

*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.*



**长安仁恒**

**Zhejiang Chang'an Renheng Technology Co., Ltd.\***

**浙江长安仁恒科技股份有限公司**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 8139)**

**ANNOUNCEMENT REGARDING  
THE H SHARE FULL CIRCULATION  
LISTING APPROVAL GRANTED BY THE STOCK EXCHANGE**

**INTRODUCTION**

Reference is made to the announcement of Zhejiang Chang'an Renheng Technology Co., Ltd.\* (the "**Company**") dated 30 September 2020 in relation to the Approval by CSRC regarding the H share full circulation. Unless otherwise indicated, capitalized terms used in this announcement shall have the same meanings as those defined in the announcement dated 30 September 2020.

**LISTING APPROVAL**

The Company is pleased to announce that the approval (the "**Listing Approval**") for the listing of and the permission to deal in 24,000,000 H Shares (the "**Converted H Shares**"), representing the maximum number of Domestic Unlisted Shares to be converted under the Conversion and Listing, was granted by the Stock Exchange on 12 October 2020.

**SHAREHOLDING STRUCTURE**

Set out below is the percentage holding in the Company in relation to the holders of the Domestic Unlisted Shares upon completion of the Conversion.

<b>Name of the holder of the Domestic Unlisted Shares</b>	<b>Number of Converted H Shares</b>	<b>Approximate percentage<sup>(i)</sup> of total issued shares of the Company upon completion of the Conversion %</b>
Mr. Zhang Youlian	19,220,600	50.05
Ms. Yu Hua	3,576,000	9.31
Ms. Zhang Jinhua	398,400	1.04
Mr. Wang Shun Miao	150,000	0.39
Ms. Ling Weixing	100,000	0.26
Ms. Zhou Aifang	100,000	0.26
Ms. Wang Huiping	100,000	0.26
Ms. He Chungang	100,000	0.26
Ms. Yan Xiaoli	90,000	0.23
Ms. Li Xiaohong	83,000	0.22
Ms. Wen Xiaohong	82,000	0.21
	<hr/>	<hr/>
Total	<u>24,000,000</u>	<u>62.50</u>

Upon completion of the Conversion, the share capital structure of the Company is set out below:

Class of shares	As at the date of this announcement		Upon completion of the Conversion	
	Number of shares	Percentage (approximately) <sup>(i)</sup> %	Number of shares	Percentage (approximately) <sup>(i)</sup> %
<b>Domestic Unlisted Shares</b>				
Ms. Yu Hua	3,576,000	9.31	-	-
Directors				
Mr. Zhang Youlian	19,220,600	50.05	-	-
Ms. Zhang Jinhua	398,400	1.04	-	-
Supervisor				
Mr. Xu Qinsi <sup>(ii)</sup>	100,000	0.26	-	-
Other domestic Shareholders	705,000	1.84	-	-
Sub-total	<u>24,000,000</u>	<u>62.50</u>	<u>-</u>	<u>-</u>
<b>H Shares</b>				
Ms. Yu Hua	-	-	3,576,000	9.31
Directors				
Mr. Zhang Youlian	-	-	19,220,600	50.05
Ms. Zhang Jinhua	-	-	398,400	1.04
Supervisor				
Mr. Xu Qinsi <sup>(ii)</sup>	-	-	100,000	0.26
Other H shareholders	14,400,000	37.50	15,105,000	39.34
Sub-total	<u>14,400,000</u>	<u>37.50</u>	<u>38,400,000</u>	<u>100</u>
Total	<u><u>38,400,000</u></u>	<u><u>100</u></u>	<u><u>38,400,000</u></u>	<u><u>100</u></u>

*Note:*

- (i) The percentages have been rounded up to two decimal places. Accordingly, the total percentage may not be equal to the apparent total percentage.
- (ii) Mr. Xu Qinsi, the supervisor of the Company, is deemed (by virtue of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) to be interested in 100,000 Domestic Unlisted Shares in the Company held by his spouse, Ms. Ling Weixing.

