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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 THE ANNUAL GENERAL MEETING

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The board (the “**Board**”) of directors (the “**Directors**”) of Shanghai Zendai Property Limited (the “**Company**”) is pleased to announce that at the annual general meeting (the “**AGM**”) of the Company held at 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong at 10:30 a.m. on Tuesday, 25 June 2019, all proposed resolutions set out in the notice of AGM dated 24 May 2019 (the “**Notice**”) were duly passed by the shareholders of the Company by way of poll.

Unless the context otherwise requires, capitalised terms shall have the same meaning given to those terms in the circular of the Company dated 24 May 2019 (the “**Circular**”).

As at the date of AGM, the total number of shares of the Company (the “**Shares**”) in issue was 14,879,351,515 Shares, which was equivalent to the total number of Shares entitling holders thereof to attend and vote on the resolutions which were voted on at the AGM (“**Resolutions**”). No shareholder of the Company (“**Shareholder**”) was entitled to attend but could only vote against the Resolutions. No Shareholder was required under the Listing Rules to abstain from voting on any of the Resolutions. In the Circular, no party stated its intention to vote against or abstain from voting on any Resolutions.

The Company's branch share registrar in Hong Kong, Tricor Secretaries Limited, was appointed to act and acted as the scrutineer for the vote-taking at the AGM. The poll results of the AGM were as follow:

Resolutions		Number of Shares represented by votes cast and percentage of total number of votes cast	
		For	Against
1.	To consider and adopt the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2018	9,477,451,945 Shares (100%)	0 Shares (0%)
2.	A. (i) To re-elect Mr. Qiu Haibin as executive Director	9,476,761,945 Shares (99.9916%)	800,000 Shares (0.0084%)
	(ii) To re-elect Mr. Qin Renzhong as executive Director	9,477,511,945 Shares (99.9995%)	50,000 Shares (0.0005%)
	(iii) To re-elect Mr. Zhang Huagang as executive Director	9,477,511,945 Shares (99.9995%)	50,000 Shares (0.0005%)
	(iv) To re-elect Mr. Gong Ping as non-executive Director	9,422,286,973 Shares (99.4168%)	55,274,972 Shares (0.5832%)
	(v) To re-elect Ms. Jiang Zhengyan as non-executive Director	9,477,511,945 Shares (99.9995%)	50,000 Shares (0.0005%)
	B. To authorise the board of Directors to fix the remuneration of the Directors	9,477,511,945 Shares (99.9995%)	50,000 Shares (0.0005%)
	3.	To re-appoint PricewaterhouseCoopers, certified public accountants, as the auditors of the Company and to authorise the board of Directors to fix their remuneration	9,477,561,945 Shares (100%)

Resolutions		Number of Shares represented by votes cast and percentage of total number of votes cast	
		For	Against
4.	A. To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the issued share capital of the Company as at the date of passing of this resolution	9,451,086,974 Shares (99.7207%)	26,474,971 Shares (0.2793%)
	B. To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the issued share capital of the Company as at the date of passing of this resolution	9,477,561,945 Shares (100%)	0 Shares (0%)
	C. To extend the general mandate granted to the Directors to issue additional shares of the Company by the aggregate nominal amount of the shares repurchased by the Company	9,451,086,973 Shares (99.7207%)	26,474,972 Shares (0.2793%)

The full text of the Resolutions are set out in the Notice. As more than 50% of the votes were cast in favour of all Resolutions, they were duly passed as ordinary resolutions of the Company.

By order of the Board
Shanghai Zendai Property Limited
Mr. Qiu Haibin
Chairman

Hong Kong, 25 June 2019

As at the date of this announcement, the executive directors are Mr. Qiu Haibin, Mr. Qin Renzhong, Mr. Zhang Huagang and Mr. Tang Jian. The non-executive Directors are Ms. Wang Zheng, Mr. Gong Ping and Ms. Jiang Zhengyan. The independent non-executive Directors are Mr. Chow Alexander Yue Nong, Dr. Xu Changsheng, Mr. Ng Man Kung, Mr. How Sze Ming and Dr. Di Ruipeng.

* for identification purpose only