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Zall Development (Cayman) Holding Co., Ltd.

卓爾發展(開曼)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2098)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 8 MAY 2012

The Board is pleased to announce that all the ordinary resolutions and the special resolution proposed were duly passed by way of poll at the AGM held on 8 May 2012.

The board of directors (the “**Board**”) of Zall Development (Cayman) Holding Co., Ltd. (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 8 May 2012 (the “**AGM**”), all the ordinary resolutions and the special resolution proposed were duly passed by way of poll. The poll results are as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
Ordinary Business			
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors of the Company (the “ Directors ”) and the auditors of the Company for the year ended 31 December 2011.	3,108,102,000 (100.00%)	0 (0.00%)
2.	To declare a final dividend of HK3 cents per share for the year ended 31 December 2011 to the shareholders of the Company.	3,108,102,000 (100.00%)	0 (0.00%)
3.	(a) To re-elect Mr. Cui Jinfeng as executive Director;	3,108,102,000 (100.00%)	0 (0.00%)
	(b) To re-elect Ms. Wang Danli as executive Director; and	3,108,102,000 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Cheung Ka Fai as independent non-executive Director.	3,108,102,000 (100.00%)	0 (0.00%)
4.	To authorise the Board to fix the Directors’ remuneration.	3,108,102,000 (100.00%)	0 (0.00%)
5.	To re-appoint KPMG as auditors of the Company and authorise the Board to fix their remuneration.	3,108,102,000 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
Special Business			
6.	To grant a general mandate to the Directors to allot, issue and deal with shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution.	3,092,086,000 (99.48%)	16,016,000 (0.52%)
7.	To grant a general mandate to the Directors to purchase shares of the Company not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution.	3,108,102,000 (100.00%)	0 (0.00%)
8.	To extend the general mandate granted by resolution 6 by adding the shares purchased pursuant to the general mandate granted by resolution no. 7.	3,108,102,000 (100.00%)	0 (0.00%)
SPECIAL RESOLUTION			
9.	To approve the proposed change of the name of the Company from “Zall Development (Cayman) Holding Co., Ltd.” to “Zall Development Group Ltd.” and the Chinese name of the Company from “卓爾發展（開曼）控股有限公司” to “卓爾發展集團有限公司” and to approve and authorise any Director to do all such acts and execute all such documents to give effect to the proposed change of Company name.	3,108,102,000 (100.00%)	0 (0.00%)

As more than 50% of the votes were cast in favour of Resolutions Nos.1 to 8 at the AGM, all such resolutions were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of Resolution No.9 at the AGM, the resolution was duly passed as special resolution of the Company.

As at the date of the AGM, the number of issued shares of the Company was 3,500,000,000 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no shares of the Company entitling the holders to attend and abstain from voting in favour as set out in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and no holders were required under the Listing Rules to abstain from voting at the AGM.

There were no restrictions on any shareholder to cast votes on any of the proposed resolutions at the AGM.

None of the shareholders has stated their intention in the Company’s circular dated 2 April 2012 to vote against or to abstain from voting on any of the resolutions at the AGM.

Tricor Investor Services Limited, the share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

By order of the Board
Zall Development (Cayman) Holding Co., Ltd.
Yan Zhi
Chairman

Hong Kong, 8 May 2012

As at the date of this announcement, the Board comprises Mr. Yan Zhi, Mr. Cui Jinfeng, Mr. Fang Li and Ms. Wang Danli, as executive Directors; Mr. Fu Gaochao, as non-executive Director; Ms. Yang Qiongzhen, Mr. Cheung Ka Fai and Mr. Peng Chi, as independent non-executive Directors.