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ZACD GROUP LTD.

杰地集團有限公司*

(a company incorporated in the Republic of Singapore with limited liability)

(Stock Code: 8313)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 23 MAY 2019

The board of directors (the “**Board**”) of ZACD Group Ltd. (the “**Company**”) is pleased to announce the voting results of the annual general meeting of the Company held on 23 May 2019 (the “**AGM**”).

Reference is made to the circular of the Company (the “**Circular**”) incorporating, amongst others, the notice of the AGM dated 18 April 2019 (the “**Notice**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF AGM

The Board announces that, at the AGM held at 2 Bukit Merah Central, #03-01 Singapore 159835 on Thursday, 23 May 2019 at 10:00 a.m., poll voting was adopted for all the resolutions (the “**Resolutions**”) as set out in the Notice of AGM.

The Board is pleased to announce that all the Resolutions were duly passed by the shareholders of the Company (the “**Shareholders**”) by poll voting at the AGM. The poll results for the Resolutions are as follows:

NO.	ORDINARY RESOLUTIONS	Number of Votes (%)		Total Votes
		FOR	AGAINST	
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ Directors ”) and the independent auditor of the Company for the financial year ended 31 December 2018.	1,504,120,000 (100%)	0 (0%)	1,504,120,000
2.	(i) To re-elect Ms. Sim Kain Kain as an executive Director of the Company (the “ Executive Director ”);	1,504,120,000 (100%)	0 (0%)	1,504,120,000
	(ii) To re-elect Mr. Siew Chen Yei as an Executive Director;	1,482,120,000 (100%)	0 (0%)	1,482,120,000
	(iii) To re-elect Mr. Wee Hian Eng Cyrus as an Executive Director;	1,504,120,000 (100%)	0 (0%)	1,504,120,000
	(iv) To re-elect Mr. Lim Boon Yew as an independent non-executive Director of the Company; and	1,504,120,000 (100%)	0 (0%)	1,504,120,000
	(v) To re-elect Mr. Chew Hong Ngiap, Ken as a non-executive Director of the Company.	1,504,120,000 (100%)	0 (0%)	1,504,120,000
3.	To authorise the Board of the Company to fix the remuneration of the Directors of the Company.	1,504,120,000 (100%)	0 (0%)	1,504,120,000
4.	To re-appoint Ernst & Young LLP as the Independent Auditor of the Company and to authorise the Board to fix their remuneration.	1,504,120,000 (100%)	0 (0%)	1,504,120,000
5.	To grant an unconditional general mandate to the Directors to allot, issue and otherwise to deal with additional shares of the Company not exceeding 20% of the total number of shares in issue of the Company as at the date of passing this resolution.	1,504,120,000 (100%)	0 (0%)	1,504,120,000
6.	To grant an unconditional general mandate to the Directors to repurchase the Company’s own shares up to a maximum number equivalent to 10% of the total number of shares in issue of the Company as at the date of passing this resolution.	1,504,120,000 (100%)	0 (0%)	1,504,120,000
7.	To extend the general mandate granted under resolution no. 5 by adding thereto the shares repurchased pursuant to the general mandate granted by resolution no. 6.	1,504,120,000 (100%)	0 (0%)	1,504,120,000

The description of the Resolutions above is by way of summary only. The full text appears in the Notice of AGM.

As more than 50% of the votes were cast in favour of each of the Resolutions, all the Resolutions were duly passed as ordinary resolutions of the Company.

The Chartered Accountants of Singapore, Moore Stephens LLP, was appointed as the scrutineer for the poll voting at the AGM.

Notes:

- a) The total number of shares of the Company in issue as at the date of the AGM: 2,000,000,000 ordinary shares in the share capital of the Company. No Shareholder was required to abstain from voting on the Resolutions at the AGM.
- b) The total number of shares of the Company entitling the holders to attend and vote only against the Resolutions at the AGM: nil.
- c) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM.
- d) The total number of shares of the Company entitling the holders to attend and to vote for or against the Resolutions at the AGM: 2,000,000,000 ordinary shares.

By Order of the Board
ZACD Group Ltd.
Sim Kain Kain
Chairman and Executive Director

Hong Kong, 23 May 2019

As at the date of this announcement, the Board of the Company comprises five (5) executive Directors, namely, Mr. Yeo Choon Guan (Yao Junyuan), Ms. Sim Kain Kain, Mr. Siew Chen Yei, Mr. Darren Chew Yong Siang (Zhou Yongxiang) and Mr. Wee Hian Eng Cyrus; three (3) independent non-executive Directors, namely, Mr. Kong Chi Mo, Dato' Dr. Sim Mong Keang and Mr. Lim Boon Yew; and one (1) non-executive director, namely Mr. Chew Hong Ngiap, Ken.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will be published on the GEM website at www.hkgem.com and remain on the "Latest Company Announcements" page for at least seven days from the date of its posting. This announcement will also be published on the Company's website at www.zacdgroup.com.

In the event of any inconsistency between the Chinese version and the English version of this announcement, the latter shall prevail.

** for identification purposes only*