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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 24 DECEMBER 2020

<p>The Board is pleased to announce that the Resolution set out in the Notice was duly passed by the Independent Shareholders by way of poll at the EGM held on 24 December 2020.</p>

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 8 December 2020 in relation to, among other things, the connected transaction involving loan capitalisation through subscription of new shares under specific mandate. 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 24 December 2020, the voting on the proposed ordinary resolution (the “**Resolution**”) 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 13,056,149,948 Joy Town Inc., the controlling shareholder of the Company which held 7,697,492,188 Shares (representing approximately 58.96% of the issued share capital of the Company as at the date of the EGM) was required to abstain and had abstained from voting on the Resolution at the EGM. To the best of the Directors’ knowledge, information and belief after having made all reasonable enquiries, other than Joy Town Inc., no other Shareholder had a material interest in the Resolution and was 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 Resolution was 5,358,657,760 Shares (representing approximately 41.04% of the issued share capital of the Company as at the date of the EGM). Save as aforesaid, there was no Share entitling the Shareholders thereof to attend and abstain from voting in favour of the Resolution as set out

in Rule 13.40 of the Listing Rules.

The Board is pleased to announce that 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
"THAT:	2,054,770,897 (100%)	0 (0%)
(a) the subscription agreement dated 24 November 2020 entered into between the Company as issuer and Joy Town Inc. as subscriber in respect of the subscription of 6,077,716,750 shares of the Company (a copy of which has been produced to this meeting marked "A" and initialled by the chairman of this meeting for the purpose of identification) (the " Subscription Agreement ") and the transactions contemplated thereunder (the " Subscription "), be and are hereby approved, confirmed and ratified;		
(b) the directors of the Company (the " Directors ") be and are hereby authorised to sign and execute such documents and do all such acts and things which in their opinion may be necessary, desirable or expedient to carry out or give effect to transactions mentioned in paragraph (a) above;		
(c) conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited approving the listing of, and granting permission to deal in the Subscription Shares (as defined in the Subscription Agreement) to be allotted and issued pursuant to the terms and conditions of the Subscription Agreement, the Directors be and are hereby granted a specific mandate (the " Specific Mandate ") to allot and issue 6,077,716,750 ordinary shares in the share capital of the Company, provided that the Specific Mandate shall be in addition to and shall not prejudice nor revoke the existing general mandate granted to the Directors by the shareholders of the Company in the annual general meeting of the Company held on 9 June 2020 and the general mandate contained in ordinary resolution 5 of the		

<p>annual general meeting; and</p> <p>(d) the Directors be and are hereby authorised to sign and execute such documents and do all such acts and things which in their opinion may be necessary, desirable or expedient to carry out or give effect to transactions mentioned in paragraph (c) above.”</p>		
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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, 24 December 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.