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ZHONGZHENG INTERNATIONAL COMPANY LIMITED

中證國際有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 943)

CLARIFICATION ANNOUNCEMENT IN RELATION TO NOTICE OF THE SPECIAL GENERAL MEETING AND PROXY FORM FOR THE SPECIAL GENERAL MEETING TO BE HELD ON 19 JULY 2024

References are made to (i) the circular (the “**Circular**”); (ii) the notice (the “**Notice**”) of the SGM (both as a part of the Circular and as a standalone document); and (iii) the proxy form (the “**Proxy Form**”) for the SGM, all of which were published on 28 June 2024 by Zhongzheng International Company Limited (the “**Company**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the Circular and the Notice.

The Company noted and would like to clarify that there were inadvertent clerical errors in the Notice and the Proxy Form as follows:

- (i) the English version of the Notice should read as follows:

“**NOTICE IS HEREBY GIVEN** that a special general meeting (the “**SGM**”) of Zhongzheng International Company Limited (the “**Company**”) will be held at 11:00 a.m. on Friday, 19 July 2024 at Unit 5, 10/F, Bank of East Asia Harbour View Centre, No.56 Gloucester Road, Wanchai, Hong Kong for the purpose of considering and, if thought fit, passing (with or without amendments), the following resolution as an ordinary resolution of the Company (words and expressions that are not expressly defined in this notice shall bear the same meaning as that defined in the circular of the Company dated 28 June 2024 (the “**Circular**”))):”

(ii) the Chinese version of the Notice should read as follows:

“茲通告中證國際有限公司(「本公司」)謹訂於二零二四年七月十九日(星期五)上午十一時正假座香港灣仔告士打道56號東亞銀行港灣中心10樓05室舉行股東特別大會(「股東特別大會」)，以考慮及酌情通過(不論有否修訂)下列決議案作為本公司之普通決議案(本通告中未明確界定之詞語及詞彙具有本公司日期為二零二四年六月二十八日之通函(「通函」)所界定之相同涵義)：[•••]

附註：

1. 本公司將於二零二四年七月十六日(星期二)至二零二四年七月十九日(星期五)(首尾兩天包括在內)暫停辦理股份過戶登記手續，以確定出席股東特別大會並於會上投票之本公司股東(「股東」)權利。於該等日期將不會辦理任何本公司股份(「股份」)過戶登記。股東為符合資格出席股東特別大會並於會上投票，所有股份過戶表格連同有關股票，必須於二零二四年七月十五日(星期一)下午四時正之前送達本公司在香港之股份過戶登記分處聯合證券登記有限公司，地址為香港北角英皇道338號華懋交易廣場2期33樓3301-04室。”

(iii) the Chinese version of the Proxy Form should read as follows:

“適用於二零二四年七月十九日(星期五)上午十一時正舉行之股東特別大會(或其任何續會)之代表委任表格

[•••] 代表本人／吾等出席謹訂於二零二四年七月十九日(星期五)上午十一時正假座香港灣仔告士打道56號東亞銀行港灣中心10樓05室舉行之本公司股東特別大會(「股東特別大會」)(或其任何續會)並於會上投票，以考慮及酌情通過日期為二零二四年六月二十八日有關召開股東特別大會之通告(「通告」)所載之決議案，並於股東特別大會(或其任何續會)上代表本人／吾等以本人／吾等之名義就下列決議案按下列指示投票⁽⁴⁾。”

Save as disclosed and clarified above, all information set out in the Circular, the Notice and the Proxy Form remains unchanged. This clarification announcement is supplemental to and should be read in conjunction with the Circular, the Notice and the Proxy Form.

For the avoidance of doubt, the Proxy Form despatched to the Shareholders together with the Circular and the Notice on 28 June 2024 shall remain unchanged and valid for use at the SGM or any adjournment thereof. In order to be valid, the Proxy Form together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be deposited at the Company's Hong Kong branch share registrar in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not later than 48 hours before the time appointed for holding the SGM or adjourned meeting.

By order of the Board
Zhongzheng International Company Limited
Liu Liyang
Executive Director

Hong Kong, 28 June 2024

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Tam Lup Wai, Franky and Mr. Liu Liyang; one non-executive Director, namely Mr. Lim Kim Chai, J.P.; and three independent non-executive Directors, namely Mr. Hau Chi Kit, Mr. Leung Chi Hung and Mr. Li Hon Kuen.