

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.



ZENSUN ENTERPRISES LIMITED

正商實業有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 185)

**POLL RESULT OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 9 JUNE 2020**

The Board is pleased to announce that the Resolution as set out in the Notice was duly passed by the Independent Shareholders by way of poll at the EGM held on 9 June 2020.

Reference is made to the circular (the “**Circular**”) incorporating the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of Zensun Enterprises Limited (the “**Company**”) dated 25 May 2020 in relation to, among other things, the acquisition of the entire issued share capital of Xingcheng Holdings Limited and the transactions contemplated thereunder. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULT OF THE EGM

At the EGM held on 9 June 2020, the voting on the proposed resolution (the “**Resolution**”) as set out in the Notice was taken by poll. The Company’s share registrar, Tricor Friendly Limited, was appointed as the scrutineer for vote-taking at the EGM.

As at the date of the EGM, the total number of issued Shares of the Company was 11,530,059,948. The Vendor is a company beneficially owned and ultimately controlled by Ms. Huang, and Ms. Huang, through companies owned by her, is interested in aggregate 7,697,492,188 Shares (representing approximately 66.76% of the issued share capital of the

Company as at the date of the EGM). In view of the Vendor’s interests in the Acquisition, Ms. Huang and her associates (including Joy Town) were required to abstain and had abstained from voting on the Resolution at the EGM. To the best of the Directors’ knowledge and belief after having made all reasonable enquiries, other than Ms. Huang and her associates, no other Shareholders have a material interest in the Resolution and are required to abstain from voting at the EGM under the Listing Rules. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary Resolution was 3,832,567,760 Shares (representing approximately 33.24% of the issued share capital of the Company as at the date of the EGM). Saved as aforesaid, there was no Share entitling the Shareholders thereof to attend and abstain from voting in favour of any resolution at the EGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required to abstain from voting at the EGM under the Listing Rules.

The Board is pleased to announce the Resolution proposed at the EGM was duly passed by the Independent Shareholders by way of poll at the EGM. The poll result of the Resolution was as follows:

Ordinary Resolution	Number of votes cast (percentage of total number of votes cast)	
	For	Against
<p>“THAT</p> <p>(a) the agreement entered into between Total Star Development Limited as purchaser and Champ Win Enterprise Limited as vendor on 31 March 2020 in relation to sale and purchase of the entire issue share capital in Xingcheng Holdings Limited (the “Agreement”), a copy of which has been produced to the Meeting marked as “A” and initialled by the chairman of the Meeting for the purpose of identification and the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified; and</p> <p>(b) any one director of the Company, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are</p>	<p>1,300,442,181 (100.00%)</p>	<p>0 (0.00%)</p>

<p>hereby authorised for and on behalf of the Company to sign and execute such documents and do all such acts and things which in their opinion may be necessary, desirable, appropriate or expedient to carry out or give effect to the transactions mentioned in paragraph (a) above, including where appropriate, agreeing to any non-material amendments to the Agreement and any other agreements made in relation thereto the extent permitted by the Rules Governing the Listing of Securities on the Stock Exchange and the applicable laws and in the interests of the Company and its shareholders”</p>		
---	--	--

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
Zensun Enterprises Limited
Zhang Jingguo
*Chairman, Chief Executive Officer
and Executive Director*

Hong Kong, 9 June 2020

As at the date of this announcement, the executive Directors are Mr. Zhang Jingguo and Mr. Zhang Guoqiang; the non-executive Director is Ms. Huang Yanping and the independent non-executive Directors are Mr. Liu Da, Dr. Liu Qiao and Mr. Ma Yuntao.