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## **ZHONGJIN TECHNOLOGY SERVICES GROUP COMPANY LIMITED**

### **中金科技服務集團股份有限公司**

*(formerly known as ZZ Capital International Limited 中植資本國際有限公司)*

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

**(Stock Code: 08295)**

### **VOLUNTARY ANNOUNCEMENT THE PERFORMANCE INCENTIVE AGREEMENT**

On 7 May 2021, the board of Directors of the Company (the “**Board**”) is pleased to announce that Zhongzhi Xinzhuo, being one of the controlling shareholders of the Company within the meaning under the GEM Listing Rules, has entered into the Performance Incentive Agreement with Mr. Zeng pursuant to which, the net profit of Jinliang Technology from 1 April 2021 to 31 March 2026 (i.e. five complete financial years) (the “**Relevant Financial Years**”) shall achieve RMB50,000,000, RMB100,000,000, RMB150,000,000, RMB200,000,000 and RMB250,000,000, respectively (the “**Target**”).

Subject to the final audit on the financial accounts of the Relevant Financial Years of Jinliang Technology, under the condition that, as of 31 March 2026, Jinliang Technology’s total net profit achieved RMB750,000,000, Zhongzhi Xinzhuo undertakes to provide financial assistance to Mr. Zeng for the purchase of Shares in the secondary market or subscription of Shares from the Company (on the basis that the public float requirement under the GEM Listing Rules will not be affected), the number of which shall be determined as follows:

*Number of Share(s) to be purchased or subscribed = A / RMB750,000,000 x B*

A = as of 31 March 2026, if the total net profit of Jinliang Technology attributable to the Company over the Relevant Financial Years (the “**Total Net Profit**”) is more than RMB750,000,000, A shall be RMB750,000,000; if the Total Net Profit is unable to reach RMB750,000,000, A shall be the actual Total Net Profit

B = HKD100,000,000 / the average closing price of the Shares for the ten trading days preceding the execution of the Performance Incentive Agreement, rounded to the nearest whole number

For the avoidance of doubt, as of 31 March 2026, if the Total Net Profit is unable to reach the amount of RMB750,000,000, Zhongzhi Xinzhuo shall not provide any financial assistance to Mr. Zeng for the purchase of Shares in the secondary market or subscription of Shares from the Company.

## **BACKGROUND OF MR. ZENG AND JINLIANG TECHNOLOGY**

### **Mr. Zeng**

Mr. Zeng possess extensive experience in operating internet-based platforms. He serves as a director and a shareholder holding approximately 49.00% of the total issued share capital of Jinliang Technology as at the date of this announcement.

### **Jinliang Technology**

Jinliang Technology is an enterprise service provider that focuses on the “acquisition and revenue increase” needs of enterprises and platform-level companies, and provides operations for customers’ expansion and revenue growth, assisting customers in becoming excellent companies.

Jinliang Technology mainly operates two businesses:

1. Platform certification business: Jinliang Technology provides standardization, certification and operation services (such as agency operations and training) targeting small- and medium-sized companies which operate certification and subsequent derivative businesses. Jinliang Technology currently provides corporation platform certification services for various platforms; and
2. New media advertising business: Zengliang Media (Beijing) Co., Ltd.\* (增量傳媒(北京)有限公司), a wholly-owned subsidiary of Jinliang Technology, is qualified as a national comprehensive agent for streaming information in renowned short-video platforms, focusing on the provision of enterprise-type services in the financial industry, and providing financial customers (such as bank credit, securities companies, insurance, funds, futures, consumer finance) with the online expansion of customer base (“**Zengliang Media**”). Zengliang Media’s main business includes providing financial institutions with new media agency operations, information streaming, signing contracts with financial professionals and incubating services.

## REASONS FOR THE PERFORMANCE INCENTIVE AGREEMENT

The Company is confident in the emergence of short video live broadcast platforms and believes the growth of such platforms would lead to the rapid development of businesses including certification services for companies, advertising agency business as well as agency operation of e-commerce of which are in line with the Company's overall strategies on corporate services. As Mr. Zeng possess extensive experience in operating internet-based platforms, the Company and the Directors consider that it is in the best interests of the Company and its shareholders to leverage on Mr. Zeng's relevant experience and background to enhance its development in these businesses.

## DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following respective meanings:

“Company”	Zhongjin Technology Services Group Company Limited 中金科技服務集團股份有限公司, formerly known as ZZ Capital International Limited 中植資本國際有限公司, an exempted company incorporated in the Cayman Islands on 5 January 2010 with limited liability and the Shares of which are listed on GEM (Stock Code: 08295)
“Director(s)”	the director(s) of the Company
“GEM Listing Rules”	Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited
“Mr. Zeng”	Mr. ZENG Long, a director and a shareholder holding approximately 49.00% of the total issued share capital of Jinliang Technology as at the date of this announcement
“Performance Incentive Agreement”	the performance incentive agreement entered between Zhongzhi Xinzhuo and Mr. Zeng on 7 May 2021 in relation to the Target
“Jinliang Technology”	Qingdao Jinliang Technology Co., Ltd.* (青島金量科技有限公司), a limited liability company incorporated in the People's Republic of China on 6 January 2020. The Company controls 51.00% of Jinliang Technology through contractual arrangement as at the date of this announcement and its accounts are consolidated into the Company's financial statement
“Share(s)”	share(s) of the Company

“Zhongzhi Xinzhuo”

Zhong Zhi Xin Zhuo Capital Company Limited, a company incorporated under the laws of the British Virgin Islands with limited liability on 19 December 2018, holding approximately 2,409,823,718 Shares which accounts for approximately 57.53% of the total issued share capital of the Company as at the date of this announcement

By Order of the Board

**Zhongjin Technology Services Group Company Limited**

中金科技服務集團股份有限公司

**NIU Zhanbin**

*Chairman*

Hong Kong, 7 May 2021

*As at the date of this announcement, the executive Directors are Mr. NIU Zhanbin (Chairman), Mr. JIANG Yulin (Chief Executive Officer) and Mr. WU Hui (Chief Operating Officer); and the independent nonexecutive Directors are Mr. Stephen MARKSCHEID, Mr. ZHANG Weidong and Mr. ZENG Liang.*

*This announcement, for which the Directors 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, 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 GEM at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its publication and on the website of the Company at [www.zhongjintechnology.com](http://www.zhongjintechnology.com).*