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Zall Smart Commerce Group Ltd.

卓爾智聯集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2098)

EXTENSION OF SECOND LONG STOP DATE IN RELATION TO THE VERY SUBSTANTIAL ACQUISITION

Reference is made to the announcement of the Company dated 13 November 2016 (the “**Announcement**”) and the circular of the Company dated 15 February 2017 (the “**Circular**”) in relation to, among other things, the Transactions. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as defined in the Circular.

EXTENSION OF SECOND LONG STOP DATE

As disclosed in the Announcement and the Circular, the Second Completion is conditional upon the satisfaction or waiver of the Second Completion Conditions on or before the Second Long Stop Date, being 30 June 2018 or such later date as may be agreed between the parties to the Acquisition Agreement (the “**Parties**”). As additional time is required by Vendor D to fulfil the Second Completion Conditions, the Parties entered into a supplemental agreement on 30 June 2018, pursuant to which the Parties agreed to extend the Second Long Stop Date to 31 October 2018 or such later date as may be agreed between the Parties in writing.

Save as disclosed above, all other terms and conditions of the Acquisition Agreement remain unchanged and shall be in full force and effect.

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

Hong Kong, 30 June 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; Mr. Cheung Ka Fai, Mr. Wu Ying and Mr. Zhu Zhengfu are independent non-executive Directors.