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ZHONG FA ZHAN HOLDINGS LIMITED
中發展控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 475)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 8 SEPTEMBER 2015**

Reference is made to the circular of Zhong Fa Zhan Holdings Limited (the “**Company**”) dated 13 August 2015 (the “**Circular**”) and the notice of the extraordinary general meeting dated 13 August 2015 (the “**EGM Notice**”) in relation to the Subscription Agreements and the transactions contemplated thereunder, the allotment and issue of the Subscription Shares and the Warrant Shares under the Specific Mandate. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise defined herein.

The Board is pleased to announce that at the EGM held on 8 September 2015, each of the proposed resolutions as set out in the EGM Notice (the “**Resolutions**”) was duly passed by way of poll.

As at the date of the EGM, the number of issued Shares was 294,054,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the Resolutions at the EGM. There was no Share entitling the Shareholder to attend and abstain from voting in favour of the Resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules. There were no restrictions on any Shareholder to cast votes on the Resolutions at the EGM.

The Company’s branch share registrar, Tricor Investor Services Limited, acted as the scrutineer for the poll at the EGM.

The poll results are set out as follows:

Ordinary Resolutions		Number of Votes (approximately %)	
		For	Against
1.	To approve, ratify and confirm the First Subscription Agreement (as defined in the EGM Notice) and the transactions contemplated thereunder (the ordinary resolution no. 1 as set out in the EGM Notice)	202,492,000 (100%)	0 (0%)
2.	To approve, ratify and confirm the Second Subscription Agreement (as defined in the EGM Notice) and the transactions contemplated thereunder (the ordinary resolution no. 2 as set out in the EGM Notice)	202,492,000 (100%)	0 (0%)
3.	To approve, ratify and confirm the Third Subscription Agreement (as defined in the EGM Notice) and the transactions contemplated thereunder (the ordinary resolution no. 3 as set out in the EGM Notice)	202,492,000 (100%)	0 (0%)
4.	To approve, ratify and confirm the Fourth Subscription Agreement (as defined in the EGM Notice) and the transactions contemplated thereunder (the ordinary resolution no. 4 as set out in the EGM Notice)	202,492,000 (100%)	0 (0%)
5.	To approve, ratify and confirm the Fifth Subscription Agreement (as defined in the EGM Notice) and the transactions contemplated thereunder (the ordinary resolution no. 5 as set out in the EGM Notice)	202,492,000 (100%)	0 (0%)
6.	To approve, ratify and confirm the Sixth Subscription Agreement (as defined in the EGM Notice) and the transactions contemplated thereunder (the ordinary resolution no. 6 as set out in the EGM Notice)	202,492,000 (100%)	0 (0%)
7.	To approve, ratify and confirm the Seventh Subscription Agreement (as defined in the EGM Notice) and the transactions contemplated thereunder (the ordinary resolution no. 7 as set out in the EGM Notice)	202,492,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the Resolutions, each of the Resolutions was duly passed as an ordinary resolution of the Company.

By Order of the Board
Zhong Fa Zhan Holdings Limited
Chan Wing Yuen, Hubert
Chief Executive & Executive Director

Hong Kong, 8 September 2015

As at the date of this announcement, the Board consists of five executive Directors, namely Mr. Wu Hao, Mr. Hu Yangjun, Mr. Hu Yishi, Mr. Chan Wing Yuen, Hubert and Ms. Kwong Wai Man, Karina; a non-executive Director, namely Mr. Li Wei Qi, Jacky; and three independent non-executive Directors, namely Mr. Wu Chi Keung, Mr. Heung Chee Hang, Eric and Ms. Kwok Pui Ha.