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SHANGHAI ZENDAI PROPERTY LIMITED

上海証大房地產有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 755)

POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 9 FEBRUARY 2017

The Board is pleased to announce that the ordinary resolution as set out in the notice of the SGM to approve the Sale and Purchase Agreement was duly passed by the Shareholders by way of poll at the SGM held on 9 February 2017.

Reference is made to the circular (the “Circular”) of Shanghai Zendai Property Limited (the “Company”) and the notice (the “Notice”) of the special general meeting (the “SGM”) dated 19 January 2017. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE SGM

The Board is pleased to announce that the ordinary resolution (the “Ordinary Resolution”) as set out in the Notice was duly passed by the Shareholders by way of poll at the SGM held on 9 February 2017.

As at the date of the SGM, there were 14,879,351,515 Shares in issue, being the total number of Shares entitling the Shareholders to attend and vote on the Ordinary Resolution at the SGM. There was no Share entitling the Shareholders to attend and abstain from voting in favour of the resolution proposed at the SGM as set out in Rule 13.40 of the Listing Rules. There were no restrictions on any Shareholders to cast votes on the Ordinary Resolution at the SGM, nor were any Shareholders of the Company required under the Listing Rules to abstain from voting at the SGM. The Company's Hong Kong registrar, Tricor Secretaries Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

The poll results are set out as follows:

Ordinary Resolution	Number of votes (%)	
	For	Against
To approve, ratify and confirm the Sale and Purchase Agreement (as defined in the Notice) and the transactions contemplated thereunder, and to authorise any director of the Company to do all such acts and things and execute and deliver all such documents whether under the common seal of the Company or otherwise as may be necessary, desirable or expedient to carry out or to give effect to any or all transactions contemplated under the Sale and Purchase Agreement.	9,422,568,620 Shares (99.9998%)	15,000 Shares (0.0002%)

As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an Ordinary Resolution of the Company.

By Order of the Board
Shanghai Zendai Property Limited
Li Li Hua
Executive Director

Hong Kong, 9 February 2017

As at the date of this announcement, the executive Directors are Mr. Zhang Chenguang, Mr. Zhong Guoxing, Dr. Wang Hao and Ms. Li Li Hua. The non-executive Directors are Mr. Gong Ping and Mr. Pan Wen. The independent non-executive Directors are Mr. Lai Chik Fan, Mr. Li Man Wai, Mr. Chow, Alexander Yue Nong and Dr. Xu Changsheng.

* *For identification purpose only*