



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 January 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Zero2IPO Holdings Inc.

Date Submitted: 02 February 2024

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	01945	Description				
	Number of authorised/registered shares		Par value		Authorised/registered share capital	
Balance at close of preceding month	500,000,000	USD	0.0001	USD	50,000	
Increase / decrease (-)	0			USD	0	
Balance at close of the month	500,000,000	USD	0.0001	USD	50,000	

Total authorised/registered share capital at the end of the month: USD 50,000

Remarks:

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II. Movements in Issued Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	01945	Description				
Balance at close of preceding month	306,244,400					
Increase / decrease (-)	-120,400					
Balance at close of the month	306,124,000					

III. Details of Movements in Issued Shares**(A). Share Options (under Share Option Schemes of the Issuer)** Not applicable**(B). Warrants to Issue Shares of the Issuer which are to be Listed** Not applicable**(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)** Not applicable**(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes)** Not applicable**(E). Other Movements in Issued Share**

1. Class of shares issuable (Note 5 and 6)		Ordinary shares		Type of shares	Not applicable		Shares issuable to be listed on SEHK (Note 1, 5 and 6)		Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)				01945						
Type of Issue		At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month			
		Currency	Amount							
1).	Repurchase of shares			29 January 2024	17 May 2023	-120,400				
2).	Repurchase of shares				17 May 2023		-41,600			

Total E (Ordinary shares): -120,400

Remarks:

1. A total of 120,400 ordinary shares repurchased from 17 August 2023 to 29 December 2023 were cancelled on 29 January 2024.
2. Repurchase of total 41,600 ordinary shares was made by the Company from 2 January 2024 to 31 January 2024 but such shares were not yet cancelled as at 31 January 2024.

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) -120,400

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

Not applicable

Submitted by: YANG Zhen

Title: Joint Company Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.
3. “Identical” means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - “shares issuable to be listed on SEHK” should be construed as “shares repurchased listed on SEHK”; and
 - “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares repurchased (if listed on SEHK)”; and
 - “class of shares issuable” should be construed as “class of shares repurchased”; and
 - “issue and allotment date” should be construed as “cancellation date”
6. In the context of redemption of shares:
 - “shares issuable to be listed on SEHK” should be construed as “shares redeemed listed on SEHK”; and

- . “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares redeemed (if listed on SEHK)”; and
- . “class of shares issuable” should be construed as “class of shares redeemed”; and
- . “issue and allotment date” should be construed as “redemption date”