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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)**

**EXTENSION OF LONG STOP DATE IN RELATION TO  
(1) VERY SUBSTANTIAL ACQUISITION AND CONNECTED TRANSACTION;  
(2) POSSIBLE CONNECTED TRANSACTION INVOLVING ISSUE OF SHARES  
TO CONNECTED PERSONS;  
AND  
(3) ISSUE OF SHARES UNDER SPECIFIC MANDATE**

Reference is made to the announcement of Zall Group Ltd. (the “**Company**”) dated 13 November 2016 (the “**Announcement**”) and the circular of the Company dated 15 February 2017 (the “**Circular**”) in relation to, among others, the Transactions. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless defined otherwise herein.

As disclosed in the Announcement and the Circular, the First Completion will be conditional upon the satisfaction or waiver of the First Completion Conditions on or before the First Long Stop Date, being 30 April 2017 or such later date as may be agreed between the parties. As additional time is required for Vendor C and Target Company C to complete the restructuring as required under First Completion Condition (h) and the listing committee of the Stock Exchange has not yet approved the listing of, and permission to deal in, all the Consideration Shares, the Incentive Shares, VKC Consultancy Service Consideration Shares and the Management Shares as at the date of this announcement as required under First Completion Condition (b), the parties to the Acquisition Agreement entered into a supplemental agreement to the Acquisition Agreement on 27 April 2017 to extend the First Long Stop Date for fulfilment of the First Completion Conditions to 31 May 2017 or such later date as may be agreed between the parties. Save as disclosed above, all other terms and conditions of the Acquisition Agreement remain unchanged and in full force and effect in all respects.

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

Hong Kong, 27 April 2017

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