

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)

DISCLOSEABLE TRANSACTION ACQUISITION OF LAND USE RIGHTS IN XINYANG CITY, HENAN PROVINCE, THE PRC

ACQUISITION OF LAND USE RIGHTS

The Board is pleased to announce that on 29 July 2020, Henan Xinghan, an indirect wholly-owned subsidiary of the Company, made a successful bid for the land use rights of the Land Parcel through listing for sale process in the Auction held by Guangshan County Natural Resources Bureau* (光山縣自然資源局) for transfer of state-owned land use rights at a consideration of RMB233,610,000 for the Land Parcel.

The Land Parcel is located at east of Zishui Street, north of Paifong Road* (紫水大街東側、牌坊路北側), Guangshan County, Xinyang City, Henan Province, the PRC with a total site area of approximately 51,846.50 sq.m. and permitted plot ratio of between 1.5 and 2.5. The Land Parcel is designated for residential usage and commercial usage with the term of use of 70 years for residential usage and 40 years for commercial usage respectively.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios calculated in respect of the Acquisition under Rule 14.07 of the Listing Rules exceeds 5% but is less than 25%, the Acquisition constitutes a discloseable transaction of the Company under the Listing Rules.

ACQUISITION OF LAND USE RIGHTS

The board (“**Board**”) of directors (“**Directors**”) of the Company is pleased to announce that on 29 July 2020, Henan Xinghan Zensun Real Estate Company Limited* (河南興漢正商置業有限公司) (“**Henan Xinghan**”), an indirect wholly owned subsidiary of the Company,

made a successful bid for the transfer of state-owned land use rights of a land parcel with code no. 20-008 (the “**Land Parcel**”) located in Guangshan County, Xinyang City, Henan Province, the People’s Republic of China (the “**PRC**”) through listing for sale process (the “**Acquisition**”) in the public auction (“**Auction**”) held by Guangshan County Natural Resources Bureau* (光山縣自然資源局) at a consideration of RMB233,610,000 for the Land Parcel. The consideration of the Acquisition was determined based on the Auction documents issued by Guangshan County Natural Resources Bureau. The Group will finance the Acquisition and the development of the Land Parcel with internal resources.

The Land Parcel is located at east of Zishui Street, north of Paifong Road* (紫水大街東側、牌坊路北側), Guangshan County, Xinyang City, Henan Province, the PRC with a total site area of approximately 51,846.50 sq.m. and permitted plot ratio of between 1.5 and 2.5. The Land Parcel is designated for residential usage and commercial usage with the term of use of 70 years for residential usage and 40 years for commercial usage respectively.

A sum of RMB128,500,000 for the Land Parcel has been paid as the security deposit for the Auction. Pursuant to the procedures under the listing for sale process in the Auction, within three working days following the successful bid, Henan Xinghan shall submit qualification documents to Guangshan County Natural Resources Bureau for verification. Upon completion of verification process, Guangshan County Natural Resources Bureau will issue a confirmation notice (“**Confirmation Notice**”) in respect of the Land Parcel to Henan Xinghan. The land use rights grant contract in relation to the Acquisition will be entered between Henan Xinghan and Guangshan County Natural Resources Bureau on or before the date determined by Guangshan County Natural Resources Bureau as stipulated in the Confirmation Notice.

INFORMATION ON PARTIES TO THE ACQUISITION

Henan Xinghan is a company established in the PRC, an indirect wholly-owned subsidiary of the Company and its principal activity is property development.

Guangshan County Natural Resources Bureau, being the seller of the Land Parcel is a PRC Governmental body and is responsible for, among other things, administering the examination and approval of land planning, assignment and transfer of the land use rights of the state-owned land in Guangshan County, Xinyang City, Henan Province, the PRC and the issue of various types of land certificates.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, Guangshan County Natural Resources Bureau and its beneficial owner are third parties independent of the Group and its connected persons.

REASONS FOR AND BENEFITS OF THE ACQUISITION

The Company and its subsidiaries (collectively “**Group**”) are principally engaged in property development, property investment and management, project management and sales services

and securities trading and investment. The Board believes that the Acquisition complements the Group's strategy in expanding its development in Henan Province and other first and second tier cities in the PRC.

The Directors further consider that the Acquisition is a transaction of revenue nature is carried out in the ordinary and usual course of business and is on normal commercial terms, which is fair and reasonable and in the interests of the Company and its shareholders as a whole.

The Company will continue to seek viable business opportunities in accordance with its overall strategy and will make use of the Group's financial, human and technological resources to enhance its portfolio, asset base and brand image.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios calculated in respect of the Acquisition under Rule 14.07 of the Rules Governing Listing of the Securities on the Stock Exchange of Hong Kong Limited (the "**Listing Rules**") exceeds 5% but is less than 25%, the Acquisition constitutes a discloseable transaction for the Company under the Listing Rules.

By Order of the Board
Zensun Enterprises Limited
Zhang Jingguo
*Chairman, Chief Executive Officer
and Executive Director*

Hong Kong, 29 July 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.

** For identification purpose only.*