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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)

NOTICE OF ADJOURNED SPECIAL GENERAL MEETING

References are made to (i) the circular (the “**Circular**”) and notice (the “**Notice**”) of the special general meeting (the “**SGM**”) of Shanghai Zendai Property Limited (the “**Company**”) both dated 14 April 2020 in relation to a proposed very substantial disposal of the Haimen project and re-election of a director of the Company; (ii) the announcement of the Company dated 28 April 2020 in relation to the proposed adjournment of the SGM (the “**Adjournment Announcement**”); (iii) the announcement of the Company dated 29 April 2020 in relation to the poll results of the SGM (the “**Results Announcement**”); and (iv) the supplemental announcement of the Company dated 14 May 2020 in relation to the proposed very substantial disposal of the Haimen project (the “**Supplemental Announcement**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Circular and the Adjournment Announcement.

As disclosed in the Results Announcement, the Adjournment Resolution was duly passed by way of poll at the SGM and the SGM was adjourned to a date, time and venue to be determined by the Board in due course.

Notice is hereby given that the Adjourned SGM will be held at 24/F, OfficePlus @Wan Chai, 303 Hennessy Road, Wan Chai, Hong Kong at 10:30 a.m. on Friday, 29 May 2020. The Adjourned SGM will propose and consider the resolutions set out in the Notice.

Save for the above, all information and contents set out in the Circular (as supplemented by the Supplemental Announcement) and the form(s) of proxy (the “**Form(s) of Proxy**”) despatched with the Circular shall remain unchanged. The Forms of Proxy despatched to Shareholders on 14 April 2020 together with the Circular for the purpose of the SGM shall remain valid for the Adjourned SGM. Any Shareholder eligible to vote at the Adjourned SGM who (i) has not lodged a proxy but now wishes to lodge a proxy; or (ii) has validly lodged a proxy prior to the SGM but now wishes to change his/her/its voting direction may continue to use the original Form of Proxy. **In light of the continuing risks posed by the COVID-19 pandemic and the implementation of the Regulation, Shareholders are encouraged to consider appointing the chairman of the Adjourned SGM as their proxies to vote according to their indicated voting instructions as an alternative to attending the Adjourned SGM in person.** All Forms of Proxy deposited with the Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong no later than 48 hours before the time appointed for holding the Adjourned SGM shall be valid for the Adjourned SGM or any adjournment thereof. For the avoidance of doubt, those Forms of Proxy which had been duly submitted and valid for the SGM shall remain valid for the Adjourned SGM (but will be superseded, and rendered invalid, by any additional Form(s) of Proxy deposited by the same Shareholder before the applicable deadline in accordance with the applicable procedures described above, if any additional Form(s) of Proxy is so deposited).

By order of the Board
Shanghai Zendai Property Limited
Mr. Wang Letian
Chairman

Hong Kong, 14 May 2020

As at the date of this announcement, the executive Directors are Mr. Wang Letian, Mr. Qin Renzhong, Mr. He Haiyang and Mr. Tang Jian. The non-executive Directors are Ms. Wang Zheng, Mr. Ma Yun and Mr. Wu Junao. 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*