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ZALL Development

Zall Development Group Ltd.

卓爾發展集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2098)

**POLL RESULTS OF
ANNUAL GENERAL MEETING HELD ON 26 MAY 2014**

The Board is pleased to announce that all the ordinary resolutions set out in the AGM Notice were duly passed by way of poll at the AGM held on 26 May 2014.

The board of directors (the “**Board**”) of Zall Development Group Ltd. (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 26 May 2014 (the “**AGM**”), all the ordinary resolutions set out in the notice (the “**AGM Notice**”) of the AGM dated 10 April 2014 were duly passed by way of poll. The poll results of the AGM 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 2013.	3,121,613,858 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Yan Zhi as executive Director;	3,121,613,858 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Cui Jinfeng as executive Director;	3,121,613,858 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Peng Chi as independent non-executive Director.	3,121,613,858 (100.00%)	0 (0.00%)
3.	To authorise the Board to fix the Directors’ remuneration.	3,121,613,858 (100.00%)	0 (0.00%)
4.	To re-appoint KPMG as auditors of the Company and authorise the Board to fix their remuneration.	3,121,613,858 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
Special Business			
5.	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.	3,112,232,858 (99.70%)	9,381,000 (0.30%)
6.	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.	3,121,613,858 (100.00%)	0 (0.00%)
7.	To extend the general mandate granted by resolution no. 5 by adding the shares purchased pursuant to the general mandate granted by ordinary resolution no. 6.	3,112,232,858 (99.70%)	9,381,000 (0.30%)

Shareholders may refer to the circular of the Company dated 10 April 2014 (the “**Circular**”) and the AGM Notice for details of the above resolutions at the AGM. As more than 50% of the votes were cast in favour of the resolutions Nos. 1 to 7 at the AGM, all such resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total 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 on the resolutions at the AGM. There were no shares of the Company entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of 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 on any of the resolutions at the AGM.

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

None of the shareholders has stated their intention in the Circular 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, acted as the scrutineer at the AGM for the purpose of vote-taking.

By order of the Board
Zall Development Group Ltd.
Yan Zhi
Chairman

Hong Kong, 26 May 2014

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 of the Company; Mr. Fu Gaochao, as non-executive Director of the Company; Ms. Yang Qiongzhen, Mr. Cheung Ka Fai and Mr. Peng Chi, as independent non-executive Directors of the Company.