## CONVERSION AND TRADING PROCEDURES

### Conversion

Based on the current timetable, the Company has completed the following procedures in connection with the Conversion:

- (i) With their authorisation and on behalf of the participating domestic shareholders, the Company has applied for the cancellation of the registration procedure for Domestic Unlisted Shares held by the participating domestic shareholders in China Securities Depository and Clearing Corporation Limited (“**China Clearing**”) Beijing Branch. It is expected that on or around 23 October 2020, the names of the participating domestic shareholders holding 24,000,000 Domestic Unlisted Shares would be removed from the register of members of Domestic Unlisted Shares maintained by China Clearing.
- (ii) With their authorisation and on behalf of the participating domestic shareholders, the Company has appointed China Clearing as the nominee to deposit the relevant securities at China Securities Depository and Clearing (Hong Kong) Company Limited (“**China Clearing HK**”) and China Clearing HK in its own name will deposit the relevant securities at Hong Kong Securities Clearing Company Limited (“**HKSCC**”). China Clearing as the nominee of the participating shareholders of the Domestic Unlisted Shares will handle all custody, maintenance of detailed records, cross-border settlement and corporate actions etc. relating to the Converted H Shares for the participating domestic shareholders.
- (iii) The Company has instructed the H Share registrar of the Company in relation to the issue of the relevant share certificates of the Converted H Shares.
- (iv) The Company has made arrangements to enable the Converted H Shares be accepted as eligible securities by HKSCC for deposit, clearance and settlement in Central Clearing and Settlement System (“**CCASS**”).

### Trading

The holders of the Converted H Shares may conduct trading of the Converted H Shares after completion of the following arrangements:

- (i) The Company will apply to China Clearing, Shenzhen Branch for the maintenance of the detailed records of the initial holding of the Converted H Shares held by the relevant holders. Meanwhile, the Company will submit applications for a domestic transaction commission code and abbreviation, which will be confirmed by China Clearing, Shenzhen Branch pursuant to the authorisation of the Shenzhen Stock Exchange (the “**Shenzhen Stock Exchange**”).

- (ii) According to the “Circular of the State Administration of Foreign Exchange on Issues concerning the Administration of Foreign Exchange Involved in Overseas Listing” (《國家外匯管理局關於境外上市外匯管理有關問題的通知》), the holders of the Converted H Shares should complete the overseas shareholding registration with the local foreign exchange administration bureau before the shares are sold, and after the overseas shareholding registration, open a specified bank account for the holding of shares overseas by onshore investors at an onshore bank with relevant qualifications and a specified fund account for H Share “Full Circulation” at Guosen Securities Co., Ltd. (“**Guosen Securities**”). Guosen Securities will open a securities trading account for H Share “Full Circulation” at Guosen Securities (HK) Brokerage Co., Limited (“**Guosen Securities Hong Kong**”).
- (iii) The holders of the Converted H Shares should give instructions on the trading of the Converted H Shares through Guosen Securities. The relevant instructions of the participating shareholders will be submitted to the Stock Exchange via the securities trading account opened by Guosen Securities at Guosen Securities Hong Kong. After completion of the transaction, Guosen Securities Hong Kong and China Clearing HK, China Clearing HK and China Clearing, China Clearing and Guosen Securities, Guosen Securities and the participating shareholders will conduct settlement respectively.
- (iv) The Shenzhen Stock Exchange having authorised Shenzhen Securities Communications Co., Ltd. to provide services relating to entrusted sell orders and completion report between Guosen Securities and Guosen Securities Hong Kong for the Converted H Shares, and the real-time market forwarding services of the relevant H Shares.

Based on the current timetable, it is expected that the share certificates for the Converted H Shares will be issued to China Clearing HK and deposited into CCASS operated by HKSCC on 2 November 2020 and the listing of the Converted H Shares on the Stock Exchange will commence at 9:00 a.m. on 3 November 2020.

It is expected that the procedures set out in (i) to (iv) can be completed within 2 months of obtaining the Listing Approval. Further announcement(s) will be made by the Company when and where appropriate.

**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  
**Zhejiang Chang’an Renheng Technology Co., Ltd\***  
**Zhang Youlian**  
*Chairman*

Zhejiang, the PRC, 12 October 2020

*As at the date of this announcement, the executive directors of the Company are Mr. Zhang Youlian, Mr. She Wenjie and Mr. Fan Fang; the non-executive director of the Company is Ms. Zhang Jinhua and the independent non-executive directors of the Company are Mr. Zhang Lei, Mr. Li Jiangning and Mr. Tang Jingyan.*

*\* For identification purpose only*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 is 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 Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its publication. This announcement will also be posted on the Company’s website at [www.renheng.com](http://www.renheng.com).*