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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 and Debt Stock Codes: 40859, 5862)

**(1) RESUMPTION GUIDANCE;
(2) QUARTERLY UPDATE ON RESUMPTION PROGRESS;
AND
(3) CONTINUED SUSPENSION OF TRADING**

This announcement is made by the board of directors (the “**Board**”) of Zensun Enterprises Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09(2)(a) and 13.24A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).

References are made to the announcements of the Company dated (i) 27 March 2024 regarding the delay in publication of 2023 Annual Results and delay in dispatch of 2023 Annual Report; and (ii) 2 April 2024 regarding the suspension of trading of the shares and debt securities of the Company (collectively, the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

RESUMPTION GUIDANCE

On 26 June 2024, the Company received a letter from the Stock Exchange setting out the following guidance for the resumption of trading in the securities of the Company (the “**Resumption Guidance**”). Pursuant to the Resumption Guidance, the Company shall:

- (a) publish all outstanding financial results required under the Listing Rules and address any audit modifications;
- (b) demonstrate the Company’s compliance with Rule 13.24 of the Listing Rules; and
- (c) inform the market of all material information for the Company’s shareholders and other investors to appraise the Company’s position.

The Stock Exchange requires the Company to meet the Resumption Guidance, remedy the issues causing its trading suspension and fully comply with the Listing Rules to the Stock Exchange's satisfaction before trading in the securities of the Company is allowed to resume. For this purpose, the Company has the primary responsibility to devise its action plan for resumption. The Stock Exchange also indicated that it may modify or supplement the Resumption Guidance if the Company's situation changes.

Under Rule 6.01A(1) of the Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period expires on 1 October 2025. If the Company fails to remedy the issues causing its trading suspension, fulfill the Resumption Guidance and fully comply with the Listing Rules to the Stock Exchange's satisfaction and resume trading in its shares by 1 October 2025, the Listing Division of the Stock Exchange will recommend the Listing Committee of the Stock Exchange to proceed with the cancellation of the Company's listing. Under Rules 6.01 and 6.10 of the Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period, when appropriate.

The Company is taking appropriate steps to comply with the Resumption Guidance and will seek to resume trading of the Shares as soon as practicable. The Company will make further announcement(s) in relation to the above matters as and when appropriate.

QUARTERLY UPDATE ON RESUMPTION PROGRESS

Pursuant to Rule 13.24A of the Listing Rules, the Company is required to announce quarterly updates on its developments including, among other relevant matters, its business operations, its resumption plan, the progress of implementing its resumption plan and any material changes to the resumption plan. The Company will continue to keep its shareholders and potential investors abreast of the material developments by making further announcement(s) as and when appropriate.

The Board hereby provides the following update to the Shareholders and investors on the development and progress of the Company's efforts to fulfill the Resumption Guidance up to the date of this announcement:

Financial information

As disclosed in the announcement of the Company dated 27 March 2024, the Company has been unable to publish the 2023 Annual Results and dispatch the 2023 Annual Report as required under Rules 13.49(1) and 13.46(1)(a) of the Listing Rules, respectively. Currently, the audit of the 2023 Annual Results is in progress.

The Company will publish further announcement(s) to inform the Shareholders and potential investors of the Company of the material developments relating to the publication of the 2023 Annual Results as and when appropriate.

Business operation

The Group is principally engaged in the business of property development, property investment, project management and sales services, hotel operations and securities trading and investment.

As at the date of this announcement, the business operations of the Group are continuing as usual in all material aspects notwithstanding the suspension of trading in the shares of the Company.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares (stock code: 185) and debt securities (stock code: 5862) of the Company on the Stock Exchange have been suspended with effect from 9:00 a.m. on 2 April 2024 and will remain suspended until further notice.

At the request of the Company, trading of the 2024 Notes on the Stock Exchange has been suspended with effect from 9:00 a.m. on 24 November 2023 and will remain suspended until further notice.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

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

Hong Kong, 28 June 2024

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 Dr. Li Huiqun, Mr. Liu Da and Mr. Ma Yuntao.