FINI system in accordance with your instruction	Investors who would not like to receive a physical Share certificate. Public Offer Shares successfully applied for will be allotted and issued in the name of HKSCC Nominees, deposited directly into CCASS and credited to your designated HKSCC Participant’s stock account.	Contact your broker or custodian for the earliest and latest time for giving such instructions, as this may vary by broker or custodian.

The **HK eIPO White Form** service and the HKSCC EIPO channel are facilities subject to capacity limitations and potential service interruptions and you are advised not to wait until the last day of the application period to apply for Public Offer Shares.

For those applying through the HKSCC EIPO channel, your broker or custodian will arrange the refund monies, if any, to your designated bank account subject to the arrangement application monies paid between you and it.

Please refer to the sections headed “Structure of the Share Offer” and “How to Apply for the Public Offer Shares” in the Prospectus for details of the conditions and procedures of the Public Offer.

**Application for the Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, and on the designated website at [www.hkeipo.hk](http://www.hkeipo.hk) for the HK eIPO White Form service.**

## **PUBLICATION OF RESULTS**

The Company expects to announce the level of indications of interest in the Placing, the level of applications in the Public Offer and the basis of allocations of Public Offer Shares on Monday, 8 January 2024 on the Company's website at [www.zsjy.top](http://www.zsjy.top) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The results of allocations under the Public Offer and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Public Offer will be available through a variety of channels at the times and dates and in the manner specified in the section headed "How to apply for the Public Offer Shares — B. Publication of results" in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the conditions of the Public Offer set out in the section headed "Structure of the Share Offer — Conditions of the Share Offer" in the Prospectus are not fulfilled or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy, the Stock Exchange trading fee and AFRC transaction levy, will be refunded, without interest.

No temporary document of title will be issued in respect of the Shares. No receipt will be issued for sums paid on application. Share certificates will only become valid at 8:00 a.m. (Hong Kong time) on Tuesday, 9 January 2024, provided that the Share Offer has become unconditional and the right of termination described in the section headed "Underwriting — Underwriting arrangements and expenses — Public Offer — Grounds for termination" in the Prospectus has not been exercised. Investors who trade Shares prior to the receipt of Share certificates or the Share certificates becoming valid do so entirely at their own risk.

Assuming that the Share Offer becomes unconditional at or before 8:00 a.m. (Hong Kong time) on Tuesday, 9 January 2024, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Tuesday, 9 January 2024. The Shares will be traded in board lots of 4,000 Shares each. The stock code of the Shares is 2503.

By Order of the Board  
**Zhongshen Jianye Holding Limited**  
**Mr. Sang Xianfeng**  
*Chairman*

Hong Kong, 28 December 2023

*As at the date of this announcement, the Board comprises Mr. Sang Xianfeng and Mr. Xian Yurong as executive Directors; and Ms. Liu Zhihong, Mr. Zeng Qingli and Mr. Xie Huagang as independent non-executive Directors.*

*This announcement is available for viewing on the website of the Company at [www.zsjy.top](http://www.zsjy.top) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).*