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ZALL卓尔

Zall Group Ltd.

卓爾集團股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2098)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that, with effective from 10 March 2017, Mr. Zhu Zhengfu has been appointed as an independent non-executive Director.

This announcement is made by Zall Group Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of Directors (the “**Directors**”) of the Company is pleased to announce that Mr. Zhu Zhengfu (“**Mr. Zhu**”) has been appointed as an independent non-executive Director with effect from 10 March 2017.

The biographical details of Mr. Zhu is set out as below:

Mr. Zhu Zhengfu, aged 53, graduated from Wuhan University with a PhD in International Economics Law in 1999 and holds a professional lawyer’s certificate issued by the Ministry of Justice of the People’s Republic of China. Mr. Zhu is currently the executive partner of Kunlun Law Firm (廣東東方昆侖律師事務所) and prior to that, Mr. Zhu was the deputy head of the Land Law Consultation Service Center of the Guangdong Province Land Resources Bureau* (廣東省國土廳廣東地產法律諮詢服務中心) from 1995 to 1998, a partner at Guangdong Dalu Law Firm* (廣東大陸律師事務所) from 1995 to 1998, the head of finance and real estate of Guangdong Economic Development Law Firm* (廣州市經濟貿易律師事務所) from 1993 to 1995, and deputy department head of the economic development department of Wanbao Electronics Import and Export Co., Ltd.* (萬寶電器進出口公司) from 1987 to 1993. Mr. Zhu is also an independent non-executive director of E Fund Management Co., Ltd. (易方達基金管理有限公司), an independent non-executive director of O Luxe Holdings Limited, which is listed on the Stock Exchange, an independent non-executive director of Guangzhou Guangdong Daily Media Co., Ltd.* (廣東廣州日報傳媒股份有限公司), Wuhan Sante Cableways Group Co. Ltd.* (武漢三特索道集團股份有限公司) and Beijing Honggao Creative

Architectural Design Co., Limited* (北京弘高創意建築設計股份有限公司), which are listed on the Shenzhen Stock Exchange, and Baoli Real Estate Group Co., Ltd.* (保利房地產集團股份有限公司) and Dongjiang Environmental Co., Ltd.* (東江環保股份有限公司), which are listed on the Shanghai Stock Exchange.

The Company has entered into a service agreement with Mr. Zhu in respect of his appointment as an independent non-executive Director for a term of three years commencing from 10 March 2017, pursuant to which he shall hold office until the next general meeting of the Company and be eligible for re-election at that meeting in accordance with the articles of association of the Company. He is entitled to an annual remuneration of HK\$480,000, which is determined by the Board with reference to his duties and responsibilities within the Company, the Company's performance and the prevailing market situation, and which shall be subject to the review of the Board from time to time based on the recommendation of the remuneration committee of the Company.

To the best knowledge of the Board and save as disclosed above, (i) Mr. Zhu has not held any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas during the last three years, (ii) Mr. Zhu has not held any other positions in the Company and other members of the Group, and (iii) Mr. Zhu does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company.

As at the date of this announcement, Mr. Zhu does not have, and is not deemed to have any other interests or short positions in the shares of the Company within the meaning of Part XV of the Securities and Future Ordinance (Cap. 571 of Hong Kong).

Mr. Zhu confirmed that he met the independence criteria as set out in Rule 3.13 of the Listing Rules. Save as disclosed above, there is no matter relating to the appointment of Mr. Zhu that needs to be brought to the attention of the Stock Exchange and the shareholders of the Company nor any information that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to extend a warm welcome to Mr. Zhu on his appointment as an independent non-executive Director.

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

Hong Kong, 10 March 2017

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

* *for identification purposes only*