

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Zall Group Ltd.

卓爾集團股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2098)

**POLL RESULTS OF
EXTRAORDINARY GENERAL MEETING HELD ON 18 JANUARY 2018**

The Board is pleased to announce that the ordinary resolution set out in the EGM Notice was duly passed by way of poll at the EGM held on 18 January 2018.

The board of directors (the “**Board**”) of Zall Group Ltd. (the “**Company**”) is pleased to announce that at the extraordinary general meeting of the Company held on 18 January 2018 (the “**EGM**”), the ordinary resolution set out in the notice of the EGM dated 11 December 2017 (the “**EGM Notice**”) was duly passed by way of poll. The poll result of the EGM is as follows:

ORDINARY RESOLUTION		FOR	AGAINST
1	(a) To approve, confirm and ratify the Framework Agreement entered into between the Purchaser, the Company, Zall Development Investment, Mr. Yan and the Vendors in relation to the proposed acquisition of the Second Target Equity Interest and a proposed acquisition of the Subsequent Target Equity Interest; and (b) To authorize any one Director to, on behalf of the Company, do all such acts and sign, seal, execute and deliver all such documents and take all such actions as he/she may consider necessary or desirable for the purpose of or in connection with or to give effect to the Framework Agreement and the transactions contemplated therein.	7,698,174,686 (100.00%)	0 (0%)

Shareholders may refer to the circular of the Company dated 11 December 2017 (the “**Circular**”) and the EGM Notice for details of the above resolution at the EGM. As more than 50% of the votes were cast in favour of the resolution No. 1 at the EGM, the resolution was duly passed as ordinary resolution of the Company.

As at the date of the EGM, the total number of issued shares of the Company was 11,628,004,800 shares, which was the total number of shares entitling the holders to attend and vote on the resolution at the EGM. There were no shares of the Company entitling the holders to attend and abstain from voting in favour of the resolution at the EGM 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 the resolution at the EGM.

There were no restrictions on any shareholder to cast votes on the resolution at the EGM.

None of the shareholders has stated their intention in the Circular to vote against or to abstain from voting on the resolution at the EGM.

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

By order of the Board
Zall Group Ltd.
Yan Zhi
Co-chairman

Hong Kong, 18 January 2018

As at the date of this announcement, the Board comprises eight members, of which Mr. Yan Zhi, Dr. Gang Yu, Mr. Wei Zhe, David, Mr. Cui Jinfeng and Mr. Peng Chi are executive directors of the Company; Mr. Cheung Ka Fai, Mr. Wu Ying and Mr. Zhu Zhengfu are independent non-executive directors of the Company.