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ZHI SHENG GROUP HOLDINGS LIMITED

智昇集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8370)

VOLUNTARY ANNOUNCEMENT BUSINESS UPDATE

This announcement is made by Zhi Sheng Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis in order to provide shareholders of the Company (the “**Shareholders**”) and potential investors updates of the development of its data centre business.

The board of directors (the “**Board**”) of the Company would like to inform the Shareholders and potential investors that the Company is in discussion with Mr. Lai Ningning (“**Mr. Lai**”), the executive director and substantial shareholder of the Company, who has years of experience and expertise in the data centre industry, regarding the potential acquisition of a company controlled by Mr. Lai (the “**Potential Target Company**”). To the best of the knowledge, information and belief of the directors of the Company, after having made reasonable enquiries, the Potential Target Company has recently received a non-binding indication of interest from a Chinese e-commerce giant which has launched its own large language model (LLM) and artificial intelligence (AI) computing power platform in relation to the provision of data centre service for processing capacity of a total of 60mw in the Gu’an County, Hebei Province, the PRC, of which the first 30mw has to be delivered by the end of January 2027 (the “**Service**”). The Potential Target Company has identified a land located in the Gu’an County which is considered suitable for building data centre to provide the Service.

The Board considers the potential acquisition, if materialised, to be aligned with the strategic development plan of data centre business of the Group. The potential acquisition, if materialised, may constitute a major and connected transaction of the Company under the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (“**GEM Listing Rules**”). As at the date of this announcement, no material terms concerning the potential acquisition have been agreed and the Company has not entered into any definitive agreement in relation to the potential acquisition. The Company will make further announcement(s) of any material development relating to the aforesaid acquisition as and when appropriate and comply with all applicable requirements under Chapter 19 and 20 of the GEM Listing Rules.

The potential acquisition may or may not materialise. Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.

By order of the Board
Zhi Sheng Group Holdings Limited
Ma Gary Ming Fai
Executive Director

Hong Kong, 22 April 2026

As at the date of this announcement, the Board comprises Mr. Lai Ningning, Mr. Yi Cong, Mr. Liang Xing Jun and Mr. Ma Gary Ming Fai as executive directors; Mr. Luo Guoqiang as non-executive director; and Mr. Chan Wing Kit, Ms. Chan Pui Shan and Mr. Lin Xiaodong as independent non-executive directors.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least 7 days from the date of its posting and on the Company’s website at www.qtbj.com.