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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
ANNUAL GENERAL MEETING HELD ON 18 MAY 2017**

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 18 May 2017.

The board of directors (the “**Board**”) of Zall Group Ltd. (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 18 May 2017 (the “**AGM**”), all the ordinary resolutions set out in the notice (the “**AGM Notice**”) of the AGM dated 13 April 2017 were duly passed by way of poll. The poll results of the AGM are as follows:

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors of the Company (the “ Directors ”) and the auditors of the Company (the “ Auditors ”) for the year ended 31 December 2016.	8,997,419,989 (100.000%)	0 (0.000%)
2.	To re-elect the following Directors:		
	(a) Mr. Cui Jinfeng as executive Director;	8,997,419,989 (100.000%)	0 (0.000%)
	(b) Mr. Peng Chi as executive Director;	8,997,314,989 (99.999%)	105,000 (0.001%)
	(c) Mr. Cheung Ka Fai as independent non-executive Director; and	8,997,419,989 (100.000%)	0 (0.000%)
	(d) Mr. Zhu Zhengfu as independent non-executive Director.	8,994,922,127 (99.972%)	2,497,862 (0.028%)
3.	To authorise the board of Directors (the “ Board ”) to fix the Directors’ remuneration.	8,997,419,989 (100.000%)	0 (0.000%)
4.	To re-appoint KPMG as Auditors and authorise the Board to fix their remuneration.	8,997,419,989 (100.000%)	0 (0.000%)

ORDINARY RESOLUTIONS		FOR	AGAINST
5.	To grant a general mandate to the Directors to allot, issue and deal with shares of the Company not exceeding 20% of the total number of Shares in issue as at the date of passing this resolution.	8,994,615,627 (99.969%)	2,804,362 (0.031%)
6.	To grant a general mandate to the Directors to buy back shares of the Company not exceeding 10% of the total number of Shares in issue as at the date of passing this resolution.	8,997,419,989 (100.000%)	0 (0.000%)
7.	Conditional upon the passing of resolutions nos. 5 and 6, to extend the general mandate granted to the Directors to issue, allot and deal with shares pursuant to resolution no. 5 by the number of shares repurchased pursuant to the general mandate granted under resolution no. 6.	8,994,615,627 (99.969%)	2,804,362 (0.031%)

Shareholders may refer to the circular of the Company dated 13 April 2017 (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 10,745,577,750 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 Group Ltd.
Yan Zhi
Co-chairman

Hong Kong, 18 May 2017

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