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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)

PROPOSED CHANGE OF COMPANY NAME

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from "Zall Group Ltd." to "Zall Smart Commerce Group Ltd." and the dual foreign name of the Company from "卓爾集團股份有限公司" to "卓爾智聯集團有限公司", subject to the fulfillment of the conditions set out in the paragraph headed "Conditions of the Proposed Change of Company Name" in this announcement.

The Proposed Change of Company Name is subject to approval of the shareholders by way of a special resolution at the Annual General Meeting and approval of the Registrar of Companies in the Cayman Islands. A circular containing, among others, details of the Proposed Change of Company Name, together with a notice of the Annual General Meeting, will be despatched to the shareholders in due course.

PROPOSED CHANGE OF COMPANY NAME

Subject to certain conditions as set out in the paragraph headed "Conditions of the Proposed Change of Company Name" below, the board (the "**Board**") of directors (the "**Director**") of Zall Group Ltd. (the "**Company**", together with its subsidiaries, the "**Group**") proposes to change the English name of the Company from "Zall Group Ltd." to "Zall Smart Commerce Ltd." and to change the dual foreign name of the Company from "卓爾集團股份有限公司" to "卓爾智聯集團有限公司" (the "**Proposed Change of Company Name**").

Conditions of the Proposed Change of Company Name

The Proposed Change of Company Name is subject to the fulfillment of the following conditions:

(a) the passing of a special resolution by the shareholders of the Company ("**Shareholders**") to approve the Proposed Change of Company Name at the forthcoming annual general meeting of the Company to be held on 30 May, 2018 (the "**Annual General Meeting**"); and

(b) the Registrar of Companies in the Cayman Islands granting the approval for the use of the proposed new English and dual foreign names by the Company.

Subject to the satisfaction of the above conditions, the Proposed Change of Company Name will take effect from the date of issue of the certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands. The Company will then carry out the necessary filing procedures with the Companies Registry in Hong Kong.

REASONS FOR THE PROPOSED CHANGE OF COMPANY NAME

The Board considers that the proposed Company name can better reflect the strategic direction and business focus of the Group and provide a clearer corporate identity and image of the Company. Therefore, the Board is of the opinion that the Proposed Change of Company Name is beneficial to the business development of the Group and in the interests of the Company and the Shareholders as a whole.

EFFECTS OF THE CHANGE OF COMPANY NAME

The Proposed Change of Company Name will not affect any rights of the existing Shareholders. All existing share certificates in issue bearing the present name of the Company shall continue to be evidence of title to such shares and valid for trading, settlement and registration purposes. Accordingly, there will not be any arrangement for exchange of the existing share certificates. Once the Proposed Change of Company Name becomes effective, share certificates will be issued under the new name of the Company.

The Company expects to be traded in its new English name and the new dual foreign name as soon as the Proposed Change of Company Name becomes effective and the filing procedures in Hong Kong have been fulfilled. Further announcement(s) will be made by the Company to inform the Shareholders on the results of the Annual General Meeting, the effective date of the Proposed Change of Company Name and the change of stock short names of the Company for trading of its shares on the Main Board of The Stock Exchange of Hong Kong Limited as and when appropriate.

GENERAL

A circular containing, among others, details of the Proposed Change of Company Name, together with a notice of the Annual General Meeting, will be despatched to the Shareholders in due course.

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

Hong Kong, 29 March 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