



## 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 RESULT OF SPECIAL GENERAL MEETING

The Directors are pleased to announce that at the special general meeting of the Company held on 5 September 2008, the ordinary resolution proposed for approving the ZL Capital Injection was duly passed by way of poll.

Reference is made to the circular of Shanghai Zendai Property Limited dated 21 August 2008 in relation to, among other things, the ZL Capital Injection (the “Circular”). Terms used herein shall have the same meanings as those defined in the Circular unless the context otherwise requires.

The Directors are pleased to announce that at the special general meeting of the Company held on 5 September 2008 (the “SGM”), the ordinary resolution proposed for approving the ZL Capital Injection as set out in the notice of SGM dated 21 August 2008 was duly passed by the Independent Shareholders by way of poll.

As at the date of the SGM, the issued share capital of the Company was 10,347,738,182 Shares.

Giant Glory, being a company wholly owned by Mr. Dai, is interested in 2,733,990,000 Shares, representing approximately 26.42% of the issued share capital of the Company as at the date of the SGM. Jointex Investment, a company owned as to 85% to Mr. Dai and as to 15% to Mr. Zhu Nansong, is interested in 3,344,000,000 Shares, representing approximately 32.32% of the issued share capital of the Company as at the date of the SGM. Mr. Zhu Nansong has personal interests of 50,000,000 Shares, representing approximately 0.48% of the issued share capital of the Company as at the date of the SGM.

In accordance with the Listing Rules, Mr. Dai, Ms. Dai Mocao, Mr. Zhu Nansong, Mr. Dai Zhixiang, Giant Glory, Jointex Investment and their respective associates, had abstained from voting on the ordinary resolution proposed to approve the ZL Capital Injection at the SGM. The total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolution at the SGM was 4,219,748,182 Shares, representing approximately 40.78% of the issued share capital of the Company as at the date of the SGM. No Shareholder was entitled to attend but can vote only against the ordinary resolution proposed at the SGM. Holders of 802,482,000 Shares, which represented approximately 7.76% of the issued share capital of the Company as at the date of the SGM, voted either in person, by proxy or corporate representative on the ordinary resolution at the SGM. The results of the voting taken on poll at the SGM were as follows:

| Ordinary resolution   | Number of Shares voted (%) |             |
|---|----------------------------|-------------|
|   | For                        | Against     |
| To approve the ZL Capital Injection and the transactions contemplated thereunder                            | 802,482,000<br>(100%)      | 0<br>(100%) |
| As 100% of the votes were cast in favor of the above resolution, it was duly passed as ordinary resolution. |                            |             |

The Company's branch share registrar in Hong Kong, Tricor Secretaries Limited, acted as the scrutineer for the vote-taking at the SGM.

By Order of the Board  
**Shanghai Zendai Property Limited**  
**Dai Zhikang**  
*Chairman*

*As at the date of this announcement, the board of Directors comprises seven executive Directors, namely Mr. Dai Zhikang, Mr. Fang Bin, Mr. Zhang Wei, Mr. Lu Puling, Mr. Wang Xiangang, Mr. Tang Jian and Mr. Ye Wenbin; and three independent non-executive Directors namely Mr. Lo Mun Lam, Raymond, Mr. Lai Chik Fan and Dr. Tse Hiu Tung, Sheldon.*

Hong Kong, 5 September 2008

\* *For identification purpose only*